

# EXPLANATION ON THE AGENDA OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

PT Bank Permata Tbk

Jakarta, 16 March 2020

# TIME AND PLACE

Annual General Meeting of Shareholders (“AGMS”) of PT Bank Permata Tbk (“Company”) will be convened on:

**Day/Date** : Tuesday/14 April 2020

**Time** : 02.00 PM – onwards

**Place** : Nusantara Room, WTC II, Lantai 21  
Jl. Jend. Sudirman Kav.29-31, Jakarta 12920

# FIRST AGENDA

## To approve the 2019 Annual Report and to ratify the Consolidated Financial Statements of the Company for the financial year ended 31 December 2019

- In accordance with the article 12 paragraph (2) and the article 24 paragraph (4) of the Company's articles of association, as well as article 69 paragraph (1) Law Number 40 Year 2007 regarding Limited Liability (Law 40/2007), Annual Report of the Company including supervisory report from the Board of Commissioners as of 31 December 2019 must be submitted to the Meeting to be approved and Consolidated Financial Statements as of 31 December 2019 must also be submitted to the Meeting to be ratified.
- By granting approval on the Company's Annual Report and ratification on the Company's Consolidated Financial Statements from the Meeting, then the Meeting shall grant full acquittal and discharge (acquie et de charge) to all members of the Board of Directors and the Board of Commissioners for all their management and supervisory actions as they have respectively carried out during the previous financial year, provided that such actions are reflected in the Annual Report and financial calculation of the Company except for the fraud, embezzlement and other criminal acts.
- Consolidated Financial Statements as of 31 December 2019 has been announced in the Bisnis Indonesia newspaper on 19 February 2020. Consolidated Financial Statements and Annual Report of the Company as of 31 December 2019 are available and can be downloaded in the Company's website ([www.permatabank.com](http://www.permatabank.com)).
- Link to download Consolidated Financial Statements as of 31 December 2019 and link to download 2019 Annual Report as follows:  
Link to download Consolidated Financial Statements:  
<https://www.permatabank.com/id/tentang-kami/hubungan-investor#!/Laporan-Keuangan>  
Link to download 2019 Annual Report:  
<https://www.permatabank.com/id/tentang-kami/hubungan-investor#!/Laporan-Tahunan>

# SECOND AGENDA

## To approve the allocation of the Company's net profit for the financial year ended 31 December 2019

- In accordance with the article 25 paragraph (1) of the Company's articles of association and article 71 Law 40/2007, the allocation of the Company's net profit for the year ended 31 December 2018 is determined by the AGMS.

# THIRD AGENDA

## **To appoint the Public Accountant Office who will audit the Financial Statements of the Company for the financial year of 2020 and to determine fees for the said Public Accountant Office and other terms of appointment**

- In accordance with the article 12 paragraph (2) articles of association of the Company, article 36 A of OJK Regulation number 10/POJK.04/2017 regarding the Amendment of OJK Regulation number 32/POJK.04/2017 regarding Planning and Convening General Meeting Shareholders of Public Company, and also article 13 OJK Regulation number 13/POJK.03/2017 regarding Use of Services of Public Accountants and Public Accounting Office, proposal to appoint Public Accounting Office and/or Public Accountant who will audit the Company's Financial Statements for financial year ended 31 December 2020 must be approved by the Meeting by taking into consideration proposal from the Board of Commissioners.
- By taking into consideration the proposal from the Board of Commissioners, the Company is proposing to reappoint Public Accountant Office Tanudiredja, Wibisana, Rintis & Rekan, member of PricewaterhouseCoopers' firm network and listed in the OJK to audit the Company's Financial Statements for financial year of 2020.

# FOURTH AGENDA

## Changes of the Management of the Company

- In accordance with the article 17, article 20, and article 23 articles of association of the Company, changes of the management of the Company must be approved by General Meeting of Shareholders.
- In accordance with article 17 and article 20 articles of association of the Company, members of the Board of Directors and Board of Commissioners are appointed by the General Meeting of Shareholders, in which tenure of each member will be commenced from the date determined by such General Meeting of Shareholders until the closing of the third Annual General Meeting of Shareholders after the appointment date.
- In accordance with article 23 articles of association of the Company, members of the Sharia Supervisory Board are appointed by the General Meeting of Shareholders, in which tenure of each member will be commenced from the date determined by such General Meeting of Shareholders until the closing of the second Annual General Meeting of Shareholders after the appointment date.

