



NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS PT BANK CENTRAL ASIA Tbk

The Board of Directors of PT Bank Central Asia Tbk (the "Company") hereby invites the Shareholders of the Company to attend the Company's Annual General Meeting of Shareholders (the "Meeting"), which will be held:

Day/Date : Thursday, 11 April 2019
 Venue : Grand Ballroom
 Hotel Indonesia Kempinski – 11th Floor
 Jalan M.H. Thamrin No. 1
 Jakarta 10310
 Time : 09:00 Western Indonesia Time - onwards

Agenda for the Meeting:

- Approval of the Annual Report including the Company's Financial Statements and the Board of Commissioners' Report on its Supervisory Duties for the financial year ended 31 December 2018 and grant of release and discharge of liability (*acquit et discharge*) to all members of the Board of Directors and the Board of Commissioners of the Company for all actions taken in relation to the management and supervision of the Company in the financial year ended 31 December 2018;
Explanation:
 When presenting the Annual Report, the Financial Statements and the report on the supervisory duties of the Board of Commissioners, the Company's performance and accomplishments as well as the actions taken by the Board of Commissioners in carrying out its supervisory and advisory functions towards the Board of Directors will be reported to the Meeting.
- Appropriation of the Company's profits for the financial year ended 31 December 2018;
Explanation:
 The Company will propose the appropriation of the Company's Net Profit, among others, for reserve fund, distribution of cash dividends, and the remaining unappropriated amounts of the net profits be recorded as retained earnings.
- Change in the composition of the Board of Directors of the Company;
Explanation:
 The changes in the composition of the Company's Board of Directors that will be proposed at the Meeting are as follows:
 - honorable dismissal of Mr. Eugene Keith Galbraith as Deputy President Director with effect from the close of the Meeting;
 - appointment of Mr. Suwignyo Budiman as Deputy President Director, which will be effective only to the extent of and as from the approval of such appointment by the Financial Services Authority; and
 - replacement of the Company's Director of Compliance, originally held by Mr. Tan Ho Hien/Subur aka Subur Tan and to be replaced by Ms. Inawaty Handojo, which will be effective only to the extent of and as from the approval by the Financial Services Authority for such appointment of Ms. Inawaty Handojo as the Company's Director of Compliance.
 The curriculum vitae of the candidates for the new members of the Company's Board of Directors that will be proposed at the Meeting can be downloaded from the Company's website (<https://www.bca.co.id/en/Tentang-BCA/Tata-Kelola-Perusahaan/Aksi-Korporasi>).
- Determination of the amount of salary or honorarium and benefits for the financial year 2019 as well as bonus payment (*tantiem*) for the financial year 2018 payable to the members of the Board of Directors and the Board of Commissioners of the Company;
Explanation:
 The Company will propose that the Meeting approve:
 - the grant of authority to the majority Shareholder of the Company to determine the amount of salary or honorarium and benefits for the financial year 2019 as well as bonus payment (*tantiem*) for the financial year 2018 payable to the members of the Board of Commissioners; and
 - the grant of authority to the Board of Commissioners to determine the amount of salary or honorarium and benefits for the financial year 2019 as well as bonus payment (*tantiem*) for the financial year 2018 payable to the members of the Board of Directors.
- Appointment of the Registered Public Accounting Firm (including the Registered Public Accountant practising through such Registered Public Accounting Firm) to audit the Company's books and accounts for the financial year ended 31 December 2019;
Explanation:
 The Company will propose that the Meeting grant powers to the Company's Board of Commissioners to appoint such Registered Public Accounting Firm and Public Accountants to ensure that the Company will obtain the best public accountants in terms of quality, requirements and competitive price.
- Grant of powers and authority to the Board of Directors to pay out interim dividends for the financial year ended 31 December 2019;
Explanation:
 The payment of interim dividends will be made only to the extent that the financial condition of the Company permits and with due observance of the prevailing laws and regulations.
- Approval of the Revised Recovery Plan of the Company;
Explanation:
 To comply with the prevailing laws, it is necessary to update the Company's Recovery Plan.
- Report on the realization of the use of the proceeds from Continuous Public Offering of Continuous Subordinated Bonds I of Bank Central Asia Phase I Year 2018.
Explanation:
 The Board of Directors will account for the realization of the use of the proceeds from such Continuous Public Offering of Subordinated Bonds.

