**General Company Report** 

# **PT PERKEBUNAN SURGA**



 $<sup>^{1}\,</sup>$  The data is accurate as of the request date (June 23th, 2023).

#### COMPANY LIMITED

Addition News - Country RI Date 30/4 - 2013 No. 35.

Announcement in the Republic of Indonesia News in accordance with the provisions Article 30 paragraph (1) of Law no. 40 of 2007 concerning the Company Limited.

# **PT PERKEBUNAN SURGA**

Weigh	: that after careful research on Data of Model II Notarial Deed and documentssupporters as well as copy Deed Number 14, dateNovember 9, 2011 created and submitted byNotary Public Anneke Wibowo, SH., And accepted on dateMarch 12, 2012, has fulfilled the requirements and is in accordancewith regulation legislation;
Remember	5
	<ol> <li>Regulation President Republic Indonesia Number 24 2010 concerning Position, Duties and Functions Echelon 1 Ministry Country;</li> </ol>
	4. Regulation of the Minister of Law and Human Rights Republic of Indonesia Number M.HH-05.OT.01.01 Year 2010 December 30, 2010 concerning Organization and Work Procedure of the Ministry of Justice and Right

Fundamental Man Republic Indonesia;

 Regulation of the Minister of Law and Human Rights Republic of Indonesia Number M.HH-02.AH.01.01 Year 2009 about System Method Submission Application Ratification of Company Legal Entity, Approval Change Budget Base, Delivery Announcement Change Budget Base, And Change Data Company;

DECIDED :

Set

- FIRST : Approved changes to the articles of association of P T. Marsini Bali, NPWP 02.555.327.2-902.000, domiciled at Singaraja - Buleleng Regency because it is appropriate with the data of Model II Notarial Deed that is kept in the Legal Entity Administration System database and a copy of Deed Number 14, dated 9 November 2011 made by Notary Anneke Wibowo, SH., with position in Municipality Denpasar.
- SECOND : Decision This start apply since date set. If it turns out that in the future there is a mistake in this Decision, there will be corrections as should.

Defined in Jakarta On date 12 March 2012

DIRECTOR GENERAL ADMINISTRATION LAW GENERAL

Dr. AIDIR AMEN David, SH., MH., DFM. NIP. 19581120 198810 1 001

List Company Number AHU-0021681.AH.01.09.Year 2012 Date 12 March 2012

# STATEMENT DECISION MEETING

# "PT. PT PERKEBUNAN SURGA"

At 16.30 WITA (sixteen thirty minutes past Indonesia part Middle), day Wednesday, date 09-11-2011 (nine November two thousand eleven).

facing to I, Anneke Wibowo, Bachelor Law, Notary Public in Denpasar, with attended para witness Which I, Notary Public, know And Which will mentioned on part end deed This :

Mrs Desy Eka Widyantari, Bachelor of Laws, was born in Jakarta on dated 07-12-1974 (seventh of December one thousand nine hundred and seventy four), employee private, take place stay in Regency Badung, Road Taman Melia number : 20, Taman Griya Environment, Village/Kelurahan Jimbaran, South Kuta District, holder of Identity Card number : 5103054712740007 which apply until with date 07-12-2016 (seventh of December two thousand and sixteen), Citizen Indonesia,

according to his statement in this case acting on the basis of strength power Which given in Treatise Meeting General Outside Normal para Holder Shares of "PT. Marsini Bali" made privately, sufficiently stamped, dated 04-11-2011 (fourth of November two thousand and eleven) which attached on minutes deed This.

Facing I, Notary Public, know.

The appearer acts in his position as power of attorney as the in on, especially formerly explained :

i. That on date 04-11-2011 (four November two thousand eleven) take place in Meetings rooms Austrindo law office, Road By pass Ngurah Rai number : 2001, Intersection God Ruci, Kuta, Bali, has held Meeting General Outside Normal para Holder Share Company Limited : "P T. M arsini B al i" domiciled in Singaraja, Regency Buleleng, namely a Limited Liability Company whose articles of association is as Which contained in : deed of establishment dated 12-12-2007 (twelfth

December two thousand seven) number : 64, Which made in ahead I Made Dharma Tanaya, Bachelor Law, Notary Public Regency Buleleng in Singaraja, - budget which basis of the Company has obtained approval from the Minister Law and Human Rights of the Republic of Indonesia as it turns out that in his Decision Letter dated 08-10-2008 (eight October two thousand eight) number : AHU-70995.AH.01.01.Year 2008.

