



GOLDEN AGRI-RESOURCES LTD

Release by PT Sinar Mas Agro Resources and Technology Tbk

The Board of Directors of Golden Agri-Resources Ltd (“GAR” or the “Company”) wishes to announce that PT Sinar Mas Agro Resources and Technology Tbk (“PT SMART Tbk”) has released the resolutions of the annual general meeting and extraordinary general meeting of shareholders of PT SMART Tbk which were held on 8 June 2009 (the “Resolutions”).

Attached herewith are the Bahasa Indonesia and the unofficial English translation of the Resolutions.

PT SMART Tbk is listed on the Indonesia Stock Exchange, and is a subsidiary of GAR.

BY ORDER OF THE BOARD

Simon Lim
Director
9 June 2009

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ABOUT GOLDEN AGRI-RESOURCES LTD

GAR’s primary activities include cultivating and harvesting of oil palm trees; processing of fresh fruit bunches into crude palm oil (“CPO”) and palm kernel oil; and refining CPO into value-added products such as cooking oils, margarine and shortening.

The Company operates a total planted area of 396,000 hectares, as well as 33 palm oil processing mills, three refineries and five kernel crushing plants in Indonesia.

GAR also operates in China through an integrated deep-sea port, storage, oilseed crushing facilities and refinery facilities in Ningbo and Zhuhai.

GAR and its subsidiaries generated revenue of US\$3 billion and net profit of US\$1.4 billion in 2008. The Company has been listed on the Singapore Exchange since 1999.

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Submitted by Kimberley Lye Chor Mei, Senior Manager on 9/6/2009 to the SGX



ANNOUNCEMENT TO THE SHAREHOLDERS
RESOLUTIONS OF ANNUAL AND EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF
PT SINAR MAS AGRO RESOURCES AND TECHNOLOGY Tbk. (the "Company")

Board of Directors of the Company hereby announces the resolutions of the Annual and Extraordinary General Meeting of Shareholders of the Company held on 08 June 2009 at Paseo Room, Plaza BII Tower II, 39th Floor, Jalan M.H. Thamrin No. 51, Jakarta 10350 which have been approved and resolved as follows:

ANNUAL GENERAL MEETING OF SHAREHOLDERS

1. Approval on the Annual Report of the Board of Directors of the Company for financial year ended on 31 December 2008;
2. Approval and authorization on the Annual Calculation of the Company for financial year ended on 31 December 2008 which has been audited by Public Accountant Firm of Mulyamin Sensi Suryanto, as contemplated in the report dated 09 February 2009, number 1065209SA, with unqualified opinion and granting of acquit et de charge to the Board of Commissioners and the Board of Directors of the Company for all their supervisory and management actions during financial year ended on 31 December 2008, as long as those supervisory and management actions were described in the respected Annual Report;
3. Approval on distribution of final dividend for financial year 2008 of Rp 180,- (one hundred and eighty Rupiah) per share. The payment of dividend will be conducted according to the following schedule and procedure:

A. SCHEDULE OF CASH DIVIDEND DISTRIBUTION

- | | |
|---|--------------|
| a. Cum dividend in Regular and Negotiation Market | 29 June 2009 |
| b. Ex dividend in Regular and Negotiation Market | 30 June 2009 |
| c. Cum dividend in Cash Market | 02 July 2009 |
| d. Ex dividend in Cash Market | 03 July 2009 |
| e. Recording date | 02 July 2009 |
| f. Cash dividend payment | 16 July 2009 |

B. PROCEDURES FOR CASH DIVIDEND PAYMENT

- a. This announcement is formal announcement from the Company and the Company will not send separate announcement letter to the Shareholders.
 - b. Cash Dividend will be distributed to the Shareholders which name is contained in the Company's Register of Shareholders (recording date) dated 02 July 2009 at 16.00 Western Indonesian Time (WIB).
 - c. For the Shareholders whose shares are registered with PT Kustodian Sentral Efek Indonesia (KSEI), the payment of cash dividend will be conducted through the respective Account Holder in KSEI. The Written Confirmation regarding the result of cash dividend distribution will be provided by KSEI to the respective securities company and/or custodian bank. Then, the Shareholders will receive the information of their balance from their respective securities company and/or custodian bank where the Shareholders hold their accounts.
 - d. For the Shareholders whose shares are not registered with KSEI, the Company will conduct the dividend distribution through bank transfer to the respective bank account of the Shareholders. Therefore, the Shareholders shall inform their bank account number in written at the latest on 02 July 2009 to the Share Administration Bureau of the Company:

