



**RESOLUTIONS OF THE ANNUAL GENERAL SHAREHOLDERS' MEETING  
PT LIPPO KARAWACI TBK („THE COMPANY“)**

Agenda 1.

1. To approve and accept the Annual Report of the Company on its condition and the course of its business activities which includes among others the Company's Financial Statement for the year ended December 31, 2010, covering its business activities derived from the Company's main business activities and the Supervisory Duty Report of the Board of Commissioners.
2. To approve and accept the Consolidated Financial Statement of PT Lippo Karawaci Tbk. and subsidiaries for the fiscal year ended December 31, 2010 which is audited by the Accounting Firm Aryanto, Amir Jusuf, Mawar and Saptoto with an unqualified opinion as stated in its report No: R/020.AGA/9.2/2011 dated January 25, 2011.
3. To approve the Accountability Report for the Use of Proceeds from the Right Issue III as reported to Bapepam-LK by letter No. 05/LK-COS/I/2011 dated January 14, 2011.
4. To grant full release and discharge (acquitt et de charge) to the Board of Directors and the Board of Commissioners from the management and supervision of the Company conducted during the fiscal year ended December 31, 2010, provided that those actions including the actions relating to the business activities derived from the Company's main business activities are reflected in the Directors Report and the Financial Statement for the year ended December 31, 2010.

Agenda 2

1. To approve the distribution of final cash dividend in, amounting to a total of Rp150,000,000,000 (one hundred fifty billion Rupiah) which represents 28.6% of Net Income After Tax, consisting of the following:
  - a. Rp 50,000,000,000 (fifty billion Rupiah) was paid as the interim dividend on December 1, 2010.
  - b. Rp 100,000,000,000 (one hundred billion Rupiah) will be distributed pursuant to the prevailing Capital Market regulation and will be announced in 1 (one) news paper.

2. The Company will execute the cash dividend in compliance with the prevailing tax regulation under the provision of dividend tax deduction.
3. To approve and determine that Rp 1,000,000,000 (one billion Rupiah) be allocated as the Reserved Fund as referred to in Article 70 of Law No. 40 of 2007 regarding the Limited Liability Company; and
4. The remaining Net Income after deducting the Dividend and the Reserved Fund amounting to Rp 374,345,786,018 (three hundred seventy four billion three hundred forty five million seven hundred eighty six thousand eighteen Rupiah) will be recorded as the Company's Retained Earnings.

#### Agenda 3

To grant the authority to the Company's Board of Commissioners to appoint an Independent Public Accountant that is registered in Bapepam and LK and has good reputation to conduct an audit of the Company's books for the fiscal year ended December 31, 2011, and to give full authority to the Board of Directors to set the fee and other terms of its appointment.

#### Agenda 4

1. To appoint and determine the members of the Board of Directors, Board of Commissioners and the Independent Commissioners of the Company as with the following structure:

##### **The Board of Commissioners**

President Commissioner	:	Theo L. Sambuaga
Vice President Commissioner	:	Surjadi Soedirdja
and Independent Commissioner		
Independent Commissioner	:	Tanri Abeng
Independent Commissioner	:	Agum Gumelar
Independent Commissioner	:	Farid Harianto
Independent Commissioner	:	Jonathan L. Parapak
Commissioner	:	Viven Gouw Sitiabudi

### **The Board of Directors**

President Director	:	Ketut Budi Wijaya
Director	:	Tjokro Libianto
Director	:	Jopy Rusli
Director	:	E. Yudhistira Susiloputro
Director	:	Djoko Harjono
Director	:	Roberto Feliciano
Director	:	Ivan Setiawan Budiono

The appointment and determination of the members of the Board of Directors, Board of Commissioners and the Independent Commissioners of the Company is effective from the closing of the Meeting until the expiration of the tenure of the members of the Board of Directors and the Board of Commissioners of the Company pursuant to the Article of Association of the Company, save for Ivan Setiawan Budiono who is currently the President Director of PT Lippo General Insurance Tbk, whose appointment as the Director of the Company will be effective when his resignation as the President Director of PT Lippo General Insurance Tbk is effective by virtue of the resolution of the General Shareholders' Meeting of PT Lippo General Insurance Tbk.

