



PT Matahari Putra Prima Tbk
Domiciled in Central Jakarta
(The "Company")

**NOTIFICATION OF SUMMARY OF
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS**

The Annual General Meeting of Shareholders of the Company was held on May 13, 2015, at 10:22 to 11:58 am, at Aryaduta Hotel, Room 2 Monas, Jakarta.

Meeting was held with the following agenda:

1. Board of Directors' Report regarding the Company's Business and Financial activities for the financial year 2014 and approval, to approve the Balance Sheet of Financial Position, the Consolidated Statements of Comprehensive Income for the financial year 2014, to approve the Annual Report and Report of Board of Commissioners' Supervisory Duties, and to release and fully satisfy (Acquit et de Charge) the members of Board of Commissioners and Board of Directors for their supervision and management during the financial year;
 2. To approve the right to use the Company's earnings for the Fiscal Year 2014;
 3. To appoint the Public Accountant to conduct an audit of the Company's books for the financial year 2015 and to give the Board of Directors the authority to determine the fees and other terms of such appointment;
 4. To change the Company's Articles of Association
 5. To change and/or to confirm the structure of the Board of Directors and Board of Commissioners including Independent Commissioner and/or the determination of the salary / honorarium and/or other benefits for the members of the Board of Directors and Board of Commissioners.
- The Meeting was attended by shareholders or the representative of shareholders, with a total shares amounting 4,867,661,964 shares, representing 90.511% of total shares with valid voting rights issued by the Company until the date of the Meeting with a total of 5,377,962,800 shares, based on the Register of Shareholders as of April 20, 2015. Therefore, the provisions of the quorum at the Meeting as regulated in the Articles of Association and Law No. 40 of 2007 on Limited Liability Companies and Regulation of Capital Market, have been met.

The Meeting was attended by all members of the Board of Directors and the representatives of Board of Commissioners, Mr. THEO L. SAMBUAGA and Mr. JOHANES JANRY, while other members of the Board of Commissioners were absent.

Before the decisions were made, the Chairman of the Meeting gave an opportunity to the shareholders to ask questions and /or give an opinion and none of the shareholders asked any questions in each Meeting Agenda.

The Meeting Decisions were taken by consensus, but if the Shareholder or Shareholders' Representatives disagree or give blank vote or abstain, the decision will be taken by voting.

In the Meeting, some decisions have been made, as stated in the Deed of the Minutes of the Meeting dated May 13, 2015 No. 24, which original deed made by Notary Ir. Nanette Cahyanie Handari Warsito Adi, SH., the Final Decisions in the General Meeting of Shareholders of the Company are as follows:

• The First Meeting Agenda:

Total Votes	: 4,867,661,964	shares	
Votes Disagree	: 3,304,500	shares	
Votes Abstain	: 5,703,600	shares	
Total Votes Agree	: 4,864,357,464	shares	99.932%

Thus Meeting with Majority Votes Has Decided:

1. To accept and approve the Director's report on Business and Financial activities of the Company for the fiscal year 2014 ended on December 31, 2014 including, among others, every policy, decision, agreement, related agreements: cooperation among the various institutions supporting profession and relationships, the implementation of the partnership program, procurement, purchase and sale / trade, lease / building for the following outlets adjustment, the implementation of the renovation, the opening and closing of stores, the policy administration systems of financial statements, credit facility agreements with the change / extension, implementation responsibilities Social responsibility (Corporate Social Responsibility), as has generally been presented and described in the Meeting.
2. To approve and validate the Annual Report and Financial Statements for the fiscal year 2014 audited by Public Accounting Firm RSM Aryanto, Amir Jusuf, Mawar & Saptoto as stated in letter dated March 2, 2015 No. R/085.AGA/dwd.2/2015 with a fair opinion, the Audit Committee Report, Report of supervisory Board of Commissioners, to release and fully satisfy (Acquit et de Charge) to all members of Board of Directors and Board of Commissioners in the broadest sense of responsibility for their supervision and management during the financial year of 2014, as reflected or not reflected in the Report of the Board of Directors and Board of Commissioners as well as the Financial Statements of the Company for the financial year 2014, among others: cooperation among the various institutions supporting profession and relations, the implementation of partnership programs, procurement, purchase and sale / trade, lease / building for the following outlets adjustment, the implementation of the renovation, the opening and closing of stores, financial reporting policy administration systems, facility agreements the following credit with a change / extension, the implementation of the obligations to the bank as well as bonds and Sukuk Ijarah holders of Series B include the repayment of proceeds from the issuance of bonds and Sukuk Ijarah Series B.

