

PENJELASAN MATA ACARA RAPAT UMUM PEMEGANG SAHAM LUAR BIASA

PT Bank Permata Tbk

Jakarta, 1 April 2020

WAKTU DAN TEMPAT PELAKSANAAN

Rencana pelaksanaan Rapat Umum Pemegang Saham Luar Biasa (“Rapat”) PT Bank Permata Tbk (“Perseroan”) akan diadakan pada

Hari/Tanggal : Kamis / 23 April 2020

Pukul : 14.00 WIB – selesai

**Tempat : Sasono Mulyo Ballroom, Hotel Le Meridien,
Jl. Jend. Sudirman Kav. 18-20, Jakarta 10220**

MATA ACARA PERTAMA

Persetujuan atas rencana pengambilalihan oleh Bangkok Bank Public Company Limited ("Bangkok Bank") atas 24.991.429.332 saham (atau sekitar 89,12%) dari jumlah saham yang ditempatkan dan disetor dalam Perseroan ("Pengambilalihan")

- Standard Chartered Bank dan PT Astra International Tbk berencana menjual kepemilikan sahamnya yaitu masing-masing sebesar 12.495.714.666 lembar saham dan 12.495.714.666 lembar saham kepada Bangkok Bank Public Company Limited. Transaksi ini merupakan proses Pengambilalihan dan karenanya tunduk pada ketentuan pada anggaran dasar Perseroan dan peraturan perundang-undangan tentang pengambilalihan sebagaimana terakhir diatur dalam Peraturan Otoritas Jasa Keuangan No. 41/POJK.03/2019 tentang Penggabungan, Peleburan, Pengambilalihan, Integrasi dan Konversi Bank Umum ("**POJK 41/2019**").

MATA ACARA KE DUA

Persetujuan atas rancangan Pengambilalihan yang telah disusun oleh Direksi Perseroan dan Bangkok Bank

- Berdasarkan POJK 41/2019, Perseroan wajib meminta persetujuan Rapat Umum Pemegang Saham atas rancangan Pengambilalihan. Ringkasan atas rancangan Pengambilalihan yang akan dimintakan persetujuan tersebut, telah diumumkan pada harian Bisnis Indonesia dan Kontan, keduanya tertanggal 2 Maret 2020 serta pada situs web Perseroan tanggal 2 Maret 2020. Rancangan Pengambilalihan secara lengkap akan dipublikasikan pada situs web Perseoran sejak tanggal 1 April 2020.
- Link untuk mengunduh Rancangan Pengambilalihan: <https://www.permatabank.com/id/tentang-kami/hubungan-investor#!/Rapat-Umum-Pemegang-Saham>

MATA ACARA KE TIGA

Persetujuan konsep akta Pengambilalihan

- Berdasarkan ketentuan POJK 41/2019, konsep akta Pengambilalihan wajib mendapatkan persetujuan dari Rapat Umum Pemegang Saham.
- Link untuk mengunduh Rancangan Pengambilalihan: <https://www.permatabank.com/id/tentang-kami/hubungan-investor#!/Rapat-Umum-Pemegang-Saham>

MATA ACARA KE EMPAT

Perubahan susunan Pengurus Perseroan

- Berdasarkan anggaran dasar Perseroan, perubahan susunan Pengurus Perseroan wajib diputuskan oleh Rapat Umum Pemegang Saham.
- Daftar Riwayat Hidup Calon Komisaris Utama:

Chartsiri Sophonpanich



Warga Negara Thailand, 60 tahun.

