



**PaninBank**

**SUMMON**

**ANNUAL GENERAL MEETING OF SHAREHOLDERS (AGMS)**

**OF PT. BANK PAN INDONESIA Tbk**

**Abbreviated to as PT. BANK PANIN Tbk ( "Company" )**

The Board of Directors hereby invites the Shareholders to attend the GMS (Meeting) which will be held on:

**Day/Date** : Thursday/June 22nd 2023  
**Time** : 11.00 a.m. of Western Indonesian Time  
**Place** : Panin Bank Building 4<sup>th</sup> Floor,  
Jl. Jend. Sudirman – Senayan, Central Jakarta

**Agenda:**

1. Annual Report of the Company on the business activities and Legalization of Annual Financial Statements of the Company including the Board of Commissioners' Supervision Report for the 2022 fiscal year.
2. The use of profit obtained by the Company for the 2022 fiscal year as well as Dividend Distribution Plan.
3. Determination of honorarium for the members of Board of Commissioners of the Company and the Provision of authorities to the Board of Commissioners of the Company to determine the amount of salaries and allowances for the members of Board of Directors of the Company.
4. The appointment of Public Accountant to audit the Company's book for the 2023 fiscal year.
5. The Change to the Management of Company.
6. Update of the Company's Recovery Plan for November 2022 and the First Arrangement of the Company's Resolution Plan for November 2022.

**With the explanation on agenda as follows:**

- The 1<sup>st</sup>, 2<sup>nd</sup>, 3<sup>rd</sup> and 4<sup>th</sup> Agenda of Meeting are routing agenda except the 2<sup>nd</sup> agenda which discusses on the distribution of dividend to be outlined separately and held at the Meeting of the Company. This is in accordance with the provisions in the Articles of Association of the Company and Law No. 40 of 2007 on Limited Liability Companies ( "UUPT" ) as well as the Financial Services Authority Regulation ( "POJK" ).
- The 3<sup>rd</sup> agenda is in accordance with Article 96 in conjunction with Article 113 of UUPT and Articles of Association of the Company.
- The 5<sup>th</sup> agenda is in accordance with the provisions of article 16.10 and article 19.13 of Articles of Association of the Company on the change to the compositions of Board of

Directors and Board of Commissioners of the Company must be decided at the Meeting.

- The 6<sup>th</sup> agenda is in accordance with the Financial Services Authority Regulation.

#### **General Provisions:**

1. The Meeting shall be held Electronically and Physically using Electronic General Meeting System KSEI application (“eASY.KSEI”) by referring to POJK No. 15/POJK.04/2020 on Plan and Implementation of General Meeting of Shareholders of Public Company (“POJK 15/20”) and No. 16/POJK.04/2020 on Implementation of General Meeting of Shareholders of Public Company Electronically (“POJK 16/20”) and Articles of Association of the Company.
2. The Company does not deliver invitation letters to the Shareholders by itself and this summon constitutes an official invitation for the Shareholders to attend the Meeting.
3. This Summon can be viewed at the Company’s website at [www.panin.co.id](http://www.panin.co.id); Indonesia Stock Exchange website and the eASY.KSEI application.
4. Shareholders who have the rights to attend or be represented at the Meeting are the Shareholders whose names are registered in the Company’s Shareholder Register on 30<sup>th</sup> May 2023 at the closing of the trading hours of the Indonesia Stock Exchange.
5. The Company hereby advises the Shareholders to grant the power of attorney to the Independent Party, namely the Company’s Securities Administration Bureau (PT Raya Saham Registra), which will represent the Authorizer to attend, vote and ask questions as well as make decisions at the Meeting.
6. Participation of Shareholders at the Meeting can be carried out with the mechanisms as follows:

##### **I. Attend by themselves at the Meeting.**

The Shareholders who will attend the Meeting, before entering the Meeting room are asked to:

- a. Inform SID (Single Investor Identification) Number originated from KSEI.
- b. Deliver to the registration officer a photocopy of Resident Identity Card (KTP) or proof of personal identity.
- c. The Shareholders, Legal Entities or the Proxies of Shareholders of Legal Entities shall deliver: (i) Power of Attorney which has been determined by the Company, (ii) photocopy of the most recent Articles of Association of the company, (iii) photocopy of deed of appointment of the most recent company management composition, and (iv) special power of attorney (if required by Articles of Association of the referred Legal Entities).
- d. The Shareholders in the KSEI collective custody are required to show Written Confirmation for GMS (“KTUR”) to the registration officer before entering the Meeting room.

Attendance is required to present no later than 30 minutes before the Meeting starts.

