

Unofficial Translation

No.: 067/CSEC/III/2013

Jakarta, 27 March 2013

**FINANCIAL SERVICES AUTHORITY
(Ex.SUPERVISORY BODY OF CAPITAL MARKET
AND FINANCIAL INSTITUTIONS)**

Sumitro Djojohadikusumo Building
Jalan Lapangan Banteng Timur 2-4
Jakarta 10710

Attn.: **Chief Executive of Capital Market Supervisory**

Subject: Publication of Notice for Annual and Extraordinary General Meeting Shareholders of PT XL Axiata Tbk.

Dear Sirs,

In accordance with Bapepam Regulation number IX.I.1 Attachment of the Bapepam Chairman Decision number Kep-60/PM/1996 dated 17 January 1996 regarding Plan and Implementation of General Meeting Shareholders, we hereby deliver evidence of publication of Notice for Annual General Meeting Shareholders and Extraordinary General Meeting Shareholders which will be held on 11 April 2013, as publicized in the Bisnis Indonesia and The Jakarta Globe dated 27 Marh 2013.

Thank you for your kind attention.

Respectfully yours,

PT XL Axiata Tbk.

signature

Murni Nurdini
Corporate Secretary

cc.:

- Mr. Ito Warsito, President Director, PT Bursa Efek Indonesia
- Mr. Ananta Wiyogo, President Director, PT Kustodian Sentral Indonesia

Wednesday, March 27, 2013 Jakarta Globe



PT XL AXIATA Tbk.

**NOTICE FOR
THE ANNUAL AND EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS**

The Board of Directors of PT XL Axiata Tbk. (the "Company"), having its domicile in Jakarta, hereby invites the Company's Shareholders to attend the Annual and Extraordinary General Meeting of Shareholders (the "Meeting"), which will be held on:

Day/Date : Thursday, 11th April 2013
Time : 09.00 Western Indonesian Time - onwards
Venue : Ruang Mawar, Balai Kartini 2nd Floor
Exhibition and Convention Center
Jl Jend Gatot Subroto Kav 37 Jakarta 12950

Agenda of the Annual Meeting:

1. To approve the Annual Report and to ratify the audited financial statements of the Company for the financial year ended 31st December 2012 and grant release and discharge (*acquit et de charge*) to the Board of Directors and the Board of Commissioners of the Company, respectively for their management and supervisory duties, to the extent that their actions are reflected in the Company's annual report and financial statements for the financial year ended 31st December 2012;
2. To approve the allocation of net profit including the dividends' distribution for the financial year ended 31st December 2012;
3. To appoint the Company's Independent Auditor for the financial year ended 31st December 2013;
4. To determine the remuneration for the Company's Board of Commissioners and Board of Directors for year 2013;
5. To approve the changes in the composition of Nominating and Remuneration Committee (NRC).

Agenda of the Extraordinary Meeting:

1. To approve additional Supporting Business Activities;
2. To approve the changes in the composition of Board of Commissioners and/or Board of Directors;
3. To give authorization to the Board of Commissioners of the Company to make adjustment in Company's subscribed and paid up capital in connection with the issuance of new shares for the purpose of Long Term Incentive (LTI) 2010-2015 Grant Date III.

Notes :

1. The Company will not send invitations to the Shareholders. This notice shall be considered as an official invitation to the Meeting pursuant to Article 10 (3) of the Company's Article of Association.
2. Shareholders who are entitled to attend the Meeting are those whose names are registered in the Company's Shareholders Registration on 26th March 2013 as at 16.00 WIB (Western Indonesian Time), or those whose names are registered as Shareholders of the Company with a securities account in PT Kustodian Sentral Efek Indonesia (KSEI) at the closing of trading on 26th March 2013.
3. Prior to the Meeting, Shareholders or their authorized proxies shall submit a copy of their personal identity card (KTP) or any other valid identification (ID). Shareholders which are legal entities are requested to submit copies of their article of associations and the amendments (if any), including the last composition of the management, and such legal entity shall be liable for the legality and/or validity of the submitted documents. Shareholders whose shares are deposited in the collective depository of PT Kustodian Sentral Efek Indonesia (KSEI), are required to submit Konfirmasi Tertulis Untuk Rapat (KTUR) which can be obtained from the securities companies or custodian bank where the Shareholders have their securities accounts.
4. Shareholders who are unable to attend the Meeting may be represented by their authorized proxies, provided that if member(s) of the Company's Board of Directors or the Board of Commissioners act as the proxies of the Shareholders, their votes shall be excluded in the voting calculation.
5. Proxy form is available at the Company's Stock Administration Bureau (BAE), PT DATINDO ENTRYCOM, located at Puri Datindo, Wisma Diners Club Annex, Jl. Jenderal Sudirman Kav. 34, Jakarta 10220 and the completed proxy form must be submitted to the BAE by 8th April 2013.
6. Materials pertinent to the Meeting can be obtained during office hours, through Corporate Secretarial Division of PT XL Axiata Tbk., Menara Prima 8th Floor, Jl. DR Ide Anak Agung Gde Agung Blok 6.2, Kawasan Mega Kuningan, Jakarta Selatan 12950 - Indonesia, Telp. (021) 576 1881, Fax. (021) 579 59928, Email CORPSEC@xl.co.id.
7. To facilitate the arrangement and for the orderliness of the Meeting, Shareholders or their proxies are kindly requested to be present at least 30 (thirty) minutes prior to the Meeting.

Jakarta, 27th March 2013
PT XL Axiata Tbk.
Board of Directors