



PT HD Capital, Tbk  
("Company")

**INVITATION**  
**THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

The Board of Directors of the Company hereby cordially invite the Shareholders of the Company to attend the Extraordinary General Meeting of Shareholders ("EGMS"), which will be held on:

Day/Date : Monday, 6 November 2017  
Time : 9.30 am  
Venue : Fairmont Hotel Jakarta  
Jl. Asia Afrika No. 8, Gelora, Tanah Abang  
Jakarta Pusat

**Agenda of the meeting:**

**A. EGMS**

1. Approval for reverse stock split by amending Article 4 of Memorandum and Articles of Association of the Company. Reverse stock split is conducted to encourage stock trading liquidity in the secondary market;
2. Approval for increasing the authorized capital of the Company by amending Article 4 of of Memorandum and Articles of Association of the Company. Increasing the authorized capital shall be conducted in connection with the implementation of the Right Issue II of the Company;
3. Approval for determining of two shares classification by amending Article 5 of Memorandum and Articles of Association of the Company. Determination of two shares classification shall be conducted in connection with the implementation of the Right Issue II of the Company;
4. Approval for conducting Right Issue II with Pre-emptive Rights (Right Issue II). Implementation of Right Issue II shall be conducted to provide a maximum value to the Company, and this transaction can be expected to provide benefits directly to the Company;
5. Approval to change the name of the Company by amending Article 1 paragraph (1) of Memorandum and Articles of Association of the Company. Change the name of the company shall be conducted to adjust with the business activity of the Company;
6. Approval to change the purpose, objectives and activities of business of the Company by amending Article 3 of Memorandum and Articles of Association of the Company. Change the purpose, objectives and activities of business of the Company shall be conducted to adjust with the growth strategic and business development of the Company;
7. Approval to change the Board of Directors and the Board of Commissioners of the Company; and

8. Approval for acquisition of 99,99% shares in PT Panca Sinergi Perkasa which is a material transaction of the Company. The acquisition of shares in PT Panca Sinergi Perkasa shall be conducted in order to provide added value to the Company so as to increase the financial capacity of the Company in which may be beneficial to the Company.

**B. Notes:**

1. The Company will not send a separate invitation to the Shareholders and this advertisement shall serve as the invitation.
2. The Shareholders who are entitled to attend the Meeting are the Shareholders who were registered in the Company's Register of Shareholders on October 13<sup>rd</sup>, 2017 with cut of time 04.00 pm.
3. The Shareholders who are unable to attend the Meeting, may be represented by its proxy as evidenced in a Power of Attorney which is in accordance with the specimen of the Power of Attorney determined by the Company.
4. The form of the Power of Attorney can be obtained at Komplek Rukan Permata Senayan Blok D No. 17 & 18, Jl. Tentara Pelajar, RT. 009, RW. 007, Kel. Grogol Utara, Kec. Kebayoran Lama, Jakarta Selatan during the working hours.
5. All the Power of Attorney shall be received by the Company's Director 3 (three) days before the Meeting.
6. The Shareholders or their proxy who attend the Meeting shall carry and submit to the Meeting Committee a copy of valid identification card and signed Power of Attorney prior to entering the Meeting venue. The Shareholders in collective deposits are required to submit/present KTUR issued by the KSEI to the registration officer prior entering the Meeting venue.
7. The Board of Director, the Board of Commissioners and the Employee of the Company may be acting as the proxy in the Meeting, however the votes issued by them in their capacity as the proxy shall not be counted in calculating the entire voting rights issued in the Meeting.
8. The Meeting Materials shall be provided at the Company's office on working days until the date of the Meeting.
9. The Shareholders of their proxy should be presented at the Meeting venue at least 15 minutes before commencement of the Meeting.

**Jakarta, 14 October 2017**  
**The Board of Directors of the Company**