

EXPLANATION OF THE AGENDA OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF PT BANK PERMATA Tbk

PT Bank Permata Tbk

In accordance with the planning to convene AGMS of PT Bank Permata Tbk (“Company”), which will be held on:

Day/Date : Tuesday, 24 April 2018
 Time : 14.00 WIB – onwards
 Venue : Nusantara Room, WTC II, 21st Floor
 Jl. Jend. Sudirman Kav. 29-31, Jakarta 12920

Notice of the AGMS has been announced in the Bisnis Indonesia newspaper, the Company’s website, and the Indonesia Stock Exchange website on 16 March 2018. In order to fulfill the stipulation of Article 13 Otoritas Jasa Keuangan Regulation number 32/POJK.04/2014 regarding Planning and Convening General Meeting Shareholders of Public Company (POJK 32), explanation of AGMS agenda are as follows:

I. To approve the Annual Report 2017 and to ratify the Consolidated Financial Statements of the Company for the financial year ended 31 December 2017

In accordance with the Article 12 (2) and the Article 24 (4) of the Company’s Articles of Association, as well as Article 69 (1) Law Number 40 Year 2007 regarding Limited Liability (Law 40/2007), Consolidated Financial Statements and Annual Report of the Company including supervisory report from the Board of Commissioners as of 31 December 2017 must be submitted to the AGMS to get the ratification and approval.

By granting approval for Annual Report and ratification for Consolidated Financial Statements by the AGMS, then the AGMS shall grant full acquittal and discharge (*acquite 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 31 December 2017 has been announced in the Bisnis Indonesia newspaper on 23 February 2018. Consolidated Financial Statements 31 December 2017 and 2017 Annual Report of the Company is available and can be downloaded in the Company's website (www.permatabank.com).

II. To approve the allocation of the Company's net profit for the financial year ended 31 December 2017

In accordance with the Article 25 (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 2017 is determined by the AGMS.

III. To appoint the Company's Public Accountant who will audit the Financial Statement of the Company for the financial year of 2018, and to determine fees for the Public Accountant and its terms of appointment

In accordance with the Article 12 (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 Accountant and/or Public Accounting Firms who will audit the Company's Consolidated Financial Statement for financial year ended 31 December 2018 must be approved by the General Meeting of Shareholders.

IV. Change in the Management of the Company and the appointment of the Company's Sharia Supervisory Board

- In accordance with the Article 17 and Article 20 Articles of Association of the Company, changes in the composition of the management of the Company must be approved by the General Meeting of Shareholders.
- In accordance with the AGMS's result of the Company dated 29 March 2017, terms of office of Mr. Lukita D. Tuwo as Independent Commissioner of the Company, Mr. David Allen Worth as Independent Commissioner of the Company and Mrs. Indri Koesindrijastoeti Hidayat as Director of the Company are until the closing of Annual General Meeting of Shareholders which will be convened in 2018 or at any time in General Meeting of Shareholders in accordance with the Company's Articles of Association. Related to the above, the AGMS will propose the extension of the terms of office and the appointment of candidate of new members of Board of Commissioners and Board of Directors with the following curriculum vitae.
- In accordance with provisions of Number V.4.1 Kep-00001 / BEI / 01-2014 regarding Rule Number I-A Regarding Stock Listing and Equity Securities Other than Shares Issued by Listed Company, the Company is required to appoint an Independent Director.
- Furthermore, due to the end of terms of office of the Sharia Supervisory Board of the Company upon closing of the AGMS 2018, according to Article 23 of the Company's Articles of Association, the Sharia Supervisory Board of the Company is appointed by the General Meeting of Shareholders for the period of 2018-2020. The curriculum vitae of the Sharia Supervisory Board of the Company for the period 2018-2020 as mentioned below.

A. Curriculum Vitae of the Candidate of New member of Board of Commissioners:

1. Independent Commissioner (the extension of terms of office)

David Allen Worth



United States of America Citizen, 56 years old.

He holds a Master of Business Administration degree from Rice University (1984-1986) and a Bachelor of Science degree in Foreign Service from Georgetown University (1979-1983).

Appointed as Independent Commissioner of PermataBank pursuant to the EGMS resolutions on 12 August 2009, and re-appointed lastly based on AGMS dated 29 March 2017.

He also serves as Member of Committee in PermataBank as Chairman of Audit Committee; Chairman of Risk Monitoring Committee and Member of Remuneration and Nomination Committee.

