

**S U M M O N S**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**PT BANK MAYBANK INDONESIA, Tbk.**

PT Bank Maybank Indonesia, Tbk. ("Company") hereby invites all Shareholders to attend the Annual General Meeting of Shareholders ("Meeting") of the Company, which will be held on:

**Day / Date** : **Monday / 30 March 2020**  
**Time** : **14.00 Western Indonesian Time - onwards**  
**Place** : **Function Room**  
**Sentral Senayan III 28th Floor**  
**Jl. Asia Afrika No. 8 Senayan Gelora Bung Karno**  
**Jakarta 10270**

with the agenda of the Meeting and the explanation as follows:

**1. Approval on the Company's Annual Report 2019 and Ratification of the Company's Consolidated Financial Statements for Financial Year ended on 31 December 2019;**

Explanation:

In accordance with Article 10 paragraph (4) and Article 10 paragraph (5) of the Company's Articles of Association ("AoA"), as well as Article 69 paragraph (1) of the Law of the Republic Indonesia Number 40 Year 2007 regarding Limited Liability Company ("Company Law"), approval of the Company's Annual Report, including ratification of the Company's Financial Statements and Supervisory Report of the Board of Commissioners must be obtained through General Meeting of Shareholders ("GMS"). The Company will explain the main points of the Annual Report of the Company for the Financial Year of 2019, including the business of the Company and the achievements during the Financial Year of 2019 and propose to the Meeting to approve the Annual Report of the Company for the Financial Year ended on 31 December 2019, ratify the Company's Consolidated Financial Statements dated 31 December 2019 and for the Financial Year ended on 31 December 2019, ratify the Supervisory Report of the Board of Commissioners and the Sharia Supervisory Board of the Company for the Financial Year ended on 31 December 2019, and provide acquit and discharge ("volledig acquit et décharge") to the members of the Board of Directors and the Board of Commissioners, including the Sharia Supervisory Board of the Company for the management and supervision performed in the Financial Year of 2019, provided that the management and supervisory actions are reflected in the Company's Annual Report for the year ended on 31 December 2019.

**2. Determination on the Utilization of the Company's Net Profit for Financial Year ended on 31 December 2019;**

Explanation:

In accordance with Article 10 paragraph (4) of the Company's AoA and Article 71 of Company Law, the utilization of the Company's Net Profit for Financial Year of 2019 must be determined and approved by the GMS. In accordance to that requirement and considering the Company's Net Profit for Financial Year of 2019 amounted Rp1,842,520,250,740,- the Company will propose to the Meeting that the Company's Net Profit will be utilized for mandatory reserve, dividend, and other purposes.

**3. Appointment of Public Accountant and Public Accountant Firm to Audit the Company's Financial Statements for Financial Year of 2020 and Determination on the Honorarium and other requirements related to the Appointment;**

Explanation:

Article 10 paragraph (4) of the Company's AoA and Article 13 paragraph (1) of Indonesia Financial Services Authority Regulation Number 13/POJK.03/2017 ("POJK 13") regarding Use of Services of Public Accountant and Public Accountant Firm in Financial Services Activities stipulate that the appointment of Public Accountant and/or Public Accountant Firm which will audit the Financial Statements of the Company must be determined by the General Meeting of Shareholders (GMS). The Company will seek approval to the Meeting to appoint Public Accountant "Benyanto Suherman" and Public Accountant Firm "Purwantono, Sungkoro & Surja" (a member firm of Ernst & Young Global Limited) to audit the Company's Financial Statements for Financial Year of 2020 and delegate the authority to the Board of Commissioners to determine the honorarium and other requirements related to that appointment.

**4. Determination on the Honorarium and/or Other Allowances for the Board of Commissioners in Financial Year of 2020;**

Explanation:

Article 18 paragraph (4) of the Company's AoA, as well as Article 113 of Company Law regulate that the members of the Board of Commissioners ("BOC") shall be compensated with honorarium and/or allowance in the amount as specified by the GMS. The Company will propose to the Meeting to delegate its authority to President Commissioner of the Company to determine the honorarium and/or other allowances for the BOC for Financial Year of 2020, by taking into consideration the suggestion and recommendation from the Company's Nomination and Remuneration Committee.

