



ANNOUNCEMENT OF SUMMARY OF MINUTES OF  
ANNUAL GENERAL MEETING OF SHAREHOLDERS AND  
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF  
PT BANK MNC INTERNASIONAL Tbk

The Board of Directors of PT Bank MNC Internasional Tbk (the "Company"), hereby announces to the Shareholders that the Company has convened the Annual General Meeting of Shareholders (the "AGMS") and Extraordinary General Meeting Of Shareholders (the "EGMS") (the "Meeting") on Thursday, dated May 31, 2018, AGMS at 11.11 am to 12.12 pm and EGMS at 12.29 pm to 13.15 pm (West Indonesia Time), located at iNews Building 3<sup>rd</sup> Floor, Jl. Kebon Sirih No.17-19, Central Jakarta 10340.

In relation to the Meeting, the Board of Directors of the Company has conducted the following disclosures :

1. Notice the Meeting plan to the Indonesia Financial Services Authority ("OJK") and PT Bursa Efek Indonesia ("BEI") respectively on April 17, 2018 by letter No.133/MNCB/DIR/IV/2018.
2. Advertised the Announcement to convene Meeting, on April 24, 2018 in the newspaper of Sindo Daily and upload it on BEI's website and the Company's website [www.mncbank.co.id](http://www.mncbank.co.id) ("the Company's website") at the same date.
3. Information Disclosure to Preferred Placement Parties ("HMETD") which have been announced through Indonesia Stock Exchange website and the Company's website [www.mncbank.co.id](http://www.mncbank.co.id) on April 24, 2018.
4. Information Disclosure of Capital Addition Plan with Pre-emptive Rights ("HMETD") to shareholders who have announced through Indonesia Stock Exchange website and the Company's website [www.mncbank.co.id](http://www.mncbank.co.id) on April 24, 2018.
5. Advertised the invitation to attend the Meeting, on May 9, 2018 in the newspaper of Sindo Daily and upload it on BEI's website and the Company's website [www.mncbank.co.id](http://www.mncbank.co.id) ("the Company's website") at the same date.

The Meeting was chaired by Mr. Eko B. Supriyanto, President Commissioner (Independent) of the Company, in accordance with Articles of Association of the Company and resolution letter of the Board of Commissioners.

Members of the Board of Commissioners, member of the Board of Directors and shareholders who attended the Meeting :

**BOARD OF COMMISSIONERS**

President Commissioners (Independent) : Mr. Eko B. Supriyanto  
Independent Commissioners : Mr. Rusli Witjahjono

**BOARD OF DIRECTORS**

Operation & Technology Director : Mr. Widiatama Bunarto  
Compliance Director : Mrs. Chisca Mirawati

## **SHAREHOLDERS**

The number of shareholders and/or their legitimate proxies who attended the Meeting representing 18.306.468.997 shares or equal to 85,10% of the total share with valid voting rights that have been issued by the Company, totaling 21.511.473.347 shares, in accordance to the shareholders registry as of May 8, 2018 at least by 4 pm (WIB).

The Meeting was convened with the following agenda :

### **The Agenda of the AGMS:**

1. The Annual Report of the Board of Directors and the Supervisory Report of the Board of Commissioners for the financial year ended December 31, 2017.
2. Approval and ratification of the Company's Financial Report for the financial year ended December 31, 2017 and the granting release and discharge the responsibility of all members of the Board of Commissioners and the Board of Directors of the Company for their supervision and management during the financial year ended December 31, 2017 (acquitté de charge).
3. Appointment of the Registered Public Accountant to audit the Company's books for the financial year ended December 31, 2018.
4. Changes in the composition of the board of the Company.

### **The Agenda of the EGMS**

1. Reaffirmation of authority and power of attorney to the Board of Directors of the Company with the approval of the Board of Commissioners concerning the execution of Series III Warrants issued by the Company.
2. Reaffirmation of authority and power of attorney to the Board of Directors of the Company with the approval of the Board of Commissioners concerning the execution of the Share Option and Management Option Program ("MESOP") of the total number to 286,943,446 issued by the Company with regards to the prevailing laws and regulations under OJK Regulation No.38/POJK.04/2014 concerning Capital Increase Without Preemptive Rights For Public Companies (HMETD).
3. Approval of the Company's additional capital of 8.67% (eight point sixty seven percent) of paid up capital through the mechanism of Capital increase Without HMETD with due regard to the appropriate regulatory and regulatory provisions in the capital market especially POJK No.38/POJK.04/2014 of the capital increase of public company without Preemptive Rights For Public Companies (HMETD) .
4. Approval of the Company's additional capital through the mechanism with Preemptive Rights (HMETD) in accordance with the provisions of OJK Regulation No.32/POJK.04/2015 concerning the Capital Increase of public company with Preemptive Rights (HMETD).