• The Second Meeting Agenda:

Total Votes	: 4,867,661,964	shares	
Votes Disagree	:	shares	
Votes Abstain	: 5,703,600	shares	
Total Votes Agree	: 4,867,661,964	shares	100%

Thus Meeting with Majority Votes Has Decided:

1. To approve the plan to use the Company's earnings from the fiscal year 2014 amounted Rp.554,016,517,687.00 (Five Hundred Fifty Four Billion Sixteen Million Five Hundred Seventeen Thousand Six Hundred and Eighty Seven Rupiah), as follows:
 - The amount of Rp.193,905,781,190.00 (One Hundred Ninety-Three Billion Nine Hundred Five Million Seven Hundred Eighty One Thousand One Hundred and Ninety Rupiah) paid as cash dividends;
 - For the reserve fund referred in Article 70 of Law No. 40 of 2007 on Limited Liability Companies, the Company set aside Rp. 2 billion, and
 - The remaining net profit in 2014 amounted to Rp.358,110,736,497.00 (Three Hundred Fifty Eight Billion One Hundred Ten Million Seven Hundred Thirty-Six Thousand Four Hundred and Ninety-seven Rupiah) will be recorded as Retained Earnings.

Dividends will be paid in the following manner:

For shareholders who have already converted their shares, the dividend will be credited to the securities account of Securities Company or Custodian Bank in KSEI.

As for the shareholders who have not converted their shares, the dividend will be paid by way of shareholders can take cash dividend checks to the address of Registrar (BAE). The dividend is subject to tax in accordance with the regulations shall be retained by the Company.



PT. MATAHARI PUTRA PRIMA Tbk

2. To give authorization to the Directors to implement everything in relation to the dividend allocation including the confirmation of the payment date.

- The Third Meeting Agenda:

Total Votes	: 4,867,661,964	shares	
Votes Disagree	: 50,234,324	shares	
Votes Abstain	: 5,703,600	shares	
Total Votes Agree	: 4,817,427,640	shares	98.968%

Thus Meeting with Majority Votes Has Decided:

To delegate authority to the Board of Commissioners and / or Directors to select and appoint a Registered Public Accountant to audit the financial books for the fiscal year 2015 and authorized the Directors to determine the honorarium and other requirements on such appointment.

- The Fourth Meeting Agenda:

Total Votes	: 4,867,661,964	shares	
Votes Disagree	: 21,536,388	shares	
Votes Abstain	: 5,703,600	shares	
Total Votes Agree	: 4,846,125,576	shares	99.558%

Thus Meeting with Majority Votes Has Decided:

1. To approve the implementation of the changes and realignment of the entire contents of the Articles of Association to be adjusted with POJK 32 and POJK 33 and to the implementation of these measures, it is also proposed to the shareholders of the Company to delegate authority and give authorization to the Directors make changes and adjustments as well as other actions which may necessary be implemented in order to comply POJK 32 and POJK 33; and.
2. To approve the conversion of the Articles of Association in Article 3 so as to further reads as follows:

Objectives and Business Activities
Article 3

1. The purpose and objective of the Company is to engaged in the retail trade, industry, confectionary, general trading, agency and / or trade representative, construction and development.
2. To achieve the objectives specified in the first subsection of this article, the Company may carry out business activities as follows:

Main business activities:

- a. To do trading in apparel, food, drinks and other items including a minimarket, supermarket, hypermarket, modern stores, franchise and other similar businesses in pharmaceutical, medicine and health equipment either in bulk or retail;
- b. To lease out spaces in the store;
- c. To do general trading on our own account or on commission, at the expense of other parties including importing, domestic trading, as well as inter-island trading (inter-island);



- d. To operates the business and act as agents or representatives of companies or other agencies, in both local and international market, as grosier, distributor, dealer or distributor and leveransier of the commercial goods;
- e. To produce/ manufacture raw materials into finished goods, including food, beverages, clothing, accessories, household appliances, electronics, and other production;

Supporting business activities:

To do business in construction engineering, building and general and act as planners, implementers, supervisors and the developer;

3. Gave approval, authority and / or authorize the Directors with the right of substitution to perform all acts necessary and / or required in connection with the transformation and realignment of the Company's Articles mentioned above including but not limited to restate those decisions, either partially or wholly in the form of a notarial deed, facing in the front of the notary, submit and sign all petitions and other necessary documents in accordance with the regulations and legislation in force, including the Minister of Justice and Human Rights of the Republic of Indonesia in order to obtain approval for the amendment of the Articles Association of the Company, all with no one excluded,