- ii. That from the rapal the Minutes (minutes) have been made below hand dated 04-11-2011 (fourth of November two thousand and eleven) as explained above, and has been signed by the parties present.
- iii. That at the meeting there were as many as 1000 (one thousand) shares which are all shares that have been placed And deposited to in Company the, so that pursuant to article 20 paragraph 4 of the Company's articles of association for meetings it is not necessary to call in advance and meetings can be held take something decision Which legitimate And tie.
- iv. That the meeting agenda is to seek approval from all holder share to :
  - I. Change of Company status from Special Limited Liability Company become the Best Company with Investment Facility Foreign, so that with thereby request agreement For amending article 2, article 4, article 5 paragraph 2, article 7, article 11 paragraph 7 and article 14 of the Company's Articles of Association in connection with change type company the in on.
  - II. Sale of 250 (two hundred and fifty) shares owned by Mr. I Gede Suparwata in the Company to Mrs Irene Theodora Maria Koopman Roozen.
  - III. Sale 250 (two hundred five twenty) sheet share Which owned by Sir I Mrs Sutarya in Company to Mrs Irene Theodora Maria Koopman Roozen,
  - IV. Sale 10 (ten) sheet share Which owned by Sir big Uliadnyana in Company to Mrs Irene Theodora Maria Koopman Roozen.
  - V. Enhancement Capital Base Company Which beginning Rp. 50,000,000,- (five twenty million

Rupiah) become as big Rp. 3,600,000,000,- (three billion six hundred million Rupiah) And enhancement capital placed and the company's paid-up capital which was originally Rp. 50,000,000,- (five tens of millions of Rupiah) to Rp. 1,350,000,000,- (one billion three hundred and fifty million Rupiah) and issuance of shares new 26,000 (twenty six thousand) shares beginning amount 1,000 (one thousand) sheet share become

27,000 (twenty seven thousand) shares of which all new shares issued by the company in the context of addition capital This picked up/bought by every holder share Which new that is : Sir big Uliadnyana And Mrs Irene Theodora Maria Koopman Roozen is balanced with possession the stock as following :

- Tuan Gede Uliadnyana took 12,740 (twelve thousand seven hundred and forty) shares or an amount Rp. 637,000,000,- (six hundred three twenty seven million Rupiah).
- Mrs Irene Theodora Maria Koopman Roozen take 13,260 (thirteen thousand two hundred sixty) shares or an amount of Rp. 663,000,000,- (six hundred and sixty three million Rupiah).
- VI. Resignation of Mr. I Gede Suparwata as Director Company and free everything not quite enough answer during served Director Company (acquit et de charges).
- VII. Resignation of Mr. I Nyoman Sutarya as Commissioner Company and free everything not quite enough answer during served Commissioner Company (acquit et de charges).
- VIII. Appointment of Mrs Irene Theodora Maria Koopman Roozen as Commissioner Company Which new.
- IX. Adjustment budget base Company with provision Law number: 40 of 2007 concerning Companies Limited.
- v. That the appearer in his position mentioned above will state decision Meeting the in something deed authentic Which made in ahead I, Notary Public And For plead

agreement from the authorized agency for the change, in particular to the Minister of Law and Human Rights of the Republic of Indonesia, And For That facing the in on given power For make all change, repair and/or addition Which Possible necessary on the basis of competent authority to obtain he got agreement meant.

