



**ANNOUNCEMENT SUMMARY OF MINUTES OF  
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS  
PT TOWER BERSAMA INFRASTRUCTURE TBK**

The Board of Directors of **PT Tower Bersama Infrastructure Tbk (“Company”)** hereby announce the summary of minutes of the Annual General Meeting of Shareholders (“**Meeting**”) of the Company held on Friday, 27 April 2018 at Padang Room, Hotel The Westin Jakarta, Jalan H.R. Rasuna Said Kav. C-22, Jakarta 12940. This announcement of summary of minutes to fulfill the requirement of Article 34 of the Financial Services Authority Regulation No. 32 /POJK.04 /2014 dated December 8, 2014 on the Planning and Organization of the General Meeting of Shareholders of the Public Company (hereinafter “POJK No. 32”).

The Meeting on April 27, 2018 was attended by the following member of the Board of Commissioners and Board of Directors:

<b>Board of Commissioners</b>	<b>Board of Directors</b>
Independent Commissioner : Wahyuni Bahar	President Director : Herman Setya Budi Vice President Director : Hardi Wijaya Liong Director : Budianto Purwahjo Director : Helmy Yusman Santoso Independent Director : Gusandi Sjamsudin

The shareholders attended the Meeting represented 3,911,590,905 shares or 88.076% of the total issued shares of the Company after deducting buyback/treasury shares as of recording date of the Meeting (April 4, 2018) amounted 90,257,200 shares.

The Meeting was chaired by Mr. Wahyuni Bahar (Independent Commissioner) based on the letter of appointment of the Board of Commissioners on April 5, 2018.

Prior to the discussion of each of the meeting Agenda, the Chairperson disclosed the following:

- Summary of the meeting rules;
- The Company’s overall performance;
- Meeting Agenda;
- In each of the Agenda discussed in AGMS, shareholders are given the opportunity and entitled to raise question and/ or opinion in accordance with the rules; and
- The resolutions of the Meeting were taken based on deliberation of consensus. If the deliberation of consensus is not reached, the decision is taken by voting. The Shareholders are given the opportunity to submit their ballot to the officer in charge to be counted by the Notary as an independent party, with due observance of the quorum for attendance and resolutions of a GMS stipulated in the Articles of Association of the Company for the relevant Meeting Agenda.

The detail resolutions of the Meeting are as follows:

Meeting Agenda 1	<b><i>Approval of the Company's Annual Report for the financial year 2017 and Ratify the Consolidated Financial Statements for the financial year ended December 31, 2017.</i></b>		
Number of Shareholders Raising Questions	There was 1 shareholders asked question and has been answered by the Company's Director		
Decision Making Process	Voting		
Voting Results	<b>Agree</b>	<b>Abstain</b>	<b>Disagree</b>
	3,904,048,605 shares or 99.807% of those in attendance	6,083,700 shares or 0.156% of those in attendance	1,458,600 shares or 0.037% of those in attendance
Meeting's Resolutions	<ol style="list-style-type: none"> <li><b>1. Approved the 2017 Annual Report including the Board of Commissioners Supervisory Report for 2017.</b></li> <li><b>2. Ratified Company's Consolidated Financial Statements for the financial year ending on December 31, 2017 that was audited by the Public Accounting Firm of Tanubrata Sutanto Fahmi Bambang &amp; Partners, with an unqualified opinion as stated in the report No. 326/2.T053/JM.2/12.17 dated March 16, 2018.</b></li> <li><b>3. Released and discharged every member of the Board of Directors and the Board of Commissioners for managerial and supervisory actions taken throughout the financial year ending on December 31, 2017, as far as these actions are reflected within the Consolidated Financial Statements of the Company and Subsidiaries for financial year 2017.</b></li> </ol>		

Meeting Agenda 2	<b><i>Determine the Allocation of Net Profits for Financial Year 2017.</i></b>
Number of Shareholders Raising Questions	No shareholders raised question

