



**ANNOUNCEMENT  
SUMMARY OF MINUTES  
ANNUAL GENERAL MEETING OF SHAREHOLDERS  
PT. BANK PAN INDONESIA Tbk abbreviated as PT. BANK PANIN Tbk**

The Board of Directors of PT. Bank Pan Indonesia Tbk abbreviated as PT. Bank Panin Tbk (hereinafter referred to as the "Company") hereby inform the Shareholders of the Company, that the Company has held a General Meeting of Shareholders (hereinafter referred to as the "Meeting"), namely on:

Day / Date : Monday / May 21, 2018  
Place : Panin Bank Building 4th Floor  
Jalan Sudirman - Senayan  
Jakarta 10270.

With the Agenda of Meeting as follows:

1. Approval of the Annual Report of the Company and Supervisory Report of the Board of Commissioners, as well as the Financial Report the fiscal year 2017.
2. Approval on the use of the Company's profit for the fiscal year 2017.
3. The appointment of Board of Directors and Board of Commissioners members in regards to the end of the terms of office;
4. Approval of honorarium of the members of the Board of Commissioners and Granting authority to the Board of Commissioners to determine the salary and allowances of the members of the Board of Directors.
5. Granting authority to the Board of Directors to assign roles and responsibilities of the members of the Board of Directors.
6. Appointment of Public Accountant to audit the Company's Financial Report for the fiscal year 2018.
7. The Approval of the Company's Recovery Plan in order to comply with OJK Regulation No. 14/POJK.03/2017.

A. Time : 11:34 pm until 12:55 pm

B. Member of the Board of Directors and Board of Commissioners who attended the Meeting:

**Board of Directors:**

- |                       |   |                              |
|-----------------------|---|------------------------------|
| ▪ President Director  | : | Herwidayatmo                 |
| ▪ Deputy President    | : | Hendrawan Danusaputra        |
| ▪ Director            | : | Lionto Gunawan               |
| ▪ Director            | : | Ng Kean Yik                  |
| ▪ Director            | : | Januar Hardi                 |
| ▪ Director            | : | H. Ahmad Hidayat             |
| ▪ Compliance Director | : | Antonius Ketut Dwirianto, SH |

**Board of Commissioners:**

- President Commissioner : Johnny
- Vice President Commissioner / Independent Commissioner : Lintang Nugroho
- Independent Commissioner : Drs. H. Riyanto

- C. The meeting was attended by:
- Agenda 1 – 2; 22,271,377,448 shares, which have voting rights were valid or equivalent to 92.46% of the total shares with valid voting rights issued by the Company.
  - Agenda 3 – 7; 22,271,329,448 shares, which have voting rights were valid or equivalent to 92.46% of the total shares with valid voting rights issued by the Company.
- D. Meetings are given the opportunity to ask questions and/or give opinions related to any of the agenda of the Meeting.
- E. In the 1<sup>st</sup> (first) and the 3<sup>th</sup> (third) Meeting Agenda there are 2 questions of the shareholders or their proxies.
- F. Decision-making mechanism in the Meeting are as follows:  
Resolutions of Meeting are made by deliberation for consensus. If deliberation for consensus are not reached, then the vote is held.
- G. The result of decisions made by voting, number of votes and percentage of the resolution of Meeting of all shares with voting rights were present at the Meeting shall be as follows:

Agenda	Agree	Disagree	Abstain
First Agenda	22,269,934,545 votes or 99.994%	55,703 votes or 0%	1.387,200 votes or 0.006%
Second Agenda	10,738,866,161 votes or 48.218%	11,532,511,287 votes or 51.782%	0
Third Agenda	21,878,655,194 votes or 98.237%	392,674,254 votes or 1.763%	25,000 votes or 0%
Fourth Agenda	22,270,677,045 votes or 99.997%	654 403 votes or 0.003%	0
Fifth Agenda	22,271,329,448 votes or 100.00%	0	0
Sixth Agenda	22,226,812,657 votes or 99.800%	44,516,791 votes or 0.200%	0
Seventh Agenda	22,271,329,448 votes or 100.00%	0	0

- H. Resolutions of Meeting are principally as follows:

**First Agenda:**

1. Approved the Annual Report of the Company on the situation and the course of business activities of the Company, which shall include the Financial Report of the Company for the 31 December 2017 were audited by Public Accountant Office Satrio Bing Eny & Partners (member of Deloitte Touche Tohmatsu Limited) as evident from Letter Number GA118 0116 PIB IBH dated 28-02-2018, the opinions Fairly, in all material respects, the category including business activity which is derived from the Company's main business activities ( "Financial Report") as well as Supervisory Report of Board of Commissioners and certify Financial Report.
2. With the approval of the Annual Report as well as the ratification of the Financial Report including the Balance Sheet and Profit and Loss Statement for the 31 December 2017, it therefore means also provide exemptions and repayment in full (acquit et de charge) to all members of the Board of Directors and Board of Commissioners for the actions of management and supervision they have run for the fiscal year 2016 throughout the actions of management and supervision are reflected in the Balance Sheet and Profit and Loss Statement and/or in the Annual Report.