### **Meeting Resolution Mechanism**

Meeting resolution were resolved on an amicable deliberation to each a mutual consensus. In the event that the resolutions based on amicable deliberation failed to be reached, the resolution were resolved by voting.

### **Independent Party for Vote Counting**

The Company has appointed independent parties, which are Aulia Taufani, S.H as Public Notary and PT BSR Indonesia as securities administration bureau to calculate and validate the votes.

## **Meeting Resolution**

### **AGMS**

#### **First Meeting Agenda**

- The meeting provides an opportunity to the shareholders and the power of shareholders to ask questions and/or provide opinions related to the First Meeting Agenda.
- On the occasion of question and answer there is 1 (one) question or opinion submitted by shareholders or their proxy/representatives.
- Decision-making is conducted by voting by oral means.
- The results from the vote are as follows:
  - a. no shareholder and / or their proxy/representatives who declares abstention;
  - b. the shareholders and / or their proxy/representatives who declare disagree as much as 4,480,000 shares or 0.024% of the total of all legitimate shares present in the Meeting;
  - c. the shareholders or their proxy/representatives who agree as much as 18,301,988,997 shares or 99.976% of the total legitimate shares present in the Meeting.

Thus results for the First Agenda of the Meeting is approved by majority vote.

- Decision of the First Agenda of the Meeting is as follows:  
Approved and accepted the Company's Annual Report of the Board of Directors and Supervisory Report of the Board of Commissioners for the financial year ended December 31, 2017.

#### **Second Meeting Agenda**

- The Meeting provides an opportunity to the shareholders or their proxy/representatives to ask questions and / or provide opinions related to the Second Meeting Agenda.
- On the occasion of question and answer there is 1 (one) question or opinion submitted by the shareholders or their proxy/representatives present at the same time as the First Agenda of Meeting.
- Decision-making is conducted by voting by oral means.
- The results from the vote are as follows:
  - a. no shareholder and / or their proxy/representatives who declares abstention;
  - b. the shareholder and / or their proxy/representatives who declare disagree as much as 4,480,000 shares or 0.024% of the total of all legitimate shares present in the Meeting.
  - c. shareholder or their proxy/representatives who agree as much as 18,301,988,997 shares or 99.976% of the total legitimate shares present in the Meeting.

Thus results for the Second Agenda of the Meeting is approved by majority vote.

- Decision of the Second Agenda of the Meeting is as follows:  
Approved and ratified the Company's Financial Statements of the year ended December 31, 2017, as well as providing release and discharge full responsibility (acquit et de charge) to the Board of Commissioners of the Company on the supervisory and the Board of Directors of the Company on the management they did in the financial year ended on December 31, 2017, to the extent such actions are reflected in the Annual Report and Financial Statements for the financial year 2017.

### **Third Meeting Agenda**

- The Meeting provides an opportunity to the shareholders or their proxy/representatives to ask questions and / or provide opinions related to the Third Agenda of the Meeting.
- On the occasion of question and answer there is 1 (one) question or opinion submitted by shareholders or their proxy/representatives.
- Decision-making is conducted by voting by oral means.
- There is no shareholder or their proxy/representatives issued an inappropriate and / or blank vote on the comparison of the Third Agenda of the Meeting, the decision is made by deliberation to consent from all shareholders present of a number of 18,306,468,997 shares and decides to approve of the Third Agenda of the Meeting.
- Decision of the Third Agenda of the Meeting is as follows:  
Agree to grant power and authority to the Board of Independent Public Accountants to audit the Company's books for the Fiscal Year ended on December 31, 2018 and to determine the honor of the Independent Public Accountant and other terms of appointment.

### **Fourth Meeting Agenda**

- The Meeting provides an opportunity to the shareholders or their proxy/representatives to ask questions and / or provide opinions related to the Fourth Agenda of the Meeting.
- On the occasion of question and answer there is 1 (one) question or opinion submitted by shareholders or their proxy/representatives.
- Decision-making is conducted by voting by oral means.
- There is no shareholder or their proxy/representatives issued an inappropriate and / or blank vote on the comparison of the Third Agenda of the Meeting, the decision is made by deliberation to consent from all shareholders present of a number of 18,306,468,997 shares and decides to approve of the Fourth Agenda of the Meeting.
- Decision of the Fourth Agenda of the Meeting is as follows:
  1. Appreciate all members of the Board of Commissioners of the Company whose term of office has expired since the closing of this Meeting, with thanks for all services and dedication to the Company during his tenure.
  2. Approve and accept well resignation:
    - a. Mr. Eko Budi Supriyanto from his position as President Commissioner of the Company effective as of the closing of this Meeting.
    - b. Mr. Benny Purnomo from his position as the President Director of the Company effective as of the date of the closing of this Meeting; and
    - c. Mrs. Nerfita Primasari from her position as Director of the Company effective as of May 16, 2018.
    - d. Mr. Widiatama Bunarto from his position as Director of the Company effective as of August 28, 2018.  
accompanied by acknowledgments and giving the highest appreciation of their service and services to the Company during his tenure.
  3. Appointed Mr. Purnadi Harjono as Commissioner of the Company and related to his resignation will be decided in the General Meeting of Shareholders to be held after the Extraordinary General Meeting of Shareholders held today.
  4. Reaffirmed the resignation of Mr. Benny Helman from his position as Director of the Company effective as of December 11, 2017.
  5. Approve the appointment of Mr. Ponky Nayarana Pudijanto as the new President Commissioner (also the Independent Commissioner) of the Company, Mr. Peter Fajar as the new Commissioner of the Company and Mrs. Jeny Gono as the new

