



**PT PIONEERINDO GOURMET INTERNATIONAL Tbk  
("The Company")**

**ANNOUNCEMENT  
SUMMARY OF THE GENERAL MEETING OF SHAREHOLDERS**

The Company's Directors hereby informed that the Company's Annual General Meeting of Shareholders ("Annual GM") and Extraordinary General Meeting of Shareholders ("Extraordinary GM") have been conducted on Thursday, May 9, 2019, located in Hotel Santika, Betawi Room 3, Jl. Aipda K.S. Tubun No.7, Slipi, Jakarta a summary of Minutes of Meeting as follows:

**I. The Presence of the Board of Commissioners and the Directors of the Company.**

In the Annual GMS was attended by the incumbent Board of Commissioners and the Directors of the Company.

**The Board of Commissioners :**

Mrs. Murniaty Kartono : President Commissioner and  
Independent Commissioner  
Mr. Kusuwandi Tamin : Commissioner  
Mrs. Tjhin Leeris Harni : Commissioner

**The Members of Directors :**

Mr. Henkie Sutjieawan : President Director  
Mr. Iskonda Japiar Budhi : Director  
Mr. Teh Kian Kun : Director  
Mr. Edi Triyanto : Independent Director

In the Extraordinary GMS, besides being attended by the Board of Commissioners and Directors of the Company as referred to in the Annual GMS above, it was also attended by Mr. Bostomi Suharman as the Director who had been appointed at the Annual GMS.

**II. Chairman of the Meeting**

The Annual GM and the Extraordinary GM were led by Mrs. Murniaty Kartono, as the Commissioner in accordance with the Summary of the Meeting of the Board of Commissioner dated May 2, 2019

**III. Public Notary**

Notary who invited to prepare Minutes of Meeting at the Annual General Meeting of Shareholders and Extraordinary General Meeting of Shareholders is Mrs. Mala Mukti, S.H., LL.M., a public notary in Jakarta.

#### **IV. Quorum of the Presence of the Shareholders**

The Annual GMS was attended by the Shareholders and/or the Proxies of the Shareholders of 215.536.798 shares or 97,61% from 220,808,000 total shares issued by the Company.

The Extraordinary GMS was attended by the Shareholders and/or the Proxies of the Shareholders of 215.539.798 shares or 97,61% from 220,808,000 total shares issued by the Company.

#### **V. Question and Answer Session**

In every agenda of the Annual GMS, the Shareholders and/or the Proxies of the Shareholders present at the meeting were given opportunities to ask questions and/or opinions regarding the matter in question, however there were no questions and/or opinions articulated during the session.

In every agenda of the Extraordinary GMS, the Shareholders and/or the Proxies of the Shareholders present at the meeting were given opportunities to ask questions and/or opinions regarding the matter in question, however there were no questions and/or opinions articulated during the session.

#### **VI. Mechanism for Decision-Making**

The decisions in each agenda of the Annual GMS and the Extraordinary GMS were made by deliberations for consensus.

#### **VII. The Agendas of the Annual GM**

1. Annual Report for Financial Year of 2018:
  - a) Approval to the Board of Directors Report on the Company's Revenue and Activities;
  - b) Ratification of the Company's Financial Report;
  - c) Ratification of the Board of Commissioners' Supervisory Report.
2. Determination the use of the Company's income for the year 2018.
3. Changes in the composition of the Company's management.
4. Stipulation of the salary and/or other allowances of the members of the Directors and the Board of Commissioners and its implementation will be authorized to the Board of Commissioners with the rights of substitution to the President Commissioner and the President Director;
5. Appointment of the Public Accountant in charge of the Company's bookkeeping for the Financial Year of 2019.

#### **VIII. The Decisions of the Annual GMS**

##### **The Decisions in the First Agenda:**

1. a. To cordially accept and approve the Board of Directors Report on the Company's Operating Revenue and Activities during 2018;
  - b. ratify the Company's Financial Report for the Financial Year ended on Desember 31, 2018 audited by Public Accountant Office of Amir Abadi Jusuf, Aryanto, Mawar and Partners as it turns out from its letter dated March 26, 2019, Number : 00362/2.1030/AU.1/05/1514-1/1/III/2019 with fair opinions in all material respects;
  - c. ratify the Company's Board of Commissioners' Supervisory Report for the Financial Year 2018.
2. with the approval of the Report on the Company's Operating Revenue and Activities and the ratification Report for the Financial Year ended on Desember 31, 2018, the Annual GMS provided release and discharge of the full responsibilities (Acquit Et

Decharge) to the all members of Directors on all their management actions as well as the members of the Board of Commissioners on their supervisory measures during the Financial Year of 2018 as recorded on the Company's Financial Report.

The Basis for the Decision in the First Agenda :

Votes: Agree: 215.536.798, Abstain: 0, Disagree: 0

**The Decisions in the Second Agenda:**

1. To approve the use of the Company's income for the year 2018 to be used as follows:
  - a) Rp. 100,000,000.00 (one hundred million Rupiah) is set aside as a mandatory reserve.
  - b) The remaining Rp. 17,170,866,000.00 (seventeen billion one hundred seventy million eight hundred sixty six thousand Rupiah) will be used to strengthen the Company's finances so that it can support investment development and new store openings, so there is no dividend distribution for the year 2018.

