

# Notice of The Annual General Meeting of Shareholders of PT Bank QNB Indonesia Tbk

PT Bank QNB Indonesia Tbk (the “**Company**”) hereby invites the Shareholders of the Company to attend the Annual General Meeting of Shareholders (the “**Meeting**”) of the Company, which will be held as follows:

Date : Wednesday, 26 June 2019  
Time : 10.00 a.m. Western Indonesia Time until finish  
Venue : QNB Tower, 3rd floor  
18 Parc, SCBD  
Jl. Jend. Sudirman Kav. 52-53  
Jakarta

#### Agenda:

1. To approve the Annual Report of the Company, including the Board of Directors’ Report, the Board of Commissioners’ Supervisory Report, and the Financial Statements for the fiscal year ended 31 December 2018.
2. To appoint the Independent Auditor of the Company for fiscal year 2019.
3. To determine the honorariums/ salaries and other allowances for the members of the Board of Commissioners and Board of Directors of the Company.
4. Realization Report of the Use of Funds from Rights Issue V & VI.
5. Changes of the Board of Commissioners and/or Board of Directors of the Company.
6. Amendment in the Articles of Association, in particular Article 3 relating to the aim, purpose, and business activity.

#### Explanation of the Agenda and Materials of the Meeting:

##### **Items 1-3 on the Agenda:**

Items 1-3 on the agenda are the regular agenda of the Company’s Annual General Meeting of the Shareholders, in accordance with the Law Number 40 of 2007 on Limited Liability Companies and the Company’s Articles of Association.

##### **Item 4 on the Agenda:**

To comply with the provisions of OJK Number 30/POJK.04/2015 dated 16 December 2015 regarding the Realization Report of the Use of Funds from the Public Offering, the Company submits the Realization Report of the Use of Funds from Rights Issue V & VI.

##### **Item 5 on the Agenda:**

In accordance with the provisions of the Articles of Association of the Company in Article 15 paragraph 9 & Article 18 paragraph 13 concerning members of the Board of Commissioners & Board of Directors are appointed and terminated by the General Meeting of Shareholders, as well as Article 18 paragraph 16 & Article 15 paragraph 12 concerning the resignation of member of the Board of Commissioners & Board of Directors, the Company proposes to the Meeting to approve the changes of the Board of Commissioners and Board of Directors of the Company.

##### **Item 6 on the Agenda:**

Amendment in the Articles of Association, in particular Article 3 relating to the aim, purpose, and business activity to adjust to the provisions of prevailing laws and regulations.

#### General Provisions:

1. The Company will not send a specific Meeting invitation to each Shareholder and this invitation is the official invitation to the Company’s Shareholders.
2. The Shareholders who are entitled to attend and/or to be represented in the Meeting are those whose names are registered in the Company’s Shareholder Register on 29 May 2019 by 04.00 p.m. (Western Indonesia Time).
3. The Shareholders whose shares are in KSEI collective custody and are going to attend the Meeting shall register themselves through KSEI Account Holder (Securities/Bank Custody) to get the Written Confirmation to Attend the Meeting (“**KTUR**”).
4. The Shareholders who are going to attend the Meeting must submit a copy of their Identity Card (I.D.) to the Registration Officer before entering the Meeting room. Those representing shareholders in the form of a legal entity are requested to submit copies of the existing and applicable Articles of Association of the Company, the deed of the appointment of incumbent members of the Board of Directors and the Board of Commissioners or the existing management composition. The Shareholders who are in the KSEI collective custody shall show the original KTUR.
5. a. The Shareholders who are unable to attend the Meeting may be represented by their proxy by submitting legitimate power of attorney with the standard form of power of attorney determined by the Company’s Board of Directors. The members of the Board of Commissioners, the Board of Directors and employee of the Company may act as any Shareholder’s representative in the Meeting, however their votes shall not be included in the total number of votes cast in the Meeting.  
b. The power of attorney form is available everyday during business hours at Company’s Share Administration Bureau (“**BAE**”), PT Adimitra Jasa Korpora, which is domiciled at Rukan Kirana Boutique Office, Jl. Kirana Avenue III Blok F3 No. 5, Kelapa Gading, Jakarta Utara.
6. The Agenda/ Materials of the Meeting can be accessed on the Company’s website ([www.qnb.co.id](http://www.qnb.co.id)) and are also available in the Company’s Head Office during working hours since the date of the Notice of the Meeting up to the date of the Meeting and can be obtained by submitting a written request to the Company’s Corporate Secretary.
7. In order to facilitate the proper arrangement for the Meeting, the Shareholders or their representatives are respectfully requested to be present at the meeting room 30 minutes prior to the Meeting.

Jakarta, 31 May 2019  
PT Bank QNB Indonesia Tbk  
Board of Directors

PT Bank QNB Indonesia Tbk is registered and supervised by the Financial Services Authority (OJK).