

**ADDENDUM AND/OR AMENDMENT TO THE DISCLOSURE OF  
INFORMATION TO THE SHAREHOLDERS OF  
PT GRAHA LAYAR PRIMA TBK (THE "COMPANY") REGARDING  
INCREASE OF CAPITAL BY ISSUING PRE-EMPTIVE RIGHTS  
("RIGHTS ISSUE") OF UP TO 110.000.000 CLASS C SHARES**

This information is made and addressed to the shareholders of the Company in compliance with the Indonesian Financial Services Authority/*Otoritas Jasa Keuangan* ("OJK") Regulation No. 32/POJK.04/2015 dated 16 December 2015 on Capital Increases in Public Companies with Pre-emptive Rights ("POJK 32")



**PT Graha Layar Prima Tbk**

**Line of Business:**

Engaged in the Film Business, Video Recording, Provision of Food and Beverages as well as Recreation and Entertainment Services

Domiciled in South Jakarta, Indonesia.

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Should You have any difficulty to understand the information as contained in this Disclosure of Information or hesitant in taking decisions, you should consult with your securities brokers, investment managers, legal counsel, public accountants or other professional advisors.

The Company's Board of Commissioners and Board of Directors, either individually or collectively, are fully responsible for the completeness and accuracy of all information or material facts contained in this Disclosure of Information and confirms that the information presented in this Disclosure of Information is true and there are no material facts that have not been disclosed which can cause the material information in this Disclosure of Information to be incorrect and/or misleading.

**This Addendum and/or Amendment to the Disclosure of Information is issued on March 7, 2016**

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## IMPORTANT DATES AND ESTIMATED SCHEDULE

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|-----|---|------------------|
| 1.  | Notification of Extraordinary General Meeting of Shareholders (“EGMS”) agenda to OJK  | 26 January 2016  |
| 2.  | Announcement of the EGMS in one (1) daily newspaper, the Indonesia Stock Exchange/ <i>PT Bursa Efek Indonesia</i> (“IDX”) website and the Company’s website | 3 February 2016  |
| 3.  | Announcement of the Disclosure of Information on Increase of Capital by way of Pre-Emptive Rights Issuance in the IDX website and the Company’s website     | 3 February 2016  |
| 4.  | Recording date for shareholders who are entitled to attend the EGMS   | 17 February 2016 |
| 5.  | EGMS invitation in one (1) daily newspaper in Indonesia, IDX website and the Company’s website  | 18 February 2016 |
| 6.  | EGMS  | 11 March 2016    |
| 7.  | Announcement of the summary of EGMS results in one (1) daily newspaper, the IDX website and the Company’s website   | 14 March 2016    |
| 8.  | Submission of the summary of EGMS results to OJK and IDX  | 14 March 2016    |
| 9.  | Submission of registration statement to OJK   | 23 March 2016    |
| 10. | Estimation date of effective statement from OJK   | 27 April 2016    |

## I. GENERAL

### A. General Information Regarding the Company

The Company is a limited liability company duly established in and pursuant to the Laws of the Republic of Indonesia, based on the Deed of Establishment No. 1 dated February 3, 2004, drawn before Merryana Suryana, S.H., Notary in Jakarta, which has been ratified by the Minister of Justice of the Republic of Indonesia (currently known as Minister of Law and Human Rights, hereinafter, as amended from time to time referred to as "**Menkumham**") No. C-10893.HT.01.01.TH.2004 dated May 4, 2004 that has been registered in the Company Register in accordance with Law No. 3 of 1982 regarding Mandatory Company Registry ("**WDP Law**") with Company Registration No. 09.03.1.51.43721 in Company Registration Office of South Jakarta under No. 2043/BH.09.03/X/2004 dated October 5, 2004 and announced in the State Gazette of the Republic of Indonesia No. 88 dated November 2, 2004, Supplement No. 11025.

