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Annual General Meeting of Shareholders

Day/Date : Friday, May 24, 2019
Time : 13.30 Western Indonesian Time until closing
Location : Four Seasons Hotel Ballroom
Jl. Jend. Gatot Subroto Kav. 18,
South Jakarta 12710

Telkom AGMS Agendas

- 1 Approval of the Company's Annual Report for Financial Year of 2018, including the Supervision Duty Implementation Report of the Board of Commissioner Financial Year of 2018**
- 2 Ratification of the Financial Statement of the Company Financial Year of 2018 and Annual Report of Partnerships and Community Development Program Financial Year of 2018 and the Acquittal and Discharge of Members of the Company's Board of Directors and the Board of Commissioners**
- 3 Determination on Utilization of the Company's Net Profit for Financial Year of 2018**
- 4 Determination of Bonus (Tantiem) for Financial Year of 2018, Salary and Honorarium and other Allowance for Members of Board of Directors and Board of Commissioners for year 2019**
- 5 Appointment of a Public Accounting Firm to audit the Company's Financial Statements for Financial Year of 2019, including Internal Control Audit over Financial Reporting, and the Financial Statement of the Partnership and Community Development Program for Financial Year of 2019**
- 6 Amendment of the Article of Association of the Company**
- 7 Changes in the Management of the Company**

AGENDA 1 and 2

- 1. Approval of the Company's Annual Report for Financial Year of 2018, including the Supervision Duty Implementation Report of the Board of Commissioner Financial Year of 2018.**
- 2. Ratification of the Financial Statement of the Company Financial Year of 2018 and Annual Report of Partnerships and Community Development Program Financial Year of 2018 and the Acquittal and Discharge of Members of the Company's Board of Directors and the Board of Commissioners**

Agenda 1 dan 2

- Approval of the Company's Annual Report for Financial Year of 2018, including the Supervision Duty Implementation Report of the Board of Commissioner Financial Year of 2018.
- Ratification of the Financial Statement of the Company Financial Year of 2018 and Annual Report of Partnerships and Community Development Program Financial Year of 2018 and the Acquittal and Discharge of Members of the Company's Board of Directors and the Board of Commissioners.



Laws & Regulations

- Article 18 paragraph 9 and Article 25 paragraph 1 of the Company's Articles of Association.
- Article 17 and Article 18 of Minister of State-Owned Enterprises ("SOE") Regulation No. PER-09/MBU/07/2015 as lastly amended by SOE Minister Regulation No. PER-02/MBU/07/2017 concerning Partnership and Community Development Program for SOE.
- Article 26 paragraph 1 Indonesia Financial Service Authority Regulation No. 32/POJK.04/2014 as amended by Indonesia Financial Service Authority Regulation No. 10/POJK.04/2017 concerning General Meeting of Shareholders of Public Company ("POJK 32/2014")

Explanation

- The Annual Report including the Board of Commissioners Supervisory Duty Reports, Company's Consolidated Financial Statements as well as Annual Report on the Partnership and Community Development Program of the financial year of 2018 to be validated in Annual General Meeting of the Shareholders for Financial Year of 2018 is available and can be retrieved from the company's website (www.telkom.co.id) and Indonesia Stock Exchange's website (www.idx.co.id) on the day of invitation release.
- Company's Consolidated Financial Statements for the financial year ended on December 31, 2018 is audited by Public Accountant Firm of Purwantono, Sungkoro dan Surja. The auditor's report with formal opinion "present fairly in all material respects" in accordance with Auditor report No. 0090/2.1032/AU.1/06/0691-2/1/IV/2019 dated April 29, 2019.
- The Annual Report on the Partnership and Community Development Program for the financial year ended on December 31, 2018 is audited by Public Accountant Firm of Purwantono, Sungkoro dan Surja with opinion "present fairly in all material respects" in accordance with Auditor report No. 00046/2.1032/AU.2/11/0687-2/1/I/2019 dated January 24, 2019.

AGENDA 3

Determination on Utilization of the Company's Net Profit for Financial Year of 2018

Agenda 3

Determination on Utilization of the Company's Net Profit for Financial Year of 2018

Laws & Regulations

- Article 21, Article 25 paragraph 1 and Article 26 of Company's Article of Association.
- Article 70 and 71 of Law No. 40 Year 2007 concerning Limited Liability Companies ("**Company Law**").
- Article 26 paragraph 1 of POJK 32/2014.