Independent Commissioner of the Company, shall be effective after the issuance of approval by the Financial Services Authority on Fit and Proper Test and the fulfillment of the prevailing regulations and / or fulfillment of requirements which is stipulated in the letter of the said Financial Services Authority, until the closing of the GMS Annual Company held in 2021, if the conditions specified by the Financial Services Authority in connection with the appointment of all or any of the members The new Board of Commissioners is not met or the Financial Services Authority does not provide approval, then the appointment of the candidate member of the Board of Commissioners becomes void by itself without the necessary approval of the General Meeting of Shareholders

6. Approving the appointment of Mr. Ageng Purwanto as the new President Director of the Company, and Mrs. Rita Montagna Siahaan as the new Director with a term of office that will apply effective as of the date specified in the approval letter of the Financial Services Authority on the Assessment of Ability and Compliance and / or fulfillment of the conditions stipulated in the letter of the said Financial Services Authority, until the close of the Annual GMS Company held in 2020, if the terms stipulated by The Financial Services Authority in connection with the appointment of Mr. Ageng Purwanto and Mrs. Rita Montagna Siahaan is not fulfilled or the Financial Services Authority does not give its consent, the appointment shall be null and void without the necessary approval of the Meeting General Shareholders.

Therefore, since the closing of the Meeting, the composition of the members of the Board of Commissioners and the Board of Directors of the Company are as follows:

#### **BOARD OF COMMISSIONERS**

Commissioner : Mr. Purnadi Harjono

#### **BOARD OF DIRECTORS**

Independent Director : Mr. Widiatama Bunarto

Compliance Director : Mrs. Chisca Mirawati

As from the date of approval and / or fulfillment of the requirement of fit and proper From the Financial Services Authority for the appointment of Mr. Ponky Nayarana Pudijanto, Mr. Peter Fajar, Mrs. Jeny Gono, Mr. Ageng Purwanto and Mrs. Rita Montagna Siahaan and / or the effectiveness of the resignation of Mr. Widiatama Bunarto, the complete composition of the Board of Commissioners and Directors of the Company are as follows :

#### **BOARD OF COMMISSIONERS**

President Commissioner (Independent) : Mr. Ponky Nayarana Pudijanto;

Commissioner : Mr. Purnadi Harjono

Commissioner : Mr. Peter Fajar

Independent Commissioner : Mrs. Jeny Gono

## **BOARD OF DIRECTORS**

President Director	: Mr. Ageng Purwanto
Compliance Director	: Mrs. Chisca Mirawati
Director	: Mrs. Rita Montagna Siahaan

7. Providing authority to the Nomination and Remuneration Committee of the Company to determine salary and allowances for newly appointed members of the Board of Commissioners and Board of Directors in connection with his appointment.
8. Providing power and authority with substitution rights to the Board of Directors of the Company for take any action in connection with the change in the composition of the Board of Directors of the Company above, including but not limited to making or requesting to be made as well to sign all deeds related to it and to register the composition of members The Board of Commissioners and the Board of Directors of the Company in the Company Register in accordance with the provisions Law No. 3/1982 on the Obligation of Corporate Registration.

## **Meeting Resolution**

### **EGMS**

#### **First Meeting Agenda**

- The Meeting provides an opportunity to the shareholders and their proxy/representatives to ask questions and / or provide opinions related to the First Agenda Meeting.
- On the occasion of question and answer there is 1 (one) question or opinion submitted by shareholders or their proxy/representatives.
- Decision-making is conducted by voting by oral means . There is no shareholder or their proxy/representatives issued an inappropriate and / or blank vote on the comparison of the First Agenda of the Meeting, the decision is made by deliberation to consent from all shareholders present of a number of 18,306,468,997 shares and decides to approve of the First Agenda of the Meeting.
- Decision of the First Meeting Agenda is as follows:  
Approved to reaffirm authorization and power to the Board of Directors of the Company with the approval of the Board of Commissioners of the Company to issue the Company's new shares in connection with the implementation of the Series III Warrants issued by the Company pursuant to the EGMS on 15 July 2016 and EGMS on 30 May 2017.

