



**SECOND AGENDA
APPROVAL THE CHANGES IN THE
COMPOSITION OF BOARD OF
COMMISSIONERS AND/OR
BOARD OF DIRECTORS**

Jakarta, 11 April 2013



CHANGES OF THE COMPOSITION OF THE BOARD OF COMMISSIONERS (I/II)

- On June, 14 2012, the Company has accepted the resignation request from Mr. Muhamad Chatib Basri in his capacity as a member of the Board of Commissioners of the Company, in relation with his appointment as the Chairman of Investment Coordinating Board (BKPM). Referring to the provisions of the Articles of Association of the Company and the Law. 40/2007 on Limited Liability Company, his resignation becomes valid and effective in 60 (sixty) days after the resignation letter being received by the Company hence it is equal to August 13, 2012.
- DR. Ir. Giri Suseno Hadihardjono, a member of the Board of Commissioners of the Company, has passed away on 27 June 2012.
- On June 29 2012, the Company has accepted the resignation request from Mr. Ahmad Abdulkarim Mohd Julfar in his capacity as a member of the Board of Commissioners of the Company. Referring to the provisions of the Articles of Association of the Company and the Law. 40/2007 on Limited Liability Company, his resignation becomes valid and effective in 60 (sixty) days after the resignation letter being received by the Company hence it is equal to August, 28 2012.
- On November 21 2012, the Company has accepted the resignation request from Mr. Elisa Lumbantoruan in his capacity as a member of the Board of Commissioners of the Company Referring to the provisions of the Articles of Association of the Company and the Law. 40/2007 on Limited Liability Company, his resignation becomes valid and effective in 60 (sixty) days after the resignation letter being received by the Company hence it is equal to January 21, 2013.



CHANGES OF THE COMPOSITION OF THE BOARD OF COMMISSIONERS (II/II)

- The Nominating and Remuneration Committee (NRC) , in its Minutes of Meeting being submitted to the Company provides recommendation for the General Meeting of Shareholders regarding the changes on the composition of Company's Board of Commissioner as follows :
 1. To properly accept resignation from Mr. Muhamad Chatib Basri as member of The Board of Commissioners of the Company, effectively on August 13, 2012;
 2. To properly accept resignation from Mr. Ahmad Abdulkarim Mohd Julfar as member of The Board of Commissioners of the Company, effectively on August, 28 2012;
 3. To properly accept resignation from Mr. Elisa Lumbantoruan as member of The Board of Commissioners of the Company, effectively on January 21, 2013.
 4. To appoint Mr. Azran Osman-Rani as member of the Board of Commissioners of the Company since the conclusion of the Meeting until the Annual General Meeting of Shareholders 2014.



CURRICULUM VITAE

Azran Osman-Rani

Azran Osman-Rani, 41, is the Chief Executive Officer of AirAsia X Berhad, the world's pioneer long-haul low-cost carrier. He led the start-up team that developed the business plan, raised capital, secured relevant licenses and approvals, acquired aircraft and launched AirAsia X's first inaugural flight to Australia in November 2007.

Prior to his appointment, Azran was formerly the Senior Director of Business Development for Astro All Asia Networks plc, a leading Asian digital satellite television and radio broadcaster, where he led the start-up and operational launch of Astro's international investments and joint ventures across Southeast Asia, India and Greater China – having oversight management responsibility for a portfolio of over US\$300 million invested in these businesses.

Azran was formerly an Associate Partner of McKinsey & Company, an international management consultancy. He holds a Masters degree in Management Science and a Bachelors degree in Electrical Engineering, both from Stanford University. He is a Fellow of CPA Australia. Azran sits on the Board of Directors of Tourism Malaysia.





APPROVAL REQUEST (I/III)

1. To properly accept the resignation of Mr. Muhamad Chatib Basri, Mr. Ahmad Abdulkarim Mohd Julfar and Bapak Elisa Lumbantoruan as members of the Board of Directors of the Company. Effectively as per August 13, 2012 for Mr. Muhamad Chatib Basri, August, 28 2012. for Mr. Ahmad Abdulkarim Mohd Julfar and January 21, 2013. for Mr. Elisa Lumbantoruan referring to the provisions of the Articles of Association of the Company and the Law. 40/2007 on Limited Liability Company
2. To grant release and discharge (acquitted and discharged) to Mr. Muhamad Chatib Basri, Mr. Ahmad Abdulkarim Mohd Julfar and Mr. Elisa Lumbantoruan of their respective management duties conducted from the period of 1 January 2012 until the conclusion of this Meeting as the end of his term of office, to the extent that his actions are reflected in the Annual Report and financial statements of the Company approved thereof.
3. To appoint Mr. Azran Osman-Rani as Commissioner in the Company's Board of Commissioners since the conclusion of this Meeting until the Annual General Meeting of Shareholders 2014.



APPROVAL REQUEST (II/III)

4. Therefore, with due observance of the above resolutions , the complete composition of the Company's Board of Commissioners and Board of Directors, since the conclusion of this Meeting until the Annual General Meeting of Shareholders 2014 , are as follow:

The Board of Commisioners

- President Commissioners : - YBhg Tan Sri Dato' Insinyur Muhammad Radzi bin Haji Mansor
- Commissioner : - YBhg Dato' Sri Jamaludin bin Ibrahim
- Bapak James Carl Grinwis Maclaurin
- Bapak Azran Osman-Rani
- Independent Commisioner : - Bapak Peter J. Chambers
- Ibu Yasmin Stamboel Wirjawan

The Board of Directors

- President Director : - Mr. Hasnul Suhaimi
- Director : - Mr. Willem Lucas Timmermans
- Ms. Dian Siswarini
- Mr. Joy Wahjudi
- Mr. P. Nicanor V. Santiago III
- Mr. Mohamed Adlan bin Ahmad Tajudin
- Mr. Ongki Kurniawan



APPROVAL REQUEST (III/III)

5. To grant the rights and authorization with rights of substitution to the Board of Directors to take any actions required in connection with the changes in the Board of Commissioners and Board of Directors of the Company as mentioned above, included but no limited to record or to request before the Notary as well as to sign any documents for the purpose of notarizing the changes in the Board of Commissioners and Board of Directors thereof, and to register the aforementioned changes of the Board of Commissioners and Board of Directors of the Company into the Company Register as deemed required by the prevailing laws and regulations.



THANK YOU