Decision Making Process	Voting		
Voting Results	<b>Agree</b>	<b>Abstain</b>	<b>Disagree</b>
	3,907,798,205 shares or 99.903% of those in attendance	-	3,792,700 shares or 0.097% of those in attendance
Meeting's Resolutions	<p><b>Approved the determination on the use of the Company's Net Profit for financial year 2017, as follows:</b></p> <ol style="list-style-type: none"> <li><b>Rp1,000,000,000 determined as general reserves in compliance with Article 70 of the Company Law No. 40 Year 2007 and shall be used in accordance with the Article 23 of the Company's Articles of Association.</b></li> <li><b>Rp750,000,000,000 or approximately 32.4% of the net profit for financial year 2017 determined as cash dividend to be distributed to shareholders whose name are on the shareholders register on May 11, 2018, by taken into consideration number of treasury shares as of that day, and will be distributed on May 24, 2018.</b></li> <li><b>The remaining of Rp1,565,368,000,000 will be used to increase the Retained Earning balance to support the Company's development.</b></li> <li><b>Granting power and authority to the Board of Directors to arrange the payment procedure for the cash dividend in accordance with the prevailing laws and regulations.</b></li> </ol>		

Meeting Agenda 3	<b><i>Appoint a Public Accountant to audit the Company's Financial Statements for Financial Year 2018.</i></b>		
Number of Shareholders Raising Questions	No shareholders raised question		
Decision Making Process	Voting		
Voting Results	<b>Agree</b>	<b>Abstain</b>	<b>Disagree</b>
	3,793,700,898 shares or 96.986% of those in attendance	49,501,820 shares or 1.266% of those in attendance	68,388,187 shares or 1.748% of those in attendance

Meeting's Resolutions	<p><b>Appoint a Public Accountant to audit the Company's Financial Statements for Financial Year 2018 by:</b></p> <ol style="list-style-type: none"> <li><b>1. Granting power and authority to the Board of Commissioners, by taking into consideration the recommendation from the Audit Committee, to appoint the a Public Accountant which is registered in Financial Service Authority ("OJK") in accordance with the criterias set out in the Meeting to audit the Company's Consolidated Financial Statements for the year ended December 31, 2018 and to appoint a replacement Public Accountant if a Public Accountant who has been appointed for any reason can not perform its duties.</b></li> <li><b>2. Fully authorize the Company's Board of Commissioners to determine the honorarium and other requirements for the appointment of the Public Accountant.</b></li> </ol>
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Meeting Agenda 4	<i>Determine the Salary and Benefits for members of the Board of the Board of Directors and Salary or Honorarium and Benefits for members of the Company's Board of Commissioners for financial year 2018.</i>		
Number of Shareholders Raising Questions	No shareholders raised question		
Decision Making Process	Voting		
Voting Results	<b>Agree</b>	<b>Abstain</b>	<b>Disagree</b>
	3,854,246,981 shares or 98.534% of those in attendance	5,915,300 shares or 0.151% of those in attendance	51,428,624 shares or 1.315% of those in attendance
Meeting's Resolutions	<b>Delegate the authority to the Board of Commissioners to determine the salaries, honorarium, and other benefits for members of the Board of Directors and Board of Commissioners for financial year 2018.</b>		

Meeting Agenda 5	<i>Approval for Shares Buyback as explained in OJK Rule No. 30/POJK.04/2017</i>		
Number of Shareholders Raising Questions	No shareholders raised question		
Decision Making Process	Voting		

