



## **EXPLANATION ON THE AGENDA OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF PT HM SAMPOERNA Tbk. ON 9 MAY 2019**

In relation to the Annual General Meeting of Shareholders ("**AGMS**") of PT HM Sampoerna Tbk. (the "**Company**") which will be convened on Thursday, 9 May 2019, the Company has published through Bisnis Indonesia and Kompas daily newspapers:

- The Announcement of the AGMS plan on 2 April 2019.
- The Invitation to attend the AGMS on 17 April 2019.

In view of:

- Law No. 40 of 2007 dated 16 August 2007 regarding Limited Liabilities Companies Laws (the "**Company Law**");
- OJK Regulation No.32/POJK.04/2014 dated 8 December 2014 concerning the Planning and Convening of A General Meeting of Shareholders of Public Companies as amended by OJK Regulation No.10/POJK.04/2017 dated 14 March 2017 ("**OJK 32/2014**");
- OJK Regulation No.33/POJK.04/2014 dated 8 December 2014 concerning the Board of Directors and Board of Commissioners of Issuers and Public Companies ("**OJK 33/2014**");
- The Articles of Association of the Company as set out in Deed of Statement of Meeting Resolutions on the Amendments to the Articles of Association of the Company No.59 dated 27 April 2017 made before Notary Aryanti Artisari SH, M.Kn., Notary in Jakarta.

The Company hereby provides the explanation of each of the agenda of AGMS as follows:

### **Agenda 1**

**Approval of the Annual Report and Ratification of the Consolidated Financial Statements of the Company, for the fiscal year ended on 31 December 2018.**

#### **1.1. Background**

In compliance with **(i)** Article 69 and Article 78 of the Company Law; **(ii)** Article 9 paragraph 3 letters (a) and (b) of the Company's Articles of Association; and **(iii)** Article 21 paragraph 3 and paragraph 5 of the Company's Articles of Association, the Company's annual reports and consolidated financial statements must obtain the



approval and ratification from the Company's General Meeting of Shareholders ("GMS"), respectively.

## 1.2. Explanation

The Company has prepared the Annual Report for the fiscal year ended on 31 December 2018, containing the Company's Consolidated Financial Statements for the fiscal year ended on 31 December 2018, audited by the Public Accountant's Office Tanudiredja, Wibisana, Rintis & Rekan (a member of the PricewaterhouseCoopers network of firms).

Further, the Company has submitted its audited Consolidated Financial Statements for the fiscal year ended on 31 December 2018 as mentioned above to the Financial Services Authority ("OJK") and PT Bursa Efek Indonesia ("IDX") on 22 March 2019.

With regard to this agenda, the Company will seek for the AGMS' approval of the Company's 2018 Annual Report and ratification of the Company's Consolidated Financial Statements for the fiscal year ended on 31 December 2018.

## 1.3. Supporting Material

The Company's 2018 Annual Report is available at the Company's head office as well as corporate office in Jakarta or can be downloaded on the Company's website [www.sampoerna.com](http://www.sampoerna.com) since 17 April 2019 or on the same date as the Invitation to attend the AGMS.

### Agenda 2

**Approval for the use of the Company's retained earnings for the fiscal year ended on 31 December 2018.**

## 2.1. Background

In compliance with (i) Article 70 and Article 71 paragraph 1 of the Company Law; (ii) Article 9 paragraph 3 letter (c) of the Company's Articles of Association; and (iii) Article 22 paragraph 1 of the Company's Articles of Association, the net profit obtained by the Company in a fiscal year as stated in the balance sheet and profit and loss statement ratified by the AGMS is to be used in accordance with the AGMS resolution. The GMS

may authorize the Board of Directors to determine the use of the retained earnings, including the determination of allocation for mandatory reserve, dividend payment and other uses, subject to the prevailing regulations.

## **2.2. Explanation**

With regard to this agenda, the Company will propose to the AGMS to approve the appropriation of the Company's retained earnings for the fiscal year ended on 31 December 2018 to be distributed as cash dividend to the Company's shareholders.

## **2.3. Supporting Material**

The disclosure of the Company's profit can be accessed on the Company's website [www.sampoerna.com](http://www.sampoerna.com) in the 2018 Company's Annual Report and the Company's Consolidated Financial Statements for the fiscal year ended on 31 December 2018.

### **Agenda 3**

**Approval for the appointment of a Public Accounting Firm to audit the Company's Financial Statements for the fiscal year ending on 31 December 2019.**

## **3.1. Background**

Pursuant to Article 68 paragraph 1 letter (c) of the Company Law and OJK 32/2014, the financial statements of the public company must be submitted to a public accountant to be audited and further, the appointment and termination of the public accountant who will provide the audit service for the annual historical financial information must be resolved in the public company's general meeting of shareholders taking into account the Board of Commissioners' recommendation.

