

Bisnis Indonesia

RABU, 19 APRIL 2006

MEDIA INDONESIA

RABU, 19 APRIL 2006

The Jakarta Post

Wednesday, April 19, 2006

Bank Danamon
We care and enable millions to prosper



PEMBERITAHUAN

RAPAT UMUM PEMEGANG SAHAM TAHUNAN

Dengan ini diberitahukan kepada para pemegang saham PT Bank Danamon Indonesia Tbk. ("Perseroan") bahwa pada hari Senin, tanggal 22 Mei 2006 akan diselenggarakan Rapat Umum Pemegang Saham tahunan Perseroan (selanjutnya disebut "Rapat").

Sesuai ketentuan Pasal 22 ayat 3 Anggaran Dasar Perseroan pemanggilan Rapat akan dilakukan melalui 2 surat kabar harian pada tanggal 5 Mei 2006.

Yang berhak hadir atau diwakili dalam Rapat adalah para pemegang saham yang namanya tercatat dalam Daftar Pemegang Saham pada tanggal 4 Mei 2006 sampai dengan pukul 16.00 WIB.

Usulan pemegang saham akan dimasukkan dalam acara Rapat jika memenuhi persyaratan yang ditetapkan dalam Pasal 22 ayat 7 Anggaran Dasar Perseroan dan diterima oleh Direksi atau Dewan Komisaris Perseroan paling sedikit 3 hari kalender sebelum tanggal pemanggilan Rapat.

Jakarta, 19 April 2006
PT Bank Danamon Indonesia Tbk.
Direksi

Bank Danamon
We care and enable millions to prosper



ANNOUNCEMENT OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

It is hereby announced to the shareholders that PT BANK DANAMON INDONESIA Tbk. (the "Company") shall convene the annual General Meeting of Shareholders (the "Meeting") on Monday, May 22, 2006.

Pursuant to Clause 3 of Article 22 of the Articles of Association, notice for the Meeting containing its agenda will be announced in 2 daily newspapers on May 5, 2006.

Shareholders entitled to attend or to be represented in the Meeting shall be those who are recorded in the Register of Shareholders on May 4, 2006 at 16.00 West Indonesia Time.

Proposal by a shareholder will be entered into the agenda of the Meeting if such proposal complies with Clause 7 of Article 22 of the Articles of Association and received by the Board of Directors or the Board of Commissioners not later than 3 calendar days prior to the date of the notice of the Meeting.

Jakarta, April 19, 2006
PT BANK DANAMON INDONESIA Tbk.
The Board of Directors

Danamon



Invitation of Annual General Meeting Of Shareholders

In compliance with clause 3 of Article 22 of the Company's Articles of Association, the Board of Directors hereby invites the shareholders of PT BANK DANAMON INDONESIA Tbk (the "Company") to attend the annual General Meeting Of Shareholders (the "Meeting") to be convened as follows :

Day/date : Monday, 22 May 2006 ;
Venue : Mufiara room 2, 2-nd Floor, JW Marriot Hotel
Jln. Lingkar Mega Kuningan, Kav. E 1.2/1 & 2
Jakarta 12950
Time : 10.00 West Indonesia Time;

with the following agenda :

1. Annual Report for book year ending on 31 December 2005 and approval to the Company's Balance Sheet and Profit/Loss Statement for book year ending on 31 December 2005 and to grant release and discharge (acquitt et de charge) to the Board of Directors and the Board of Commissioners for the management and supervisor performed in book year ending on 31 December 2005.
2. Determination on the appropriation of the Company's profit acquired in book year ended on 31 December 2005.
3. Changes in members of the Board of Commissioners and/or the Board of Directors.
4. Delegation of authority to the Board of Commissioners to determine the allocation of duties among members of the Board of Directors and to determine the salary and remunerations of members of the Board of Directors.
5. Determination of salary and remunerations of members of the Board of Commissioners.
6. Appointment of Public Accountant for book year 2006.
7. Report on Composition of Audit Committee and Risk Supervision Committee of the Company.