So now facing in that position at on, explaining hereby stated in this deed the decisions of the Meeting, as stated in the Minutes The Extraordinary General Meeting of Shareholders of "PT. Marsini Bali". in on, as following :

#### Agree

- I. Change of Company status from Special Limited Liability Company to Limited Liability Company with Foreign Investment Facility, so that thereby requesting approval to amend article 2, Article 4, Article 5 paragraph 2, Article 7, Article 11 paragraph 7 and Article 14 Budget Base Company in connection with change type company the in on.
- II. Sale 250 (two hundred five twenty) sheet share Which owned by Mr. I Gede Suparwata in the Company to Mrs. Irene Theodora Maria Koopman Roozen.
- III. Sale 250 (two hundred five twenty) sheet share Which owned by Mr. I Nyoman Sutarya in the Company to Mrs. Irene Theodora Maria Koopman Roozen.
- IV. Sale of 10 (ten) shares owned by Tuan Gede Uliadnyana in the Company to Mrs. Irene Theodora Maria Koopman Roozen.
- V. Increase in the Authorized Capital of the Company which was originally Rp. 50,000,000,- (fifty million Rupiah) equal to Rp. 3,600,000,000,- (three billion six hundred million Rupiah) and increase in issued capital and the company's paid-up capital which was originally Rp. 50,000,000,- (five twenty million Rupiah) become as big Rp. 1,350,000,000,- (One billion three hundred and fifty million Rupiah) and issuance of new shares the original 26,000 (twenty six thousand) shares totaling 1,000 (one thousand) shares to 27,000 (twenty seven thousand)

shares of which all new shares are issued by the company in order to increase this capital picked up/bought by every holder share Which new that is : Sir big Uliadnyana and Mrs. Irene Theodora Maria Koopman Roozen balanced with ownership the stock as following :

- Sir big Uliadnyana take 12,740 (two mercy thousand seven hundred four twenty) sheet share or a number Rp. 637,000,000,- (six hundred three twenty seven million Rupiah).
- Mrs Irene Theodora Maria Koopman Roozen take 13,260 (thirteen thousand two hundred sixty) shares or an amount of Rp. 663,000,000,- (six hundred sixty three million Rupiah).

So that after the sale of shares and an increase in paid-in capital and placed And expenditure share new company the arrangement holder share Company become as following :

- a. Mrs Irene Theodora Maria Koopman Roozen holding 13,770 (thirteen thousand seven hundred seven twenty) shares or The same with ..... Rp. 688,300,000,-(six hundred eight twenty eight million five hundred thousand Rupiah).
- b. Sir big Uliadnyana holder 13,230 (three mercy thousand two hundred three twenty) share or The same with..... Rp. 661,500,000,-(six hundred six twenty One million five hundred thousand Rupiah).
- VI. Resignation of Mr. I Gede Suparwata as Director of the Company and waive all responsibilities while in office Director Company (acquit et de charges).
- VII. Resignation self Sir I Mrs Sutarya as Commissioner Company and waive all responsibilities while in office Commissioner Company (acquit et de charges).

VIII. Appointment Mrs Irene Theodora Maria Koopman Roozen as Commissioner Company Which new.

So that after the resignation of the Directors and Commissioners as well as the the composition of the Board of Commissioners of the Company, then the composition of the management Company become as following :

- Director : Sir big Uliadnyana, born in Get down on date 03-07-1978 (three July one thousand nine hundred and seventy eight), self-employed, place stay in Regency Buleleng, Banjar Service Jembong, Village/Kelurahan Goblet, Banjar District, ID card holder Resident number : 5108040307780007 which Valid until 03-07-2015 (third of July two thousand and fifteen), Citizen Indonesia.
- Commissioner : Mrs Irene Theodora Maria Koopman Roozen, was born in Amsterdam on 01 20-1967 (two twenty January one thousand nine hundred sixty seven), private, housed live at Hamerstraat 69, B 1000, Brussels, Belgium, holder of Passport number : NP3CK04J8 Which apply until with date 02-07-2013 (second July two thousand and thirteen), Citizen Dutch.
- IX. Adjustment budget base Company with provision the law Invite number : 40 Year 2007 about Company Limited.