He previously served as Commissioner of PermataBank pursuant to the resolutions of PermataBank's EGMS on 17 October 2006. He began his

professional career in 1986-1988 as Financial Analyst at First Interstate Bank in Los Angeles, California and later as Interest Rate Derivatives Trader. He then joined Standard Chartered Bank, Hong Kong in 1993 and held various positions, including Group Head of Financial Engineering and Interest Rate Derivatives, Group Head of Global Products and as Group Head of Capital Markets from 2001 to 2006, President Commissioner of Standard Chartered Securities (2004 - July 2009). He spearheaded the growth in SCB's domestic currency interest rate derivatives, fixed income, credit derivatives and asset securitization businesses around the globe during his tenure with the bank. David also provides executive coaching to CEOs and company directors as well as financial advisory services, including fundraising and risk advisory to corporates in Southeast Asia. He is also a Non-Executive Director of Sentosa Capital, an Asia Credit Hedge Fund based in Singapore.

2. Independent Commissioner Candidate:

Rahmat Waluyanto



Indonesian citizen, 61 years old.

He served as Vice Chairman of the Board of Commissioners of the Financial Services Authority (Otoritas Jasa Keuangan) from July 2012 to July 2017 who is responsible as Chairman of the Ethics Committee, Legal Department, HR, Logistics, Finance, OJK Institute, Organization and IT. Previously, he served

as Director General at the Directorate General of Debt Management of the Ministry of Finance (November 2006 - June 2012), as Director at the Directorate of Management of Government Securities (SUN) Ministry of Finance (October 2004 - October 2006), as Head of Sub Directorate at Directorate of Management of Government Securities (SUN) Management (October 2001 - October 2004), as Head of Portfolio Management at the State Treasury Management Bureau of the Ministry of Finance (January 2000 - October 2001), and as Head of Sub Directorate of Accounting and Appraisal Services at the Directorate of Accounting and Appraisal Services of the Ministry of Finance (December 1998 - January 2000).

He earned a Bachelor of Economics degree from Gadjah Mada University in 1983, a Master of Business Administration degree from the University of Denver in 1992, and obtained his Doctor of Philosophy (PhD) degree from the University of Birmingham in 1997.

B. Curriculum Vitae of the Candidate of New member of the Board of Directors:

1. Independent Director

Darwin Wibowo



Indonesian Citizen, 43 years old.

He holds Bachelor of Science in Marketing from San Francisco State University in 1994 and Masters of Science in Business Administration, Finance from San Diego State University in 1996.

Appointed as Director of Wholesale Banking of PermataBank pursuant to the resolutions of AGMS on 29 March 2017, and appointed to the role on 21 June 2017.

Previously, he held the President Director position of PT Bank Andara since 2015. He also has held several positions as Head Corporate Banking of PT Bank Maybank Indonesia Tbk (previously known as PT Bank Internasional Indonesia Tbk) (2009–2014); General Manager, Head of Corporate Finance & Strategic Planning of PT Raja Garuda Mas Indonesia (2005 – 2009); Partner at PT Aegis Finansial Solusi (2003 – 2005); Associate at Delta Advisory Pte.

Ltd (2002 – 2003); and Relationship Manager at Citibank Indonesia (1997 – 2002).

2. Candidate for Director

Isdar Andre Marwan



Indonesian Citizen, 46 years old.

He is currently serves as Chief Human Resources Officer of PT Asuransi Jiwa Manulife Indonesia since April 2015. Prior to that he served as SVP, Head of HR Generalist at HSBC Indonesia (June 2006 - March 2015), as Director of Operations at PT Biti Duaribu (May 2003 - May 2006), and as Principal Consultant at the Institute of Applied Psychology University of Indonesia (August 1997 - April 2003).

He holds Bachelor of Bachelor of Psychology and Psychologist from Universitas Indonesia in 1997.

3. Candidate for Compliance Director

Dhien Tjahajani



Indonesian Citizen, 51 years old.

Dhien Tjahajani currently is the Legal and Compliance Director, Independent Director and Corporate Secretary of PT Bank Maybank Indonesia Tbk (previously known as PT Bank International Indonesia Tbk), in which her resignation from PT Bank Maybank Indonesia Tbk has been accepted and approved by the Annual General Meeting of Shareholders of PT Bank Maybank Indonesia Tbk on the 6th of April 2018 with the effective date of resignation on June 25th 2018.

