



NOTICE OF
ANNUAL GENERAL MEETING OF SHAREHOLDERS (AGMS)
AND
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS (EGMS)

The Board of Directors of PT. FKS Multi Agro Tbk. ("the Company") hereby invite the Shareholders to attend the Annual General Meeting and the Extraordinary General Meeting of Shareholders ("the Meeting") of the Company to be held on:

Day / Date : Friday, May 19, 2017
Time : 14.00 hours (West Indonesia Time) onwards
Venue : The Function Room, Anggrek 5, 3A Floor,
North Tower, Sampoerna Strategic Square,
Jl. Jend. Sudirman Kav. 45-46, Jakarta 12930.

Agenda for AGMS is as follows:

1. Approval of the Company's Annual Report and Consolidated Financial Statements including the Board of Commissioners' Supervision Report for the financial year ended December 31, 2016, and the granting of release and discharge (*acquies et de charge*) to all members of the Board of Commissioners and the Board of Directors of the Company for their supervision and management that they have done during the financial year ended December 31, 2016.
2. Appropriation of Company's profit the financial year ended December 31, 2016.
3. Appointment of a Registered Public Accountant to audit the Company's financial statement for the financial year ended December 31, 2017.
4. Determination of remuneration or honorarium and other allowances for the members of the Board of Directors and the Board of Commissioners for the year 2017.

Explanation:

The fourth agenda above is a routine agenda held in the Company's Annual General Meeting of Shareholders in accordance with the provisions of the Company's Articles of Association and Law No. 40 Year 2007 regarding Limited Liability Company.

Agenda for EGMS is as follows:

1. Approval to pledge more than 50% of total net assets of the Company.

Explanation:

To comply with provisions stipulated in the Company's Articles of Association and Law No. 40 Year 2007 regarding Limited Liability Company.

2. Appointment and Change of Directors and / or Board of Commissioners.

Explanation:

To propose regarding the re-appointment and / or changes to be made to the composition of the Board of Directors and / or Board of Commissioners in relation to ending of their current tenure.

3. Delegation of full authority and power to the Board of Commissioners for implementing an increase in the share capital without pre-emptive rights, by way of Management and Employee Stock Option Program (MESOP) and issuance of shares to Strategic Investors.

Explanation:

Based on the decision taken during Company's EGM held on June 26, 2016, shareholders had approved and accepted the proposal for increasing issued and fully paid equity capital of the company without pre-emptive rights by offering shares under Management and Employee Stock Option Program (MESOP) and by offering shares to Strategic Investor by issuing 48.000.000 or 10% of total shares representing the company's total paid in capital.

However, the plan to increase the issued and paid in capital of the company is yet to be implemented and as such, it is hereby proposed to delegate full authority and power to the Board of Commissioners for conducting all matters in relation to implementing the plan, making amendments or any other changes needed, provided it is in accordance with the rules and regulations governing Company Law and / or Company's Articles of Association or is deemed necessary by the Board of Commissioners in order to implement the plan of increasing the Company's issued and fully paid share capital without pre-emptive rights by way of Management and Employee Stock Option Program (MESOP) and issuance of shares to Strategic Investors.

Notes:

1. The Company will not be sending any separate individual invitations to the shareholders. This notice in itself constitutes the official invitation.
2. Shareholders entitled to attend or be represented in the Meeting will be those registered in the Company's shareholder list by Wednesday, 26th April 2016, no later than 16.00 hours (West Indonesia Time).
3. Shareholder(s) who cannot attend the Meeting can appoint their proxy, holding a valid power of attorney to attend the Meeting in a form and format decided by the Board of Directors. Any member of the Board of Directors or Commissioners or any employee of the Company can be nominated as a proxy by the shareholders(s) for the Meeting. However, such proxies will not have any voting rights.
4. The proxy form can be obtained from the Company's head office in Sampoerna Strategic Square, North Tower, 5th Floor, Jl. Jend. Sudirman Kav. 45-46, Jakarta 12930. The proxy form submitted to the Company should be enclosed along with a valid proof of the identities such as Resident Identity Card (KTP) or Passport for the one issuing the power of attorney as well as for the recipient.
5. The shareholders or their proxies attending the Meeting are requested to bring a valid copy of their identity card (KTP) or passport. Institutional Shareholders are required to present Articles of Association of their company, including the latest amendments and the latest deed with respect to appointment of the Board of Directors and the Board of Commissioners. For those, whose shares have been collectively held in the custody of PT Kustodian Sentral Efek Indonesia ("KSEI") must have a written confirmation to attend the Meeting (KTUR) issued by the issuer and received by the registrar from KSEI, before entering the Meeting room.
6. The Company's 2016 Annual Report in accordance with Article 21 paragraph 4 of the Company's Articles of Association can be obtained by the Shareholders upon a written request, which will be made available during the Company's working hours from April 27, 2017 onwards.
7. In order to ensure the Meeting starts on time, the Shareholders or their proxies are kindly requested to start gathering at the venue, 15 minutes before the start of the Meeting. The Company reserves the right to disallow the participation of any such shareholder(s) or their authorized proxies for the meeting in the absence of a valid proof of their identity.

Jakarta, April 27, 2017

The Board of Directors