MATA ACARA KE EMPAT (lanjutan)

Bapak Chartsiri Sophonpanich memiliki pengalaman yang luas di bidang perbankan serta menjabat di berbagai posisi kepemimpinan pada beberapa perusahaan, antara lain:

- Chairman Bangkok Bank (China) Company (2009-sekarang);
- President Bangkok Bank Public Company Limited (1994-sekarang);
- Director Post Publishing Public Company Limited (1993-sekarang);
- Director and Member, Board of Executive Directors Bangkok Bank Public Company Limited (1992-sekarang);
- Member National Strategy Committee (2017-sekarang);
- Member National Economic Reform Committee (2017-sekarang);
- Director Electronic Transactions Development Agency (Public Organization) (2014-2019);
- Board National Science and Technology Development Agency (2013-sekarang);
- Director TRG Management LP (2010-sekarang);
- Director TRG Allocation LLC (2010-sekarang);
- Member Board of Trustees Bangkok University (2009-sekarang);
- Member Board of Investment (2011-2014);
- Director Thai Asset Management Corporation (2010-2011);
- Director Payment Systems Committee (2010-2014);
- Chairman Thai Bankers' Association (2010-2014);
- Member The National Legislative Assembly (2006-2008);
- Member Board of Trustees Singapore Management University (2004-2016);
- Director The Electronic Transaction Commission (2003-2009);
- Director Thai Airways International Public Company Limited (2002-2008);
- Chairman Thai Bankers' Association (2002-2006);
- Director Thai Asset Management Corporation (2002-2006); dan
- Director VISA International-Asia Pacific (2001-2008).

Bapak Chartsiri Sophonpanich memperoleh gelar Master di bidang Management dari Massachusetts Institute of Technology, Amerika Serikat pada tahun 1994 dan gelar Master di bidang Chemical Engineering dari universitas yang sama pada tahun 1993, serta gelar Bachelor di bidang Chemical Engineering dari Worcester Polytechnic Institution, Amerika Serikat pada tahun 1980.

Chartsiri Sophonpanich



Warga Negara Thailand, 60 tahun.

MATA ACARA KE EMPAT (lanjutan)

Daftar Riwayat Hidup Calon Komisaris:

Bapak Chalit Tayjasantant memiliki pengalaman yang luas di bidang perbankan serta pernah menjabat di berbagai posisi kepemimpinan pada beberapa perusahaan, antara lain:

- Executive Advisor Bangkok Bank Public Company Limited-Indonesia (2019-sekarang);
- General Manager Bangkok Bank Public Company Limited-Indonesia (2002-2019);
- Chief Executive Officer Bangkok Bank Berhad, Malaysia (1996-2002);
- Branch Manager Bangkok Bank Public Company Limited–Shanghai, China (1993-1996);
- Branch Manager Bangkok Bank Public Company Limited-Indonesia (1989-1993);
- Assistant Branch Manager Bangkok Bank Public Company Limited-Indonesia (1986-1989);
- International Country Officer Bangkok Bank Public Company Limited – Head Office (1984-1986);
- Domestic Banking Unit Bangkok Bank Public Company Limited – Head Office (1981-1984); dan
- Department of Armament Royal Thai Air Force (1979-1980).

Bapak Chalit Tayjasantant memperoleh gelar Master of Science di bidang Industrial Management dari University of Dallas, Amerika Serikat pada tahun 1978 dan gelar Bachelor of Engineering dari Michigan Technological University, Amerika Serikat pada tahun 1977.

Chalit Tayjasantant



Warga Negara Thailand, 66 tahun.

MATA ACARA KE EMPAT (lanjutan)

Daftar Riwayat Hidup Calon Komisaris:

Bapak Chong Toh memiliki pengalaman yang luas di bidang perbankan serta pernah menjabat di berbagai posisi kepemimpinan pada beberapa perusahaan, antara lain:

- Senior Executive Vice President Bangkok Bank Public Company Limited (2017-sekarang);
- Chairman Asia Cement (2011-sekarang);
- Executive Chairman, member of the Nomination Committee Bualuang Securities (2005-sekarang);
- Director, member of the Investment Committee, Nomination Committee Bumrungrad Hospital Public Company Limited (2011-sekarang);
- Director, member of Audit Committee Bangkok Bank China (2009-sekarang);
- Chairman of the Board and the Audit Committee Bangkok Capital (2015-sekarang);
- Independent Director Asia Landmark Fund (2009-sekarang);
- Senior Executive Vice President Bangkok Bank Public Company Limited (2011-2017);
- Executive Vice President Bangkok Bank Public Company Limited (2006-2011);
- President Bualuang Securities Public Company Limited (2002-2005);
- President & CEO Bualuang Finance (2000-2001);
- Vice President Bangkok Bank (1998-1999);
- Analyst, Investment Banking Morgan Stanley (1993-1996); dan
- Economist GIC (1991-1993).