So that starting from the signing of this deed, the articles of association Company the adapt with provision Constitution Republic of Indonesia number: 40 of 2007 concerning Limited Liability Companies, written, beeps And must be read as following :

#### Name and place of residence Chapter 1

1. This Limited Liability Company is named: "P T. Marsini Bali" (hereinafter in the Articles of Association it is sufficiently abbreviated as "Company"), domiciled in Singaraja, Regency Buleleng.

2. The company may open branches and/or offices representatives in other places, both inside and outside the region Republic of Indonesia as determined by the Board of Directors with agreement from Commissioner.

# The period of establishment of the company Chapter 2

This company was established for an unlimited period of time, with notice provision Constitution number : 25 year 2007 (two thousand and seven) concerning Investment, and laws and regulations invitation Which apply.

Purpose and objectives as well as business activities Chapter 3

1. Meaning And objective Company is try in field : Tourist.

2. For reach Meaning And objective the in on Company can carry out activity business as following :

Business Hotel Which covers :

a. Provision room place stay the night;

b. Provision service Eat And drink;

c. Service washing clothing/laundry;

d. Service facility accommodation And service other Which needed.

# Capital

# Chapter 4

1. Capital base Company amount Rp. 3,600,000,000,- (three billion six hundred million Rupiah) divided into 72,000 (seventy two thousand) shares, each share has a nominal value of IDR 50,000 (fifty thousand Rupiah).

2. From capital base the has placed And deposited a number 27,000 (twenty seven thousand) shares with full nominal value

as big Rp. 1,350,000,000,- (One billion three hundred five twenty million Rupiah) by the shareholders, the shareholders have taken shares and details and nominal value of shares as applicable will mentioned on end deed.

3. Shares that are still in savings will be issued by Company according to necessity capital Company, with agreement Meeting General Holder Share.

Shareholders whose names are recorded in the Register of Shareholders Shares have the first right to take part in the shares share Which want issued in period time 14 (four mercy) days from the date the offer was made and each holder Shares are entitled to take part in proportion to the number of shares they own (proportionally) well to the shares that are part of it as well as for the remaining shares not subscribed by the shareholders other.

If after the bidding period is 14 (fourteen) days it turns out that there are still remaining shares that have not been subscribed, then the Board of Directors has the right to offer the remaining shares to the parties third.

#### Shares

#### Chapter 5

1. All shares issued by the Company are top shares Name.

2. Who may own and use the rights to shares are: Indonesian citizen and/or Indonesian legal entity and/or Inhabitant Country Foreign Foreign and/or Body Law Foreign.

3. Proof ownership share can form letter share.

4. In the event that the Company does not issue share certificates, ownership shares can be proven by a statement or note that issued by Company.

5. If issued letter share, so For every letter share given a letter share.

6. Letter collective share can issued as proof ownership 2 (two) or more share Which owned by a holder share.

7. On letter share must be included at least :

a. Name And address holder share;

b. Number letter share;

c. Mark nominal share;

d. Date expenditure letter share.

8. On letter collective share at least must be included :

- a. Name And address holder share;
- b. Number letter collective share;
- c. Number nominal share;
- d. Date expenditure letter collective share;
- e. Amount share.

9. The share certificate and collective share certificate must be signed by Board of Directors and with the approval of the Main Commissioner or members Commissioner other in accordance with decision meeting Board Commissioner.

## Substitute share certificate Chapter 6

1.If the share certificate is damaged or can no longer be used, above request of those concerned, the Board of Directors will issue letter share replacement, after letter share Which damaged or No can worn the submitted return to Directors.

2. The share certificate as referred to in paragraph 1 must be destroy and make an official report by the Board of Directors to be reported in Meeting General Holder Share next.

3. If the share certificate is lost, at the request of those with interest, the Board of Directors will issue a replacement share certificate after in the opinion of the Board of Directors that loss is sufficiently substantiated and with guarantees deemed necessary by the Board of Directors for each incident special.

4. After the replacement share certificate is issued, the new share certificate stated is lost the, No apply Again to company.

5. All costs associated with the issuance of share certificates replacement That, borne by holder share Which interested.

6.Provision as Which meant on paragraph (1), paragraph (2), paragraph (3), paragraph (4) And paragraph (5) mutatis mutandis apply for expenditure letter collective share replacement.