Voting Results	Agree	Abstain	Disagree
	3,904,440,313 shares or 99.817% of those in attendance	4,974,100 shares or 0.127% of those in attendance	2,176,492 shares or 0.056% of those in attendance
Meeting's Resolutions	<ol style="list-style-type: none"> <li data-bbox="610 436 1386 642">1. <b>Approved the Company Shares Buyback maximum of 204,000,000 (two hundred and four million) shares, or around 4.5% (four point five percent) of the Company's total issued and fully paid-in capital, which will be carried within a period of 18 (eighteen) months from this Meeting's approval</b></li> <li data-bbox="610 646 1386 852">2. <b>Agreed to allocate unappropriated retained earnings amounting to a maximum of Rp1,200,000,000,000 (one trillion two hundred billion Rupiah) to fund the Company Shares Buyback, which includes transaction fees, broker fees and other expenses related to the Company Shares Buyback transaction.</b></li> <li data-bbox="610 856 1386 1104">3. <b>Approved and authorized the Company's Board of Commissioners, with the rights of substitution, in accordance with the Company's Articles of Association, to approve the implementation of the Company Shares Buyback of the Company's Shares issued and listed on the Indonesia Stock Exchange, including providing results of the Company Shares Buyback.</b></li> <li data-bbox="610 1108 1386 1419">4. <b>Authorized the Company's Board of Directors to undertake all actions deemed necessary to execute this Meeting's decision, including determining the terms and conditions for the Company Shares Buyback in accordance with the prevailing rules and regulations, to submit explanations, to draft and sign all required documents, and to report the implementation of this Company Shares Buyback to the Annual General Meeting of Shareholders, as well as to undertake all actions deemed necessary, without exception.</b></li> </ol>		

Meeting Agenda 6	<b><i>Approval for the plan of the issuance US Dollar-denominated bonds or notes to be issued by a wholly-owned subsidiary of the Company which has corporate guarantee from the Company, that will be offered to investors outside of Indonesia that constitutes as a material transaction on the basis of Regulation No. IX.E.2 Annex of the Bapepam &amp; LK Chairman's Decision No. Kep 614/BL/2011 dated November 28, 2011 regarding Material Transactions and Changes to the Main Business Activity.</i></b>		
Number of Shareholders Raising Questions	No shareholders raised question		
Decision Making Process	Voting		
Voting Results	<b>Agree</b>	<b>Abstain</b>	<b>Disagree</b>
	3,835,922,845 shares or 98.066% of those in attendance	-	75,668,060 shares or 1.934% of those in attendance
Meeting's Resolutions	<p><b>1. Approved the plan to issue US Dollar-denominated bonds that will be issued by a controlled subsidiary of the Company and secured with a corporate guarantee by the Company, through an offering to investors outside of the boundaries of the Republic of Indonesia, which constitutes as a material transaction based on the Financial Services Authority (formerly Bapepam) Regulation No.IX.E.2 Attachment to the Bapepam-LK Chairman's Decision No.KEP-614/BL/2011 dated November 28, 2011 regarding Material Transactions and Changes to the Main Business Activity.</b></p> <p><b>2. Approved and authorized the Board of Directors, both collectively as well as individually, with the rights of substitution, in accordance with the Company's Articles of Association, to prepare, implement, sign and/or submit as well as execute any agreements and actions required in connection with all documents and notices that will be signed and/or submitted based or relating to the Notes, including all amendments and additions to the terms and conditions deemed favourable by the Board of Directors, including but not limited to:</b></p> <p><b>(i) Indenture relating to the Notes issuance and providing a corporate guarantee;</b></p> <p><b>(ii) Purchase Agreement;</b></p> <p><b>(iii) Every inter-company loan agreement signed by the Company with a subsidiary or affiliated company, both as a borrower as well as a creditor; and</b></p> <p><b>(iv) Every power and other related document that has and will be determined as deemed necessary in relation</b></p>		

	<p>with pr that is required based on the agreements related to these Notes issuance and other related documents that does not violate any laws or regulations in any jurisdiction that governs these documents.</p> <p>3. Granted the authority with rights of substitution to the Company's Board of Directors, both collectively as well as individually, to appear and/or attend before authorized officials and/or the Notary to state decisions taken, to sign deeds that is required, to submit explanations, to make and sign all required documents, as well as to undertake all actions deemed necessary, without exception.</p>
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Meeting Agenda 7	<b>Report on use of proceeds for Continuous Rupiah Bond II Phase II Year 2017 and Continuous Rupiah Bond II Phase III Year 2017</b>		
Number of Shareholders Raising Questions	No shareholders raised question		
Decision Making Process	Agenda 7 is reporting hence no votings		
Voting Results	<b>Agree</b>	<b>Abstain</b>	<b>Disagree</b>
	-	-	-
Meeting's Resolutions	<b>Accepted the Use of Proceeds Report for Continuous Rupiah Bond II Phase II Year 2017 and Continuous Rupiah Bond II Phase III Year 2017.</b>		