Bapak Chong Toh memperoleh gelar Master of Science di bidang Management dari Massachusetts Institute of Technology pada tahun 1998 dan gelar Bachelor of Arts di bidang Philosophy, Politics and Economics dari Oxford University pada tahun 1992.

Chong Toh



Warga Negara Malaysia, 51 tahun.

MATA ACARA KE EMPAT (lanjutan)

Daftar Riwayat Hidup Calon Komisaris:

Ibu Niramarn Laisathit memiliki pengalaman yang luas di bidang perbankan serta pernah menjabat di berbagai posisi kepemimpinan pada beberapa perusahaan, antara lain:

- Senior Executive Vice President, in charge of Corporate Banking Bangkok Bank Public Company Limited (2020-sekarang);
- Director Bangkok Bank (China) Co., Ltd. (2009-sekarang);
- Senior Executive Vice President, in charge of Light Industry, Energy, Conglomerates 3, and Trading, Corporate Banking Bangkok Bank Public Company Limited (2019);
- Director Perennial HC Holdings Pte. Ltd. (2019);
- Executive Vice President, in charge of Light Industry, Energy, Conglomerated 3, Trading and Manager of Energy, Corporate Banking Bangkok Bank Public Company Limited (2016-2019);
- Executive Vice President, in charge of Light Industry, Energy, Conglomerates 3, Multinational 1 and Manager of Energy, Corporate Banking Bangkok Bank Public Company Limited (2015-2016);
- Executive Vice President, in charge of Light Industry, Energy, Service Industry and Manager of Energy, Metropolitan Corporate banking Bangkok Bank Public Company Limited (2013-2015);
- Executive Vice President, in charge of Light Industry, Energy, Service Industry, Textile and Garment and Manager of Energy, Metropolitan Corporate Banking Bangkok Bank Public Company Limited (2012-2013);
- Executive Vice President, in charge of Light Industry, Energy, Service Industry, Textile and Garment and Manager of Energy, Metropolitan Corporate Banking and Manager of Project Department, Investment Banking Group Bangkok Bank Public Company Limited (2010-2012);
- Executive Vice President, Manager of Risk Management and Project Department, Investment banking Group Bangkok Bank Public Company Limited (2008-2010);
- Executive Vice President, Manager of Energy, Metropolitan Corporate Banking and in charge of Project Department, Investment Banking Group Bangkok Bank Public Company Limited (2007-2008);

Niramarn Laisathit



Warga Negara Thailand, 52 tahun.

MATA ACARA KE EMPAT (lanjutan)

Daftar Riwayat Hidup Calon Komisaris:

- Senior Vice President, Project Finance Division Bangkok Bank Public Company Limited (2004-2007);
- Vice President, Corporate Finance Department Bangkok Bank Public Company Limited (1999-2004);
- Assistant Vice President, Senior Marketing Officer, Corporate Finance Department (1996-1999);
- Marketing Officer, Corporate Finance Department Bangkok Bank Public Company Limited (1992-1996); dan
- Management Trainee Gateaux House Company Limited (1989).

Ibu Niramarn Laisathit memperoleh gelar Master of Business Administration, jurusan Finance dari Saint Louis University Amerika Serikat pada tahun 1992 dan gelar Bachelor of Engineering, jurusan Industrial Engineering dari Chulalongkorn University pada tahun 1989.

Niramarn Laisathit



Warga Negara Thailand, 52 tahun.

THANK YOU



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