Transfer of shares Chapter 7 1. The transfer of rights to shares must be based on a deed of transfer rights signed by the transferor and the recipient transfer or power Which legitimate.

2. Deed of transfer of rights as referred to in paragraph 1 or copy be delivered to Company.

3. Shareholders who wish to transfer their rights to their shares must offer especially formerly in a manner written to holder share others by mentioning the price and terms of sale and giving tell to Directors in a manner written about offer the.

4. para holder share other entitled buy share Which offered within a period of 30 (thirty) days from the date of the appropriate offer with comparison amount share Which owned each.

5. The company is obliged to guarantee that all shares offered as meant in paragraph 3 bought with price Which reasonable and paid in cash within 30 (thirty) days since offer done.

6. In matter Company No can ensure implementation provision as meant in paragraph 5, holder share can offer and sells its shares to employees prior to the offer to person other with price And condition Which The same.

7. Holder share Which offer the stock as referred to in paragraph 3 has the right to withdraw the offer after past period time Which meant in paragraph 4.

8. Must offer share to holder share other only can done One time.

9. The transfer of rights to shares must obtain approval from agency Which authorized, If regulation legislation men- require matter the.

10. Starting from the day of the summons to the General Meeting of Shareholders with the day the General Meeting of Shareholders is held right on share No allowed.

# General Meeting and shareholders

# Chapter 8

1. Meeting General Holder Share Which furthermore called Also GMS is :

a. Meeting General Holder Share (GMS) annual;

b. Another General Meeting of Shareholders (GMS), which is in the Articles Base This called Also Meeting General Holder Share (GMS) Outside Normal.

2. Terms of General Meeting of Shareholders in this Articles of Association means both, namely the annual General Meeting of Shareholders and Extraordinary General Meeting of Shareholders unless expressly stated stated other.

3. In Meeting General Holder Share (GMS) Annual :

a. Directors convey :

- Annual report that has been reviewed by the Board of Commissioners for get agreement Meeting General Holder Share;

Report finance For get endorsement Meeting;

b. Determination of the use of profits, if the company has retained earnings Which positive.

c. It was decided eye program Meeting General Holder Share (GMS) other that has been submitted properly with due regard provision budget base.

4. Approval of annual reports and approval of financial statements by Meeting General Holder Share (GMS) annual means give repayment And liberation not quite enough answer fully to member

Directors And Board Commissioner on management And supervision Which has been carried out during the past financial year, to the extent of such actions reflected in Report Annual And Report Finance.

5. Extraordinary General Meeting of Shareholders (GMS). held anytime based on need For mem- discuss and decide on the agenda of the meeting except for the agenda of the meeting referred to in paragraph (3) letter a and letter b, by having take note regulation legislation as well as Budget Base.

Place, call and chair the general meeting of shareholders Chapter 9

1. Meeting General Holder Share (GMS) held in place position Company.

2. The General Meeting of Shareholders (GMS) is held with call beforehand to the shareholders with letter recorded and/or with advertisement in letter news.

3. Summons done most slow 14 (four mercy) day before date the General Meeting of Shareholders (GMS) was held without take into account date calling And date Meeting General Holder Share (GMS) held.

4. The General Meeting of Shareholders (GMS) is chaired by the Director Main.

5. If the Main Director is absent or unavailable due to reasons anything that does not need to be proven to a third party, the General Meeting Holder Share (GMS) led by Representative Director Main.

6. If Representative Director Main No There is or unable Because because whatever Which No need proven to party third Meeting General Shareholders (GMS) is led by a Director who appointed by Director Main or Representative Director Main.

7. If all the Directors are absent or unavailable for any reason anything that does not need to be proven to a third party, the General Meeting Shareholders (GMS) is chaired by a member of the Board Commissioner.

8. If all members of the Board of Commissioners are absent or unable to attend for any reason that does not need to be proven to a third party, General Meeting of Shareholders (GMS) chaired by and among they Which present in meeting.

# Quorum, voting rights and resolutions of the general meeting of shareholders

# Chapter 10

1. Meeting General Holder Share (GMS) can took place if quorum presence as required in Constitution Company Limited has fulfilled.

