

## **Explanation of The Agenda for Extraordinary General Meeting of Shareholders of PT Bank QNB Indonesia Tbk**

In relation to the plan to hold the Extraordinary General Meeting of Shareholders (“Meeting”) of PT Bank QNB Indonesia Tbk (the “Company”) on Monday, 10 July 2017, the Company has announced in the daily newspaper *Investor Daily* :

- Preliminary Notice of the Meeting on 31 May 2017.
- Formal Notice of the Meeting on 16 June 2017.

Furthermore, in compliance with Regulation of the Financial Services Authority No. 32/POJK.04/2014 dated 8 December 2014 regarding the Plan and Implementation of the General Meeting of Shareholders of Publicly-Held Company, the Company hereby provides the explanation of its Agenda, as follows:

### **Agenda**

Approving the changes in the composition of the Company’s Board of Directors and/ or Board of Commissioners.

### **Explanation of the Agenda**

In accordance with Article 15 paragraph 9, Article 18 paragraph 13 & paragraph 16 of the Company’s Articles of Association: it is proposed that the Meeting approves the changes in the composition of the Company’s Board of Directors and Board of Commissioners.

The Board of Commissioners received the recommendation from the Remuneration & Nomination Committee and propose the changes in the composition of the Company’s Board of Directors and Board of Commissioners as follows:

- (i) To accept the resignation of Mr. Grant Eric Lowen as Commissioner of the Company.
- (ii) To appoint Ms. Heba Ali Ghaith Al – Tamimi & Mr. Stephen Holden as the Commissioner of the Company, respectively and Mr. Adhiputra Tanoyo as the Director of the Company. The term of office will be commencing from the date when each candidate passed the FSA’s Fit & Proper Test to the Annual General Meeting of the Shareholders of the Company held in 2018.

The Curriculum Vitae of the candidate of Commissioner and Director of the Company can be found in the last part of this document.

### **Supported Data/Material**

Curriculum Vitae of the candidate of the Commissioners and the Director of the Company are as follows:



#### **Heba Ali Ghaith Al – Tamimi**

Citizen of Qatar. Earned her Bachelor of Commerce from College of Economics & Administration, Qatar University in 1995.

She started her career at Qatar National Navigation & Transport from 1995 until 1998 as Section Head – Accounts Receivable & Payable, then joint Qatar National Bank, Q.S.P.C. in 1998 up to now where currently she is a General Manager – Group Retail Banking. She is also member of the Board of Directors and Audit Committee of QNB Al Ahli in Cairo, Egypt; member of Board of Directors and Investment Committee of Growthgate Capital in Dubai, UAE; and member of Board of Directors of QNB Financial Services in Doha, Qatar.



#### **Stephen Holden**

Citizen of UK. Earned her Bachelor of Science - specializing in development economics and international trade from London School of Economics in 1983.



He started his career since 1983 at Barclays Bank Plc, currently he has more than 33 years experience in banking throughout in the UK, Australia, Asia, and the GCG. Since 2015 up to present he joins Qatar National Bank (Q.P.S.C.) and serves as General Manager Singapore.



### **Adhiputra Tanoyo**

Citizen of Indonesia. Earned his **Master of Science** in Financial Economics, Risk Management from Erasmus Universiteit Rotterdam (Holland) in 1998.

He has been working in the area of risk management for more than 20 years, including with Bank Mega in 2004 - 2009 with last position as Senior Vice President, Head of Risk Management; Bank UOB Indonesia in 2009 - 2013 with last position as Executive Director, Head of Risk Management; and Bank Commonwealth in 2013 - March 2017 as Risk Management Director.

Jakarta, 16 June 2017  
PT Bank QNB Indonesia Tbk  
Board of Directors