Notes :

1. For convening the Meeting, the Company shall not send specific invitation to the shareholders. This notice of Meeting is the official invitation to the shareholders of the Company.
2. The Annual Report and copies of the Balance Sheet and Profit and Loss Statement for book year ending on 31 December-2004 are available at the head office of the Company for inspection and may be obtained from the Company by written request of the shareholders from the date of this notice to the date of the Meeting.
3. Those entitled to attend or be represented in the Meeting are shareholders whose names are registered in the Register of Shareholders of the Company on 4 May 2006 at 16.00 West Indonesia Time.
4. A shareholder whose shares are not in collective custody with PT KUSTODIAN SENTRAL EFEK INDONESIA ("KSEI") or his/its proxy holder wishing to attend the Meeting, must produce the original or copies of Collective Share Certificate and copies of identity card to the Registration Officer before entering the Meeting room.
A shareholder whose shares are in collective custody with KSEI or his/its proxy holder must produce the original of the Written Confirmation To Attend the Meeting (KTUR) and copies of identity card.
5. (a) A shareholder who is unable to attend the Meeting may be represented by his/its proxy holder, who must present a legitimate power of attorney in the form acceptable to the Board of Directors, subject however that members of the Board of Directors, the Board of Commissioners and the employees of the Company may act as proxy holder in the Meeting, however votes cast by each of them in capacity as proxy holder of a shareholder shall not be computed in the total number of votes cast in the Meeting. Powers of attorney by offshore shareholders must be legalized by the local Indonesian Consulate.
(b) The form of power of attorney may be obtained during office hours on each business day at the head office of the Company Corporate Secretariat, Bank Danamon Tower, 7-th Floor, Jln. Prof DR Satnio Kav. E-4 No. 6, Mega Kuningan, South Jakarta.
(c) All powers of attorney must be deposited with the Board of Directors at the address referred to in paragraph (b) hereof, not later than 3 days prior to the date of the Meeting, not later than 16.00 West Indonesia Time.
6. Representatives of a shareholder which is a corporate entity ("Corporate Shareholder") are requested to deliver copies of :
(a) the current Articles of Association of the Corporate Shareholder, and
(b) documents on appointment of current members of the Board of Directors and the Board of Commissioners, to the head office of the Company at the address referred to in clause 5 (b) mentioned above, not later than 3 days prior to the date of the Meeting.
7. In order to facilitate the arrangement, and also for good order, of the Meeting, the shareholders or their proxy holders are respectfully requested to be present at the Meeting room 15 minutes before the Meeting.

Jakarta, 5 May 2006
The Board of Directors
PT BANK DANAMON INDONESIA Tbk.

Bank Danamon



RECTIFICATION

The Invitation of Annual General Meeting of Shareholders of PT Bank Danamon Indonesia Tbk. announced in advertisement of the Jakarta Post dated 5 May 2006, in "notes" number 2, reference to " Balance Sheet and Profit and Loss Statement for book year ending on 31 December 2004" is hereby rectified to become "Balance Sheet and Profit and Loss Statement for book year ending on 31 December 2005".

Jakarta, 6 May 2006

PT Bank Danamon Indonesia Tbk.

The Board of Directors

**Resolutions of the Annual General Meeting
of Shareholders of PT BANK DANAMON INDONESIA Tbk
(the "Company")**

The annual General Meeting of Shareholders (the "Annual Meeting") of the Company convened on Monday, 22 May 2006, at Ballroom Mutiara 2, 2-nd Floor, Hotel JW Marriott, Jalan Lingkar Mega Kuningan, Kavling E 1.2/1 & 2, Jakarta 12950, have adopted resolutions, substantially, as follows:

Agenda number 1:

