



PT. SARANA MEDIATAMA METROPOLITAN Tbk.
("PERSEROAN")

PANGGILAN
RAPAT UMUM PEMEGANG SAHAM TAHUNAN
DAN
RAPAT UMUM PEMEGANG SAHAM LUAR BIASA

Dengan ini Direksi Perseroan mengundang para pemegang saham Perseroan ("**Pemegang Saham**") untuk menghadiri rapat umum pemegang saham tahunan dan rapat umum pemegang saham luar biasa ("**Rapat**") yang akan diselenggarakan pada:

Hari/tanggal : Jumat, 28 Juni 2019
Pukul : 09.00 WIB – selesai
Tempat : Hotel Le Meridien Jakarta,
Ruang Sasono Mulya
Jl. Jend. Sudirman Kav. 18-20,
Karet Tengsin
Jakarta Pusat 10220

Mata Acara RUPS Tahunan:

1. Persetujuan Laporan Tahunan 2018 termasuk di dalamnya Laporan Pengawasan Dewan Komisaris dan Pengesahan Laporan Keuangan Perseroan yang Berakhir pada tanggal 31 Desember 2018.
2. Penetapan Penggunaan Laba Bersih Perseroan Tahun Buku 2018
3. Persetujuan atas penunjukan Akuntan Publik untuk mengaudit buku Perseroan untuk tahun buku Perseroan yang akan berakhir pada tanggal 31 Desember 2019 dan penetapan honorarium Akuntan Publik tersebut serta persyaratan lain penunjukannya.
4. Penetapan Remunerasi tahun 2019 bagi Anggota Direksi dan Dewan Komisaris.

PT. SARANA MEDIATAMA METROPOLITAN Tbk.
("COMPANY")

INVITATION TO
ANNUAL GENERAL MEETING OF SHAREHOLDERS
AND
EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS

The Board of Directors of the Company hereby invites the shareholders of the Company ("**Shareholders**") to attend the annual general meeting of shareholders and extraordinary general meeting of shareholders ("**Meeting**") that will be conducted at:

Day/date : Friday, 28 June 2019
Time : 09.00 AM, Western Indonesian
Standard Time – end
Place : Hotel Le Meridien Jakarta,
Room Sasono Mulya
Jl. Jend. Sudirman Kav. 18-20,
Karet Tengsin
Jakarta Pusat 10220

Meeting Agenda for Annual General Meeting of Shareholders:

1. The approval of the Company's Annual Report including the Report on the Supervisory Duty by the Board of Commissioners, and the Ratification of the Company's Financial Statement for the financial year ending on 31 December 2018.
2. The determination of the Use of Net Profits of the Company for Financial Year 2018.
3. The approval on the appointment of the Public Accountant Firm to audit the Company's Financial Statements for the Financial Year ending 31 December 2019 and to determine the honoraria of the Public Accountant Firm including other conditions of its appointment.
4. The determination of remuneration of the Board of Directors and Board of Commissioners of the Company for the year 2019.

Mata Acara RUPS Luar Biasa:

5. Perubahan Pasal 3 Anggaran Dasar Perseroan tentang Maksud dan Tujuan untuk disesuaikan dengan Klasifikasi Baku Lapangan Usaha Indonesia (“KBLI”) 2017.
6. Perubahan susunan pengurus Perseroan.
7. Pemberian pelunasan dan pembebasan tanggung jawab sepenuhnya kepada anggota pengurus Perseroan.

Penjelasan Mata Acara Rapat:

1. Mata Acara Rapat ke-1 sampai dengan ke-4 merupakan mata acara yang rutin dan wajib diajukan oleh Direksi dalam RUPS Tahunan Perseroan. Hal ini sesuai dengan ketentuan dalam Anggaran Dasar Perseroan.
2. Mata Acara Rapat ke-5 merupakan pemenuhan ketentuan paragraph (e) dari Pengumuman Bersama Kementerian Hukum dan Hak Azasi Manusia Republik Indonesia c.q Direktorat Jenderal Administrasi Hukum Umum dan Kementerian Koordinator Bidang Perekonomian Republik Indonesia c.1. Lembaga OSS tertanggal 11 Oktober 2018 yang mensyaratkan perseroan terbatas wajib menyesuaikan maksud dan tujuan serta kegiatan usahanya sesuai KBLI 2017 melalui Sistem Administrasi Badan Hukum Direktorat Jenderal Administrasi Hukum Umum melalui perubahan anggaran dasar perseroan sebagaimana dimaksud dalam pasal 21 ayat (2) Undang-Undang Nomor 40 Tahun 2007 tentang Perseroan Terbatas.
3. Mata Acara Rapat ke-6 dan ke-7 adalah terkait perubahan susunan pengurus Perseroan.