After the Company conducted Initial Public Offering, the Articles of Association of the Company has undergone some amendments, as lastly amended by Deed of Statement of Meeting Resolution No. 105 dated June 25, 2015, drawn before Leolin Jayayanti, S.H., Notary in Jakarta, which has been notified to Menkumham as stated in the Notification Receipt No. AHU-AH.01.03-0950117 dated July 9, 2015 and registered in the Company Register on Ministry of Law and Human Rights of the Republic of Indonesia ("**Kemenkumham**") under No. AHU-3531573.AH.01.11.TAHUN 2015 dated July 9, 2015 ("**Deed No. 105/2015**"). Based on Deed No. 105/2015, the Company's shareholders have approved (i) changes and/or adjustments to the Articles of Association with the OJK Regulation No. 32/POJK.04/2014 concerning the Plan and Implementation of the General Meeting of Shareholders and the OJK Regulation No. 33/POJK.04/2014 of the Board of Directors and Board of Commissioners of Issuer or Public Company and (ii) readjustment of the Articles of Association of the Company.

The Company is domiciled in South Jakarta, with the office address at Menara Karya 25<sup>th</sup> Floor, Jl. HR. Rasuna Said Blok X-5 Kav 1-2, Jakarta 12950, Indonesia.

Based on Article 3 of the Company's Article of Association, line of business of the Company is engaged in the film business, video recording, provision of food and beverages as well as recreation and entertainment services.

The Company owns shares ownership on PT Graha Layar Mitra ("**GLM**") amounting to 569 shares with nominal value of Rp1,000,000 per share or 99.82% of the total of issued and paid-up capital of GLM.

### B. Capital and Shareholders Structure of the Company

Based on the Deed No. 105/2015 the capital structure of the Company is as follows:

Authorized Capital	:	Rp 1,352,192,686,000
Issued Capital	:	Rp 591,952,504,000

Paid-up Capital : Rp 591,952,504,000

Based on the Shareholders Register of the Company as of December 31, 2015 jo. Cover Letter No. DE/II/16-0434 dated 22 February 2016, both issued by PT Datindo Entrycom as the Company's Share Registrar, the shareholders of the Company are as follows:

DESCRIPTION		NOMINAL VALUE		
		NUMBER OF SHARES	TOTAL NOMINAL VALUE (Rp)	%
<b>Authorized Capital</b>				
	<b>Class A</b>	2,908,800	58,176,000,000	
	<b>Class B</b>	366,497,000	1,260,016,686,000	
	<b>Class C</b>	340,000,000	34,000,000,000	
<b>Authorized Capital</b>		<b>709,405,800</b>	<b>1,352,192,686,000</b>	
<b>Issued and Fully Paid Capital :</b>				
1.	Class A Shares			
	PT Pangea Adi Benua	545,400	10,908,000,000	0.162
	PT Catur Kusuma Abadi Jaya	181,800	3,636,000,000	0.054
<b>Total Class A Shares</b>		<b>727,200</b>	<b>14,544,000,000</b>	<b>0.216</b>
2.	Class B Shares			
	PT Layar Persada	162,886,600	560,004,130,800	48.240
<b>Total Class B Shares</b>		<b>162,886,600</b>	<b>560,004,130,800</b>	<b>48.240</b>
3.	Class C Shares			
	Public with shares ownership more than 5%:			
	- CJ CGV Co., Ltd	49,816,666	4,981,666,600	14.754
	- IKT Holdings Limited	49,816,666	4,981,666,600	14.754
	Public	74,410,400	7,441,040,000	22.036
<b>Total Class C Shares</b>		<b>174,043,732</b>	<b>17,404,373,200</b>	<b>51.544</b>
<b>Total Issued and Fully Paid-Up Capital</b>		<b>337,657,532</b>	<b>591,952,504,000</b>	<b>100</b>
<b>Shares in Portfolio</b>				
	<b>Class A</b>	<b>2,181,600</b>	<b>43,632,000,000</b>	
	<b>Class B</b>	<b>203,610,400</b>	<b>700,012,555,200</b>	
	<b>Class C</b>	<b>165,956,268</b>	<b>16,595,626,800</b>	
<b>Total Shares in Portfolio</b>		<b>371,748,268</b>	<b>760,240,182,000</b>	