##### **II. Attend the Meeting Electronically**

- a. The Shareholders who Have Rights must be registered first in the KSEI Securities Ownership Reference facility (“KSEI AKSes”). In case the Shareholders have not yet registered, please make registration via website at <https://akses.ksei.co.id>.
- b. The Eligible Shareholders can declare their presence no later than June 21<sup>st</sup> 2023 at 09.00 a.m. of Western Indonesian Time.
- c. The Eligible Shareholders or the Proxies below:

- i. The Eligible Shareholders have not yet made declaration of attendance electronically by the deadline for attendance declaration;
  - ii. The Eligible Shareholders who have made the declaration of attendance but have not yet made votes by the deadline for the declaration of attendance;
  - iii. Individual Representative and Independent Party who have been appointed by the Company, namely the representative from PT Raya Saham Registra as the Company's Securities Administration Bureau who have received power of attorney from the Eligible Shareholders, but the concerned Eligible Shareholders have not made votes by the deadline for the declaration of attendance;
  - iv. KSEI Participants/Intermediary Banks (Custodian Bank or Securities Company) who have received power of attorney from the Eligible Shareholders who have made votes via eASY.KSEI; must register their attendance electronically via eASY.KSEI on the date of implementation of Meeting starting from 11.00 a.m. of Western Indonesian Time to 13.00 p.m. of Western of Indonesia.
- d. The Eligible Shareholders who have provided declaration of attendance or proxies to the Individual Representative or Independent party and have determined the voting options for the Meeting Agenda in eASY.KSEI until the specified time limit, then the concerned parties do not need to made registration of attendance electronically in eASY.KSEI.
- e. Delay or failure in the electronic registration process with any reason shall result in Eligible Shareholders or Proxies cannot attend the Meeting electronically, as well as their ownership of shares shall not be counted as a quorum of attendance.

### III. Grant of Proxy

#### a. Grant of Proxies Electronically

- The Company appeals to the Shareholders in the Collective Custody of PT Kustodian Sentral Efek Indonesia ("KSEI") to grant power of attorney electronically ("e-Proxy") to Independent Proxies, namely representatives appointed by the Company's Securities Administration Bureau (PT. Raya Saham Registra ) in the eASY.KSEI facility available on the Securities Ownership Website/AKSes.KSEI (<https://akses.ksei.co.id/>);
- Shareholders can also provide power of attorney electronically/e-Proxy to the Proxies appointed by the Shareholders, as long as the Proxies have been registered in the eASY.KSEI facility.
- The granting of power of attorney electronically/e-Proxy must comply with the procedures, terms and conditions set by KSEI and the Company. The power of attorney form is available on the Company's website [bit.ly/SuratKuasaRUPS](http://bit.ly/SuratKuasaRUPS)).
- The Shareholders who have granted power of attorney electronically may submit questions or opinions on the Agenda of the Meeting using the inquiry form and procedures which can be downloaded on the Company's website ([www.panin.co.id](http://www.panin.co.id)) and send them via email: [panin@panin.co .id](mailto:panin@panin.co.id) no later than June 16<sup>th</sup> 2023.

#### b. Grant of Proxies Non-Electronically

- In addition to the grant of electronic power of attorney/e-Proxy as mentioned above, the Shareholders can provide power of attorney outside the eASY.KSEI mechanism.

- The original Power of Attorney along with a copy of the identity card (KTP/Passport) and the articles of association of the shareholders (if it's in the form of a legal entity) must be submitted directly to the Company's Securities Administration Bureau, namely PT.Raya Saham Registra ("BAE") or to the registration officer at the Meeting venue no later than 30 minutes before the meeting starts.
7. The Shareholders or their proxies who will attend the Meeting or Shareholders who will exercise their voting rights in the eASY.KSEI application, can inform their attendance, the proxy and their votes through the eASY.KSEI application on the link <https://akses.ksei.co.id/>.
  8. Meeting materials/materials are available at the Company's Head Office during working hours from the date of the Meeting Summons until the date of the Meeting and in accordance with the provisions of Articles 17 and 18 POJK 15/2020, meeting agenda materials are available and can be accessed and downloaded through the Company's website ([www. panin.co.id](http://www.panin.co.id)) from the date of the summons for the GMS until the GMS is convened.
  9. Shareholders or their proxies who are present must fulfill the following conditions:
    - Wear a mask while in the meeting area and venue
    - Follow the committee's directions regarding the health protocol set by the Company.
  10. Meeting will be held as efficiently as possible and limit the number of participants in the room.
  11. Rules, information, announcements and summons can be seen on the Company's website.
  12. The government or the competent authority may at any time issue a policy prohibiting the holding of the Meeting or prohibiting the Company's shareholders from attending directly at the Meeting before or on the appointed day of the Meeting, this is completely outside the responsibility and authority of the Company.

Jakarta, May 31<sup>st</sup> 2023

Board of Directors of the Company