## **3.2. Explanation**

For the appointment of Public Accountant Firm who will audit the Company's books and records for the fiscal year of 2019, having considered the recommendation from the Board of Commissioners, the Company's Board of Directors proposes to the AGMS to appoint the Public Accounting Firm Tanudiredja, Wibisana, Rintis & Rekan (a member of the PricewaterhouseCoopers network of firms) to audit the Company's books and records for the fiscal year ending on 31 December 2019.



PT HM SAMPOERNA Tbk.

### 3.3. Supporting Material

The following is the profile of the Public Accountant and Public Accounting Firm



**KAP Tanudiredja, Wibisana, Rintis & Rekan**  
**A member firm of PwC global network**  
WTC 3, Jl. Jendral Sudirman Kav 29-31, Jakarta 12920  
Phone : 62 21 521 2901  
Fax: 62 21 52905555/52905050  
Registered Public Accountant: KEP-241/KM.1/2015

PwC ([www.pwc.com](http://www.pwc.com)) provides industry-focused assurance, tax, advisory and consulting services to build public trust and enhance value for its clients and their stakeholders. The global network of PwC consist more than 250,930 people in 158 countries who share their thinking, experience, and solutions to develop fresh perspectives and practical advice.

KAP Tanudiredja, Wibisana, Rintis & Rekan is a member firm of PwC gslobal network in Indonesia. PwC Indonesia ('PwC' or 'we') have operated in Indonesia for more than 45 years since 1971. We have more than 2,200 employees, including over 63 partners and technical advisors who have experience in providing audit service and independent consultation to multinationals, public sector entities and local companies in Indonesia.

Our services are rendered through separate legal entities focusing on different aspects of the service offerings we provide, each of which draw on the collective resources and experience of PwC firms, both here and worldwide.



**NITA S. RUSLIM**

#### **SUMMARY OF QUALIFICATIONS**

Nita is a Partner of Assurance Services division in KAP Tanudiredja, Wibisana, Rintis & Rekan (a member of the PricewaterhouseCoopers network of firms). She provides audit and other assurance services to public and non-public companies in various industries both local and multinational. Her experiences covers integrated audit assignments, financial audit under Indonesian GAAP, IFRS and US GAAP. She also has experience in the areas of financial due diligence and corporate actions (initial public offerings, bond offerings, etc.) in local and overseas capital market.

#### **Major client experiences**

- Financial audit engagements on public listed company:
  - PT HM Sampoerna Tbk
  - PT United Tractors Tbk
  - PT Acset Indonusa Tbk
  - PT XL Axiata Tbk
- Financial audit engagements on non-public listed company:
  - PT Telekomunikasi Selular
  - PT Mattel Indonesia
  - PT Tirta Investama
  - PT Aqua Golden Mississippi
  - PT Johnson and Johnson Indonesia
  - PT L'Oreal Indonesia

#### **Thought Leadership roles**



PT HM SAMPOERNA Tbk.

- Indonesia TICE (Technology, Infocom & Entertainment) leader – until June 2011
- Indonesia CIPSTICE (Consumer & Industrial Products, Services, Technology, Infocom & Entertainment) Assurance Leader – until June 2012
- PwC Audit Implementation Partner – until June 2012
- Assurance Human Capital Development Leader – until June 2012
- PwC Corporate Responsibility Leader – until June 2010

#### PROFESSIONAL EXPERIENCE

- Current : Partner – PricewaterhouseCoopers Indonesia
- 2001 – 2004 : Director – PricewaterhouseCoopers Indonesia
- 1991 – 2000 : Staff through Manager - PricewaterhouseCoopers, Indonesia and Australia

#### EDUCATION, PROFESSIONAL QUALIFICATIONS AND PROFESSIONAL AFFILIATIONS

- Bachelor of Economics majoring in Accounting, University of Trisakti
- Certified Public Accountant
- Registered Public Accountant for Capital Market in Indonesia
- Indonesian Institute of Accountants (IAI)
- Member of Indonesian Auditing Standard Boards (2005 – 2008)
- Member of Disciplinary Committee of the Indonesian Institute of Accountant (2008 – 2010)
- Member of Ethical Committee of Indonesian Institute of Certified Public Accountants (current)

#### Agenda 4

##### Approval for the Change in the Composition of the Company's Management.

#### 4.1. Background

Pursuant to (i) Article 94 paragraph 1 and Article 111 paragraph 1 of the Company Law; (ii) Article 3 and Article 23 of OJK 33/2014; and (iii) Article 15 paragraph 3 and Article 18 paragraph 3 of the Company's Articles of Association, members of the Board of Directors and Board of Commissioners, respectively, are appointed by the GMS.



