

**EXPLANATION  
AGENDA OF EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
PT MATAHARI PUTRA PRIMA TBK**

In relation to the plan of the Extraordinary General Shareholders Meeting ("Meeting") of PT Matahari Putra Prima Tbk (the "Company") which is to be held on Friday, December 8, 2017, the Company hereby provides the explanation of the Meeting's agenda.

The following explanation is to complement the Meeting's agenda which the Company has announced to the Shareholders through the Meeting's Invitation published on the Investor Daily newspaper dated November 16, 2017.

First Agenda :

1. Approval of the Company's plan to increase additional capital by Rights Issuance, in accordance with OJK Regulation no. 32 / POJK.04 / 2015 to increase issued and paid up capital of publicly listed companies through the rights issuance to shareholders ("Limited Public Offering V"), including :
  - a. Approval for the amendment of the Company's Articles of Association in relation to the increase of the Company's issued and paid up capital in the framework of Limited Public Offering V; and
  - b. The grant of authorization to the Board of Directors of the Company with the right of substitution to perform all necessary actions in relation to Limited Public Offering V, including but not limited to appoint capital market supporting institutions and professions which will assist in the implementation of Limited Public Offering V, create or ask to create all necessary deeds, letters and documents, present in front of the competent authorities including the notary, applying to the competent authority to obtain approval or to report the matter to the competent authorities and register it in the company register as referred to in the prevailing laws and regulations.

Explanation :

In relation to the Company's plan to increase additional capital by Rights Issuance and to comply with OJK Regulation no. 32 / POJK.04 / 2015 to increase issued and paid up capital of publicly listed companies through the rights issuance to shareholders, the Company will hold a Meeting to obtain the approval from the majority of Shareholders.

The Company has also announced the Disclosure of Information to Shareholders at the IDX website & Otoritas Jasa Keuangan ("OJK") website dated November 1, 2017 as well as the Company's website with the following links:

[http://media.corporate-ir.net/media\\_files/IROL/16/167624/MPPA\\_Preliminary\\_Disclosure\\_of\\_Information\\_of\\_Rights\\_Issue\\_Plan\\_\(Bahasa\).pdf](http://media.corporate-ir.net/media_files/IROL/16/167624/MPPA_Preliminary_Disclosure_of_Information_of_Rights_Issue_Plan_(Bahasa).pdf)

Second Agenda :

2. Determination the structure of members of the Company's Directors and Board of Commissioners including Independent Commissioners and/or determination of salaries/honorarium and/or other allowances for members of the Directors and Board of Commissioners of the Company.

Explanation :

The Company has received a letter of resignation from Mr. Noel Trinder in his capacity as Vice President Director on October 27, 2017 and has announced the Disclosure of Information to Shareholders on IDX website & Otoritas Jasa Keuangan ("OJK") website dated November 1, 2017 as well as on the Company's website on the link as follows:

[http://media.corporate-ir.net/media\\_files/IROL/16/167624/Information-Disclosure-to-OJK-and-IDX-for-the-Resignation-of-a-Member-from-the-Board-of-Directors.pdf](http://media.corporate-ir.net/media_files/IROL/16/167624/Information-Disclosure-to-OJK-and-IDX-for-the-Resignation-of-a-Member-from-the-Board-of-Directors.pdf)

Within this Meeting, the Company will propose to the Shareholders to approve the resignation of Mr. Noel Trinder from the member of Directors of the Company and to reaffirm the existing structure of the members of Directors and Commissioners including Independent Commissioners to continue their existing service period until year 2020 (fiscal year 2019) as determined in the Annual General Meeting of Shareholders ("AGMS") dated April 26, 2017.