General Provisions:

- This Notice of Meeting of the Company constitutes an official invitation to the meeting in accordance with the provisions of Article 21 paragraph 4 of the Company's Articles of Association in conjunction with Article 82 paragraph 2 of Law Number 40 of 2007 on Limited Liability Companies, and therefore it is not necessary for the Company to extend a separate invitation to each of the Company's Shareholders;
- The Company's Shareholders that are entitled to attend or be represented in the Company's Meeting are the Company's Shareholders whose names are recorded on the Register of Shareholders as at Tuesday, 12 March 2019, 16:15 Western Indonesia Time;
- Any holder of the Company's shares in the collective custody of PT Kustodian Sentral Efek Indonesia ("KSEI") intending to attend the Meeting must register with the Stock Exchange Member/the Custodian Bank holding the securities account at KSEI to obtain a Written Confirmation to Attend the Meeting ("KTUR");
- Any Shareholder of the Company or its proxy who will attend the Company's Meeting is kindly requested to provide the registration officer with the original copy of the KTUR and a copy of his/her Resident ID card (KTP) or any other identification card before entering the Meeting room. Any authorized representative of Company's Shareholder must provide not only the original copy of the KTUR and a copy of his/her Resident ID card (KTP) or other identification card but also a copy of the latest articles of association and the deed containing the latest composition of the board members of the company he/she represents;
- A Company's Shareholder that is unable to attend the Meeting may be represented by a proxy, subject to the following provisions:
 - The proxy submits a valid power of attorney in a form satisfactory to the Company's Board of Directors or executes the Company's standard form of power attorney, which can be obtained by the Shareholder at:
 - the Company's Head Office (at the Corporate Secretary Division) on any business day during the Company's business hours; or
 - the office of the Securities Administration Bureau, i.e. PT Raya Saham Registra, having its address at Plaza Sentral, 2nd Floor, Jl. Jend. Sudirman Kav. 47-48, Jakarta 12930, Telp +6221 2525666, Fax +6221 2525028, on any business day during the business hours of the Securities Administration Bureau; or
 - the Company's website (<https://www.bca.co.id/en/Tentang-BCA/Tata-Kelola-Perusahaan/Aksi-Korporasi>).
 - Any member of the Board of Commissioners, any member of the Board of Directors, and any employee of the Company may act as a proxy for the Shareholder in the Meeting, but any vote cast by the proxy will not be counted in voting;
 - if the power of attorney as described in item a point 5 is executed outside the territory of the Republic of Indonesia, the power attorney must be authenticated by the local notary public and the local consulate of the Republic of Indonesia;
 - The Company must have received the duly completed power of attorney through the Securities Administration Bureau, i.e. PT Raya Saham Registra, no later than Monday, 8 April 2019, 16:00 Western Indonesia Time;
- The materials for the Meeting are available at the Company's head office - at Corporate Secretary Division, Menara BCA, 20th Floor, Jalan M.H. Thamrin No.1 Jakarta 10310, on any business day and during the business hours of the Company, from the date of this Notice of Meeting until the date of the Meeting. The Company's Shareholders can also obtain the materials for the Meeting by downloading them from the Company's website (<https://www.bca.co.id/en/Tentang-BCA/Tata-Kelola-Perusahaan/Aksi-Korporasi>) or at the written request of the Shareholders to the Corporate Secretary of the Company, who shall have received such request no later than 1 (one) business day prior to the date of the Meeting;
- To ensure that the Meeting will be conducted in an orderly and timely manner, the Shareholders or their proxies are kindly requested to be present at the Meeting venue by 08:30 Western Indonesia Time.