#### **4.2. Explanation**

The appointment of members of the Board of Directors and the Board of Commissioners is carried out in accordance with the Company's Articles of Association and other related regulatory provisions. The term of office of the incumbent members of the Board of Directors and the Board of Commissioners will end at the closing of the fifth Annual General Meeting of Shareholders as of the Annual General Meeting of Shareholders on April 27, 2015, namely at the Annual General Meeting of Shareholders in 2020, except for Mr. Yos Adiguna Ginting which is until the closing of the Annual General Meeting of Shareholders in 2019.

In connection with the above, the Company will propose to the AGMS to approve the following:

1. Appointment of Mr. Sharmen Karthigasu as Director of the Company replacing Mr. William Reilly Giff;
2. Appointment of Ms. Francisca Rahardja as Director of the Company replacing Mr. Ingo Rose;
3. Appointment of Mr. Guillaume Popiol as Director of the Company replacing Mr. Michael Scharer;
4. Appointment of Mr. Paul Norman Janelle as Commissioner of the Company; and
5. Appointment of Mr. Lutfi Mardiansyah as the Independent Commissioner of the Company.

The following is the Curriculum Vitae of Mr. Sharmen Karthigasu, Ms. Francisca Rahardja, Mr. Guillaume Popiol, Mr. Paul Norman Janelle and Mr. Lutfi Mardiansyah.



## Sharmen Karthigasu

### SUMMARY OF QUALIFICATIONS

26+ years professional work experience, including cross-functional positions (Supply Chain, M&A and Business Development, Finance) and cross-border positions (Malaysia, Indonesia, Hong Kong and Switzerland) with a good mix of market, regional and corporate roles.

### PROFESSIONAL EXPERIENCE

**PHILIP MORRIS INTERNATIONAL** 1995 - present

**Vice-President, Finance & Planning South & South-east Asia, PM Asia** Jan 2018 – present

- Business Partner to Regional President, including review of market performance and strategies
- Responsible for Regional Financial Planning
- Responsible for Quarterly Earnings Release communication
- Team member of Global Finance Management Team, driving change in transformation journey

**Director, M&A and Corporate Planning, PMIM** Oct 2016 - Dec 2017

- Global M&A: develop valuations and presentations for PMI CFO/CEO and Board of Directors
- Manage the process and develop 3 year plan presentation for PMI BOD
- Corporate strategy framework and presentations

**Director, M&A and Planning Asia, Regional HQ Asia Pacific** Oct 2011 - Sep 2016

- Regional M&A: evaluation, negotiation and execution of business development opportunities via different collaborative models and to pursue market expansion / new market entry models
- Review affiliates strategic plans
- Quarterly earnings call, press release and presentations
- Review of industry, share of market and new launches across the region

**Director, Finance, Planning & IS, PM Malaysia** Jul 2007 - Sep 2011

- Member of the Management Team
- Department headcount of 44, with 6 direct reports
- Financial Planning
- Treasury (working capital management, credit management)
- Internal Controls (policies & procedures, control reviews, SOX compliance)

- Taxation (compliance, managing tax audits)
- Financial Accounting (compliance to GAAP, variance reporting)
- Statutory Accounting (engaging with PwC to issue audit report and statutory accounts)
- Product Costing (factory / agronomy cost controls)
- IT/IS (ensuring strategies are synchronized with the business and results in line with expectations)

**Financial Controller, PM Indonesia**

**Nov 2003 - Jun 2007**

- Department headcount of 36, with 9 direct reports
- Financial Planning
- Treasury (debt financing, working capital management)
- Internal Controls (policies & procedures, control reviews, SOX compliance)
- Taxation (compliance, managing tax audits)
- Financial Accounting (compliance to GAAP, variance reporting)
- Product Costing (factory / agronomy cost controls)
- IT/IS (ensuring strategies are synchronized with the business)
- Set-up and managed the centralized procurement team
- Integration of organization into HM Sampoerna

**Manager, Supply Chain, PM Indonesia**

**Aug 2002 - Oct 2003**

- Optimize demand planning, and inventory management processes
- Implement best warehousing and logistics practices
- Ensure continuous supply of materials at optimal costs
- Ensure compliance with policies and regulations
- Develop skill-set competencies of team (headcount: 38 persons)

**Regional Manager (Asia-Pacific), Supply Chain**

**Jan 2000 - Jul 2002**

- Achieve total cost reduction and improve customer satisfaction through Total Supply Chain Management
- Direct supply chain activities as they relate to procurement, movement, and receipt of materials to support manufacturing at owned facilities as well as at licensee and contract manufacturing operations
- Oversee a group of 3 personnel who oversee daily logistics activities for all Asia-Pacific markets

**Manager, Costing & Budgeting, PM Malaysia**

**1998 - 1999**

- Head of Costing & Budgeting (Manufacturing)
- Establish a competent Operations Accounting Department
- Establish a proper costing & budgeting system
- Establish a system to monitor and control factory costs

**Financial Accounting Officer, PM Malaysia**

**1995 - 1997**

- Head of Financial Accounting Department
- Project accounting and reporting
- Establish a financial system for first PM factory in Asia

- Manage all financial accounting activities

**YANO ELECTRONICS, MALAYSIA**

**1992 - 1995**

Business: Manufacturing (Electronics Component)

**Finance Executive**

Manage all financial accounting activities including cash flow projections, funds management, financial reporting and accounts payable



## FRANCISCA RAHARDJA

### SUMMARY OF QUALIFICATIONS

Strategic marketer with 20 years of experience leading and growing brands at global and national levels. Excellent communication, leadership and cross-functional collaboration skills. Experienced people manager across marketing, sales and product innovation functions.