**5. Authorization to the Board of Commissioners to determine:**

- **The Salary and/or Other Allowances for the members of the Board of Directors for Financial Year of 2020, and;**
- **The Honorarium and/or Other Allowances for the members of Sharia Supervisory Board for Financial Year of 2020;**

Explanation:

Article 15 paragraph (5) and Article 22 paragraph (5) of the Company's AoA, as well as Article 96, Article 109, and Article 113 of Company Law stipulate that the amount of the salary and/or other allowances for the Board of Directors ("BOD") and the honorarium and/or other allowances for the Syariah Supervisory Board ("SSB") must be determined by the GMS and such authority can be delegated by the GMS to the Board of Commissioners ("BOC") of the Company. The Company will propose to the Meeting to delegate the authority to the BOC of the Company to determine the salary and/or other allowances for the BOD and the honorarium and/or other allowances for the SSB for the Financial Year of 2020, as well as bonus/tantem for the BOD for Financial Year of 2019, by taking into consideration the suggestion and recommendation from the Company's Nomination and Remuneration Committee.

**6. The Changes on the Composition of the members of the Board of Commissioners, the Board of Directors and Sharia Supervisory Board of the Company;**

Explanation:

Based on the provision in Article 10 paragraph (4) and Article 18 paragraph (3) of the Company's AoA and Article 3 and 23 of Indonesia Financial Services Authority Regulation Number 33/POJK.04/2014 ("POJK 33") regarding The Board of Directors and the Board of Commissioners of Issuers or Public Companies, and Articles 94 and 111 of the Company Law, members of the Company's Board of Commissioners and Board of Directors are appointed and terminated by the GMS. Based on the provisions in Article 22 paragraph (4) of the Company's AoA and Article 71 paragraph (1) jo. Article 45 paragraph (1) of Bank Indonesia Regulation Number 11/33/PBI/2009 ("PBI 11"), the appointment of the Company's Sharia Supervisory Board ("SSB") is conducted in the GMS.

The Company will propose to the Meeting to:

- Approved to dismiss with respect Bapak Datuk Abdul Farid bin Alias as the Company's President Commissioner, Bapak Edwin Gerungan as the Company's Commissioner, Bapak Hendar as the Company's Independent Commissioner, Bapak Effendi as the Company's Director, Bapak Anwar Ibrahim as Chairman of the Company's SSB and Bapak Oni Sahroni as Member of the Company's SSB, whose term of office will expire since the closing of the Meeting;
- Approved to reappoint Bapak Datuk Abdul Farid bin Alias as the Company's President Commissioner, Bapak Edwin Gerungan as the Company's Commissioner, Bapak Hendar as the Company's Independent Commissioner, Bapak Effendi as the Company's Director and Bapak Anwar Ibrahim as Chairman of the Company's SSB for the term of office commencing since the closing of the Meeting until the closing of the Company's Annual General Meeting of Shareholders ("AGMS") year 2023;
- Approved to accept and approve the resignation of Bapak Eri Budiono and Ibu Jenny Wiriyanto as the Company's Director commencing since the closing of the Meeting;
- Approved to not reappoint Bapak Oni Sahroni as Member of the Company's SSB, due to the expiry of his term of office effective on the closing of the Meeting and his request to not to be reappointed;
- Approved to appoint Bapak Steffano Ridwan as the Company's Director, with effective term of office since 1 April 2020 and after obtaining OJK's approval until the closing of the Company's AGMS year 2023;
- Approved to appoint Bapak Ricky Antariksa as the Company's Director and Bapak Mohammad Bagus Teguh Prawira as member of the Company's SSB with effective term of office since the closing of the Meeting and after obtaining OJK's approval until the closing of the Company's AGMS year 2023;

The above proposals have been recommended by the Company's Nomination and Remuneration Committee.

**7. The Distribution of Duties and Authorities of the Board of Directors;**

Explanation:

Article 16 paragraph (9) of the Company's AoA as well as Article 92 paragraph (5) and (6) of Company Law stipulate that the distribution of duties and authorities among the members of the Board of Directors (BOD) shall be determined by the GMS. In the event that the distribution and authorities among the members of the BOD is not determined by the GMS, the distribution of duties and authorities shall be determined by a BOD's Resolution. The Company will propose to the meeting that the distribution of duties and authorities among the members of the BOD for the Financial Year of 2020 will be determined by the BOD itself through the BOD's Resolution.

**8. Realization Report regarding the Use of Proceeds from 2 Public Offering in 2019, i.e.:**

- **Public Offering of the Shelf Registration Bond II Phase IV, Year 2019;**
- **Public Offering of the Shelf Registration Bond III Phase I, Year 2019;**

Explanation:

Article 6 paragraph (1) of Indonesia Financial Services Authority Regulation Number 30/POJK.04/2015 ("POJK 30") regarding Realization Reports on Utilization of Proceeds of Public Offerings regulates that as a Public Company, the Company obliged to report the realization on utilization on proceeds from Public Offering in its AGMS until all the proceeds from the Public Offering has been realized.