# FOURTH AGENDA (continue)

## Resume of Independent Commissioner Candidate:

Mr. Goei Siau Hong has various experiences in risk management and finance, also has held several leadership roles in companies, as follows:

- Independent Commissioner of PT Bank Mandiri Tbk (Persero) (2015-2019);
- Member of Risk Monitoring Committee in PT Bank Permata Tbk (2006-2010);
- President Director of Gagas Prima Solusi (2001);
- Head of Research in Nomura Indonesia (1999-2001);
- Vice President, Research in Nomura Singapore (1998-1999);
- Head of Research in SocGen Crosby (1996-1998);
- Senior Analyst, Deputy Head of Research, & Head of Research in CLSA Indonesia (1995-1996);
- Equity Analyst & Senior Equity Analyst in WI Carr Indonesia (1993-1995); and
- Systems Analyst in Astra Graphia (1988-1991).

Mr. Goei Siau Hong holds Master of Business Administration (MBA) degree majoring in *Business/Finance* and Marketing from Indiana University, Bloomington, Amerika Serikat in 1993 and Engineering degree majoring in Agronomy from Institut Pertanian Bogor in 1988.

He also holds CFA (*Chartered Financial Analyst*) from CFA Institute and also FRM (*Financial Risk Manager*) from GARP (*Global Association of Risk Professionals*).

## Goei Siau Hong



Citizen of Republic of Indonesia, 55 years.

# FOURTH AGENDA (continue)

## Resume of Independent Commissioner Candidate:

Mr. Yap Tjay Soen has various experiences in risk management and finance, also has held several leadership roles in companies, as follows:

- Director of PT Finansia Pacifica Raya (2019-present);
- Commissioner of PT Finansia Multi Finance (2019-present);
- Senior Advisor in IRAI (*Independent Research & Advisory Indonesia*) (2019-present);
- Independent Commissioner of PT Putra Mandiri Jembar Ibu (2019-present);
- *Chairman* in Karma Advisory (2016-present);
- Audit Committee in PT CIMB Niaga Tbk (2016-present);
- Independent Director of PT Eagle High Plantation (2015-present);
- Managing Director & Chief Financial Officer of PT Bank Negara Indonesia Tbk (Persero) (2008-2015);
- President Director & Group CEO of PT Tuban Petrochemical Industries (2002-2007);
- Commissioner of PT Bank Mandiri Tbk (Persero) (2005-2007);
- Commissioner of PT Bank Negara Indonesia Tbk (Persero) (2003-2005);
- Commissioner of PT Aneka Tambang Tbk (2002-2007);
- Deputy President Director of PT Bank International Indonesia Tbk (1999-2001);
- Chief Operating Officer in Asia Food & Properties (1998-1999);
- Held several positions in PT Astra International Tbk (1989-1998); and
- Vice President in Citibank Indonesia (1980-1988).

Mr. Yap Tjay Soen holds Master of Business Administration (MBA) degree from McGill University, Montreal, Canada in 1980 and Bachelor of Science degree, majoring in *Engineering*, from McGill University, Montreal, Canada in 1976.

## Yap Tjay Soen



Citizen of Republic of Indonesia, 66 years



# FIFTH AGENDA

## **To determine the amount and type of remuneration and other facilities granted by the Company to the Board of Commissioners, the Board of Directors and Sharia Supervisory Board**

- In accordance with the article 17 paragraph (4) and article 20 paragraph (5) of the Company's articles of association the amount and type of remuneration and other facilities for members of Board of Directors and Board of Commissioners must be determined by the General Meeting of Shareholders, where the General Meeting of Shareholders' authority to determine the amount and type remuneration and facilities for members of the Board of Directors can be delegated to the Board of Commissioners. In accordance with the article 23 paragraph (3) of the Company's articles of association, the amount of allowances for the members of the Sharia Supervisory Board is determined by the General Meeting of Shareholders

# THANK YOU



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