- (1) To approve the Annual Report for book year ended on 31 December 2005 as set forth in the book "Annual Report 2005";
- (2) To approve and ratify the Company's audited Balance Sheet and Profit/Loss Statement for book year ended on 31 December 2005, audited by HARYANTO SAHARI & Rekan, Registered Public Accountants in Jakarta, a member firm of Price Waterhouse Coopers, as set forth in the book "Annual Report 2005";
- (3) To grant full release and discharge (acquit et discharge) to the Board of Directors for all acts of management, and the Board of Commissioners for all acts of supervision, performed by each of them during book year ended on 31 December 2005, to the extent that such acts are recorded in the books and records of the Company, including the Company's audited Balance Sheet and Profit/Loss Statement for book year ended on 31 December 2005.

Agenda number 2:

- To approve the appropriation of the Company's net profit acquired in book year 2005, in the amount of Rp 2.003.198.000.000,- (the "Net Profit 2005"), as follows:
- (1) Rp 20.031.980.000,- or 1% of the Net Profit 2005, shall be set aside for reserve fund, in compliance with Article 61 of Act number 1 year 1995 regarding Limited Liability Companies;
 - (2) Rp 203.449 per share, or in total (under assumption that the total number of shares issued by the Company shall not exceed 4.930.219.000 shares) Rp 1.003.048.125.331,- which constitutes approximately 50% of the Net Profit 2005, shall be distributed as dividend for book year 2005, subject however to the following:
 - (a) dividend shall be paid by the Company to the shareholders whose names shall be recorded in the Register of Shareholders on a date (the "Recording Date") as shall be determined by the Board of Directors;
 - (b) the exact total amount of dividend that shall be paid by the Company depends on the total number of shares issued by the Company on the Recording Date mentioned in item (a) above, in which includes shares issued by the Company under the Employee Management Stock Option Plan to that date;
 - (c) the Company shall deduct dividend tax on the dividend for book year 2005 pursuant to tax regulations applicable to the shareholder receiving such dividend;
 - (d) the Board of Directors is hereby granted power and authority to determine any matters with respect or in relation to the implementation of payment of dividend for book year 2005;
 - (3) Rp 59.029.872.000,- shall be distributed as *tantome* to the Board of Commissioners and the Board of Directors holding offices in book year 2005 and bonus to senior management officers of the Company working for the Company in book year 2005, as shall be determined by the President Commissioner pursuant to the Recommendation of the Nomination and Remuneration Committee;
 - (4) the remaining un-appropriated balance of the net profit shall be declared as retained earnings.

Agenda number 3:

- (1) To accept the resignations of:
 - (a) Mr. SIM KEE BOON as the President Commissioner of the Company, effective as of the conclusion of the Annual Meeting, and
 - (b) Mr. TEJAL SINGH HORA, as a Director of the Company, effective as of 1 March 2006,
 with expression of thanks for the services given by each of them during their tenure in their respective offices;
- (2) To honourably remove Mr. NG KEE CHOE as a Commissioner of the Company, taking effect as and when his appointment as the President Commissioner of the Company becomes effective by law;
- (3) To appoint said Mr. NG KEE CHOE as the President Commissioner of the Company and Mr. SANJIV MALHOTRA, Mrs. VERA EVE LIM and Mr. RENE EUGENE BURGER each as a Director of the Company, effective as and when Bank Indonesia has issued its approval to each of such appointments;
- (4) To appoint Mr. ALI YONG as a Director of the Company, effective as of the conclusion of the Annual Meeting;
- (5) Confirmed that Mr. J.B. KRISTIADI P., currently the Vice President Commissioner of the Company, is an Independent Commissioner;
- (6) To confirm that as of the conclusion of the Annual Meeting, the composition of members of the Board of Commissioners and the Board of Directors as follows:

The Board of Commissioners^{a)}

1. President Commissioner	: temporarily vacant
2. Vice President Commissioner (Independent Commissioner)	: J.B. Kristiadi P.
3. Commissioner (Independent Commissioner)	: Milan Robert Shuster
4. Commissioner (Independent Commissioner)	: Harry Ariel Soepardi Sukadis
5. Commissioner (Independent Commissioner)	: Manggi Taruna Habir
6. Commissioner	: Gan Chee Yen
7. Commissioner	: Liew Cheng San Victor
8. Commissioner	: Ng Kee Choe ^{d)}
9. Commissioner	: Philip Eng ^{b)}

The Board of Directors^{a)}

1. President Director	: J.E. Sebastian Paredes M
2. Vice President Director	: Jerry Ng
3. Director	: Mukadi Rahardjo
4. Director (Compliance Director)	: Anika Faisal
5. Director	: Hendari Sukarnadi
6. Director	: Ali Yong
7. Director	: Sanjiv Malhotra ^{d)}
8. Director	: Vera Eve Lim ^{d)}
9. Director	: Rene Eugene Burger ^{d)}

subject however as follows:

- a) the term of office of said Board of Commissioners and Board of Directors shall expire at the conclusion of the annual General Meeting of Shareholders of the Company to be convened in the year 2008;
- b) as and when Bank Indonesia has issued its approval to the appointment of Mr. PHILIP ENG as a Commissioner pursuant to the resolution of the annual General Meeting of Shareholders convened on 9 May 2005, then said Mr. PHILIP ENG shall assume his position as a Commissioner of the Company;
- c) as and when Bank Indonesia has issued its approval to the appointment of said Mr. NG KEE CHOE as the President Commissioner of the Company, then said Mr. NG KEE CHOE shall cease being a Commissioner however at the same time he will assume the position of the President Commissioner of the Company;
- d) as and when Bank Indonesia has issued its approval to the appointments of Mr. SANJIV MALHOTRA, Mrs. VERA EVE LIM and Mr. RENE EUGENE BURGER as Directors of the Company, then each of said Mr. SANJIV MALHOTRA, Mrs. VERA EVE LIM and Mr. RENE EUGENE BURGER shall assume their respective position as a Director of the Company.

Agenda number 4:

To grant power and authority to the Board of Commissioners to determine the following:

- (1) the allocation of duties among members of the Board of Directors for book year 2006, and
- (2) the salary and other remunerations that shall be paid by the Company to the members of the Board of Directors for and in book year 2006, provided that:
 - (a) in the determination of the amount of salary and other remunerations of members of the Board of Directors, the Board of Commissioners must pay consideration to the recommendation of the Nomination And Remuneration Committee, and
 - (b) the amount of such salary and other remunerations shall be mentioned in the annual report for book year 2006 and said annual report shall be submitted to the Capital Market Supervisory Board (Bapepam).

Agenda number 5:

To grant power and authority to the President Commissioner to determine the salary and other remunerations payable by the Company to the members of the Board of Commissioners for book year 2006, subject however to the following:

- (1) in making such determination, the President Commissioner must pay consideration to the recommendation of the Nomination And Remuneration Committee, and
- (2) such salary and other remunerations shall be mentioned in the annual report for book year 2006 and said annual report shall be submitted to the Capital Market Supervisory Board Bapepam).

Agenda number 6:

That the Board of Commissioners (subject to recommendation of the Audit and Risk Committee) is hereby granted full power and authorisation to appoint the Public Accountant that shall audit the books and records of the Company for book year 2006 and to determine the honorarium and other terms and conditions of such appointment.

Furthermore, in the AGMS the Company's Board of Directors reported the structure of the Company's Audit and Risk Committee which was established on the basis of a Risk and Audit Committee Charter dated October 25, 2005, as follows:

Chairman	: Milan Robert Shuster (Independent Commissioner)	Member	: Liew Cheng San Victor (Commissioner)
Member	: Manggi Taruna Habir (Independent Commissioner)	Member	: Setiawan Kriswanto
Member	: Harry Ariel Soepardi Sukadis (Independent Commissioner)	Member	: Hadi Indrapasta