

**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF PT TOBA BARA SEJAHTRA Tbk
(the “Company”)**

The Board of Directors of the Company hereby invites all Shareholders to attend the Annual General Meeting of Shareholders (the “AGMS”) which will be held on:

Day/Date : Thursday, 16 April 2015
Time : 14.00 West Indonesia Time (WIB) - finished
Place : Seminar Room of Indonesia Stock Exchange
Indonesia Stock Exchange Building, Tower I, 1st Floor
Jl. Jend. Sudirman Kav. 52-53
South Jakarta 12190

The agenda of the Company’s AGMS are as follow:

1. Approval of the Annual Report and Ratification of the Company's Consolidated Financial Statements and for the financial year ended on 31 December 2014.
2. Approval for the use of the Company's net profit for the financial year ended on 31 December 2014.
3. Delegation of the authority to Board of Commissioners for the appointment of the Public Accountant Office to audit the Company's Consolidated Financial Statement for the financial year ended on 31 December 2015 and to determine the fees of Public Accountant Office as well as other requirements.
4. Determination of the remuneration and/or other allowance for the Board of Commissioners for the financial year ended on 31 December 2015.
5. Delegation of authority to the Board of Commissioners to determine the remuneration and other allowance of members of the Board of Directors for the financial year ended on 31 December 2015.
6. Report of the use of proceeds from the Initial Public Offering.
7. Amendment of the Articles of Associations of the Company to align it with provisions stipulated under Regulation of the Financial Service Authority (POJK).

Explanations of the Company’s AGMS agenda:

- Meeting agendas number 1 to 5 are agendas that are regularly held in the Company’s AGMS to fulfill the provisions under the Company’s Articles of Associations and Law No. 40 of 2007 concerning Limited Liability Company.
- Meeting agenda number 6 is reporting of the use of funds obtained by the Company from the Initial Public Offering.
- Meeting agenda number 7 is the amendment of the Company’s Article of Association, which is made to align it with provision stipulated under the Financial Service Authority regulations.

Notes:

1. The Company does not send a separate invitation to each of its Shareholders. This announcement constitutes the invitation.
2. Shareholders entitled to be present or be represented at the AGMS are Shareholders of the Company – which shares are recorded in the collective custody of PT Kustodian Sentral Efek Indonesia (KSEI) (script/scriptless) or outside the collective custody – whose name are recorded in the Company’s Register of Shareholders on 24 March 2015 until 16.00 WIB (recording date).
3. Shareholders and its respective proxies who will attend the AGMS are required to bring and submit copy of their Identity Cards (*Kartu Tanda Penduduk* or “KTP”) or other forms of identification which is still valid to the registration officers before entering the AGMS’s room. Shareholders that are in the form of legal entity, are required to bring a copy of its article of association including all its amendments and the latest management structure; and if required by the prevailing laws, such documents should be verified by the competent authority .
4. Shareholders whose shares are deposited at the collective depository of KSEI and intend to attend the AGMS, should register itself through the Bourse member / Custodian Bank Securities Account Holders where the Shareholders open their securities account, to obtain written confirmation for the meeting (*Konfirmasi Tertulis untuk Rapat* or “KTUR”), and also to bring and submit its copy of Identity Card (KTP) or other forms of identification which still valid.

5. Any Shareholder who is unable to attend the AGMS may be represented by other Shareholder or other party by proxy. Members of the Board of Directors, Board of Commissioner and any employees of the Company may act as the proxy in the AGMS, however their votes as a proxy in the AGMS will not be counted in determining the total votes cast.
6. Shareholders who will appoint a proxy may obtain the Form of Power of Attorney during office hour at Company's Corporate Secretary Division with the address at Wisma Bakrie 2 16th Floor, Jl. H.R. Rasuna Said Kav.B2, Jakarta 12920 and/or at the Company's Share Registrar office, with the address at Wisma Diners Club Annex Jl. Jend. Sudirman Kav. 34, South Jakarta 10220. The Power of Attorney should be signed with an affixed IDR 6000 stamp duty, and should be received by the Company at the latest 3 (three) working days before the AGMS.
7. Material of the AGMS (2014 Annual Report) is available and can be downloaded at Company's website www.tobabara.com, since the date of Notice. The material can also be obtained for free in the Company's office which address is mentioned in paragraph 6 above, by presenting a written request from the Shareholder which shall be submitted every working day and during office hour since the date of Notice until the date of AGMS.
8. To ensure the orderliness of the AGMS, the Shareholders or its proxy are required to be present at the venue of the AGMS at least 30 (thirty) minutes before the AGMS starts.

Jakarta, March 25, 2015
PT Toba Bara Sejahtera Tbk
The Board of Directors