2. To grant the authority and power with the substitution rights to the Board of Directors of the Company acting severally or collectively to execute any action required relating to the above-mentioned decisions, including but not limited to stating the appointment of the Board of Directors, the Board of Commissioners and the Independent Commissioners of the Company in a Notarial deed and to register the structure of the said Board of Commissioners and the Board of Directors in the Company's Registration pursuant to the prevailing law and regulation.
3. To approve and to grant the authority to the Remuneration Committee of the Company to set the compensation, allowance and other facilities for the Board of Commissioners and the Board of Directors of the Company.



**RESOLUTIONS OF THE EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING  
PT LIPPO KARAWACI TBK („THE COMPANY“)**

Agenda 1

1. To approve the Company's Plan to increase the capital without pre-emptive rights as previously approved by the Extraordinary General Shareholders' Meeting held on May 3, 2010, by issuing new shares from the Company's portfolio, with the nominal value of Rp 100 (one hundred Rupiah) per share in the maximum of 10% of the total issued and fully paid shares ('New Shares') pursuant to the Regulation of Bapepam and LK No. IX.D.4 regarding the Capital Increase Without Preemptive Rights, Attachment to the Decree of the Chairman of Bapepam and LK No. 429/BL/2009 dated December 9, 2009;
2. Relating to point no. 1 above, to approve that upon the New Shares becomes effective, and/or upon the execution of capital increase without preemptive right, the capital structure of the Company to become:

	Prior to the Capital Increase Without Preemptive Rights		After the the Capital Increase Without Preemptive Rights	
	Number of Shares	Nominal Value @Rp100,00	Number of Shares	Nominal Value @Rp100,00
Authorized Capital	64,000,000,000	Rp6,400,000,000,000.00	64,000,000,000	Rp6,400,000,000,000
New Shares (maximum)	---	---	2,162,768,961	Rp216,276,896,100
Fully issued and paid up Capital	21,627,689,619	Rp2,162,768,961,900.00	23,790,458,580	Rp2,379,045,858,000
Shares in Portfolio	42,372,310,381	Rp4,237,231,038,100.00	40,209,541,420	Rp4,020,954,142,000

3. To approve the changes in the Article of Association of the Company relating to the resolutions made and/or approved in this Agenda, including but not limited to the change in the Company's Article of Association relating to the increase of the issued and fully paid Capital of the Company.

4. To approve the listing of all New Shares in the Indonesian Stock Exchange (IDX) pursuant to the prevailing law and regulation; and
5. To grant the authority and power to the Board of Directors, severally or collectively with the substitution rights to execute any actions required in implementing the matters conveyed or resolved in this agenda, including but not limited to restate partially or entirely the resolutions of the Meeting in a notarial deed, to make or to ask to be made any deeds, letters or documents required, to appear before the authorized parties/officers, to submit any application to the authorized parties/officers to obtain the approvals including the approval from the Minister of Law and Human Rights of the Republic of Indonesia and to report the said matters to the authorized parties/officers and to register or to announce as required by the prevailing law, any and all matters without any exception.

#### Agenda 2

1. To approve the Company's plan to make any adjustment to Article 3 of the Company's Article of Association regarding the Purposes, Objectives and Business Activities pursuant to the prevailing law and regulation.
2. To restate entirely the Article of Association of the Company relating to the said adjustments; and
3. To give the authority and power to the Board of Directors of the Company severally or collectively with the substitution rights to execute any actions required in implementing the matters conveyed or resolved in agenda of the Meeting, including but not limited to restate partially or entirely the resolutions of the Meeting in a notarial deed, to arrange and to set the adjustment in the Purposes, Objectives and Business Activities in any form and content deemed necessary provided that it doesnot conflict with the prevailing regulation set by the authorized institution, to make or to asked to be made, any deeds, letters or documents required, to appear before the authorized parties/officers, to submit any application to the authorized parties/officers to obtain the approval including the approval from the Minister of Law and Human Rights of the Republic of Indonesia and to report the said matters to the authorized parties/officers, and to make any adjustment and/or addition in any form required to obtain such approval or acceptance, to apply for

and to sign all applications and other documents, to select the domicile and to execute any other actions that may be required and to register or to announce as required by the prevailing law, any and all matters without any exception.