Catatan:

1. Pemanggilan Rapat ini untuk memenuhi ketentuan Pasal 12 ayat 9 Anggaran Dasar Perseroan dan Peraturan Otoritas Jasa Keuangan Nomor 32/POJK.04/2014 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka sebagaimana diubah dengan Peraturan Otoritas Jasa Keuangan Nomor 10/POJK.04/2017, dan Perseroan tidak mengirimkan surat undangan tersendiri kepada pemegang saham sehingga iklan pemanggilan ini telah sesuai dengan ketentuan dan merupakan undangan resmi bagi pemegang saham Perseroan.

Meeting Agenda for Extraordinary General Meeting of Shareholders:

5. Amendment to Article 3 of the Articles of Association of the Company regarding the Objective and Purpose of the Company, to be adjusted in accordance with Indonesia Standard Industrial Classification (“KBLI”) 2017.
6. The change of the composition of the management of the Company.
7. The granting of release and discharge to the members of the management of the Company.

Explanation for the Meeting Agenda

1. Agenda 1 through 4 of the Meeting are routine agendas those are mandatory to be submitted by the Board of Directors to the Annual General Meeting of Shareholders of the Company, based on the Company’s Articles of Association.
2. Agenda 5 of the Meeting is conducted to comply with paragraph (e) of the Joint Announcement of the Ministry of Law and Human Rights of the Republic of Indonesia c.q. Director General of General Administration of Law and Coordinating Minister of Economic Affairs of the Republic of Indonesia c.q. OSS Agency dated 11 October 2018 which requires that a limited liability company must adjust its objective and purpose to be in line with KBLI 2017 through the Legal Entity Administration System of the Directorate General of Administration and Law by amending its articles of association as stipulated in Article 21 paragraph (2) of Law Number 40 Year 2007 on Limited Liability Company.
3. Agenda 6 through 7 of the Meeting are agendas related to the change of the composition of the members of the management of the Company.

Notes:

1. This invitation to the general meeting of shareholders is issued to comply with the provision of Article 12 paragraph 9 of the Company’s Articles of Association and OJK Regulation Number 32/POJK.04/2014 on the Plan and Conduct of General Meeting of Shareholders of a Public Listed Company as amended by OJK Regulation No: 10/POJK.04/2017, and the Company does not issue a separate invitation to each shareholder. Therefore, this invitation announcement is made in accordance with the provision of the regulation and shall be deemed as formal invitation to the shareholders of the Company.

2. Pemegang saham yang berhak hadir atau diwakili (berdasarkan surat kuasa yang sah) dalam Rapat adalah:
 - a. Untuk saham-saham Perseroan yang belum dimasukkan ke dalam Penitipan Kolektif PT. Kustodian Sentral Efek Indonesia ("KSEI").

Pemegang saham atau kuasa pemegang saham Perseroan yang sah yang nama-namanya tercatat dalam Daftar Pemegang Saham Perseroan pada hari Rabu, tanggal 29 Mei 2019 sampai dengan pukul 16.00 WIB.
 - b. Untuk saham-saham Perseroan yang berada di dalam Penitipan Kolektif KSEI

Pemegang saham atau kuasa pemegang saham yang namanya tercatat pada pemegang rekening atau bank kustodian di KSEI pada penutupan perdagangan saham Perseroan di PT. Bursa Efek Indonesia ("BEI") pada tanggal 29 Mei 2019.
3. Registrasi Rapat pada tanggal 28 Juni 2019 akan dibuka mulai pukul 08.30 WIB dan ditutup pukul 08.50 WIB. Bila diperlukan, Perseroan dapat memperpanjang waktu registrasi sampai dengan sesaat sebelum dimulainya Rapat.
4. Pemegang saham atau kuasanya yang sah yang akan menghadiri Rapat diminta dengan hormat untuk membawa dan menyerahkan pada saat registrasi:
 - a. Bagi pemegang saham perorangan, fotokopi Kartu Tanda Penduduk (KTP) atau tanda pengenalan lainnya kepada petugas Biro Administrasi Efek.
 - b. Bagi pemegang saham Perseroan yang berbentuk badan hukum seperti perseroan terbatas, koperasi, yayasan atau dana pensiun agar membawa fotokopi dari anggaran dasarnya yang lengkap dan susunan pengurus terakhir serta wajib dilengkapi dengan bukti salinan persetujuan/pemberitahuan/pengesahan (sebagaimana berlaku) dari pejabat atau instansi yang berwenang; dan
2. Shareholders who are entitled to attend or represented (based on valid power of attorney) in the general meeting of shareholders are:
 - a. For the shares issued by the Company which have not been deposited in the Collective Custody of PT. Kustodian Sentral Efek Indonesia ("KSEI").

The shareholders or their authorized proxy whose name are registered in the Shareholders Register of the Company on Wednesday, 29 May 2019 up to 04.00 PM Western Indonesian Standard time.
 - b. For the shares issued by the Company and have been deposited in the Collective Custody of KSEI.

