



PT MNC Land Tbk.
("the Company")
Domiciled in Jakarta

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

The Board of Directors of the Company hereby invites the Shareholders of the Company to attend the Annual General Meeting of Shareholders and the Extraordinary General Meeting of Shareholders (the "Meeting"), which shall be held on:

Day/Date : Thursday, 21 Mei 2015
Time : 10.00 AM Western Indonesia Time - finish
Tempat : Auditorium, MNC Tower B2 Floor
JL. Kebon Sirih No. 17-19,
Jakarta 10340

With the agenda items of the Meeting as follows:

Annual General Meeting of Shareholders ("AGMS"):

1. Board of Directors Annual Report for the financial year ended 31 December 2014;
2. Approval and ratification of the Company's Financial Report for the financial year ended 31 December 2014, and the granting of the full release and discharge of the responsibility of all members of the Board of Commissioners and Board of Directors of the Company for their supervision and management during the financial year ended 31 December 2014 (acquitt et de charge);
3. Approval of the use of the Company's profit for the financial year ended 31 December 2014;
4. Approval of the changes in the composition of the management board of the Company;
5. Appointment of the Registered Public Accountant to audit the Company's books for the financial year ended 31 December 2015 and granting authority to the Board of Directors to determine the fees of the Public Accountant, and other requirements of their appointment; and
6. Submission of a report on the realization of the utilization of proceeds from the Rights Issue III of the Company pursuant to Bapepam LK Regulation No. X.K.4 attachment of the Decree of the Chairman of Bapepam LK No. Kep. 27/PM/ 2003 ("**Bapepam LK Regulation No. X.K.4**")

Explanation of the agenda items of the AGMS:

- The 1st agenda item until the 3rd agenda item of the AGMS, and the 5th agenda item of the AGMS are routine agenda items of the AGM of the Company to comply with the provisions of Articles of Association of the Company and Law No. 40 Year 2007 regarding Limited Companies;
- The 4th agenda item of the AGM relates to Company's development so that it is deemed necessary for the Company to change the composition of the Company's management board;
- The 6th agenda item of the AGM, the Company shall submit a report on the utilization of proceeds of Right Issue III of the Company to comply with the provisions of the Bapepam LK Regulation No. X.K.4.

Extraordinary General Meeting of Shareholders ("EGMS"):

1. Reaffirms the granting of authorization and power to the Board of Directors on the implementation of the Management and Employee Stock Option Program ("**MESOP**") which has been issued by the Company; and
2. Amendment of Articles of Association of the Company.

Explanation of the agenda items of the EGMS:

1. The 1st agenda item of the EGMS, is the reaffirmation of the decisions of the EGMS of the Company dated May 2, 2014, whereas the EGMS had approved the issuance of MESOP pursuant to Bapepam LK Regulation No. IX.D.4, attachment of the Decree of the Chairman of Bapepam No. Kep-429/BL/2009 dated 9 December 2009;
2. The 2nd agenda item of the EGMS shall propose the amendment of the Articles of Association of the Company to comply with some latest regulations of the Financial Services Authority, among others, the Financial Services Authority Regulation regarding Plan and Convening of a General Meeting of Shareholders of a Public Company No. 032/POJK.04/2014 ("**POJK No.32/2014**") and Regulation regarding the Board of Directors and Board of Commissioners of Issuer or Public Company No. 033/POJK.04/2014 ("**POJK No.33/2014**").

Notes:

1. The Company does not send a separate invitation to the shareholders of the Company as this advertisement in accordance with the provisions of Article 10 Paragraph (3) of the Articles of Association of the Company and Financial Services Authority Regulation No. 032/POJK.04/2014 regarding Plan and Convening of a General Meeting of Shareholders of a Public Company as this advertisement is already an official invitation to the shareholders of the Company;
2. Those who are entitled to attend or to be represented in the Meeting are:
 - a. For the shareholders whose shares are not deposited in Collective Custody, only the shareholders or their legitimate proxies whose names are registered in the Shareholder Register issued by the Company's Securities Administration Agency, namely PT BSR Indonesia, as per Tuesday, April 28, 2015, until 4.00 PM (Western Indonesian Time);
 - b. For the shareholders whose shares are deposited in Collective Custody, only the shareholders or their legitimate proxies whose names are registered on the account holder or the custodian bank at PT Kustodian Sentral Efek Indonesia ("**KSEI**"), as per Tuesday April 28, 2015, until 4.00 PM (Western Indonesian Time); and
3. a. Shareholders who are unable to attend the Meeting, can be represented via proxy with a legitimate written Power of Attorney using the content and format determined by the Company. The members of the Board of Directors, Board of Commissioners and employees of the Company may act as proxies at the Meeting, however any vote as the proxies at the Meeting shall not be counted in the voting. For the shareholders whose addresses are registered abroad, the Power of Attorney must be legalized by a notary or relevant authority and the Indonesian Embassy;
b. Proxy Form can be obtained during office hours at the office of the Company's Securities Administration Bureau:

PT BSR Indonesia
Komplek Perkantoran ITC Roxy Mas Blok E1 No. 10-11
Jl. KH Hasyim Ashari, Jakarta Pusat.
Telp: (021) 6317828
Fax : (021) 6317827
- c. All Proxy Form shall be received by the Board of Directors at the address as stipulated in point 3.b above at the latest 3 (three) working days before the date of the Meeting until 4.00 PM (Western Indonesian Time).
4. The shareholders or their legitimate proxies who will attend the Meeting are required to bring and present the copy of Collective Share Certificate and copy of Resident Identity Card or other identity card to the Company's registration officer, before entering the Meeting room. For the shareholders whose name are registered in the Collective Custody shall bring and present the Written Confirmation for the Meeting ("**KTUR**") which can be obtained from the member of the Stock Exchange or Custodian Bank;
5. For the legal entity shareholders such as limited liability company, cooperatives, foundation or pension funds are required to submit the latest articles of association in complete and the latest deed regarding the appointment of the latest member of Board of Directors and Board of Commissioners or management;
6. Materials of the Meeting and the Company's Annual Report for the Financial Year ended on December 31, 2014 are available at the Company's office at MNC Tower 17 Floor, Jl. Kebon Sirih No. 21-27, Central Jakarta, during the working and office hours from the date of this Invitation until the date of the Meeting; and
7. For simplification of the arrangement and order of the Meeting, the shareholders or their legitimate proxies are kindly required to be present at the venue of the Meeting at least 30 (thirty) minutes before the Meeting starts.

Jakarta, April 29, 2015
PT MNC Land Tbk
The Board of Directors of the Company