2. Voting regarding individuals is carried out by letter closed document that is not signed and regarding other matters verbally, except if chairman Meeting General Holder Share (GMS) determine other without any objections from the shareholders present at the Meeting General Holder Share (GMS).

3. Blank votes or invalid votes are considered absent and not counted in determining the number of votes cast in General Meeting of Shareholders (GMS) as specified in Constitution.

#### Directorship Chapter 11

1. Company taken care of And led by Directors Which consists from 1 (One) person or more member Directors.

2. If lifted more from a Director, so a among them can lifted as Director Main.

3. Members of the Board of Directors are appointed by the General Meeting of Shareholders, for a period of 5 (five) years without prejudice to the rights of the Meeting General Holder Share For stop it anytime.

4. If for any reason the position of one or more or all member Directors vacant, so in period time 30 (three twenty) day since it happened vacancy, must meeting held General Shareholders, to fill the vacancies with due regard provision regulation legislation And Budget Base.

5. If by something because whatever all position member Directors vacant, for the time being the Company is managed by a member of the Board of Commissioners who appointed by meeting Board Commissioner.

6. Members of the Board of Directors have the right to resign from their positions by notify in writing of the intention to Company at least 30 (thirty) days before the date of resignation himself.

7. Position member Directors end if :

a. resign self in accordance with provision paragraph 6;

b. No Again fulfil condition legislation Which applicable;

c. die world;

d.dismissed based on decision Meeting General Holder Share.

# Duties and authorities of the Board of Directors Chapter 12

1. The Board of Directors has the right to represent the Company inside and outside the Court regarding all matters and in all events, binding on the Company with other parties and other parties with the Company, and run all action, Good Which about management nor ownership, will but with restrictions that For :

a. Borrowing or lending money on behalf of the Company (no

including take Money company in Bank);

b. founded something business or participate as well as on company other Good in in nor in outside country;

must with agreement Wrong a Commissioner.

2. a. The President Director has the right and authority to act for and on behalf of Name Directors as well as represent Company.

b. In the event that the Main Director is absent or unavailable due to: for whatever reason, which does not need to be proven to other parties then another member of the Board of Directors has the right and authority to act For And on Name Directors as well as represent Company.

#### Board of Directors meeting Chapter 13

1. Administration Meeting Directors can done every time if looked at need :

a. By a or more member Directors;

b. At the written request of one or more Board members Commissioner; or

c. At the written request of 1 (one) or more holders share Which together represent 1/10 (One per ten) or more from amount whole share with right voice.

2. Calling Meeting Directors done by member Directors Which entitled act for and on behalf of the Board of Directors according to the provisions of Article 9 Budget Base This.

3. Summons for the meeting of the Board of Directors must be submitted by registered letter or by letter delivered directly to each member Directors with get sign accept, most slow 3 (three) day before the meeting is held, excluding the date of the summons and date meeting.

4. The summons for the meeting must include the agenda, date, time and place meeting.

5. The Board of Directors meeting is held at the Company's domicile or location the Company's business activities. If all members of the Board of Directors are present or represented, the prior call is not required and the Meeting Directors can held anywhere Also And entitled take decision Which legitimate And

tie.

6. The Board of Directors meeting is chaired by the Main Director, in the case of a Director Main unable to attend or absent which does not need to be proven to a third party, the Board of Directors meeting is chaired by a member Directors Which chosen by And from between member Directors Which present.

7. A member of the Board of Directors can be represented in the Board of Directors meeting only by member Directors other based on letter power.

8. The meeting of the Board of Directors is legal and has the right to make decisions binding if more than 1/2 (one half) of the number of members Directors present or represented in meeting.

9. Decisions of the Board of Directors meeting must be taken based on deliberation for consensus. If not reached then the decision is taken with voice based on voice agree most A little more from 1/2 (One per two) from amount voice Which legitimate Which issued in meeting.

10. If the votes for agreeing and disagreeing are balanced, make a suggestion the decision is declared as rejected, except regarding the person himself done with lottery.