Starting her career in banking industry in 1990 at PT Bank Central Asia, and during her career held several positions, i.e. as the Compliance Director of PT Bank Commonwealth Indonesia year 2012 until 2014, as the Compliance Director of PT Bank Barclay Indonesia in 2009 until 2011, as the Compliance Director of PT Bank Rabobank International Indonesia in 2006 until 2009, as Legal & Compliance Director and Corporate Secretary of PT Bank DBS

Indonesia in 2002 until 2006, and as the Head of Legal & Remedial Department of PT Bank Credit Lyonnais Indonesia in 1995 until 2002.

She obtained Bachelor of Law from Universitas Sebelas Maret in 1990 and then continued her education in Business, at Curtin University of Technology, Perth, Australia in 1994 and earned Master of Business Administration from Edith Cowan University,

C. Curriculum Vitae of the Candidate of Sharia Supervisory Board:

1. Candidate for Chairman of Sharia Supervisory Board

H. Muhamad Faiz, MA.



Indonesian citizen, age 43 years old

Chairman of Sharia Supervisory Board, Sharia Business Unit PermataBank since 2014 based on AGMS decision, dated 23 April 2014. Earlier, he is a member of Sharia Supervisory Board, Sharia Business Unit PermataBank since 29 August 2009 which had been approved by Bank Indonesia at 21 November 2008. Besides being a Chairman of Sharia Supervisory Board, he also serves as Chairman of Sharia Supervisory Board PT Indomobil Multi Finance Sharia, and Member of Sharia Supervisory Board of PT Bank Tabungan Pensiunan Nasional (BTPN) Sharia. He is also a Deputy Secretary

Commission Indonesia Ulema (“MUI”) Central, Banking Working Group
Member of Sharia National Board and a Vice Chairman of Lembaga Bahtsul
Masail PBNU.

In 1997, he obtained his degree from Sharia Faculty of the Islamic University,
Medina, Saudi Arabia.

2. Candidate for member of Sharia Supervisory Board

Prof. Dr. Jaih, SE. MH. M.Ag.



Indonesian citizen, aged 50 years old

He is a member of Sharia Supervisory Board of PermataBank since 2014,
based on AGMS dated 23 April 2014 and has obtained approval from OJK
based on a letter dated 28 August 2014.

Besides being a member of Sharia Supervisory Board, he also serves as the
Chairman of Sharia Supervisory Board Bank Jabar Syariah and Chairman of
Sharia Supervisory Board Al-Amin Insurance.

He is a Professor at the Faculty of Sharia and Law UIN Sunan Gunung Djati,
Bandung as well as a lecturer at the Bandung Institute of Qur’anic Studies,
Jakarta. In addition, he is a Vice Chairman of the Executive Agency Daily /

BPH National Sharia Board of the Indonesian Ulema Council (“DSN-MUI”). He has extensive experience in various religious and social organizations.

He earned a Doctorate Degree (S3) in Islamic Study from Post Graduate Program of the Syarif Hidayatullah UIN, Jakarta.

V. 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 (4) and Article 20 (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 GMS, where the GMS’ authority to determine the amount and type remuneration and facilities for members of Board of Directors can be delegated to the Board of Commissioners. In accordance with the Article 23 (3) of the Company’s Articles of Association, the amount of allowances for the members of the Sharia Supervisory Board is determined by the GMS.

VI. The Approval of the Company’s Recovery Plan

In accordance with Article 2 of OJK Regulation No. 14/POJK.03/2017 regarding the Recovery Plan for Systemic Banks, banks belonging to the category of Systemic Banks are required to prepare and submit an Action Plan (Recovery Plan) to OJK. Then under the provisions of Article 3 of POJK Number 14 / POJK.03 / 2017 regarding Recovery Plan for Systemic Banks, the Recovery Plan must be approved by the General Meeting of Shareholders.

VII. Accountability on Realization of Use of Funds from Public Offering

In connection with Limited Public Offering VIII (Rights Issue VIII) completed by the Company in 2017 and In accordance Article 6 (2) OJK Regulation No.30/POJK.04/2015 Report on Use of Funds Realization from Public Offering, the Company shall propose the realization of the use of funds of Rights Issue VIII to the AGMS to be held accountable.

Jakarta, 2 April 2018