### PROFESSIONAL EXPERIENCE

#### PHILIP MORRIS INTERNATIONAL

##### Global Head of IQOS Offline Awareness & Adoption

Jan 2018 – Present

- Lead strategy and development of omni-channel marketing materials for IQOS brand and product launch initiatives globally (43 markets).
- Key contributor to IQOS global marketing campaign development.
- Manage a team of 10 marketing professionals.

##### Global Marketing Director, IQOS

Apr 2016 – Dec 2017

- Led portfolio strategy, brand architecture and communication strategy for IQOS brand.
- Worked with PMI Regions and markets to expand IQOS from 6 test cities to over 40 markets worldwide.

##### Director Portfolio Strategy & Development / Marketing EU Region

Nov 2012 – Mar 2016

- Portfolio strategy and innovation lead for the EU Region markets.
- Transitioned PMI's portfolio to be compliant with the new Tobacco Product Directive (TPD) regulation while enhancing competitiveness.
- Led advertising campaign strategy for Philip Morris brand.
- Regional deployment lead for global product innovations on Marlboro, L&M, Chesterfield and Parliament across manufactured cigarettes and Other Tobacco Products (OTP) businesses.

#### ALTRIA GROUP, INC.

**Product Innovation, Altria Group****Jan 2012 – Sep 2012**

Led consumer-centric development of various non-combustible product as part of Altria's innovation pipeline.

**Vice President, Marlboro, PM USA****Jan 2010 – Dec 2011**

- Head of business for Marlboro brand in the U.S. market, incorporating brand strategy, value delivery, one-to-one marketing, experiential programs and new product portfolio development.
- Delivered quarterly sequential record share of Altria's flagship brand in 2010 and transitioned portfolio to be compliant with FDA regulation.

**Marketing Director, John Middleton Co.****Jul 2008 – Dec 2009**

- Marketing head for a newly-acquired cigar business, with Black&Mild as flagship brand.
- Grew Black&Mild from the #3 position to the #1 brand in the U.S.

**District Manager, Altria Field Sales Force****Mar 2007 – Jul 2008**

- Responsible for the Richmond East District, encompassing 3000+stores, several key accounts and wholesale accounts.
- Led 30 sales professionals.

**Senior Manager, Marlboro One-to-One & Experiential, PM USA****May 2004 – Feb 2007**

- Responsible for CRM activities, consumer engagement and experiential marketing for 25+million adult smokers on PM USA database.
- Built CRM narrative to various consumer segments based on loyalty, price sensitivity and affinity models.
- Lead for the Marlboro 50th Anniversary celebration which encompassed bar program, music events, Marlboro Ranch/Racing School activities and holistic CRM program.

**Senior Brand Manager, Chesterfield, PM USA****Aug 2003 – Apr 2004**

Launched Chesterfield brand as a low price fighter in the U.S. market.

**Assistant / Associate Brand Manager, New Products, PM USA****Aug 2000 – Jul 2003**

Worked with PM KK (Japan) to launch Accord heated tobacco product in a U.S. test market.

**Brand Assistant, Marlboro, PM USA****Aug 1999 – Jul 2000**

Responsible for the Marlboro Miles Catalog program.

**EDUCATION****Carlson School of Business, University of Minnesota****1998 - 1999**

Master of Business Administration (M.B.A.), Marketing & Management

<b>Wharton School, University of Pennsylvania</b> Bachelor of Science (B.Sc.), Economics & Marketing	<b>1992 - 1996</b>
<b>Mountain View High School</b> High School Diploma	<b>1990 - 1992</b>
<b>SMA Regina Pacis Bogor</b> Transferred to Mountain View High School	<b>1988 - 1989</b>

## **TRAINING & AWARDS**

- Leadership for Communication Professionals Master Class – 2019
- President’s Award, Philip Morris International – 2017
- Ignite Leadership Program, Philip Morris International – 2017
- Brand Building Academy, Philip Morris International – 2013
- District Mgr. of the Year, South East Region, Altria Field Sales – 2008
- Marketing Leadership Award, PM USA - 2005



## Guillaume Popiol

### SUMMARY OF QUALIFICATIONS

A professional with more than 23 years of experience in the field of finance and accounting who has demonstrated the ability to perform outstandingly in the field of management, government affairs and operations with the educational background in mathematics, physics, management and accounting.