11. a. Each member of the Board of Directors present has the right to issue 1 (one) votes and an additional 1 (one) vote for each other member of the Board of Directors Which represented.

b. Voting regarding individuals is carried out by letter closed ballot without a signature, while voting regarding other matters carried out orally, except for the Chairman of the Meeting determine other without There is object from Which present.

c. Blank votes and invalid votes are considered not cast in a manner legitimate And considered No There is as well as No counted in determine amount voice Which issued.

12. The Board of Directors can also make valid decisions without hold a Board of Directors Meeting, provided that all members of the Board of Directors have notified in writing and all members of the Board of Directors provide agreement about suggestion Which filed in a manner written with sign- handle

agreement the.

Decisions taken in this way have power which is the same as the decisions taken legally at the Meeting Directors.

# Board of Commissioners Chapter 14

1. The Board of Commissioners consists of one or more members of the Board Commissioner, if lifted more from a member Board Commissioner, so a among them can lifted as Commissioner Main.

2. Those who may be appointed as members of the Board of Commissioners are people individual who meet those requirements specified in regulation legislation Which apply.

3. Members of the Board of Commissioners are appointed by the General Meeting of Shareholders Shares for a period of 5 (five) years without reducing rights Meeting General Holder Share For dismiss anytime.

4. If for some reason the position of a member of the Board of Commissioners is vacant, so in period time most long 30 (three twenty) day after happen vacancies, a General Meeting of Shareholders must be held to fill the vacancy by taking into account the provisions of paragraph 2 of Article This.

5. A member of the Board of Commissioners has the right to resign from position by notifying in writing of the intention to the Company at least 30 (thirty) days before date resignation himself.

6. Position member Board Commissioner end if :

a. resign self in accordance with provision paragraph 5;

b. No Again fulfil condition legislation Which applicable;

c. die world;

d.dismissed based on decision Meeting General Holder Share.

# Duties of the Authority of the Board of Commissioners Chapter 15

1. The Board of Commissioners at any time during the working hours of the Company's office has the right to enter buildings and courtyards or other places that used or Which mastered by Company And entitled inspect all books, letters and other evidence, checking and match the condition of cash and others as well as the right to know all action Which has run by Directors.

2. The Board of Directors and each member of the Board of Directors are required to provide explanation about all matter Which asked by Board Commissioner.

3. If whole member Directors dismissed temporary And The company does not have a single member of the Board of Directors so for while the Board of Commissioners has the right and authority to manage Company. In matter thereby Board Commissioner entitled For give power temporary to a or more between member Board Commissioner on dependent Board Commissioner.

4. In the event that there is only one member of the Board of Commissioners, all duties and authorities given to the Main Commissioner or member Board Commissioner in budget base This apply also for him.

# Board of Commissioners meeting Chapter 16

Provision as meant in Chapter 13 mutatis mutandis apply for meeting Board Commissioner.

work plan, year book and annual report

# Chapter 17

1. The Board of Directors submits a work plan which also includes a budget annual Company to Board Commissioner For get agreement, before year book started.

2. The work plan as referred to in paragraph (1) must be submit it no later than 30 (thirty) days before the start of the year book Which will come.

3. Year book Company walk from date 1 (One) January until with date 31 (three twenty One) December. On end month December each year, book Company closed.

4. The Board of Directors prepares an annual report and makes it available in the office Company to be inspected by the counted shareholders since date calling Meeting General Holder Share (GMS) annual.

#### Use of dividend payout charts Chapter 18

1. The Company's net profit in a financial year as listed in the balance sheet and profit and loss calculations which have been approved by the Meeting Annual General Meeting of Shareholders (GMS) and represents retained earnings positive, divided according to the way of use determined by Meeting General Holder Share (GMS) the.

2. If the calculation of profit and loss in a financial year shows loss Which No can closed with fund backup, so loss it will still be recorded and included in the calculation of profit and loss and in the next financial year the company is deemed not to have made a profit as long as the loss is recorded and included in the profit calculation make a loss That Not yet The same very closed.