The Basis for the Decision in the Second Agenda :

Votes: Agree: 215.536.798, Abstain: 0, Disagree: 0

**The Decisions in the Third Agenda :**

1. Approve to reappoint Mr. Henkie Sutjieawan, as the Company's President Director as of the closing of the Meeting up to the term of office in accordance with the Articles of Association of the Company, subject to the approval of amendments to the Company's Articles of Association at the Extraordinary GMS held on May 9, 2019.
2. Approve to appoint Mr. Bostomi Suharman as Director of the Company as of the closing of the Meeting until the term of office in accordance with the provisions of the Articles of Association, subject to the approval of amendments to the Articles of Association of the Company at the Extraordinary GMS held on May 9, 2019.  
With the reappointment of Mr. Henkie Sutjieawan as President Director of the Company and Mr. Bostomi Suharman as Director of the Company, then the composition of the Directors and Board of Commissioners of the company is as follows:
  - Directors

President Director	: Mr. Henkie Sutjieawan
Director	: Mr. Iskonda Japiar Budhi
Director	: Mr. Teh Kian Kun
Director	: Mr. Bostomi Suharman
Independent Director	: Mr. Edi Triyanto
  - Board of Commissioners

President Commissioner	: Mrs. Murniaty Kartono
and Independent Commissioner	
Commissioner	: Mr. Kusuwandi Tamin
Commissioner	: Mrs. Tjhin Leeris Harni
3. Authorize with substitution rights to the Directors of the Company to perform all actions in respect of the above decisions including but not limited to declare in a separate notarial deed, notify the alteration of the Company's data to the Ministry of

Justice and Human Rights of the Republic of Indonesia as well as to perform all actions deemed favorable and it is necessary to achieve that purpose.

The Basis for the Decision in the Third Agenda:

Votes: Agree: 215.536.798, Abstain: 0, Disagree: 0

**The Decisions in the Fourth Agenda :**

To grant authority to the Board of Commissioners in stipulating the salary and/or other allowances of the members of Directors and the members of the Board of Commissioners of the company with the right of substitution to the President Commissioner and the President Director of the company.

The Basis for the Decision in the Fourth Agenda :

Votes: Agree: 215.536.798, Abstain: 0, Disagree: 0

**The Decisions in the Fifth Agenda:**

1. Approved the appointment of the AMIR ABADI JUSUF, ARYANTO, MAWAR & REKAN Public Accountant Office which will audit the Company's financial statements for the year 2019.
2. To authorize the Board of Commissioners to determine the honorarium of the AMIR ABADI JUSUF, ARYANTO, MAWAR & REPORTS Public Accountants by taking into account the applicable legal requirements and provisions.
3. To authorize the Board of Commissioners of the Company based on the recommendations of the Audit Committee to replace the Public Accountants Office that will provide audit services to the Company's financial statements for the year 2019.

The Basis for the Decision in the Fifth Agenda :

Votes: Agree: 215.536.798, Abstain: 0, Disagree: 0

**IX. The Agendas of the Extraordinary GMS**

1. Approval for amendment to the Company's Articles of Association.
2. Provision of approval from the Shareholders to the Directors whose implementation is authorized to the Board of Commissioners to carry out actions to transfer and / or make debt guarantees for most or all of the Company's assets, borrow from Banks, venture capital companies, finance companies, and other third parties with regard to the Provisions Article 102 of Law No. 40 of 2007 concerning Limited Company.

**X. The Decisions of the Extraordinary GM**

**The Decisions in the First Agenda:**

1. Approve changes to the Company's Articles of Association, including amendments to Article 3 concerning the Purpose and Objectives and Business Activities of the Company to comply with the Republic of Indonesia Government Regulation Number 24 of 2018 concerning Electronic Integrated Business Licensing Services and Joint Announcement of the Ministry of Law and Human Rights Republic of Indonesia Cq. Online Single Submission Institute dated October 11, 2018, as well as Article 4 paragraph 5, Article 11, Article 12, Article 13, Article 14, Article 15, Article 17, Article 19 paragraph 9, and Article 20 paragraph 8 of the Company's Articles of Association in order to adjust to the Financial Services Authority Regulation Number 32 / POJK.04 / 2014 and Number 33 / POJK.04 / 2014.

2. Approve to give authority to the Company's Board of Directors with substitution rights to compile and restate again the contents of articles in the Company's Articles of Association, including decision No. 1 above, in the Notary deed and notify the amendment to the Minister of Law and Human Rights of the Republic of Indonesia and other agencies, and take all necessary actions in accordance with the provisions of applicable laws and regulations including to make changes and / or additions to changes to the Articles of Association of the Company that have been decided at this Meeting, if deemed necessary by taking into account the provisions of the applicable legislation.

The Basis for the Decision in the First Agenda :

Votes: Agree: 215.539.798, Abstain: 0, Disagree: 0

**The Decisions in the Second Agenda:**

Give approval to the Directors whose implementation is authorized to the Board of Commissioners to carry out actions to transfer and / or make debt guarantees for most or all of the Company's assets, borrow from Banks, venture capital companies, finance companies, and other third parties with regard to the Provisions Article 102 of Law No. 40 of 2007 concerning Limited Company.

The Basis for the Decision in the Second Agenda :

Votes: Agree: 215.539.798, Abstain: 0, Disagree: 0

Jakarta, May 13, 2019

**PT PIONEERINDO GOURMET INTERNATIONAL Tbk**  
**The Directors**