### **C. The Composition of the Board of Commissioners and Directors of the Company**

Based on Deed of Statement of Meeting Resolution No. 66 dated September 19, 2014, drawn before Aryanti Artisari, S.H., M.Kn., Notary in South Jakarta which has been notified to Menkumham as stated in Notification Receipt No. AHU-31331.40.22.2014 dated September 22, 2014 and registered in the Company Register under No. AHU-0097083.40.80.2014 dated September 22, 2014 (“**Deed No. 66/2014**”), the composition of the Board of Commissioners and Directors of the Company until the issuance date of this Disclosure of Information to the Shareholders Regarding Increase of Capital by Issuing Pre-Emptive Rights is as follows:

#### **Board of Commissioners**

President Commissioner : Bratanata Perdana

Independent Commissioner : Rosihan Arsyad

#### **Board of Directors**

President Director : Bernard Kent Sondakh

Director : Lim Jong Kil

Director : Johan Yudha Santosa

Director : Yong Sook Kwon

Independent Director : Ferdiana Yulia Sunardi

## **II. INFORMATION REGARDING THE COMPANY’S PLAN TO INCREASE OF CAPITAL BY ISSUING PRE-EMPTIVE RIGHTS**

### **A. Maximum Number of New Shares to be Issued with Pre-Emptive Rights**

The Company intends to conduct the Limited Public Offering With Pre-Emptive Rights to the shareholders of the Company (“**Limited Public Offering I**”) in a maximum amount of 110,000,000 Class C Shares each share with a nominal value of Rp 100.

### **B. Estimation of The Implementation Period For Capital Increase**

The capital increase will be carried out in line with the Company's capital purposes. In accordance with the provision of Article 8 paragraph (3) POJK 32, the period between the date of the EGMS approval in connection with the Limited Public Offering I and the issuance of the effective letter shall not exceed twelve (12) months. Therefore the Company plans to carry out the capital increase within a period of twelve (12) months.

### C. Analysis of the Impact of Capital Increase on the Company's Financial Condition and Shareholders

With the implementation of the capital increase through the Limited Public Offering I in the maximum amount of 110,00,000 Class C shares with a nominal value of Rp 100, the Company will receive additional funds amounting to a maximum of Rp 850,000,000,000.

Shareholders who do not exercise their rights in a Limited Public Offering I can be diluted by a maximum of 24.6% (twenty-four point six percent).

With the assumption that all existing shareholders exercised their rights during the Limited Public Offering I, the Company's proforma capital structure is as follows:

DESCRIPTION	NOMINAL VALUE					
	A. CLASS A SHARES : Rp 20,000 PER SHARES B. CLASS B SHARES : Rp 3,438 PER SHARES C. CLASS C SHARES : Rp 100 PER SHARES					
	BEFORE LIMITED PUBLIC OFFERING I			AFTER LIMITED PUBLIC OFFERING I		
	NUMBER OF SHARES	TOTAL NOMINAL VALUE (Rp)	%	NUMBER OF SHARES	TOTAL NOMINAL VALUE (Rp)	%
<b>Authorized Capital</b>						
Class A Shares	2,908,800	58,176,000,000		2,908,800	58,176,000,000	
Class B Shares	366,497,000	1,260,016,686,000		366,497,000	1,260,016,686,000	
Class C Shares	340,000,000	34,000,000,000		340,000,000	34,000,000,000	
<b>Total Authorized Capital</b>	<b>709,405,800</b>	<b>1,352,192,686,000</b>		<b>709,405,800</b>	<b>1,352,192,686,000</b>	
<b>Issued and Fully Paid Capital</b>						
1 PT Pangea Adi Benua						
Class A Shares	545,400	10,908,000,000		545,400	10,908,000,000	
Class B Shares	-	-		-	-	
Class C Shares	-	-		177,677	17,767,707	
<b>Total</b>	<b>545,400</b>	<b>10,908,000,000</b>	<b>0.162</b>	<b>723,077</b>	<b>10,925,767,707</b>	<b>0.162</b>
2 PT Catur Kusuma Abadi Jaya						
Class A Shares	181,800	3,636,000,000		181,800	3,636,000,000	
Class B Shares	-	-		-	-	
Class C Shares	-	-		59,226	5,922,569	
<b>Total</b>	<b>181,800</b>	<b>3,636,000,000</b>	<b>0.054</b>	<b>241,026</b>	<b>3,641,922,569</b>	<b>0.054</b>
3 PT Layar Persada						
Class A Shares	-	-		-	-	
Class B Shares	162,886,600	560,004,130,800		162,886,600	560,004,130,800	
Class C Shares	-	-		53,064,198	5,306,419,760	