The shareholders or their authorized proxy whose names are registered in the account holder or custodian bank at KSEI at the closing of the trading session of the shares issued by the Company at PT. Bursa Efek Indonesia ("BEI") on 29 May 2019.
3. Registration of the general meeting of shareholders on 28 June 2019 will commence starting from 08.30 AM Western Indonesian Standard Time and will be closed at 08.50 AM of Western Indonesian Standard Time. If necessary, the Company may extend the period of registration until shortly before the commencement of the general meeting of shareholders.
4. Shareholders or their authorized proxy who will attend the general meeting of shareholders are requested to provide during the registration:
 - a. For individual shareholders, copy of Identification Card or other identification card will be provided to the officer of the Shares Registrar;
 - b. For corporate shareholders in the form of limited liability company, cooperative, foundation or pension fund are required to bring complete copy of its articles of association and the latest composition of its management, together with copy of approval/notification/authorization (as applicable) issued by the relevant government agency; and

- c. Bagi pemegang saham dalam Penitipan Kolektif KSEI wajib membawa Surat Konfirmasi Tertulis Untuk Rapat ("**KTUR**") yang dapat diperoleh melalui Anggota Bursa atau Bank Kustodian.
5. a. Pemegang saham yang tidak dapat hadir, dapat diwakili oleh kuasanya yang sah dengan membawa surat kuasa dengan bentuk dan isi yang disetujui oleh Direksi Perseroan, dengan ketentuan anggota Direksi, anggota Dewan Komisaris dan karyawan Perseroan dapat bertindak selaku kuasa pemegang saham Perseroan untuk menghadiri Rapat, namun suara yang mereka keluarkan tidak diperhitungkan dalam pemungutan suara.
- b. Formulir surat kuasa dapat diperoleh pada setiap hari dan jam kerja di kantor Biro Administrasi Efek ("**BAE**") Perseroan, yaitu PT. Bima Registra di Satrio Tower Building, Lantai 9, Jl. Prof. DR. Satrio Blok C5, Kuningan Timur, Jakarta Selatan 12950.
- c. Semua surat kuasa harus diterima oleh Biro Administrasi Efek paling lambat 3 (tiga) hari kerja sebelum tanggal rapat yaitu pada hari Senin, 24 Juni 2019 pukul 16.00 WIB.
6. Bahan-bahan Rapat termasuk Laporan Tahunan Perseroan tersedia di Kantor Perseroan Kantor Perseroan di Jalan Alam Sutera Boulevard Kav 25 Lantai 6, Pakulonan, Serpong Utara, Tangerang Selatan sejak tanggal Pemanggilan ini sampai dengan tanggal rapat. Bahan-bahan tersebut dapat diperoleh dengan mengajukan permintaan tertulis oleh pemegang saham kepada dan diterima oleh Corporate Secretary Perseroan paling lambat 1 (satu) hari kerja sebelum tanggal rapat.
7. Untuk mempermudah pengaturan dan tertibnya RUPS Tahunan, para pemegang saham atau kuasanya dimohon dengan hormat untuk hadir ditempat rapat selambat-lambatnya 30 menit sebelum jadwal RUPS Tahunan.
- c. For shareholders whose shares are deposited in the Collective Custody of KSEI must provide Letter of Written Confirmation for Meeting ("**KTUR**") that can be obtained through Members of the Stock Exchange or Custodian Bank.
5. a. Shareholders who are unable to attend the meeting can be represented by their authorized proxy by providing power of attorney in the form and substance agreed by the members of the Board of Directors of the Company, provided that the members of the Board of Directors, Board of Commissioners and employees of the Company can act as proxy of shareholders of the Company to attend the general meeting of shareholders, however their votes will not be taken into account during the voting.
- b. The form of power of attorney can be obtained every day during working hour at the office of the Securities Administration Bureau ("**SAE**") of the Company, namely PT. Bima Registra at Satrio Tower Building, 9th Floor, Jl. Prof. DR. Satrio Blok C5, Kuningan Timur, Jakarta Selatan 12950.
- c. All power of attorneys must be received by the SAE at the above address by the latest of 3 (three) working days prior to the date of the meeting, i.e: Monday, 24 June 2019 04.00 PM Western Indonesian Standard Time.
6. Material of the general meeting of shareholders including the Company's Annual Report are available at the Company's Office commencing from the date of this Invitation until the date of the meeting. The shareholders can obtained those materials by submitting written request to and to be received by the Corporate Secretary of the Company by the latest of 1 (one) working day prior to the date of the meeting.
7. To ease the arrangement and order of the Annual General Meeting of Shareholders, the shareholders or their proxy are requested to be present at the place of meeting by the latest of 30 minutes prior to the time of the Annual General Meeting of Shareholders.

Jakarta, 31 Mei 2019
Direksi Perseroan

Jakarta, 31 May 2019
Board of Directors of the Company