#### **Second Meeting Agenda**

- The Meeting provides an opportunity to the shareholders and their proxy/representatives to ask questions and / or provide opinions related to the Second Agenda Meeting.
- On the occasion of question and answer there is 1 (one) question or opinion submitted by shareholders or their proxy/representatives.
- Decision-making is conducted by voting by oral means . There is no shareholder or their proxy/representatives issued an inappropriate and / or blank vote on the comparison of the Second Agenda of the Meeting, the decision is made by deliberation to consent from all shareholders present of a number of 18,306,468,997 shares and decides to approve of the Second Agenda of the Meeting.

- Decision of the Second Meeting is as follows:  
Approved to reaffirm authorization and power to the Board of Directors with the approval of the Board of Commissioners of the Company for the implementation of the Management and Employee Stock Option Program (MESOP) of up to 286,943,446 (two hundred eighty six million nine hundred forty three thousand four hundred four six) shares issued by the Company as issued by the Company pursuant to the EGM on May 3, 2016 and EGMS on 30 May 2017.

### **Third Meeting Agenda**

- The Meeting provides an opportunity to the shareholders and their proxy/representatives to ask questions and / or provide opinions related to the Third Agenda Meeting.
- On the occasion of question and answer there is 1 (one) question or opinion submitted by shareholders or their proxy/representatives.
- Decision-making is conducted by voting by oral means.
- The results from the vote are as follows:
  - a. no shareholder and / or their proxy/representatives who declares abstention;
  - b. the shareholder and / or their proxy/representatives who declare disagree as much as 4,480,000 shares or 0.024% of the total of all legitimate shares present in the Meeting.
  - c. shareholder or their proxy/representatives who agree as much as 18,301,988,997 shares or 99.976% of the total legitimate shares present in the Meeting.
 Thus results for the Third Agenda of the Meeting is approved by majority vote.
- Decision of the Third Agenda Meeting is as follows:
  1. Approved for additional capital of the Company without Pre-emptive Rights totaling 8.67% (eight point sixty seven percent) of paid up capital, with a nominal value of Rp 100.00 (one hundred Rupiah) per share, subject to the provisions laws and regulations prevailing in the field of the capital market, in particular POJK No. 38/2014, which amount does not include the addition of capital of the Company without Pre-emptive Rights to MESOP.
  2. Approved the granting of authority and power to the Board of Commissioners of the Company to issue new shares of the Company in connection with the exercise of additional capital of the Company without Pre-emptive Rights.
  3. Approved the granting of authority and power to the Board of Directors of the Company with the approval of the Board of Commissioners for the implementation of capital increase without prior pre-emptive rights mentioned above, including but not limited to determining the price of execution of capital enhancement without pre-emptive rights considered by the Board of Directors , make and / or request to be made all documents related to the increase of capital and to request approval and / or report and to register necessary to the authorized party in relation to capital increase without pre-emptive right, one or another without exception by recall provisions of applicable laws and regulations including regulations in the Capital Market.

### **Fourth Meeting Agenda**

- The Meeting provides an opportunity to the shareholders and their proxy/representatives to ask questions and / or provide opinions related to the Fourth Agenda Meeting.
- On the occasion of question and answer there is 1 (one) question or opinion submitted by shareholders or their proxy/representatives.

- Decision-making is conducted by voting by oral means.
  - The results from the vote are as follows:
    - a. no shareholder and / or their proxy/representatives who declares abstention;
    - b. the shareholder and / or their proxy/representatives who declare disagree as much as 4,480,000 shares or 0.024% of the total of all legitimate shares present in the Meeting.
    - c. shareholder or their proxy/representatives who agree as much as 18,301,988,997 shares or 99.976% of the total legitimate shares present in the Meeting.
- Thus results for the Fourth Agenda of the Meeting is approved by majority vote.
- Decision of the Fourth Agenda Meeting is as follows:
    1. Issuing as much as 5,385,936,121 (five billion three hundred eighty five million nine hundred thirty six thousand one hundred twenty one) shares with a nominal value of Rp 100,000 (one hundred Rupiah) per share;
    2. The granting of authority and power to the Board of Commissioners of the Company to issue new shares of the Company and to increase the paid up capital and be issued by the Company through PUT VII and to perform all necessary actions in relation to the exercise of Rights issued by the Company in connection with the implementation of the Rights Issue;
    3. The grant of authority and power to the Board of Directors of the Company with the approval of the Board of Commissioners of the Company to determine the ratio and price of the exercise of Rights from PUT VII, the use of funds and / or adjustments or other necessary actions related to the implementation of PUT VII in accordance with responses from regulators and prevailing laws and regulations.

Jakarta, 5 Juni 2016  
PT Bank MNC Internasional Tbk  
Board of Director