

STATEMENT OF THE MEETING RESOLUTION ON
THE AMENDMENT TO THE ARTICLES OF ASSOCIATION OF
"PT UNITED TRACTORS Tbk"
Number 81

--On this day, Monday, dated the 11th (eleventh) of July year of 2011 (11-7-2011), at 11.00 AM (eleven Western Indonesian Time), appearing before me, AULIA TAUFANI, Bachelor of Law, by virtue of the Decision Letter of the Central Supervisory Assembly of Notary dated the 3rd (third) of September 2009 (two thousand nine) Number 14/KET.CUTI-MPPN/III-14/2009 as a substitute for Mister SUTJIPTO, Bachelor of Law, Notary in the Administrative City of South Jakarta, the appearer whose name shall be mentioned herein below, in the presence of the witnesses whose names shall be mentioned at the end of this deed:-----

Miss MARTHA LAURA HUTABARAT, born in Jakarta, on the 25th (twenty fifth) of March 1981 (one thousand nine hundred eighty one), private, resided in Bekasi, at Komplek Dosen IKIP Blok B2/50, Rukun Tetangga 002/Rukun Warga 002, Jatikramat Village, Sub-District of Jatiasih, the City of Bekasi, holder of Resident Identity Card Number 3275096503810003, Indonesian Citizen, temporarily staying in Jakarta; -----

- According to her statement in this matter is acting by virtue of Power of Attorney made privately, dated the 5th (fifth) of July 2011 (two thousand eleven), the original copy thereof duly stamped was attached to this deed, as the attorney-in-fact of Director and therefore is validly authorized to represent the Board of Directors of and therefore for and on behalf of a limited liability company which name shall be mentioned herein below.-----

ENGLISH TRANSLATION

The appearer acting as mentioned above, declared:-----

- That on Monday, dated the 2nd (second) of May 2011 (two thousand eleven) located at Ballroom Hotel JW MARRIOT - at Jalan Lingkar Mega Kuningan Kaveling E 1.2 Number 1 and 2, Jakarta 12950, it had been convened the Annual General Meeting of Shareholders of PT. UNITED TRACTORS Tbk, a limited liability company established in accordance with and by virtue of Law of the Republic of Indonesia, having its domicile in East Jakarta, at Jalan Raya Bekasi Kilometer 22, Cakung, Jakarta 13910, which the Articles of Association and its amendments were included and had been published in:-----

- the State Gazette of the Republic of Indonesia dated the 12th (twelfth) of September 1997 (one thousand nine hundred ninety seven) number 73, Supplement number 4085;-----

- the said Articles of Association had been made conformed with Law Number 40 Year of 2007 regarding Limited Liability Company as factually contained in deed dated the 13th (thirteenth) of June 2008 (two thousand eight) number 54, made before BENNY KRISTIANTO, Bachelor of Law, Notary in Jakarta, which had obtained approval from the Minister of Law and Human Rights of the Republic of Indonesia by virtue of its Decree dated the 3rd (third) of July 2008 (two thousand eight) number AHU-38120 AH.01.02.TH.2008;-----

- the latest amendment to the Articles of Association as included in deed dated the 18th (eighteenth) of September 2008 (two thousand eight) number 85, was made before NELFI MUTIARA SIMANJUNTAK, Bachelor of Law, the substitute for IMAS FATIMAH, Bachelor of Law, Notary in Jakarta, which notification regarding the said amendment to its Articles of Association had been duly received by the Minister of Law and Human Rights of the Republic

