

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

**Agenda 1**

1. To approve and ratify the Annual Report of the Company on its position and course of its business actions including among others the Company's Financial Statements for the year ended December 31, 2011, covering the business activities derived from the Company's main business activities and the Supervisory Duty Report of the Board of Commissioners.
2. To approve and ratify the Consolidated Financial Statements of the Company and subsidiaries for the fiscal year ended December 31, 2011 audited by the Accounting Firm Aryanto, Amir Jusuf, Mawar and Saptoto with an unqualified opinion as stated in its report No: R/081.AGA/dwd.3/2011 dated February 17, 2012.
3. To grant full release and discharge to the Board of Directors and the Board of Commissioners for the management and supervision conducted during the fiscal year ended December 31, 2011 (acquit et de charge), provided that those actions including the actions relating to the business activities derived from the Company's main business activities are reflected in the Financial Statements and considering the Directors Report for the year ended December 31, 2011 as well.

**Agenda 2**

1. To approve the distribution of final cash dividend amounting to a total of Rp177,500,000,000 (one hundred seventy seven billion five hundred million Rupiah) which represents 25% of Net Income After Tax.
2. To approve the disbursement of cash dividend by applying the dividend tax deduction pursuant to the prevailing tax regulation.
3. To approve and resolve 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. To approve that the remaining Net Income after deducting the dividend and the reserved fund amounting to Rp 529.782.328.610 (five hundred twenty nine billion seven hundred eighty two million three hundred twenty eight thousand six hundred and ten Rupiah) be recorded as the Company's Retained Earnings.

5. To approve and grant full power and authority with the right of substitution to the Company's Directors to determine the schedule and procedure of the execution of dividend distribution as referred to in item 4 above and to announce it pursuant to the applicable laws and regulations including to determine the date of "cum and ex dividend".

### **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, 2012 and to give full authority to the Company's Board of Directors to set the fee and other terms of the 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 and Independent Commissioner	:	Surjadi Soedirdja
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
Non-affiliated Director	:	Jenny Kuistono

The appointment and determination of the members of the Board of Directors, Board of Commissioners and the Independent Commissioners of the Company is effective as of closing of the Meeting until the expiry 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.

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 resolutions, 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, submitting a notification to the Minister of Law and Human Rights of the Republic of Indonesia and registering 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.

#### **Agenda 5**

To approve the Accountability Report of the Use of Proceeds from the Right Issue III as reported to Bapepam and LK by letter No. 001/LK-COS/I/2012 dated January 13, 2012.