### PROFESSIONAL EXPERIENCE

**MASSALIN PARTICULARES, (Affiliate of PMI) BUENOS AIRES, AG**

**Jul 2017 - present**

**Director Operations Argentina**

**Jul 2017 - present**

In charge of Supply chain from tobacco purchases to delivery of finished goods, including manufacturing of cigarettes with approximately 1,500 employees divided on 3 production sites

**PHILIP MORRIS SOUTH AFRICA, CAPE TOWN, RSA**

**Nov 2009 - Jun 2017**

**Director Corporate Affairs Sub Sahara Africa**

**Sep 2014 - Jun 2017**

In charge of regulatory and fiscal environments, stakeholder engagement, communication and international trade agreements pertaining to tobacco in Sub Sahara Africa.

**Director Leaf Africa**

**Mar 2013 - Aug 2014**

- Supervision of 10 managers and 11 analysts.
- In charge of the leaf procurement for the African region, encompassing all the functions attached to this operation, namely Agronomy, Buying, Processing, and Planning & Controlling.

**Manager Leaf Planning Africa**

**Nov 2009 - Feb 2013**

- Supervision of 1 manager and 3 analysts.
- In charge of the strategic planning, costing, budget, reporting and internal controls for the African region for leaf procurement.

- Developed supplier ratings, balanced scorecard, incentive margin, joint projects for cost efficiency targets at the suppliers' level. In particular, managed to reduce suppliers' supply chain costs by \$30 mio cumulated over 2 years and received one excellence award for the outstanding results achieved.

**PHILIP MORRIS INTERNATIONAL MANAGEMENT S.A., LAUSANNE, CH    Aug 2000 - Oct 2009**

**Manager Leaf Projects**

**Jan 2009 - Oct 2009**

- Developed supply alternative solutions to expand tobacco production in new areas, improve costs and ensure long term sourcing sustainability.
- Coordinated planning activities with all related functions – Target/Partner, Legal, Tax, Treasury and Business Development.

**Manager Leaf Planning**

**Feb 2008 - Dec 2008**

- Supervision of 3 managers and 4 analysts
- Evaluated a vertical integration project over USD 1.0 billion in 30 countries and presented regular updates on the operational integration plan, valuation and potential synergies to members of the Executive Management Team. Received an excellence award for my involvement in this project.
- Prepared the Long Range Plan (LRP) and presented LRP initiatives and productivities to the Operation Management Team.
- Supervised financial controls, reporting, planning of tobacco purchased worldwide, and information systems supporting purchasing, transportation, blending and chemical analyses.
- Assisted in the set-up of a new leaf organization, reinforcing market presence and coordinated recruitment for the planning function.

**Manager Leaf Controls**

**Jul 2004 - Jan 2008**

- Supervision of 2 analysts
- Led teams from 2 to 10 people from leaf and product development on strategic initiatives, such as development of alternative business models, optimization of the supply chain and indirect taxation, protection of currency movements using hedging mechanisms, and simulation of processing activities using an activity based costing model. These projects generated over US\$ 250 million cost savings and cash avoidance.
- Maintained relationship with suppliers' key executives. Involved in negotiation with suppliers to establish performance targets and margin based on the capital employed for strategic markets. Also coordinated actions to restore suppliers' profitability and improve working capital, e.g. pre financing, sales of receivables, stock purchases, and revision of duration policy.
- Supervised audits to verify the accuracy of suppliers' charges and the set-up of cost monitoring, KPI and simulation reporting tool for senior management.
- Responsible for regulatory and fiscal compliance of the leaf procurement process.
- Coordinated activities with all related functions, mainly Legal, Treasury, Operation Finance and Internal/External auditors.

**Corporate Audit**

**Aug 2000 - Jul 2004**

Supervision of 1 to 3 auditors on fieldwork

**Lead Auditor****Mar 2004 - Jul 2004**

Technical material procurement audit, which has been praised by senior management for its contribution to cash flow reduction by US\$ 20 million.

**Senior Auditor****Mar 2002 - Feb 2004**

Marketing expenditures, disbursements, treasury, leaf procurement, pension fund, payroll processing and general controls audits.

**Auditor****Aug 2000 - Feb 2002**

Finished goods inventory, logistics, marketing materials procurement, capital expenditures, revenues and accounts payable at a shared service center reviews.

**ELF OIL SWITZERLAND SA, GENEVA, CH****May 1997 Aug 2000**

Elf subsidiary acquired by Total, distributing oil, lubricants, LPG, bitumen and domestic fuel.