ENGLISH TRANSLATION

of Indonesia by virtue of its letter dated the 11th (eleventh) of November 2008 (two thousand eight) Number AHU-AH.01.10-23219;---
-while the latest membership composition of the Board of Directors and the Board of Commissioners was included in my deed Number 6, Notary, dated the 2nd (second) of May 2011 (two thousand eleven);-----
- hereinafter referred to as the "Company"-----
- The Minutes of Meeting was made by virtue of my deed, Notary, dated the 2nd (second) of May 2011 (two thousand eleven) number 5;-----
- hereinafter referred to as the "Meeting";-----
- That pursuant to the Article 21 paragraph 2 and 3 of the Articles of Association of the Company for convening the said Meeting, the Board of Directors of the Company had served a prior notification to the shareholders of the Company through an advertisement in 2 (two) newspapers, namely BISNIS INDONESIA daily newspaper and INVESTOR DAILY newspaper,-----
- both of them were published on the 31st (thirty first) of March 2011 (two thousand eleven) and further it was then followed by summons to the shareholders of the Company through an advertisement in the same newspaper, all of which were published on the 15th (fifteenth) of April 2011 (two thousand eleven), the copies of the said respective newspaper were attached to the minutes of my deed, Notary, dated the 2nd (second) of May 2011 (two thousand eleven) Number 5;-----
-That at the Meeting, it was duly present/represented 2,666,985,569 (two billion six hundred sixty six million nine hundred eighty five thousand five hundred sixty nine) shares with valid voting rights or represents more than 80.16% (eighty point sixteen per cent) out of the total shares with valid

ENGLISH TRANSLATION

voting right of 3,326,877,283 (three billion three hundred twenty six million eight hundred seventy seven thousand two hundred eighty three), each share has a nominal value of Rp.250,00 (two hundred fifty Rupiah).-----

- Accordingly pursuant to the provision in the Article 23 paragraph 1a of the Articles of Association of the Company, the said Meeting was valid and was entitled to resolve any valid resolutions regarding all matters discussed at the Meeting in accordance with the agenda of the Meeting.-----

- That at the said Meeting, the Board of Directors of the Company had been given a power of attorney with right of substitution to state the said resolution of the Meeting into a Notarial deed.-----

- That at the said Meeting, the resolutions which had been resolved were among others as follows:-----

1. To approve Limited Public Offering IV to the shareholder for the purpose of issuing of Pre-Emptive Rights provided that for the issuance of 403,257,853 (four hundred three million two hundred fifty seven thousand eight hundred fifty three) new shares in the portfolio of the Company for each holder of 33 (thirty three) shares shall be entitled to 4 (four) Pre-Emptive Rights and 1 (one) Pre-Emptive Right gives a right to the holder to purchase 1 (one) new share with a price of Rp.15,050 (fifteen thousand fifty Rupiah) per share;-----
2. To approve and to grant authority to the Board of Directors of the Company to conduct Limited Public Offering IV and to take any acts required for the purpose of conducting the said Limited Public Offering IV including but not limited to make any change to the schedule of Limited Public

ENGLISH TRANSLATION

Offering IV if it is required according to the prevailing regulations and according to the decision of the Board of Commissioners to amend the Article 4 paragraph 2 of the Articles of Association of the Company for the purpose of conducting Limited Public Offering IV.-----

- In respect of those resolutions above, the members of the Board of Commissioners of the Company which comprises of:----

1. Mister PRIJONO SUGIARTO, born in Jakarta, on the 20th (twentieth) of June 1950 (one thousand nine hundred fifty), entrepreneur, resided in Jakarta, at Jalan Lombok Number 8, Rukun Tetangga 003, Rukun Warga 005, Gondangdia Village, Sub-District of Menteng, Central Jakarta, holder of Resident Identity Card Number 09.5102.200660.0028, Indonesian Citizen;-----
- as President Commissioner of the Company;-----
2. Mister BENJAMIN WILLIAM KESWICK, born in Sydney, on the 1st (first) of September 1972 (one thousand nine hundred seventy two), entrepreneur, domiciled at Jalan Raya Bekasi Kilometer 22, Cakung, East Jakarta, holder of North Ireland Passport Number 099035963, North Ireland Citizen;-----
- as Vice President Commissioner;-----
3. Mister SIMON COLLIER DIXON, born in Australia, on the 29th (twenty ninth) of January 1973 (one thousand nine hundred seventy three), entrepreneur, domiciled at Jalan Raya Bekasi Kilometer 22, Cakung, East Jakarta, holder of Australian Passport Number E3032481, Australian Citizen;-----
- as Commissioner of the Company;-----