## **Second Agenda:**

Not approve, the distribution of Dividends amounting to Rp 10,- per share or totally Rp.240.876.459.980,-.

So that the entire 2017 fiscal year net profit of Rp. 2,727,371,320,265.21 will be recorded as retained earnings.

## **Third Agenda:**

1. Approve the appointment of the members of the Board of Directors of the Company as of the closing of this Meeting until the closing the Annual General Meeting of Shareholders to be held in the year of 2021 as follows:

The Board of Directors

1. President Director : Herwidayatmo
2. Deputy President : Roosniati Salihin
3. Deputy President : Hendrawan Danusaputra
4. Director : Lionto Gunawan
5. Director : Ng Kean Yik
6. Director : Gunawan Santoso
7. Director : Edy Heryanto
8. Director : Januar Hardi
9. Director : H. Ahmad Hidayat
10. Director : Suwito Tjokrorahardjo
11. Director of Compliance : Antonius Ketut Dwirianto

2. Approve the appointment of the members of the Board of Commissioner of the Company as of the closing of this Meeting until the closing the Annual General Meeting of Shareholders to be held in the year of 2020 as follows:

The Board of Commissioners:

1. Pres. Commissioner Independent : Johnny
2. Vice Pres. Commissioner Independent : Lintang Nugroho
3. Commissioner : Chandra Rahardja Gunawan\*)
5. Independent Commissioner : Drs. H. Riyanto
6. Commissioner : Lianna Loren Limanto

\*) *Effective after obtaining approval from the Financial Services Authority (OJK)*

3. Approve to give full authority and power with the substitution rights to each member of the Board of Directors either individually or jointly to perform all necessary actions relating to decisions as taken or decided in this meeting, including but not limited to declare the appointment of members of the Board of Directors and members of the Board of Commissioners in the notary deed, to notify the composition of the members of the Board of Directors and the Board of Commissioners in the Company as mentioned above in accordance with applicable laws and regulations.

## **Fourth Agenda:**

1. a. Approving the honorarium of the Board of Commissioners for the fiscal year 2018 amounted to Rp.6.969.000.000,-.  
b. Approve the granting authority to the Board of Commissioners to determine the salary and allowances of the members of the Board of Directors for the fiscal year 2018.
2. Agree to perform any and all other actions necessary for such purposes.

**Fifth Agenda:**

Agree to authorize the Board of Directors of the Company to determine the division of tasks and authority of the Board of Directors and perform any and all other actions necessary for such purposes.

**Sixth Agenda:**

1. Agree to appoint Public Accountant Office Satrio Bing Eny & Partners (member of Deloitte Touche Tohmatsu Limited) with licenses registered in the FSA who will audit the Financial Report of the Company for the fiscal year 2018, and therefore up to this time the Board of Commissioners has not been able to determine the name of the Public Accountants, then agreed to delegate authority to the Board of Commissioners to appoint a Public Accountant of Satrio Bing Eny & Partners (member of Deloitte Touche Tohmatsu Limited) which will audit the Financial Report for the fiscal year 2018. The appointed Public Accountant must have registered permits in FSA/OJK and competence in accordance with the complexity of the business, as well as qualified and applicable regulations.
2. Agree to proxy and authority to the Board of Commissioners to determine the honorarium and other requirements, in connection with the appointment of the Public Accountants and Public Accountants Office.
3. Agree in terms of the Public Accountants and the appointed Public Accountant Office for some reason unable to perform their duties, giving authority to the Board of Commissioners to appoint Public Accountant and other Public Accounting Office that has experience in banking audit and is affiliated with the International Public Accountants recognized and registered at the Financial Services Authority.

**Seventh Agenda**

1. Approve the Company's Recovery Plan as submitted to OJK on December 22, 2017 to comply with the POJK no. 14 Year 2017.
2. Agree on the delegation of authority to the Board of Commissioners and / or Board of Directors to perform all necessary actions in implementing the Recovery Plan in accordance with applicable regulations.

**Jakarta, May 23, 2018**  
**Board of Directors of the Company**