



Materials

Annual General Meeting of Shareholders

PT Adaro Energy Tbk

Below are the materials of the Annual General Meeting of Shareholders ("the Meeting") of PT Adaro Energy Tbk ("the Company"), which will be held on Tuesday, April 30, 2019, at Raffles Hotel Jakarta:

1st Agendum

Approval of the Annual Report and the ratification of the Company's Consolidated Financial Statements for fiscal year 2018

Explanation:

Approval of the Annual Report and the ratification of the Company's Consolidated Financial Statements ending December 31, 2018, which has been audited by Daniel Kohar of Public Accountant Firm Tanudiredja, Wibisana, Rintis dan Rekan (Member of PricewaterhouseCoopers Global Network) signed on February 28, 2019, with unqualified opinion.

2nd Agendum

Determination of the use of the Company's net profit for fiscal year 2018

Explanation:

Approval of the use of the Company's net profit for fiscal year 2018 for reserve allowance, final dividend payment, and retained earnings.

3rd Agendum

The appointment of the Company's Independent Commissioner

Explanation:

To comply with the provisions of article 20 point (3) of the Financial Services Authority ("OJK") Regulation No.33/POJK.04/2014 concerning Directors and Commissioners of Issuers or Public Companies, as well as the provisions of article 15 point (3) of the Company's Articles of Association, which states that if the Board of Commissioners consist of more two members, then the number of Independent Commissioners must be at least 30% of the total members of the Board of Commissioners. Therefore, it is proposed to appoint a new Independent Commissioner to comply with these provisions.

In accordance with the recommendations of the Nomination and Remuneration Committee, whose the function is carried out by the Board of Commissioners of the Company, the candidate for the new Independent Commissioner of the Company is Mr. Mohammad Effendi.

Below is a profile of the new Independent Commissioner proposed:



Mohammad Effendi

Education:

1973 – 1978 Bachelor of Electrical Engineering – Institut Teknologi Bandung
1986 – 2003 Unilever International Management Training Centre

Experience/Career:

2017 – 2019 President Commissioner of PT Tanjung Power Indonesia
2016 – 2019 President Commissioner of PT Bhimasena Power Indonesia
2016 – 2019 President Commissioner of PT Makmur Sejahtera Wisesa
2014 – 2016 President Director of PT Bhimasena Power Indonesia
2012 – 2019 President Director of PT Adaro Power
1978 – 2009 Supply Chain Director of PT Unilever Indonesia Tbk

4th Agendum

The appointment of the Registered Public Accountant Firm to audit the Company's Consolidated Financial Statements for fiscal year 2019

Explanation:

Upon the recommendation from the Audit Committee, the Board of Commissioners propose to the Meeting to appoint a public accountant from Public Accountant Firm Tanudiredja, Wibisana, Rintis & Rekan (Member firm of PricewaterhouseCoopers global network in Indonesia) as the public accountant which will audit the Company's Consolidated Financial Statements for the fiscal year 2019, or his replacement if any.

5th Agendum

Determination of the honorarium or salary, and other allowances for the Company's Boards of Commissioners and Board of Directors for fiscal year 2019

Explanation:

Approval of the delegation of authority to the Company's Board of Commissioners, who performs remuneration function, to determine the honorarium or salary, and other allowances for the Company's Boards of Commissioners and Board of Directors for fiscal year 2019.

Jakarta, April 8, 2019

Board of Directors