**Finance Manager****Dec 1999 - Aug 2000**

- Supervision of one analyst
- Responsible for the annual report, overview of the accounting transactions, budget and long range plan. Supervised the set-up of a cost structure, P&L and performance reports by business unit and developed finance, accounting and IT procedures.

**Project Team Leader****Jan 1999 - Nov 1999**

Implementation of JD Edwards - ERP - for selected business units – Budget of USD 5 million, involving a team of 12 people.

**Financial Analyst****Dec 1997 - Dec 1998**

Elaboration of the annual Budget, Revised Forecast and the 5Y plan. Conducted financial analyses on profitability, investment appraisals for future acquisition projects totaling US\$ 50 million. Set up of a management reporting dashboard for the retail and LPG profit centers.

**TOTAL RAFFINAGE DISTRIBUTION SA, Paris, France****Mar 1996 - Sep 1996****Marketing Analyst**

- Participated to the implementation of a pricing model with Mercer consulting company and realized a study to measure consumer's expectations regarding selected retail products.
- Implemented a consumer panel template with the company Nielsen.

**EDUCATION AND TRAINING****Program for Executive Development at IMD, Lausanne, CH****2007**

10 weeks full time educational program, part of the Executive MBA.

<b>Chartered Management Accountant (CIMA), London, UK</b>	<b>2001 - 2004</b>
<b>Master of Science in Management at EUROMED, Marseille, France</b>	<b>1993 - 1996</b>
<b>HEC preparatory school, Lyon, France</b>	<b>1991 - 1993</b>
<b>Baccalaureate C, Annecy, France</b> Equivalent of A-levels in Mathematics & Physics	<b>1988 - 1991</b>



## PAUL JANELLE

### SUMMARY OF QUALIFICATIONS

27 years of experience with Philip Morris International with a demonstrated history of working in the tobacco industry. Highly skilled in Leadership, General Management, Budgeting and Business Planning. Led Sampoerna, one of the biggest affiliates of Philip Morris International, during the period of 2012 – 2016.

### PROFESSIONAL EXPERIENCE

#### PHILIP MORRIS INTERNATIONAL - LAUSANNE SWITZERLAND

Dec 2016 - Feb 2019

VP Corporate Planning & Business Development.

#### PT HM SAMPOERNA Tbk.

Aug 2012 - Nov 2016

President Director.

#### PHILIP MORRIS ASIA LTD - HONG KONG

Apr 2007 - Sep 2009

VP Finance Asia.

#### PT HM SAMPOERNA Tbk.

Aug 2009 - Feb 2011

Director who was in charged for Finance and Information System.

#### PHILIP MORRIS INTERNATIONAL – LAUSANNE SWITZERLAND

Apr 2007 - Jul 2009

Vice President Finance Services PMI.

- Responsible for Finance shared service centers in Buenos Aires and Krakow with 550+ employees servicing 30+ countries and 75+ legal entities.
- Responsible for a Swiss based entities with \$1.0+ bio income.
- In charged for Operations finance with \$9+ bio in costs.
- In charged for implementation of SAP and tolling in Europe and Latin America.

#### PHILIP MORRIS SALES AND MARKETING LTD - MOSCOW, RUSSIA

Sep 2003 - Mar 2007

Director Finance, Administration and Information System.

**PHILIP MORRIS INTERNATIONAL - LAUSANNE SWITZERLAND**

**Oct 2001 - Aug 2003**

Director Finance who was responsible for the Head Quarters for (i) Central Europe-Middle East-Africa; and (ii) Eastern Europe-Middle East-Africa regions.

**PHILIP MORRIS CR A.S. - PRAGUE, CZECH REPUBLIC**

Controller

**Aug 2000 - Sep 2001**

Manager Budget, Reporting and Capex

**Feb 1997 - Jul 2000**

**PHILIP MORRIS INTERNATIONAL EEMA HQ - LAUSANNE, SWITZERLAND**

Manager Financial and Stat. Reporting

**Aug 1995 - Jan 1997**

Manager Reporting

**Jun 1994 - Jul 1995**

Senior Financial Analyst

**Mar 1993 - Mei 1994**

Junior Financial Analyst

**Mar 1992 - Feb 1993**

Finance Trainee

**Apr 1991 - Feb 1992**

**EDUCATION**

**Webster University**

**1992**

Masters of Business Administration, Finance

**Ottawa University**

**1990**

Bachelor of Science

**Ottawa University**

**1986**

Bachelor of Business Administration



## LUTHFI MARDIANSYAH

### SUMMARY OF QUALIFICATIONS

A professional with more than 30 years of experience in healthcare industry both in Indonesia and China. Expert in business and management as evidenced by being the first Indonesian as the President Director of Pfizer Indonesia (2 years) as well as served as the President Director of Novartis Indonesia. A Medical Doctor that is equipped with complete set of business and government affairs skills.

