



**INVITATION  
TO SHAREHOLDERS  
ANNUAL GENERAL MEETING OF SHAREHOLDERS AND  
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
PT Provident Agro Tbk. ("Company")**

The Board of Directors of the Company hereby invites the Company's Shareholders to attend the Annual General Meeting of Shareholders ("**AGMS**") and the Extraordinary General Meeting of Shareholders ("**EGMS**") which will be held on:

**Day/Date** : Wednesday/ April 8, 2020  
**Time** : 14.00 Western Indonesia Standard Time - completion  
**Venue** : EPI Ballroom 4 - 5 – The Grove Suites by Grand Aston  
Kawasan Rasuna Epicentrum  
Jl. HR Rasuna Said, Kuningan  
Jakarta 12960

**AGMS Agenda:**

1. The approval of the Company's 2019 Annual Report including the Company's Activities Report and the Board of Commissioners Supervisory Report.

**Explanation:** This AGMS Agenda is made to comply with the provision under Article 10 paragraph (4) a and b and Article 21 paragraph (5) of the Company's Articles of Association as well as Article 69 of Law No. 40 of 2007 on Limited Liability Companies ("**Companies Law**").

2. The ratification of the Company's Consolidated Financial Statements for the financial year ending on 31 December 2019.

**Explanation:** This AGMS Agenda is made to comply with the provision under Article 10 paragraph (4) a and b and Article 10 paragraph (5) of the Company's Articles of Association as well as Article 69 of the Companies Law. In reference to the provisions under Article 10 paragraph (5) of the Company's Articles of Association, the AGMS approval on the Company's Annual Report and the AGMS ratification on the Company's Consolidated Financial Statement for the financial year ending on 31 December 2019 are also the granting of full release and discharge (*acquit et de charge*) to the members of the Company's Board of Directors and Board of Commissioners for their management and supervision carried out during the financial year that has ended on 31 December 2019, provided that such management and supervision are recorded in the annual report and the financial statement of the Company.

3. The appointment of the Public Accountant Firm to audit the Company's Financial Statements for Financial Year 2020.

**Explanation:** This AGMS Agenda is made to comply with the provision under Article 10 paragraph (4) d of the Company's Articles of Association and Article 36A of the Financial Services Authority Regulation No. 10/POJK.04/2017 on the Amendment of Financial Services Authority Regulation No. 32/POJK.04/2014 on the Planning and Holding of General Meeting of Shareholders of Public Limited Companies.

4. Changes in the composition of the Board of Commissioners and the Board of Directors.

**Explanation:**

- a. *The changes in the composition of the Board of Director and Board of Commissioners of the Company is made in relation to one of the members of the Board of Director and Board of Commissioners who has resign and to comply with the provision under Article 15 paragraph (14) and Article 18 paragraph (8) of the Company's Articles of Association;*
  - b. *The reappointment of the existing Board of Commissioners and the Board of Directors is made to comply with the provision under Article 15 paragraph (2) and Article 18 paragraph (2) of the Company's Articles of Association.*
5. The determination of the remuneration to the members of the Board of Commissioners and the Board of Directors for Financial Year 2020.

**Explanation:** *This AGMS Agenda is made to comply with the provision under Article 15 paragraph (13) and Article 18 paragraph (7) of the Company's Articles of Association as well as Article 96 and Article 113 of the Companies Law.*

#### **EGMS Agenda:**

1. The approval of the Amendment of the Company's Articles of Association

**Explanation:** *Approval of the amendment of Article 3 of the Company's Article of Association related to Company's purpose and objective to the Indonesian Standard Classification of Business Fields (KBLI) 2017.*

2. Approval on the proposed shares buyback of the Company.

**Explanation:** *The Company intends to conduct buyback on the Company's shares with allocation of the fund up to Rp28.930.000.000 to buy up to 110.000.000 shares of the Company or up to 1,55% of the total issued and paid-up capital of The Company ("Company Shares Buyback") which will be done gradually over a period of 12 months commencing from the approval on the Company Shares Buyback by The General Meeting of Shareholders.*

#### **Notes:**

1. The Company will not send any separate invitation to the shareholders of the Company and this Invitation shall be the official invitation to the shareholders of the Company.
2. The shareholders who are entitled to attend in the AGMS and EGMS are the shareholders whose names are duly registered in the Company's Share Registry and/or shareholders of the Company whose names are registered as shareholders under securities sub accounts at PT Kustodian Sentral Efek Indonesia ("KSEI") by the closing of trade at the Indonesia Stock Exchange on March 16, 2020.
3. The materials related to the AGMS and EGMS Agenda are available and can be obtained through [www.provident-agro.com](http://www.provident-agro.com), starting from the date of this Invitation until the date of the AGMS and EGMS. The materials in hardcopies can be provided to the Shareholders upon written request to Corporate Secretary.
4. Shareholders who are unable to attend the AGMS and EGMS, may be represented by their proxies by executing a valid power of attorney. The Company's Board of Directors, Board of Commissioners and employees are allowed to act as a proxy of shareholders in the AGMS and EGMS, provided however that their vote shall not be counted in the voting.
5. The form of the power of attorney may be obtained during office hours at:

#### **The Company's Office**

PT Provident Agro Tbk

Generali Tower, Gran Rubina Business Park 17th Floor, D, G, H

Kawasan Rasuna Epicentrum, Jl. HR Rasuna Said,

Karet Kuningan, Setiabudi, Jakarta Selatan 12940

Ph: +62 21 2157 2008

Fax: +62 21 2157 2009

**Securities Administration Bureau**

PT Datindo Entrycom  
Jl. Hayam Wuruk No. 28  
Jakarta 10210, Indonesia  
Ph: +62 21 350 8077 (Hunting)  
Fax: +62 21 350 8078

6. All completed power of attorney must be submitted to the Company through the Company's Securities Administration Bureau, being PT Datindo Entrycom, whose address is at Jl. Hayam Wuruk No. 28, Jakarta, 10120, no later than 3 April 2020, at 16.00 Western Indonesia Standard Time.
7. Individual shareholders or their proxies who will attend the AGMS and EGMS are required to submit the photocopy of their National Identity Card (*Kartu Tanda Penduduk* or *KTP*) or any proof of identity, both the identities of the authorizer and the proxy, to the registration officer prior to entering the AGMS and EGMS venue. Shareholders that are legal entities are required to bring a photocopy of their Articles of Association and amendments including the latest composition of its management. Shareholders whose shares are registered in the KSEI's collective custodian are required to bring a written confirmation to the meeting (*Konfirmasi Tertulis Untuk Rapat*, or *KTUR*) which can be obtained from the securities company or custodian bank where such shareholders opened their accounts.
8. For the interest of the orderly conduct of the AGMS and EGMS, the shareholders or their proxies are requested to be present at the AGMS and EGMS venue at no later than 30 (thirty) minutes prior to the commencement of the AGMS and EGMS.

Jakarta, March 17 2020  
**PT Provident Agro Tbk**  
The Board of Directors