



INVITATION TO THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF PT BANK DANAMON INDONESIA TBK

PT Bank Danamon Indonesia Tbk (the "**Company**") hereby invites the Shareholders of the Company to attend the Extraordinary General Meeting of Shareholders (the "**Meeting**") of the Company which will be convened as follows:

Day/Date : Tuesday/ 1 October 2019
Time : 2:00 p.m. West Indonesia Time – Onwards
Venue : Menara Bank Danamon, Auditorium, 23rd Floor,
Jl. HR. Rasuna Said, Blok C No. 10, Karet Setiabudi, Jakarta 12920
Agenda : **The Extraordinary General Meeting of Shareholders**
1. Changes of the Board Composition of the Company;
2. Amendments of the Articles of Association of the Company.

Explanation on the Agenda and Material of the Meeting

Explanation of the 1st agenda:

Referring to Article 11 paragraph 2, 11 paragraph 5 point b and 14 paragraph 2 of the Company's Articles of Association juncto POJK No.33/POJK.04/2014 regarding the Board of Directors and Board of Commissioners of the Public Company : to propose to the Meeting to approve the changes of the composition of the Board of Directors and Board of Commissioners of the Company with term of office until the closing of the Annual General Meeting of the Shareholders of the Company for financial year 2019 that will be held at latest on June 2020, without prejudice to the rights of the GMS to dismiss at any time .

Explanation of the 2rd agenda

Referring to Article 27 paragraph 1 of the Company's Articles of Association juncto Article 19 paragraph 1 of the Company Law: to propose to the meeting to approve the change of Article 3 regarding Objective and Propose in the Article of Association of the Company and to give authorization to Board of Directors of the Company to arrange and restate all articles in the Company's Articles of Association due to the change of Article 3.

Detail explanation of the Meeting agenda is available and can be accessed through the Company's website.

Materials of the Meeting are available at the Company's Head Office on the date of the Invitation of the Meeting and can be obtained by submitting a written request to the Company's Corporate Secretary, or can be downloaded directly from the Company's website.

Explanation on the Quorum of Attendance and Voting Tabulation

1. The Meeting shall be valid and can be conducted and pass binding decision if it is attended by the Shareholders or the valid Shareholders proxies that represent at least 2/3 (two-thirds) of the total shares issued by the Company with valid voting rights.
2. The Meeting decision must be taken based on the deliberation and consensus. In the event that consensus decision cannot be reached, the decision shall be valid if it is approved by more than 2/3 (two-thirds) of the total shares issued by the Company with valid voting rights who are attended or represented in the Meeting.

General Provisions:

1. This Meeting Invitation is the official invitation to the Company's Shareholders. The Company will not send a separate meeting invitation to the Shareholders.
2. Shareholders who are entitled to attend or to be represented in the Meeting are Shareholders whose names are registered in the Shareholders Register of the Company on 6 September 2019 at 4:00 p.m. West Indonesia Time, whereas for Shareholders whose shares are in collective custody of PT Kustodian Sentral Efek Indonesia ("**KSEI**"), shall be based on the record of share account balance at the closing of 6 September 2019.
3. Shareholders, whose shares are not yet on KSEI collective custody or with their eligible representative, that plan to attend the Meeting, must show the original or submit the copy of Collective Share Certificate and the copy of Identity Card ("**ID**") to the Registration Officer before entering into the Meeting room. For the Shareholders whose shares are in KSEI collective custody or their eligible representative that plan to attend the Meeting, must show the original of the Written Confirmation to Attend the Meeting (*Konfirmasi Tertulis Untuk Rapat - "**KTUR**"*) that can be obtained through Members of Bourse or Custodian Bank and copy of ID.
4. Shareholders who are unable to attend the Meeting may be represented by their representatives with the following terms:
 - a. The representation shall be based on a legitimate power of attorney in a form acceptable to the Board of Directors of the Company or in accordance with the standard form of power of attorney that can be obtained during office hours at the Head Office of the Company or can be directly downloaded through the Company's website.
 - b. Members of the Board of Directors, Board of Commissioners and employees of the Company may act as any Shareholders' representative in the Meeting, provided that their votes shall not be included in the total number of votes casted in the Meeting.
 - c. The Power of Attorney from the Shareholders domiciled overseas shall be legalized by the relevant Indonesian Consulate.
 - d. The completed Power of Attorney shall be submitted to the Company via Share Administration Bureau, PT Adimitra Jasa Korpora ("**AJK**") at Kirana Boutique Office, Jl. Kirana Avenue III Blok F3 No.5 Kelapa Gading - Jakarta Utara 14250, Telp. +6221-29745222, Fax. +6221- 29289961, email: opr@adimitra-jk.co.id, at the latest of Tuesday dated 24 September 2019 at 4:00 p.m. West Indonesia Time.
5. The representative of Shareholders in the form of legal entity ("**Corporate Shareholders**") is required to submit copies of:
 - a. the existing and applicable Articles of Association of the Corporate Shareholders, and
 - b. the documents with regards to the appointment of incumbent members of the Board of Directors and the Board of Commissioners,to the Company via AJK at the address as stated above latest 24 September 2019 at 4:00 p.m. West Indonesia Time.
6. The Shareholders of the Company are advised to read in advance the Meeting's Rules which can be downloaded through the Company's website and shall be distributed to the Shareholders before they enter the Meeting room.
7. In order to facilitate the proper arrangement of the Meeting, the Shareholders or their representatives are respectfully requested to present at the Meeting latest by 1:30 p.m. West Indonesia Time.

Jakarta, 9 September 2019
PT Bank Danamon Indonesia Tbk
The Board of Directors