



INVITATION
THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
PT BANK BTPN Tbk

The Board of Directors of PT Bank BTPN Tbk, having domicile and headquartered in South Jakarta (the "**Company**"), hereby invites the Shareholders of the Company to attend the Extraordinary General Meeting of Shareholders (the "**Meeting**"), which will be held on:

Day/ Date : Wednesday/ 18th November 2020
Time : 10.00 a.m. Western Indonesian Time – onwards
Venue : Menara BTPN, 27th Floor, CBD Mega Kuningan,
Jl. DR. Ide Anak Agung Gde Agung Kav. 5.5-5.6 , Jakarta 12950

The Meeting's Agenda and Explanation

1. Changes to the Company's Articles of Association

In connection with:

- a. Article 19 of the Law No. 40 year 2007 ("**Company Law**");
- b. POJK No. 14/POJK.04/2019 regarding the Amendments to the Financial Services Authority Regulation No. 32/POJK.04/2015 regarding the Increase Capital of Public Listed Companies by Granting Pre-emptive Rights;
- c. POJK No. 15/POJK.04/2020 dated 21 April 2020 regarding the Plan and Organizing the General Meeting of Shareholders of Public Listed Companies; and
- d. POJK No. 16/POJK.04/2020 dated 21 April 2020 regarding the Organizing of Electronic General Meeting of Shareholders of Public Listed Companies;

Based on the above, the Company intends to adjust the Company's Articles of Association to conform to said POJK.

2. Resignation of a member of the Board of Directors of the Company

In connection with:

- a. Article 94 the Company Law;
- b. POJK No. 33/POJK.04/2014 regarding The Board of Directors and The Board of Commissioners of Issuers or Public Listed Companies ("**POJK 33/POJK.04/2014**"), specifically Article 8 paragraph (1) concerning resignation of Members of the Board of Directors;
- c. POJK No. 55/POJK.03/2016 regarding Implementation of Governance for Commercial Banks ("**POJK 55/POJK.03/2016**");
- d. OJK Circular Letter No. 13/SEOJK.03/2016 regarding Implementation of Governance for Commercial Banks ("**SEOJK 13/SEOJK.03/2016**");
- e. Article 14 paragraph 10 the Company's Articles of Association; and
- f. Letter from Kazuhisa Miyagawa dated 14 October 2020 regarding his resignation from his position as Deputy President Director of the Company;

Based on the above, the Company will propose to shareholders to approve the Kazuhisa Miyagawa's resignation from his position as Deputy President Director as of the closing of the Meeting.

3. The Appointment of members of the Board of Directors of the Company

In connection with:

- a. Article 94 the Company Law;
- b. Article 3 jo Article 7 POJK No. 33/POJK.04/2014;
- c. Article 6 POJK No. 55/POJK.03/2016;
- d. SEOJK No. 13/SEOJK.03/2016;
- e. SEOJK No. 39/SEOJK.03/2016 regarding Fit and Proper Test for the candidate of Controlling Shareholder, Candidate Member of BOD and Candidate Member of BOC ("**SEOJK 39/SEOJK.03/2016**");
- f. Article 14 paragraph 2a and paragraph 8 the Company's Articles of Association;
- g. Recommendation of Remuneration and Nomination Committee;
- h. Copy of Decision of the Board of Commissioners of Financial Services Authority ("**OJK**");

Based on the above, the Company will propose to shareholders to approve the appointment of **Kaoru Furuya** as **Deputy President Director** of the Company, effectively as of the closing of the Meeting.

4. The Appointment of the Board of Commissioners (President Commissioner) of the Company

In connection with:

- a. Article 111 the Company Law;
- b. Article 23 POJK No. 33/POJK.04/2014;
- c. Article 27 POJK No. 55/POJK.03/2016;
- d. SEOJK No. 13/SEOJK.03/2016;
- e. SEOJK No. 39/SEOJK.03/2016;
- f. Article 17 paragraph 2a and paragraph 5b the Company's Articles of Association;
- g. Recommendation of Remuneration and Nomination Committee;
- h. Copy of Decision of the Board of Commissioners of OJK;

Based on the above, the Company will propose to shareholders to approve the appointment of **Chow Ying Hoong** as **President Commissioner** of the Company, effectively as of the closing of the Meeting.

5. The Appointment of the Board of Commissioners (Independent Commissioner) of the Company

In connection with:

- a. Article 111 the Company Law;
- b. Article 23 POJK No. 33/POJK.04/2014;
- c. Article 27 POJK No. 55/POJK.03/2016;
- d. SEOJK No. 13/SEOJK.03/2016;
- e. SEOJK No. 39/SEOJK.03/2016;
- f. Article 17 paragraph 2a and paragraph 5b the Company's Articles of Association;
- g. Recommendation of Remuneration and Nomination Committee;
- h. Copy of Decision of the Board of Commissioners of OJK;

Based on the above, the Company will propose to shareholders to approve the appointment of **Edmund Tondobala** as **Independent Commissioner** of the Company, effectively as of the closing of the Meeting.

