

- d. act as the founder and the management of a pension fund in accordance with the prevailing laws and regulations on pension funds;
- e. purchase part or all collaterals either through an auction or in any other methods in case the debtor fails to fulfill its obligations to the Company provide that the bought collaterals must be withdrawn in due course.

In addition to the aforementioned business activities, the Company may also carry out any supporting business activities in the framework of optimization of resources utility owned to support the main business activities to the extent that it is in accordance with laws and regulations.

CAPITAL

Article 4

1. The authorized capital of the Company is IDR 16,000,000,000,000 (sixteen trillion Rupiah) divided into:
 - a. 1 (one) series A Dwiwarna share; and
 - b. 63,999,999,999 (sixty-three billion nine hundred ninety-nine million nine hundred ninety-nine thousand nine hundred ninety-nine) Series B shares;each share having a nominal value of IDR 250 (two hundred and fifty Rupiah).

2. From the aforementioned authorized capital has been subscribed in the amount of 100% (one hundred percent as many as 46,666,666,666 (forty-six billion six hundred sixty-six million six hundred sixty-six thousand six hundred sixty-six) shares with its total nominal value is IDR 11,666,666,666,500 (eleven trillion six hundred sixty-six billion six hundred sixty-six million six hundred sixty-six thousand five hundred Rupiah) consisting of:
 - a. 1 (one) series A Dwiwarna with its total nominal value is IDR 250 (two hundred and fifty Rupiah); and
 - b. 46,666,666,665 (forty-six billion six hundred sixty-six million six hundred sixty-six thousand six hundred sixty-five) Series B shares with its total nominal value is IDR 11,666,666,666,250 (eleven trillion six hundred sixty-six billion six hundred sixty-six million six hundred sixty-six thousand two hundred and fifty Rupiah).
3. 100% (one hundred percent) of the subscribe nominal value of each placed/issued share mentioned above IDR 11.666,666,666,500 (eleven trillion six hundred and sixty-six billion six hundred and sixty-six million six hundred and sixty-six thousand five hundred Rupiah) have been subscribed and fully paid up to the Company by each of the Company's shareholders.

4. With due observance of the applicable legislation including the regulation in the field of Capital Market in Indonesia, the payment of share can be made in the form of money or in the other forms. The payment of share in any other forms other than in the forms of money, either in the forms of tangible or intangible assets shall comply with the following provisions:
- a. the goods to be used as capital payment shall be announced to the public at the time of sending notice of General Meeting of Shareholders (hereinafter referred to as “**GMS**”) on the payment;
 - b. the goods to be used as capital payment shall be assessed by an Appraisal register with Financial Service Authority and are not put as collateral in any manner whatsoever;
 - c. obtain GMS approval with the quorum as stipulated in Article 25 paragraph (1);
 - d. in the event that the goods to be used as the payment of capital are made in the form of shares of the limited liability company which conducting public offering or a public company which listed in the Stock Exchange, then the price of which shall be determine based on the fair market value; and
 - e. in the event that the payment is originated from the retained earnings, shares agio, the Company’s net profit, and/or the element of capital its own, then the retained

earnings, shares agio, Company's net profit, and/or element of capital its own shall be included in the last Annual Financial Statement which has been audited by public Accountants registered at the Financial Service Authority with unqualified opinion.

5. The shares which are still in the reserved shall be issued by the Board of Directors in accordance with the Company's capital requirement at the time and the manners and at a price as well as requirement determined by the Board of Directors Meeting with the approval of GMS, and such GMS may delegate the authority to stipulate the price to the Board of Commissioners with due observance of the provisions in the Articles of Association, and Laws and Regulations as well as the applicable provisions in the field of Capital Market in Indonesia, provided that such issuance of shares are not carry out below at par value.
6. Any increase in the capital through the issuance of Equity Securities (Equity Securities in nature means exchangeable Share or Securities containing the right to obtain share from the Company as the issuer), shall be made under the provisions as follows:
 - a. Any increase in the capital through the issuance of Equity Securities made based on order, it must be conducted by

granting the Pre-Emptive Right to the subscribed securities (hereinafter referred to as “**HMETD**”) shareholders whose names are registered in the Company’s Shareholders Register on the date stipulated by GMS which approve the issuance of Equity Securities in total amount which are equivalent to the total shares which have been registered in the Company’s Shareholders Register in the name of the respective shareholders on the said date, and the Company is obliged to announce on the plan of capital addition by granting HMETD to the said shareholders with due observance of the provisions in the field of Capital Market.