PT Sinartama Gunita
 Plaza BII Tower III 12th Floor
 Jln. M.H. Thamrin No. 51, Central Jakarta 10350
 Ph. : (021) 3922332 Fax. : (021) 3923003
 - e. The Company will apply Income Tax Deduction in accordance with the applicable tax regulations for the payments of Cash Dividend. The income tax will be borne by the Shareholders and will be deducted from the cash dividend of the Shareholders.
 - f. For Shareholder who is an Assessable Domestic Corporation which has not yet submitted its Tax Identification Number (NPWP), is required to submit its NPWP to KSEI or Share Administration Bureau PT Sinartama Gunita on 02 July 2009 at 16:00 WIB at the latest. Without NPWP, the cash dividend will be subjected to a 30% of Income Tax.
 - g. For Shareholder who is an Assessable Foreigner which the income tax deduction will be adjusted based on tariffs determined by the Tax Treaty, is required to fulfill the condition of article 26 of the Income Tax Law No. 36/2008 and submit its legalized Letter of Domicile to KSEI or Share Administration Bureau on 02 July 2009 at 16:00 WIB at the latest. Without the respective Letter of Domicile, the cash dividend will be subjected to a 20% of Income Tax article 26.
 - h. The statement of the tax deduction on the dividend can be obtained from :
 - i. KSEI through the Account Holders (for the Shareholders whose shares are registered with KSEI);
 - ii. The Company's Share Administration Bureau : PT Sinartama Gunita, Plaza BII Tower III, 12th Floor, Jl. M.H. Thamrin No. 51, Central Jakarta 10350, Ph. : (021) 3922332 Fax. : (021) 3923003 (for the Shareholders whose shares are not registered with KSEI).
4. Approval on granting power of attorney to the Board of Directors to appoint an Independent Public Accountant that will conduct audit on financial books of the Company for year ended on 31 December 2009 and granting powers to the Board of Directors in determining the Independent Public Accountant's fees and other requirements related to the appointment.

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

Approval on granting power of attorney to the Board of Directors of the Company to transfer the Company's assets or to provide assets encumbrance, which are accounted for more than 50% (fifty percent) of the Company's net assets in 1 (one) or more transactions, which are correlated or not.

Jakarta, 09 June 2009
PT SINAR MAS AGRO RESOURCES AND TECHNOLOGY Tbk.
(PT SMART Tbk.)
 Board of Directors

PEMBERITAHUAN
KEPADA PARA PEMEGANG SAHAM
HASIL KEPUTUSAN RAPAT UMUM PEMEGANG SAHAM TAHUNAN DAN LUAR BIASA
PT SINAR MAS AGRO RESOURCES AND TECHNOLOGY Tbk. ("Perseroan")

Dengan ini diberitahukan kepada para Pemegang Saham bahwa dalam Rapat Umum Pemegang Saham Tahunan dan Luar Biasa yang telah dilaksanakan pada tanggal 08 Juni 2009 di Ruang Paseo, Plaza BII Menara 2 Lantai 39, Jalan M.H. Thamrin No. 51, Jakarta 10350, telah disetujui dan diputuskan hal-hal sebagai berikut:

RAPAT UMUM PEMEGANG SAHAM TAHUNAN

1. Menyetujui Laporan Tahunan Direksi Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2008;
2. Menyetujui dan mengesahkan Perhitungan Tahunan Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2008 yang telah diperiksa oleh Kantor Akuntan Publik Mulyamin Sensi Suryanto, sebagaimana termuat dalam laporannya tertanggal 09 Februari 2009, nomor 1065209SA, dengan pendapat wajar tanpa pengecualian serta memberikan pembebasan tanggung jawab sepenuhnya (*acquit et de charge*) kepada Dewan Komisaris dan Direksi Perseroan atas tindakan pengawasan dan pengurusan yang mereka lakukan dalam tahun buku yang berakhir pada tanggal 31 Desember 2008, sejauh tindakan pengurusan dan pengawasan tersebut tercermin dalam Laporan Tahunan dimaksud;
3. Menyetujui untuk melakukan pembagian dividen final untuk tahun buku 2008 sebesar Rp. 180,- (seratus delapan puluh Rupiah) per saham. Adapun pelaksanaan pembayaran dividen dilakukan dengan jadwal dan tata cara sebagai berikut:

A. JADWAL PEMBAGIAN DIVIDEN TUNAI

- | | |
|--|--------------|
| a. Cum dividen di Pasar Reguler dan Negosiasi | 29 Juni 2009 |
| b. Ex dividen di Pasar Reguler dan Negosiasi | 30 Juni 2009 |
| c. Cum dividen di Pasar Tunai | 02 Juli 2009 |
| d. Ex dividen di Pasar Tunai | 03 Juli 2009 |
| e. Recording date yang berhak atas dividen tunai | 02 Juli 2009 |
| f. Pembayaran dividen tunai | 16 Juli 2009 |