ENGLISH TRANSLATION

4. Mister Doctor ANUGERAH PEKERTI, born in Karawang, on the 6th (sixth) of February 1938 (one thousand nine hundred thirty eight), entrepreneur, domiciled at Jalan Pulo Asem Raya Number 21, Rukun Tetangga 008, Rukun Warga 002, Jati Village, Sub-District of Pulo Gadung, East Jakarta, holder of Resident Identity Card Number 09.5402.060238.0020, Indonesian Citizen;-----
- as Independent Commissioner of the Company;-----
 5. Mister SOEGITO, born in Yogyakarta, on the 15th (fifteenth) of February 1938 (one thousand nine hundred thirty eight), entrepreneur, resided in Jakarta, at Jalan Dahlia, Gang 84 Cijantung II, Gedong Village, Sub-District of Pasar Rebo, East Jakarta, holder of Resident Identity Card Number 09.5406.150238.0144, Indonesian Citizen;-----
- as Independent Commissioner of the Company;-----
 6. Mister STEPHEN ZACHARIA SATYAHADI, born in Jakarta, on the 13th (thirteenth) of June 1943 (one thousand nine hundred forty three), entrepreneur, resided in Jakarta, at Jalan Beo Kavling 4, Bintaro Permai, Pasanggrahan Village, Sub-District of Pasanggrahan, South Jakarta, holder of Resident Identity Card Number 09.5310.130643.0269, Indonesian Citizen;-----
- as Independent Commissioner of the Company;-----
- That the said members of the Board of Commissioners representing all members of the Board of Commissioners existing until today, which is 6 (six) members;-----
- had duly resolved resolutions without convening the Meeting of the Board of Commissioners of the Company, all of which as factually contained in the Circular Resolution of the Board of

ENGLISH TRANSLATION

Commissioners in lieu of Resolutions Resolved at the Meeting of the Board of Commissioners of PT. UNITED TRACTORS, TBK., dated the 8th (eighth) of June 2011 (two thousand eleven), made privately, adequately stamped, and the original copy thereof was attached to the minutes of this deed (the "Resolution of the Board of Commissioners");-----

- therefore, pursuant to the Article 16 paragraph 13 of the Articles of Association of the Company, the Resolution of the Board of Commissioners is valid and binding;-----

Now the appearer acting in her capacity as mentioned above and by using the authorities of the said power of attorney hereby stated that pursuant to the provision of the Article 16 paragraph 13 of the Articles of Association of the Company, members of the Board of Commissioners of the Company had resolved the following resolutions:-----

- To approve the increase of subscribed capital and paid up capital of the Company from Rp.831,719,320,750.00 (eight hundred thirty one billion seven hundred nineteen million three hundred twenty thousand seven hundred fifty Rupiah) to become Rp.932,533,784,000.00 (nine hundred thirty two billion five hundred thirty three million seven hundred eighty four thousand Rupiah) (Transaction);-----

Accordingly, the composition of the capital of the Company is as provided herein below, and therefore the provision of Article 4.2 of the Articles of Association of the Company is hereby amended and it shall hereinafter read as follows:-----

-----CAPITAL-----

-----Article 4-----

4.2 From the said authorized capital of the Company, 3,730,135,136 (three billion seven hundred thirty million

one hundred thirty five thousand one hundred thirty six) shares with total nominal value of IDR 932,533,784,000.00 (nine hundred thirty two billion five hundred thirty three million seven hundred eighty four thousand Rupiah) have been subscribed and fully paid up by shareholders whose names are duly registered in the register of shareholders.-----

Finally, the appearer acting as mentioned above hereby declared that based on the registration activity report for period of the 30th (thirtieth) of June 2011 (two thousand eleven) issued by PT. RAYA SAHAM REGISTRAR as Securities Administration Bureau of the Company, therefore, the composition of the shareholders of the Company is as follows:-----

a. PT ASTRA INTERNATIONAL Tbk, in total of 2,219,317,358 (two billion two hundred nineteen million three hundred seventeen thousand three hundred fifty eight) shares or with a nominal value of Rp.554,829,339,500.00 (five hundred fifty four billion eight hundred twenty nine million three hundred thirty nine thousand five hundred Rupiah);-----

b. Public, in total of 1,510,817,778 (one billion five hundred ten million eight hundred seventeen thousand seven hundred seventy eight) shares of with a nominal value of Rp.377,704,444,500.00 (three hundred seventy seven billion seven hundred four million four hundred forty four thousand five hundred Rupiah);-----

- So that the total is 3,730,135,136 (three billion seven hundred thirty million one hundred thirty five thousand one hundred thirty six) shares with total nominal value of Rp.932,533,784,000.00 (nine hundred thirty two billion