So that the composition of the members of the Company's Board of Directors and the Board of Commissioners becomes:

Board of Directors:

<i>President Director</i>	:	<i>Ongki Wanadjati Dana</i>
Deputy President Director	:	<i>Kaoru Furuya</i>
<i>Deputy President Director</i>	:	<i>Darmadi Sutanto</i>
<i>Compliance Director</i>	:	<i>Dini Herdini</i>
<i>Director</i>	:	<i>Yasuhiro Daikoku</i>
<i>Director</i>	:	<i>Henoch Munandar</i>
<i>Director</i>	:	<i>Adrianus Dani Prabawa</i>
<i>Director</i>	:	<i>Hiromichi Kubo</i>
<i>Director</i>	:	<i>Merisa Darwis</i>
<i>Director</i>	:	<i>Hanna Tantani</i>

Board of Commissioners:

President Commissioner	:	<i>Chow Ying Hoong</i>
<i>Commissioner</i>	:	<i>Takeshi Kimoto</i>
<i>Commissioner (Independent)</i>	:	<i>Ninik Herlani Masli Ridhwan</i>
<i>Commissioner (Independent)</i>	:	<i>Irwan Mahjudin Habsjah</i>
Commissioner (Independent)	:	<i>Edmund Tondobala</i>

Material of the Meeting

Material or all supporting materials for all agenda of the Meeting can be accessed and downloaded through the website of the Company, the Indonesia Stock Exchange ("BEI") and the easy.KSEI application from PT Kustodian Sentral Efek Indonesia ("KSEI"), as of the date of the Invitation of the Meeting, or can be obtained by submitting a written request to Corporate Secretary of the Company during office hours to the address below stated.

Eligible Shareholders

The Shareholders who are entitled to attend the Meeting are those whose names are registered in the Shareholders Register of the Company on 26 October 2020 16.00 p.m. Western Indonesian Time and/or the Shareholders whom registered at the security sub account with KSEI on the closing of share trading at the Indonesian Stock Exchange on 26 October 2020.

Quorum of Attendance dan the Meeting's Resolutions

1. Agenda 1

The Meeting can be held if it is attended by the shareholders or their authorized attorney's representing at least 2/3 (two-third) of the total issued shares of the Company with valid voting rights.

The Meeting decision must be taken based on the deliberation for consensus. In the event that the deliberation for consensus fails to be reached, the decision is valid if it is approved by more than 2/3 (two-third) of the total issued shares of the Company with valid voting rights present or represented at the Meeting.

2. Agenda 2 to 5

The Meeting can be held if it is attended by the shareholders or their authorized attorney's representing more than 1/2 (half) of the total issued shares of the Company with valid voting rights.

The Meeting decision must be taken based on the deliberation for consensus. In the event that the deliberation for consensus fails to be reached, the decision is valid if it is approved

by more than 1/2 (half) of the total issued shares of the Company with valid voting rights present or represented at the Meeting.

General Provisions

1. The Company will not issue separated Invitation letter to each Shareholder and this Invitation of the Meeting is considered as the official invitation to the Shareholders to attend the Meeting. This Invitation can also be viewed on the website of the Company, BEI and the easy.KSEI application.
2. Shareholders can participate in the Meeting by attending themselves or giving power of attorney to other parties or through the eASY.KSEI application.

Shareholders may authorize the Board of Directors, Board of Commissioners and Employees of the Company, however the votes cast for the agenda of the Meeting will not be counted.

3. For Shareholders or Shareholder's Attorney who will still attend the Meeting, please bring personal and shareholder identities in terms of acting as Shareholder's Attorney, and must follow to the safety and health protocols listed below. Only Shareholders or Shareholder's Attorney who comply with the safety and health protocol can enter the Meeting Room.
4. Shareholders who will authorize using the eASY.KSEI application, can contact the respective intermediary agents/ investment managers or contact PT Datindo Entrycom, the Company's Securities Administration Bureau. Explanations on the use of the eASY.KSEI application can be obtained through the Company's and KSEI websites, or by contacting smnhuda@datindo.com and dm@datindo.com.

For shareholders who have given power of attorney and are interested in participating the Meeting, the Company provides a virtual meeting room for shareholders who are interested in following the meeting. Requests for a virtual meeting link can be requested to the Corporate Secretary of the Company by e-mail to corporate.secretary@btpn.com and access to the link will only be given to shareholders who are recorded on the Record Date for the Meeting. The virtual meeting room is a one-way communication, the Company will not provide answers to questions submitted by Shareholders through the virtual meeting room.

5. Shareholders can provide power of attorney through eASY.KSEI up to 1 (one) working day before the Meeting is held, or on 17 November 2020 at 12.00 WIB.

Shareholders who have provided power of attorney outside the eASY.KSEI application can cancel the power of attorney submitted to the Company no later than 3 (three) days before the Meeting, or on 12 November 2020 at 16.00 WIB.

6. For the Meeting's efficiency and effectiveness, the Meeting will be started on time. Registration process for shareholders or shareholder's attorney, the process will take place from **09.00 WIB and will close at 09.50 WIB. Shareholders or Shareholder's Attorney who come late, are not permitted to attend the Meeting.**
7. The Company provides the Code of Order, Power of Attorney and other supporting documents which can be downloaded from the Company's website www.btpn.com from the date of this Invitation.

Specific Provision on Preventive Action towards COVID19 Outbreak

By fully observing the Government's direction and OJK's Provision on the Prevention of COVID19 Outbreak, the Company hereby **advise the Shareholders to not physically attending the Meeting, but to authorize its intermediary agents/ investment managers using eASY.KSEI application.**

For the individual shareholder or Shareholder's attorney, who will still attend the Meeting, **must follow the security and health protocols applicable to the building where the Meeting take place**, by using a mask and face shield also submit the results of the rapid test which is taken 3 (three) days before the Meeting. Only Shareholders who comply with the safety and health protocol are allowed to enter the Meeting room.

Jakarta, 27 October 2020
The Board of Directors of PT Bank BTPN Tbk

PT Bank BTPN Tbk
Menara BTPN, 29th Floor, CBD Mega Kuningan
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