B. TATA CARA PEMBAYARAN DIVIDEN TUNAI

- a. Pemberitahuan ini merupakan pemberitahuan resmi dari Perseroan dan Perseroan tidak mengeluarkan surat pemberitahuan secara khusus kepada para Pemegang Saham.
- b. Dividen Tunai akan diberikan kepada para Pemegang Saham yang namanya tercatat dalam Daftar Pemegang Saham Perseroan (*recording date*) pada tanggal 02 Juli 2009 sampai dengan pukul 16.00 WIB.
- c. Bagi Pemegang Saham yang sahamnya tercatat dalam penitipan kolektif pada PT Kustodian Sentral Efek Indonesia (KSEI), maka dividen tunai akan diterima melalui Pemegang Rekening di KSEI. Konfirmasi Tertulis mengenai hasil pendistribusian dividen tunai akan disampaikan oleh KSEI kepada Perusahaan Efek dan/atau Bank Kustodian, untuk selanjutnya Pemegang Saham akan menerima informasi saldo efeknya dari Perusahaan Efek dan/atau Bank Kustodian dimana Pemegang Saham membuka rekening.
- d. Bagi Pemegang Saham yang menggunakan warkat, maka Perseroan akan melaksanakan pembayaran dividen melalui transfer bank ke rekening Pemegang Saham yang bersangkutan. Oleh karenanya para Pemegang Saham tersebut diminta untuk memberitahukan Nomor Rekening Bank yang dimilikinya secara tertulis, selambat-lambatnya tanggal 02 Juli 2009, kepada Biro Administrasi Efek Perseroan :
PT. Sinartama Gunita
Plaza BII Menara III Lantai 12,
Jln. M.H. Thamrin No. 51, Jakarta Pusat 10350
Telp. : (021) 3922332 Fax. : (021) 3923003
- e. Atas pembayaran dividen tunai tersebut akan dikenakan Pajak Penghasilan sesuai Peraturan Perpajakan yang berlaku. Jumlah pajak yang dikenakan akan menjadi tanggungan Pemegang Saham yang bersangkutan serta dipotong dari jumlah dividen tunai yang menjadi hak Pemegang Saham yang bersangkutan.
- f. Bagi Pemegang Saham yang merupakan Wajib Pajak Dalam Negeri berbentuk badan hukum yang belum mencantumkan Nomor Pokok Wajib Pajak (NPWP) diminta menyampaikan NPWP kepada KSEI atau Biro Administrasi Efek (BAE) PT Sinartama Gunita paling lambat pada tanggal 02 Juli 2009 sampai dengan pukul 16.00 WIB. Tanpa pencantuman NPWP, dividen tunai yang dibayarkan kepada Badan Hukum Indonesia akan dikenakan PPH sebesar 30%.
- g. Bagi Pemegang Saham yang merupakan Wajib Pajak Luar Negeri yang pemotongan pajaknya akan menggunakan tarif berdasarkan Persetujuan Penghindaran Pajak Berganda (P3B) wajib memenuhi persyaratan pasal 26 Undang-Undang Pajak Penghasilan No. 36/2008 serta menyampaikan Surat Keterangan Domisili (SKD) yang telah dilegalisir kepada KSEI atau BAE paling lambat pada tanggal 02 Juli 2009 sampai dengan pukul 16.00 WIB. Tanpa adanya SKD dimaksud, dividen tunai yang dibayarkan akan dikenakan PPH pasal 26 sebesar 20%.
- h. Bukti Potong Pajak dividen dapat diambil di:
 - i. KSEI melalui Pemegang Rekening yang ditunjuk oleh Pemegang Saham (untuk Pemegang Saham yang sahamnya berada/tercatat dalam penitipan kolektif);
 - ii. BAE Perseroan : PT Sinartama Gunita, Plaza BII Menara III Lantai 12, Jl. M.H. Thamrin No. 51, Jakarta Pusat 10350, Telp. : (021) 3922332 Fax. : (021) 3923003 (bagi Pemegang Saham yang menggunakan warkat).

4. Menyetujui pemberian kuasa kepada Direksi untuk menunjuk Akuntan Publik Independen untuk mengaudit buku-buku Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2009 dan memberi wewenang kepada Direksi Perseroan untuk menetapkan honorarium Akuntan Publik Independen tersebut serta persyaratan lain penunjukannya.

RAPAT UMUM PEMEGANG SAHAM LUAR BIASA

Menyetujui pemberian kuasa dan wewenang kepada Direksi Perseroan dalam rangka mengalihkan kekayaan Perseroan atau menjadikan jaminan utang kekayaan Perseroan, yang merupakan lebih dari 50% (lima puluh persen) jumlah kekayaan bersih Perseroan dalam 1 (satu) transaksi atau lebih, baik yang berkaitan satu sama lain maupun tidak.

Jakarta, 09 Juni 2009
PT SINAR MAS AGRO RESOURCES AND TECHNOLOGY Tbk.
(PT SMART Tbk)
Direksi