# Backup use

#### Chapter 19

1. Provision for net profit for reserves is made up to reserves reach most A little 20 % (two twenty percent) from amount capital Which placed and paid up, and the reserve amount is only allowed used to cover losses that cannot be met by backup other.

2. If the reserve amount exceeds 20% (twenty percent), Meeting General Holder Share (GMS) can decide so that amount the advantages used for necessity Company.

3. Reserves as referred to in paragraph (1) that have not been used to cover losses and excess reserves as which one is referred to in paragraph (2) whose use has not been determined by the General Meeting of Shareholders (GMS) must be managed by the Board of Directors in an appropriate manner according to the consideration of the Board of Directors, after obtain the approval of the Board of Commissioners and pay attention regulation legislation so that obtain profit.

#### Closing

#### Chapter 20

Everything that is not or has not been sufficiently regulated in the Budget Base This, will disconnected in Meeting General Holder Share (GMS). Finally, the appearer acted in his position as the in on explained that :

I. Participated and fully paid cash through cash Company a number 27,000 (two twenty seven thousand) share with the total nominal value of Rp. 1,350,000,000,- (one billion three hundred five twenty million Rupiah), that is by para holder share :

a. Mrs. Irene Theodora Maria Koopman Roozen the, a number 13,770 (three mercy thousand seven hundred seven	
twenty) share, with mark nominal entirely (six hundred eight twenty-eight million	Rp. 688,500,000,-
five hundred thousand Rupiah). b. Sir big Uliadnyana the, a number 13,230 (three mercy thousand two hundred three twenty) share, with mark	
nominal entirely as big (six hundred six twenty One million five hundred thousand Rupiah).	Rp. 661,500,000,-
c. so that entirely amount 27,000 (two twenty seven thousand) share, with mark nominal entirely as big	Rp. 1,350,000,000,-

II. In accordance with the provisions in Article 11 and Article 14 of the Articles of Association regarding the procedures for appointing members of the Board of Directors and Commissioners, has lifted as :

Director : Sir big Uliadnyana the in on.

Commissioner : Mrs Irene Theodora Maria Koopman Roozen the in on.

The appointment of members of the Board of Directors and Commissioners has been accepted by each Which concerned.

# III. Dear sir/madam

And employee Office Notary Public, take place stay in Good together nor individually with right For me- transfer this power to others empowered to beg ratification of these Articles of Association from the competent authority and to make changes and/or additions in the form however Also Which needed For obtain endorsement and to file and sign all applications and other documents, to choose the domicile and to carry out action other Which Possible needed.

# Thus This Deed

Made and completed in Kuta, on the day and date mentioned on part beginning deed This, with attended by :

- Sir Faraitody Budiandita, Bachelor Law, born in Singaraja on dated 17-04-1978 (seventeenth April one thousand nine hundred and seven twenty-eight), private employees, domiciled in the Regency Buleleng, Road Wijaya Kusuma Alley II number 3, get along Neighbor 010, Rukun Warga 001, Village/Kelurahan Banyuasri, Buleleng District, holder of Identity Card number : 3108061704780002 which apply until with date 04-17-2016 (seven mercy April two thousand six mercy), Inhabitant Country Indonesia,
- 2. Mrs I Lord Come on Prime Wirayani, born in Singaraja on date 01-21-1988 (two twenty One January one thousand nine hundred eight twenty-eight), private employee, domiciled in Denpasar, Mount Lempuyang Road VD/48, Panca Kertha Hamlet, Village/ Tegal Kerta Village, West Denpasar District, Card holder Identity Card number : 5171036101880020 which is valid until with the date of 21-01-2013 (the twenty-first of January two thousand and three mercy), Inhabitant Country Indonesia,

as witnesses.

I, Notary Public, No read deed This to facing And para witnesses, because the appearers wanted this deed not to be

read out in touch facing has read Alone, know And understand contents.

Next, the appearers, the witnesses and I, the Notary, shall enclose initials on each page of this deed and signature on the last page deed This.

Made without replacement, scratch or addition. Minutes deed This has signed with perfect.

Issued as copy. Notary in Denpasar,

ANNEXE WIBOWO, SH

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