### PROFESSIONAL EXPERIENCE

**CENTER FOR HEALTHCARE POLICY AND REFORM STUDIES (CHAPTERS)** Jul 2017 - present

**Chairman & Founder** Jul 2017 - present

- Collaborate with Deloitte Indonesia and Bahar Law Firm in developing Digital Healthcare Roadmap which was soft launched on Nov 22, 2018. This is planned to be presented and handed over to the Government of Indonesia by Q2-2019.
- Delivered a report based on the mandate from KSP (President Staff Office) with topic on "*Pemikiran Untuk Mengendalikan Biaya Kesehatan dan Meningkatkan Mutu Pelayanan Kesehatan Masyarakat*" on March 27, 2018.
- Conducted several public seminars and public discussions related to JKN (National Healthcare Insurance) program; 2017 (May, Oct & Dec) and in 2018 (Feb & Sept).

**PT Bahar Konsultan Indonesia (Bahar Consulting)** Nov 2018 - present

- Developed market entry strategy on pharmaceutical business (India and Malaysia companies) and on water purification business (a Switzerland company).
- Provided advocacy on merger and acquisition process (one local pharmaceutical and one hospital have been acquired by overseas company/investor).
- Appointed as local consultant for an infrastructure project in East Indonesia (Spain investment).

**PT NOVARTIS INDONESIA** Jan 2011 - Sep 2017

**External Consultant for Novartis Indonesia** Jul 2017 - Sep 2017

**Director & Senior Advisor** Mar 2016 - Jun 2017

- Responsible for external affairs engagement and legal matters.
- Provided advice to management on business operational (no P&L responsibility).

**President Director (CPO Head & Country President)**

**Jan 2011 - Feb 2016**

- Managing pharma operation business and represent Novartis Group's interests in Indonesia.
- Responsible for P&L for general medicines business (2015 was \$80 Mio).
- Responsible for business and organization development for all Novartis Group.
- Secure the corporate's cross divisions' interest (Novartis Gen Med, Novartis Oncology, Novartis OTC, Sandoz, Alcon and Ciba Vision), including company assets, employees (total 3,600), trade fairness, company reputation, government relations, stakeholders relations, etc.
- Major Accomplishment:
  - ✓ Business (general medicines) grew from \$45 Mio in 2011 to \$80 Mio in 2015.
  - ✓ Initiated program called Transformational Growth Plan – Aspiration become #1 MNC in 2016.
  - ✓ Build organization capabilities for all functions (Sales, Marketing, Medical, KAM, Market Access, SFE, Legal & Compliance, Finance, BD&L and Government Affairs) as well as FF team expansion (from 234 in 2011 to 480 in 2014).
  - ✓ Set up "Market Access" organization towards Universal Health Coverage; obtain maximum benefits on JKN implementation.
  - ✓ YTD July – Novartis rank #2 (it was rank #4 in Dec 2010).
  - ✓ Received Novartis Global Award 2012-2013 on Customer First program cross division.
  - ✓ Received Region Award on MEA (Innovative Pricing Model), initiative for Innovative Medicines in emerging markets (Patient Access Program, Second Brand Strategy and Social Business Program).

**PT PFIZER INDONESIA**

**Feb 2007 - Dec 2010**

**President Director (Country Manager)**

**Sep 2007 - Dec 2010**

- Managing Pfizer pharma business operation and represent Pfizer's interests in Indonesia.
- Responsible for P&L for all pharma businesses, including vaccines & oncology (\$83 Mio in 2010).
- Responsible for business and organization development.
- Secure the corporate's interests, including company assets, employees (total 1,100), trade fairness, company reputation, government relations, stakeholders relations, etc.
- Major Accomplishment:
  - ✓ Lead total organization for company aspiration to reach \$100 Mio Company by 2012. Left Pfizer at the end of year 2010 with Pfizer revenues at \$ 83 Mio.

- ✓ Successful merger & acquisition process with Wyeth, without any labor dispute and integrated vaccines business and Wyeth Pharma into Pfizer and remain Wyeth Nutrition as separate legal entity.
- ✓ Won the case with KPPU on allegation of monopoly practices in 2010. The Supreme Court decided that Pfizer is not against the anti-monopoly law.
- ✓ Successfully implemented dual brand strategy for anti-lipid medicines, implemented Patient Access program for mRCC patients and established a generic division (PT Parke Davis).
- ✓ Pfizer Indonesia was recognized as the best healthcare partner by the Ministry of Health and external stakeholders.
- ✓ Pfizer Indonesia won 3rd rank Employer of Choice by Hay Group in 2010.