DESCRIPTION		NOMINAL VALUE					
		A. CLASS A SHARES : Rp 20,000 PER SHARES					
		B. CLASS B SHARES : Rp 3,438 PER SHARES					
		C. CLASS C SHARES : Rp 100 PER SHARES					
		BEFORE LIMITED PUBLIC OFFERING I			AFTER LIMITED PUBLIC OFFERING I		
		NUMBER OF SHARES	TOTAL NOMINAL VALUE (Rp)	%	NUMBER OF SHARES	TOTAL NOMINAL VALUE (Rp)	%
	<b>Total</b>	<b>162,886,600</b>	<b>560,004,130,800</b>	<b>48.240</b>	<b>215,950,798</b>	<b>565,310,550,560</b>	<b>48.240</b>
4	CJ CGV Co., Ltd						
	Class A Shares	-	-	-	-	-	-
	Class B Shares	-	-	-	-	-	-
	Class C Shares	49,816,666	4,981,666,600		66,045,634	6,604,563,394	
	<b>Total</b>	<b>49,816,666</b>	<b>4,981,666,600</b>	<b>14.754</b>	<b>66,045,634</b>	<b>6,604,563,394</b>	<b>14.754</b>
5	IKT Holdings Limited						
	Class A Shares	-	-	-	-	-	-
	Class B Shares	-	-	-	-	-	-
	Class C Shares	49,816,666	4,981,666,600		66,045,634	6,604,563,394	
	<b>Total</b>	<b>49,816,666</b>	<b>4,981,666,600</b>	<b>14.754</b>	<b>66,045,634</b>	<b>6,604,563,394</b>	<b>14.754</b>
6	Public						
	Class A Shares	-	-	-	-	-	-
	Class B Shares	-	-	-	-	-	-
	Class C Shares	74,410,400	7,441,040,000		98,651,364	9,865,136,377	
	<b>Total</b>	<b>74,410,400</b>	<b>7,441,040,000</b>	<b>22.036</b>	<b>98,651,364</b>	<b>9,865,136,377</b>	<b>22.036</b>
<b>Total Issued and Fully Paid-Up Capital</b>		<b>337,657,532</b>	<b>591,952,504,000</b>	<b>100</b>	<b>447,657,532</b>	<b>602,952,504,000</b>	<b>100</b>
<b>Shares in Portfolio</b>							
	<b>Class A Shares</b>	2,181,600	43,632,000,000		2,181,600	43,632,000,000	
	<b>Class B Shares</b>	203,610,400	700,012,555,200		203,610,400	700,012,555,200	
	<b>Class C Shares</b>	165,956,268	16,595,626,800		55,956,268	5,595,626,800	
<b>Total Shares in Portfolio</b>		<b>371,748,268</b>	<b>760,240,182,000</b>		<b>261,748,268</b>	<b>749,240,182,000</b>	

#### D. Estimation for the Use of Proceeds

The Limited Public Offering I proceeds, after being deducted with the costs of shares issuance, will be used to:



1. Repay the Company's loan in the maximum amount of Rp 250,000,000,000.

If there are funds remaining after the loan repayment, the balance will be used for capital expenditure for the construction of new cinemas and/or renovations of existing cinemas as stated on point (2) below.

2. The remaining Limited Public Offering I proceeds will be used to fund the Company's business development activities in the form of capital expenditure for the construction of new cinemas and/or renovations of existing cinemas in several cities in Indonesia.

### **III. ADDITIONAL INFORMATION**

For further information regarding the abovementioned matters, kindly contact the Company during working hours at the following address :

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