• The Fifth Meeting Agenda:

Total Votes	: 4,867,661,964	shares	
Votes Disagree	: 424,457,144	shares	
Votes Abstain	: 6,289,500	shares	
Total Votes Agree	: 4,443,204,820	shares	91.280%

Thus Meeting with Majority Votes Has Decided:

1. Approve the changes and confirm the structure of the Board of Directors and Board of Commissioners including Independent Commissioner for the remaining period as of the closing of this Meeting until the conclusion of the Annual General Meeting of Shareholders of the Company for the financial year 2016 to be held in 2017, with the arrangement more as follows:

Board of Commissioners:

Chairman	: John Bellis
Vice President Commissioner	: Theo L. Sambuaga
Independent Commissioner	: William Travis Saucer
Independent Commissioner	: Chua Siang Hwee, Jeffrey
Independent Commissioner	: Niel Nielson
Commissioner	: Johanes Jany
Commissioner	: John Riady

Board of Directors:

President Director	: Bunjamin J. Mailool
Vice President Director	: Noel Trinder
Independent Director	: Carmelito J. Regalado
Director	: Lina H. Latif
Director	: Ishak Kurniawan

2. Propose to the shareholders for approval of the remuneration system, including salary or honorarium and allowances or other remuneration for the Board of Commissioners with a formulation based on the orientation of performance, market competitiveness and alignment of the Company's financial capacity to be met, and other things necessary to limit collective amount of 0.3% from net sales.

3. To authorize the Board of Commissioners to design, establish and enforce the remuneration system, including honorarium, allowances, salaries, bonuses and other remuneration to the Board of Directors or the Company with a formulation based on the orientation of performance, market competitiveness and the alignment of the financial capacity of the Company to be met, as well as another matter that is needed.
4. Giving the authority and power with substitution right to the Directors of the Company to perform any action with respect to the change and affirmation structure of the Company's Board of Commissioners and Directors above, including but not limited for the decision restates in the Notary deed, and then notify the Minister of Justice and Human Rights of the Republic of Indonesia in accordance with the recent regulations, registering the Board of Commissioners and Board of Directors in the Company list and to submit and sign all requests and other documents without being exempted in accordance with the regulations and legislation.

In accordance to the 2nd Agenda General Meeting of Shareholders decision, the Directors set a schedule and procedure for dividend distribution as follows:

A. Schedule of Cash Dividend as follows:

Cum-dividend for trading in Regular Market and Negotiation	May 21, 2015
Ex-dividend for trading on the Regular Market and Negotiation	May 22, 2015
Cum-dividend for trading in Cash Market	May 26, 2015
Ex-dividend for trading in Cash Market	May 27, 2015
Recording date are entitled to a cash dividend	May 26, 2015
Cash dividend payment	June 17, 2015

B. Procedure for Dividend Distribution:

1. For shareholders whose shares are registered in the collective custodian at the Indonesian Central Securities Depository ("KSEI"), the payment of cash dividends will be implemented through KSEI and will be distributed into securities company account and /or custodian bank on June 17, 2015. Proof of payment cash dividend financial year 2014 will be delivered by KSEI to shareholders through Securities Company or Custodian Bank where the shareholders open their accounts.
2. For shareholders whose shares are not in collective custody, Taxpayer Identification Number (TIN) shall be submitted to the Registrar ("Registrar") PT Sharestar Indonesia which addresses at BeritaSatu building (d / h. Citra Graha Building) 7th Floor, Jl. Jend. Gatot Subroto Kav. 35-36, Jakarta 12950, no later than the date of May 26, 2015 at 16.00 pm.
3. Cash dividends will be taxed in accordance with the applicable tax regulations. The amount of tax charged will be an amenability by the shareholders and deducted from the amount of cash dividends of financial year 2014 which become the shareholders' rights.
4. For foreign shareholders who are Foreign Taxpayers who use the tax deduction tariff based on Double Taxation Treaty (P3B) with Indonesia, shall submit the original Certificate of Domicile from their country of origin or a copy of the letter legalized by The Tax Office Sign Exchange Company to KSEI or the Registrar PT Sharestar Indonesia ("BAE") domiciled at BeritaSatu building (d / h. Citra Graha Building) 7th Floor, Jl. Jend. Gatot Subroto Kav. 35-36, Jakarta 12950 at the latest on May 29, 2015, in the absence of the letter mentioned above, cash dividends paid to foreign shareholders will be subject to Income Tax Article 26 with a rate of 20%.

Jakarta, 18 Mei 2015

PT Matahari Putra Prima Tbk
Board of Directors