



**PT LIPPO KARAWACI Tbk  
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
("MEETING")**

DAY/DATE : Friday, 15 December 2017  
TIME : 14.00 Western Indonesian Time until finish  
PLACE : Ebony Room, Aryaduta Hotel Lippo Village  
401 Boulevard Jendral Sudirman  
Lippo Karawaci 1300, Tangerang 15811

**MEETING AGENDA:**

1. The approval of the Company's proposed capital increase by issuing pre-emptive rights, pursuant to the regulation of Financial Services Authority Regulation (FSA) No.32/POJK.04/2015 regarding Capital Increase of Public Listed Company by Providing the Right Issue ("Right Issue IV"), including:
  - a. The approval of the change of Company's Article of Association with respect to the increased of authorized capital and paid-up capital in the frame of Right Issue IV; and
  - b. The granting of authority to the Board of Directors of the Company with the right of substitution to perform all necessary actions in relation to the Right Issue IV, including but not limited to making or requesting any necessary deeds, letters or documents, present before the competent authorities, including notaries, shall file applications to them to obtain approval or to report the matter to the competent authorities and register it in the list of companies referred to in the prevailing regulations.
2. The change of the composition of the Board of Directors and ratification of the Board of Commissioners and the Board of Directors.

**RULES OF ORDER OF THE MEETING AS FOLLOWS :**

1. Meeting will be held in the Indonesian Language subject to laws and regulations in force and the Articles of Association.
2. Participants of the meeting are:
  - a. The shareholders whose names are registered in the Register of Shareholders on Tuesday, 28 February 2017 until 16:00 Western Indonesian Time or his appointed proxy-holders, which has the right to express opinions and vote in the Meeting. The shareholders or their appointed proxy-holders present at the Meeting valid hereinafter referred to as the Shareholders.

- b. Party invitations are not shareholders in attendance at the invitation of the Board of Directors and do not have the right to issue an opinion or vote at the Meeting, unless requested by the Chairman of the Meeting.
3. The Chairman of the Meeting is entitled to ask who attended this meeting to prove his right to be present and to make a sound.
4. All Meeting agendas are discussed on an ongoing basis.
5. When finished discussing each meeting agenda, the Shareholders are given the opportunity to raise questions, opinions, proposals or suggestions related to the meeting agenda discussed.
6. The Chairman of the Meeting will provide an opportunity for Shareholders to raise questions and/or express their opinions before a vote is held regarding an agenda that is related with the Meeting, with the following procedure:
  - a) Shareholders who wish to submit questions and / or express his opinion to raise their hand so that the officer can give Enquiry Form. On the form must include the names, addresses, job title, company name represents the number of shares owned or represented, as well as any questions or opinions. Sheets will be taken by the official inquiry and submitted to the Chairman of the Meeting.
  - b) Then, the Chairman of the Meeting will provide answers or responses one by one to the questions posed by the relevant Shareholders Meeting agenda is concerned, the Chairman of the Meeting may request assistance from members of the Board of Directors or any other party to answer questions posed.
7. For each meeting agenda, meeting participants were given the opportunity to do a question and answer within 10 minutes and can be extended if deemed necessary by the Chairman of the Meeting.
8. Decision-making will be done after all the questions are answered is completed and/or after the question and answer period is completed.
9. The decision will be taken based on consultation and consensus. If no agreement is reached, the decision will be taken through voting.
10. The voting is done by raising hands with the following procedure:
  - a. Each share entitles its holder to issue 1 (one) vote. If a Shareholder has more than 1 (one) share, then he is only required to provide a sound one (1) time and a voice that represents all the shares owned or represented.
  - b. For the whole agenda, legitimate decision is taken by polling the affirmative vote of more than 1/2 (one half) of the total valid votes cast at the Meeting.

The voting will be done as follows:

- (1) those who voted against were asked to raise their hands;
  - (2) those that voted for abstention (blank votes) asked to raise their hands; and
  - (3) those who do not raise their hands are considered to agree with the proposal submitted.
- c. Abstention is considered a sound similar to the sound that is issued by the majority of Shareholders.

- d. Invalid votes are considered non-existent and not counted in determining the number of votes cast at the Meeting.
  - e. Proxy-holders appointed by the shareholders who are authorized to vote abstained or voted against or any sound. However, when at the time of decision making by the Meeting Leader the proxy-holders do not raise their hands to vote abstained or voted against, then they deemed approved all proposals submitted.
11. If there is a meeting participant who left the room at the time of the vote, then the concerned deemed approved all the decisions that have been taken.
  12. If there are shareholders who came after registration was closed and the number of attendance of shareholders has been reported to the Notary, then shareholders will still be allowed to attend the Meeting but not allowed to ask questions and voice is not be calculated.
  13. For smooth and orderly Meetings, Meeting participants and attendees are requested to switch off mobile phones or switch mobile phone to silent.
  14. These rules apply since the meeting was opened by the Chairman of the Meeting until the meeting was closed by the Chairman of the Meeting.

Tangerang, 15 December 2017

PT Lippo Karawaci Tbk