#### **Executive Director**

**Feb 2007 - Aug 2010**

- Managed Sales and Commercial organization to achieve the company's sales target.
- Developed Oncology and Ophthalmology business units as separate business models, including Patient Access program and to achieve the company's target.
- Supervised the supporting activities for Sales Operation, including the SFE & Data Exchanges as to have Commercial Excellence in place and FF capability.
- Major Accomplishment:
  - ✓ Turned around sales situation post Transformation program in early 2007, bring back FF team to highly motivated team, delivered 99% budget in 2007 and brought Pfizer back to rank #1.
  - ✓ Successfully established Oncology & Ophthalmology business units, focus on Patient Access and grew 50% in the 1st year establishment.
  - ✓ Prepared Sales Force Effectiveness (SFE) program and implemented such very well, including the FF Productivity Analysis.

#### **SUZHOU CAPSUGEL LIMITED - PR CHINA**

**Jan 2002 - Feb 2007**

#### **General Manager**

- Responsible for P&L.
- Managed the company's operational, including manufacturing effectiveness, high quality product, commercial operation, customer relationship and government affairs.
- Major Accomplishment:
  - ✓ Built new plant with state of the art manufacturing, GMP certification and double capacity.
  - ✓ Successful plant relocation to new location without jeopardizing the business operation/customer satisfaction during pre and post relocation project.
  - ✓ Managed to convince local partner to sell their share and obtain local authority approval to allow Pfizer (WL Company) becomes majority shareholder (75%:25% from 51%:49%).

#### **PT CAPSUGEL INDONESIA**

**Oct 1997 - Dec 2001**

**General Manager**  
**Site Leader**  
**Sales Director**

**Jul 2000 - Dec 2001**  
**Jan 1999 - Jun 2000**  
**Oct 1997 - Dec 1998**

- Responsible for P&L.
- Managed company operational, including manufacturing effectiveness, high quality product, commercial operation, customer relationship and government affairs.
- Major Accomplishment:
  - ✓ ISO (TUV) certification in 1998 despite monetary crisis situation.
  - ✓ Capsugel Award 1999 for Top Sales Performance worldwide.
  - ✓ The 1st Capsule Manufacturing to receive Halal certification from MUI, being promoted during the World Halal Congress in Chicago (2000) as well as obtained US-IFANCA certification for export to USA and Brazil.
  - ✓ Successfully expanded manufacturing site to allow double production capacity – from 5 to 7 installed machines and ensure infrastructure readiness for 10 machines.

**WICAKSANA OVERSEAS INTERNATIONAL GROUP**

**Oct 1987 - Sept 1997**

<b>Merchandise Manager/Gen. Manager Store Price-Smart</b>	<b>1995 - 1997</b>
<b>Marketing Manager International Division</b>	<b>1994 - 1995</b>
<b>Regional Manager Middle East/Africa based in Dubai UAE</b>	<b>1992 - 1994</b>
<b>Product Manager</b>	<b>1990 - 1992</b>
<b>Organization Development Manager</b>	<b>1989 - 1990</b>
<b>Assistant to Marketing Director</b>	<b>1987 - 1989</b>

- Major Accomplishment:
  - ✓ Developed sales report and analysis for Marketing Director and Managing Director.
  - ✓ Proposed organizational restructuring – separating principal's products and focus on "own" products development.
  - ✓ Established business and regional office to cover Middle East and Africa that is located in Dubai-UAE.
  - ✓ Established 2 stores of Price-Smart, one in Medan and one in Jakarta (SCBD).

**OTHER EXPERIENCES**

1. Chairman of Swiss Indonesia Chamber of Commerce (SwissCham): Aug 2018 – Present.
2. Chairman of KADIN Bilateral Committee (Switzerland and Austria): Oct 2016 – Present.
3. Chairman of International Pharmaceutical Manufacturer Group (IPMG): Apr 2009 - Feb 2016.
4. Executive Board Member of Indonesia Eurocham (EU Chambers of Commerce): Apr 2012 - Apr 2016.
5. Head of Permanent Committee Pharmaceutical KADIN: Oct 2012 - Oct 2016.
6. Speakers at several Healthcare Seminars (Indonesia, Singapore & Philippines) with specialist on topics of:

- a. Universal Healthcare Coverage, Healthcare System;
  - b. Access to Healthcare; and
  - c. Pharmaceutical Market Practices (Code of Conduct).
7. Guest Speakers (Dosen Tamu):
- a. Magister of Management Program at Moestopo University (June 2006) – Business Ethics;
  - b. Faculty of Medical, University of Indonesia (April 2012) - Marketing Practices (Code of Conduct) in pharma industry;
  - c. ESSEC Business School Singapore (June 2015) – UHC and its implication to industry;
  - d. AIM Manila Philippines (Aug 2015) – Company strategy towards UHC implementation;
  - e. Magister of Management Program University of Airlangga, Surabaya (Dec 2015) – Industry update post UHC implementation; and
  - f. Magister of Management Program Faculty of Psychology UI (Apr 2017) – Strategic Management.
8. Head of Indonesia Business Delegation at Joint Economic Trade Commission Meeting Indonesia-Switzerland on July 13, 2017.