#### **PROCEDURE FOR THE CASH DIVIDEND PAYMENT**

In accordance with the resolution of Agenda 2 that has resolved the payment of cash dividend for financial year 2017 in the amount of Rp750,000,000,000. The dividend per share number will be determined after deducting the treasury shares as of the recording date of May 11, 2018, announcement for this matter will be made on May 11, 2018. Below are the detail of dividend payment:

#### **DIVIDEND PAYMENT SCHEDULE**

Cum-Dividend	<ul style="list-style-type: none"> <li>• Regular and negotiated market</li> <li>• Cash market</li> </ul>	<p>May 7, 2018</p> <p>May 11, 2018</p>
Ex-Dividend	<ul style="list-style-type: none"> <li>• Regular and negotiated market</li> <li>• Cash market</li> </ul>	<p>May 8, 2018</p> <p>May 14, 2018</p>
Recording Date		May 11, 2018
Dividend Payment Date		May 24, 2018
Distribution of Tax Withholding Slip		July 31, 2018

**CONDITIONS FOR PAYMENT:**

1. Dividend will be paid to the registered shareholder in the Company's Shareholder Register (Recording Date) on May 11, 2018 no later than 16.15 WIB (West Indonesia Time) and/or to the shareholders who hold the Company's shares at the sub-securities account of PT. Kustodian Sentral Efek Indonesia (KSEI) on the closing of trading in the Indonesia Stock Exchange on May 11, 2018.
2. For the shareholder whose shares are kept in collective custody at KSEI, the dividend payment will be distributed by KSEI to the account of its Securities Company and/or Custodian Bank on May 24, 2018. The dividend payment slip will be sent by KSEI to the shareholders through its Securities Company and/or Custodian Bank where the shareholder opened their account. Whereas for the shareholder whose shares are not in the collective custody at KSEI, the dividend payment will be transferred to the shareholder's account.
3. The dividend payment will be subject to withholding tax in accordance with the prevailing tax regulations. Such withholding tax shall be borne by the entitled shareholders and will be deducted from the total cash dividend due to the entitled shareholder.
4. For the Indonesian Entity Tax Subject that has not submitted their Tax ID, they are requested to submit it to KSEI or to Share Registrar (BAE) PT Datindo Entrycom, at Jl. Hayam Wuruk No. 28, Jakarta 10120, at the latest by May 11, 2018 at 16.00 WIB. In the absence of the Tax ID Number, the dividend to be paid to that Indonesian Entity shall be deducted by 30% withholding tax.
5. For the shareholders who are Overseas Tax Subject, whose tax tariff is in accordance with the Double Tax Treaty Agreement (P3B), they are obliged to comply with Article 26 of the Tax Law no. 36 year 2008 and to submit Form DGT-1 or DGT-2 which have been legalized by the Office of Tax Services for Listed Companies (Kantor Pelayanan Pajak Perusahaan Masuk Bursa) to KSEI or BAE at the latest May 17, 2018 (5 exchange days prior to payment date). In the absence of such forms, the dividend will be deducted by withholding tax article 26 of 20%.
6. For the shareholder whose shares are kept in collective custody at KSEI, the cash dividend tax withholding slip will be available at the Securities Company and / or Custodian Bank where the shareholder opened their securities account and for the script shareholder, it can be collected at the BAE Office starting from July 31, 2018.

Jakarta, April 30, 2018

**PT TOWER BERSAMA INFRASTRUCTURE TBK**  
THE BOARD OF DIRECTORS