

NEWSLETTER # 55

18 May 2017

RESULTS OF ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING

WINS Shareholders approve placement of shares and new Board Directors

The Shareholders of WINS have approved the proposal to issue 400million new shares without pre-emptive rights. In compliance with OJK regulations, the minimum price for the placement will be Rp258.48 and the approval is valid for a period of two years from 18 May 2017 to 18 May 2019.

The placement of shares will provide the WINS Group with access to funding during the next two years. Cash raised from the fund raising will be used to reduce debt, provide working capital and funding for business development. With the increase in equity, the capital structure of the company will also be strengthened.

The shares will be placed to affiliated parties who have committed to a twelve month "lock up" period, as prescribed by OJK Regulations, within which time the shares cannot be sold.

The Shareholders also approved the appointment of the following new Directors to the Board:

- 1) Mr Adhi Pradnyana Gaduh - Mr Gaduh has a wealth of experience in Strategy with the Gajah Tunggal Group and previously from Boston Consulting Group. He holds a Bachelors degree in Electrical engineering from University of California, Berkeley and a Masters of Business Administration from Stanford University.
- 2) Mr Donny Indrasworo – Mr Indrasworo has been with the Group as the Head of Commercial and Business Development for the Wintermar Group. He holds a Bachelors degree with double majors in Economics and Business Administration from Hogeschool Inholland, University of Applied Sciences in Amsterdam.
- 3) Mr Darmawan Layanto – Mr Layanto has been instrumental in the growth of Wintermar's fleet for the past 17 years in the Shipbuilding and Technical Division. He will relinquish his role as Commissioner and become a Director where he will have a more active day to day role. He holds a Bachelors degree in Management from Golden Gate University.

Pemegang saham WINS menyetujui penempatan saham dan Direksi yang baru

Pemegang Saham WINS telah menyetujui usulan untuk menerbitkan 400 juta saham baru tanpa hak memesan efek terlebih dahulu. Sesuai dengan peraturan OJK, harga minimum penempatan tersebut sebesar Rp258,48 dan persetujuan tersebut berlaku untuk jangka waktu dua tahun mulai 18 Mei 2017 sampai 18 Mei 2019.

Penempatan saham tersebut akan memberi akses pendanaan bagi Grup WINS selama dua tahun ke depan. Uang yang dihasilkan dari penggalangan dana itu akan digunakan untuk mengurangi hutang, penyediaan modal kerja dan pendanaan untuk pengembangan usaha. Dengan kenaikan ekuitas ini, struktur permodalan perusahaan akan diperkuat.

Saham tersebut akan ditempatkan ke pihak terafiliasi yang telah berkomitmen untuk mematuhi periode "lock up" dua belas bulan, seperti telah dituangkan di Peraturan OJK, dimana pada periode tersebut saham tidak dapat dijual.

Pemegang saham juga telah menyetujui penunjukan para Direktur baru dalam perusahaan kepada Dewan sebagai berikut:

- 1) Bapak Adhi Pradnyana Gaduh – Bapak Adhi memiliki banyak pengalaman dalam Strategi dengan Grup gajah Tunggal dan sebelumnya dari Boston Consulting Group. Beliau meraih Sarjana Teknik Elektro dari University of California, Berkeley dan memiliki gelar Master di bidang Administrasi Bisnis dari Stanford University.
- 2) Bapak Donny Indrasworo – Bapak Donny telah bergabung dengan Wintermar Grup sebagai Head of Commercial and Business Development. Beliau meraih Sarjana Ekonomi dan Administrasi Bisnis dari Hogeschool Inholland, University of Applied Sciences Amsterdam.
- 3) Bapak Darmawan Layanto – Bapak Darmawan telah berperan dalam perkembangan armada Wintermar selama 17 tahun dibidang Pembuatan Kapal dan Teknis. Dia akan mengembalikan jabatannya sebagai Komisaris dan menjadi Direktur dimana dia akan lebih berperan aktif setiap harinya. Beliau meraih Sarjana Manajemen dari Golden Gate University.

PT WINTERMAR OFFSHORE MARINE Tbk

Jl. Kebayoran Lama No 155
Jakarta 11560 Indonesia
Tel : 62 21 530 5201 / 2
Fax : 62 21 530 5203
www.wintermar.com



Retiring Directors

The Shareholders have also accepted the retirement and resignation of the below Directors:

- 1) Mr Endo Rasdja who has served as Independent Director since 2010 has retired, and
- 2) Mr Marc Thomson resigned from the Company in March 2017 to pursue his personal business interests.

Mr John Stuart Anderson Slack, who has served as Director since 2013, will step down from the Board of Directors and be appointed as a Commissioner of the Company with immediate effect. He will continue to be actively involved with the Company in his new role. Mr Slack is a Chartered Accountant with many years of experience in various listed companies in Indonesia and graduated from the University of Manchester, Institute of Science and Technology.

Direktur Non Aktif

Para pemegang saham juga telah menerima permohonan pensiun dan pengunduran diri dari para Direksi di bawah ini:

- 1) Bapak H. Endo Rasdja yang sejak tahun 2010 telah menjabat sebagai Direktur Independen akan pensiun ditahun ini, dan
- 2) Bapak Marc Thomson mengundurkan diri dari Perusahaan pada bulan Maret 2017 untuk mengejar kepentingan bisnis pribadinya.

Bapak John Stuart Anderson Slack, yang telah menjabat sebagai Direktur sejak 2013, akan meletakkan jabatannya untuk kemudian diangkat sebagai Komisaris Perseroan dengan segera. Beliau akan terus terlibat secara aktif di Perusahaan dalam peran barunya. Bapak John Slack adalah seorang *Chartered Accountant* dengan pengalaman bertahun-tahun di berbagai perusahaan publik yang terdaftar di Indonesia dan lulus dari *University of Manchester, Institute of Science and Technology*.

For further information, please contact:

Untuk informasi lebih lanjut, silahkan hubungi :

Ms. Pek Swan Layanto

Investor Relations

PT Wintermar Offshore Marine Tbk

Tel (62-21) 530 5201 Ext 401

Email: investor_relations@wintermar.com

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