ENGLISH TRANSLATION

five hundred thirty three million seven hundred eighty four thousand Rupiah).-----

- Furthermore, the appearer acting in her capacity as mentioned above declared that in relation to the said resolutions hereby grants authority to me, Notary and/or Mister ARISTYA AGUNG SETIAWAN, Bachelor of Law, and/or Mister DIDIK BUDI PRASETYO, Bachelor of Law, both are Notary's employees, acting either jointly or individually, with a right of substitution to notify regarding the said amendment to the competent authorities, including but not limited to the Minister of Law and Human Rights of the Republic of Indonesia pursuant to the provision of the prevailing laws and for the said purpose to appear wherever required, to make, to cause to make and to sign all applications, deeds and other letters, furthermore to take any acts, useful or necessary for achieving the said purpose, without any exception.-----

- The appearer known to me, Notary.-----

-----IN VIEW THEREOF THIS DEED-----

was duly made as minutes and executed in South Jakarta, on the day and date as mentioned at the beginning of this deed, in the presence of:-----

1. Mistress ISMA JANUARTI, Bachelor of Law, born in Surabaya, on the 15th (fifteenth) of January 1975 (one thousand nine hundred seventy five), private, resided in Jakarta, at Kompleks Bumi Pesanggrahan Mas Blok P Number 5, Rukun Tetangga 007/Rukun Warga 008, Petukangan Selatan Village, Sub-District of Pesanggrahan, South Jakarta, holder of Resident Identity Card Number 09.5310.550175.7010;-----
2. Miss IMELDA JULIA GOZAL, Bachelor of Law, born in Jakarta, on the 24th (twenty fourth) of July 1985 (one thousand nine

ENGLISH TRANSLATION

hundred eighty five), Notary Assistant, resided in Jakarta, at Jalan Sultan Agung Number 23, Rukun Tetangga 001/Rukun Warga 001, Guntur Village, Sub-District of Setiabudi, South Jakarta, holder of Resident Identity Card Number 09.5302.640785.0109;-----

- both known to me, as witnesses.-----

After this deed being read by me, Notary, to the appearer and witnesses, this deed was immediately signed by the appearer, witnesses and me, Notary .-----

Was made with six changes due to six substitutions, without any addition, without any deletion.-----

- The minutes of this deed had been duly signed.-----

- Given as a copy with the same contents.-----

Substitute Notary

In the City of South Jakarta

*[signed over the stamp duty
and its official stamp]*

(AULIA TAUFANI, S.H.)

**MINISTRY OF LAW AND HUMAN RIGHTS
REPUBLIC OF INDONESIA
DIRECTORATE GENERAL
GENERAL LAW ADMINISTRATION**
Jl. HR. Rasuna Said Kav. 6-7 Kuningan South Jakarta
Telp. (021) 5202387 – Hunting

ENGLISH TRANSLATION

Number : AHU-AH.01.10-35585 Jakarta, 15 August 2006
Attachment :
Re : Acceptance of Notification To:
on Change of Articles of Association Notary Sutjipto, SH
PT. UNITED TRACTORS Tbk Sudirman Tower Fl. 18 Jl. Jend. Sudirman
Kav. 60
South Jakarta

In accordance with the data contained in the Filling Data of Notarial Deed Model III maintained in the database of Administration System of Legal Entity and copy of Notarial Deed Number 81, dated 11 July 2011 made and submitted by Aulia Taufani, SH. as a Substitute for Notary Sutjipto, SH domiciled in South Jakarta and its supporting documents, received on 28 October 2011, concerning the change of Article 4 paragraph 2, the Change of Articles of Association of **PT UNITED TRACTORS Tbk**, domiciled in East Jakarta has been received and recorded in the database of Administration System of Legal Entity of the Ministry of Law and Human Rights of the Republic of Indonesia.

This recording which is administrative in nature is to complement the company's documents and does not have any legal consequences.

On behalf of the MINISTER OF LAW AND HUMAN RIGHTS
OF THE REPUBLIC OF INDONESIA
DIRECTOR GENERAL
GENERAL LAW ADMINISTRATION

<Signature>

DR. AIDIR AMIN DAUD, SH., MH., DFM.
NIP. 19581120 198810 1 001

Register of Company Number AHU-0089506.AH.01.09.Year 2011 Dated 04 November 2011