b. Without prejudice to the enforceability of laws and regulations in the field of Capital Market, the issuance of Equity Securities without providing HMETD to the shareholders can be carried out in the event that the shares issuance are:

- 1) Issued to the Company’s employees;
- 2) Issued to the other bonds holders or other holders of equity securities which have been issued with the approval from GMS;
- 3) Issued within the framework of re-organization and/or re-structuring which has been approved by GMS; and/or
- 4) Issued specially to the Republic of Indonesia as the Series A Dwiwarna Shareholder.

- c. HMETD must be transferable and tradable within a period of time stipulated in laws and regulations as well as the applicable provisions in the field of Capital Market.
- d. Equity Securities to be issued by the Company and they are not subscribed by the holder of HMETD must be allocated to all shareholders who order additional Equity Securities, provided that if the total of Equity Securities ordered exceeding the total of Equity Securities which shall be issued, the said Equity Securities which are not subscribed shall be obliged to be allocated proportionally to the total of the HMETD exercised by each shareholders who orders additional Equity Securities.
- e. In the event that there are still remaining Equity Securities which are not subscribed by shareholders as referred to in paragraph (6) letter d of this Article, in case there are standby buyers, the said Equity Securities are obliged to be allocated to standby buyers with the same price and on the same terms and conditions.
- f. The issuance of share in portfolio to the holder of Equity Securities which can be exchanged with the shares and Securities that contains rights to obtain shares, can be conducted by the Board of Directors upon approval of the GMS resolution that approved the issuance of the such Securities.

g. Addition to paid-up capital shall becomes effective upon the payment has been made, and the issued shares shall have the same rights as the shares having the same classification issued by the Company, without prejudice to the obligation of the Company to send the notification to the Minister of Law and Human Rights (hereinafter referred to as **“Minister”**).

7. Addition of the Company’s authorized capital may only be made based on the GMS resolution.

8. Amendment of the Articles of Association within the framework of the change to the authorized capital must be approved by Minister, under the following provisions:

a. Addition to the authorized capital resulting the issued and paid-up capital to be less than 25% (twenty-five percent) of the authorized capital, can be conducted to the extent that:

- 1) It has obtained approval from GMS to make addition to or increase the authorized capital;
- 2) It has obtained the approval of Minister;
- 3) The addition to place and paid-up capital to be at least 25% (twenty-five percent) is obligated to be made at the latest within 6 (six) months after the approval of Minister;

- 4) In the event that the addition to the capital as referred to in point 3 is not fully comply with, the Company must amend its Articles of Association, so that its authorized capital and paid-up capital shall comply with the provision of the Law on Limited Liability Company (hereinafter referred to as “**Companies Law**”), within a period 2 (two) months after the period as referred to in point 3 has not been fulfilled;
 - 5) The approval from GMS as referred to in point 1 of this paragraph shall also include the approval to amend Articles of Association as referred to in paragraph (8) letter b.
- b. The Amendment of the Articles of Association within the framework of making addition to the authorized capital shall become effective after the payment of the capital has been made which result in the amount of paid-up capital is to be at least 25% (twenty-five percent) of the authorized capital and shall have the same rights as those shares of shares issued by the Company with due observance of the provision in this Articles of Association, without prejudice to the Company’s obligation to secure the approval for the amendment to the Articles of Association from the Minister on the addition of the paid-up capital.

9. Every addition to the capital through Equity Securities may deviate from above aforesaid provision, if the laws and regulations in the field of Capital Market and Stock Exchange regulation where the Company's shares are registered determined otherwise.
10. GMS contemplated in this Article must be attended by the Series A Dwiwarna Shareholder and the resolution of the Meeting must be approved by Series A Dwiwarna Shareholder.

SHARES

Article 5

1. The Company's shares shall be registered shares and issued in the name of its respective owner who is registered in the Company's Shareholders Register consisting of:
 - a. Series A Dwiwarna which shall only be possessed by the State of the Republic of Indonesia; and
 - b. Series B Share which possessed by the State of the Republic of Indonesia and/or the general public.