Explanation

Net profit of Telkom for the financial year of 2018 will be allocated as follows:

1. Dividends for the Shareholders.
2. Retained Earnings in order support the Company's investment activities.

AGENDA 4

Determination of Bonus (Tantiem) for Financial Year of 2018, Salary and Honorarium and other Allowance for Members of Board of Directors and Board of Commissioners for year 2019

Agenda 4

Determination of Bonus (Tantiem) for Financial Year of 2018, Salary and Honorarium and other Allowance for Members of Board of Directors and Board of Commissioners for year 2019

Laws & Regulations

- Article 11 paragraph 19, Article 14 paragraph 30, and Article 25 paragraph 1 of the Company's Article of Association.
- Article 96 and Article 113 of the Company Law.
- Minister of SOE Regulation No. PER-04/MBU/2014 as lastly amended by Minister of SOE Regulation No. PER-06/MBU/06/2018 regarding Guidelines for the Determination of the Income of Board of Directors, Board of Commissioners, and Supervisory Board of SOE.
- Article 26 paragraph 1 of POJK 32/2014.

Explanation

- In accordance with Company's Article of Association, salary/honorarium and allowance for the member of the Board of Directors and the Board of Commissioners shall be determined by the General Meeting of Shareholders, where the authority of the General Meeting of Shareholders regarding the determination of Board of Directors salary and other allowance can be delegated to the Board of Commissioners.
- As State owned enterprises, determination of the compensation of the Board of Directors and Board of Commissioners is to align with Minister of State Owned Enterprises Regulation No. PER-04/MBU/2014 Year 2014 as lastly amended by Minister of SOE Regulation No. PER-06/MBU/06/2018 Year 2018 concerning Guidelines for the Determination of the Income of Board of Directors, Board of Commissioners, and Supervisory Board of SOE. In accordance with the regulation, determination of the income in the form of salary/honorarium, allowance and facilities that are fixed and income in the form of variable performance bonuses/incentives (merit rating) are carried out by considering the factors of business scale, factors of business complexity, inflation rate, conditions and financial capabilities of the company, generally accepted income levels in similar industry and other relevant factors, as long as not contradicted with the prevailing laws and regulation.

AGENDA 5

Appointment of a Public Accounting Firm to audit the Company's Financial Statements for Financial Year of 2019, including Internal Control Audit over Financial Reporting, and the Financial Statement of the Partnership and Community Development Program for Financial Year of 2019

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Appointment of a Public Accounting Firm to audit the Company's Financial Statements for Financial Year of 2019, including Internal Control Audit over Financial Reporting, and the Financial Statement of the Partnership and Community Development Program for Financial Year of 2019



Laws & Regulations

- Article 21 paragraph 2 letter c juncto Article 15 paragraph 2 letter b.a.5, and Article 25 paragraph 1 of Company's Article of Association.
- Article 26 paragraph 1 and Article 36A of POJK 32/2014.
- Article 31 paragraph 1 Minister of SOE Regulation No. PER-01/MBU/2011 as amended by Minister of SOE Regulation No. PER-09/MBU/2012 concerning Implementations of Good Corporate Governance on State Owned Company.

Explanation

In accordance with the Company's Article of Association, the Annual General Meeting of Shareholders determines the Public Accountant Firm that has been registered in the Indonesia Financial Service Authority (OJK) to audit the Company's Financial Statements for Financial Year of 2019 and Company's Financial Statement of the Partnership and Community Development Program for Financial Year 2019 based on proposal from the Board of Commissioners or conferral of power on the Board of Commissioners to appoint Public Accountant Firm.

AGENDA 6

Amendment of the Article of Association of the Company

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Amendment of the Article of Association of the Company

Laws & Regulations

- Article 25 paragraph 5 *juncto* Article 28 and Article 23 paragraph 6 letter b of the Company's Article of Association.
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Explanation

Amendment of the Article of Association:

- a. Adjustment to the Company's purpose and objective in accordance with the Indonesian Standard Classification of Business Fields (KBLI) 2017 based on Government Regulation No. 24 year 2018 regarding Online Integrated Business Licensing Services;
- b. Changes in the limitation of authority for Board of Directors' actions which require written approval from the Company's Board of Commissioners regarding cooperation with the Company's consolidated subsidiaries and affiliates also the proposed appointment of members of Company's Board of Directors to become candidates for members of Board of Commissioners in the Company's subsidiaries.

AGENDA 7

Changes in the Management of the Company

Agenda 7

Changes in the Management of the Company

Laws & Regulations

- Article 11 paragraph 10, Article 14 paragraph 12, Article 23 paragraph 6 letter b and Article 25 paragraph 4 of the Company's Article of Association.
- Financial Service Authority Regulation No. 33/POJK.04/2014 concerning Board of Directors and Board of Commissioners of Issuers or Public Companies.

Explanation

- As a State Owned Enterprises and in accordance with Company's Article of Association, Serie A Dwiwarna shareholder has the right to nominate, appoint and dismiss the members of the Board of Directors and/or Board of Commissioners.
- Currently, the Company has not received the list of the proposed nominees for members of the Board of Commissioners and Directors, therefore the Company cannot provide the names of the candidates.