The Company will report to the Meeting the Realization on Utilization of Proceeds from Public Offering which has been conducted by the Company in 2019, of which all proceeds obtained from Public Offering in 2019 entirely has been used, in accordance with the Company's Plan on Utilization of Proceeds as disclosed in the Prospectus and Additional Information and have been reported to OJK.

**9. Approval on the Update on the Company's Recovery Plan, in order to fulfill Article 31 of Indonesia Financial Services Authority Regulation Number 14/POJK.03/2017;**

Explanation:

In accordance with Article 31 paragraph (1) Indonesia Financial Services Authority Regulation Number 14/POJK.03/2017 ("POJK 14") regarding Recovery Plan for Systemic Bank, Systemic Bank has to update its Recovery Plan periodically, minimum 1 (one) time in a year. Update on the Recovery Plan has to be approved by the shareholders in the GMS. The Company has updated its Recovery Plan and has submitted the document regarding the Update of Company's Recovery Plan to OJK - Department of Bank 2 Supervision through its letter number S.2019.077/MBI/DIR RISK MGMT dated 25 November 2019 and has been approved by OJK on the completeness of Recovery Plan which was recorded in OJK supervision's administration in OJK Letter No. S-152/PB.32/2019 dated 31 December 2019. The Company will propose to the Meeting to approve the Update on the Company's Recovery Plan.

**10. Amendment on the Company's Articles of Association ("AoA").**

Penjelasan:

Amendment on the Company's AoA are made in order to comply with Government Regulation Number 24 of 2018 regarding Electronic Integrated Business Licensing Services, and in accordance with the provisions of Article 13 paragraph (1) of the Company's AoA and Article 19 paragraph (1) of Company Law, the amendment to the Company's AoA is determined by the GMS. It will be proposed to the Meeting, among others to approve the amendment to Article 3 of the Company's AoA concerning "The Purpose, Objectives and Business Activities", and another articles in the Company's AoA, if necessary, as proposed and to give the authority to the Board of Directors of the Company to prepare and restate the entire Company's AoA in relation with the changes on the articles referred above.

More detail explanation on the Meeting's Agenda can be found in the Company's website [www.maybank.co.id](http://www.maybank.co.id).

**Notes:**

1. The Company does not send separate invitations to the Shareholders. This summon is considered as an invitation.
2. Persons who eligible to attend or represented in the Meeting are the Company's Share Holders - both shares are in collective custody of KSEI (without paper / scripless) or outside the collective custody of KSEI (script / scripts) - whose names are registered in the Register of Shareholders of the Company on **5 March 2020** until 16:00 pm (recording date).
3. Shareholders or its attorney who will attend the Meeting is required to bring and submit their copy of valid ID card or other identification document to the registration officer before entering the Meeting Room.  
For the Shareholders in a form of Legal Entity, must submit their legal documentations, that among others:
  - a. Copy of the latest Article of Associations followed with the copy of prove of approval/report receipt from/to the Ministry of Law and Human Rights of the changes of the latest Article of Associations;
  - b. Copy of the Deeds of Appointment of Board of Directors and Board of Commissioners or the latest management;
  - c. Copy of ID card from the Attorney/Principal of the Power of Attorney (when authorized).
4. To the Shareholders who cannot attend the Meeting, can be represented by other Shareholders or other party by virtue of Power of Attorney.
5. Board of Director, Board of Commissioner and the employees of the Company could act as Attorney in the Meeting, thus their vote as the Attorney will not be calculated in voting.
6. The Power of Attorney form are provided at the Company's Corporate Secretary unit with the address Sentral Senayan III, 25<sup>th</sup> Floor, Jl. Asia Afrika No. 8, Gelora Bung Karno - Senayan, Jakarta on working days and hours; or can be downloaded on the Company's website [www.maybank.co.id](http://www.maybank.co.id). Such Power of Attorney must be signed above legal stamp duty (Rp6,000,-) and must be submitted before the meeting to the registration officer/Stock Registration Bureau of the Company.
7. The Meeting materials are provided since the date of Meeting Summons until the Meeting Day at the Corporate Secretary unit of the Company with addressed at Sentral Senayan III, 25<sup>th</sup> Floor, Jl. Asia Afrika No. 8, Gelora Bung Karno - Senayan, Jakarta on working days and hours; or can be downloaded on the Company's website [www.maybank.co.id](http://www.maybank.co.id).
8. To facilitate the arrangement and for the smooth conduct of the Meeting, the Shareholders or the Attorney are welcome to be at the venue 30 (thirty) minutes before the Meeting begins.

Jakarta, 6 March 2020  
**PT Bank Maybank Indonesia, Tbk.**  
The Board of Directors

PT Bank Maybank Indonesia Tbk, Sentral Senayan III Lt. 26, Jl. Asia Afrika No. 8, Senayan, Jakarta 10270