



NOTICE
THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
PT BANK MNC INTERNASIONAL Tbk
("The Company")

The Company Board of Directors hereby invites the Company Shareholders to attend the Extraordinary General Meeting of Shareholders (hereinafter be referred "the Meeting"), which shall be held on:

Day/Date : Friday, March 8, 2019
Venue : iNews Tower, 3rd Floor
Jl. Kebon Sirih, Kav. 17-19
Jakarta, 10340
Time : 14.00 Western Indonesia Time (WIB) - finished

With agenda of the Meeting as follows :

1. The cancellation of capital increase of the Company without Pre-emptive Right which had been decided in the Extraordinary General Meeting of Shareholders (EGM) May 31, 2018.
2. The cancellation of capital increase implementation of the Company through Preemptive Rights (HMETD) which had been decided in the EGM May 31, 2018.
3. Approval of capital increase of the Company without Pre-emptive Right Procedure (OJK Regulation no.38/POJK.04/2014) in accordance with the provisions of OJK Regulation no.38/POJK.04/2014 regarding capital Increase in Public Company without Pre-Emptive Right.
4. Approval of capital increase of the Company through Pre-emptive Right Procedure (OJK Regulation no.32/POJK.04/2015) in accordance with the provisions of OJK Regulation no.32/POJK.04/2015 regarding capital Increase in Public Company with Pre-Emptive Right.
5. Approval of changes in nominal value of the shares so Company's shares consist of Series A Shares and Series B Shares with applicable laws and regulations of capital markets, especially POJK No.31/POJK.04/2017 concerning Issuance of Shares with Nominal Value Differences and changes in Article 4 of the Company's Articles of Association.
6. Changes in Company's Board member composition.

Explanation of the Meeting agenda :

1. The 1st agenda requesting approval of the Shareholders for cancellations of the Company's capital increase plan without Pre-emptive Rights mechanism which had been decided in the EGM May 31, 2018.
2. The 2nd agenda requesting approval of the Shareholders for cancellations of the Company's capital Increase plan with Pre-emptive Rights mechanism, which had been decided in the EGM May 31, 2018.

3. The 3rd agenda requesting approval of the Shareholders on the Company's plan to increase Company's capital without Pre-emptive Rights mechanism in accordance with the OJK Regulation no.38/POJK.04/2014.
4. The 4th agenda requesting approval of the Shareholders on the Company's plan to increase Company's capital with Pre-emptive Rights mechanism of the Shareholder in accordance with the OJK Regulation no.32/POJK.04/2015.
5. The 5th Agenda requesting approval for changes in nominal value of the shares so that the Company's shares consist of Series A Shares and Series B Shares with applicable laws and regulations in the field of capital markets, especially POJK No.31/POJK.04/2017 concerning Issuance of Shares with Nominal Value Differences and changes in Article 4 of the Company's Articles of Association.
6. The 6th agenda the Company will propose a change of the management's composition in accordance with POJK No.33/POJK.04/2014 concerning the Board of Directors and Board of Commissioners of Issuers or Public Companies.

NOTES:

1. In relation to the Meeting, the Company does not send a separate invitation to each Shareholder. This notice made in accordance with the company's Articles of Association, Article 11 verse 2, and serves as an official invitation to the Company's Shareholders.
2. The Shareholders who are entitled to attend or represent at the Meeting are:
 - a. The shareholders whose shares are not deposited in Collective Custody, only the shareholders or their legitimate proxies whose name are registered in the Shareholder Register issued by the Company's Securities Administration Agency, PT BSR Indonesia, on February 13, 2019, at the latest by 4 PM (Western Indonesian Time).
 - b. The Shareholders whose shares are deposited in Collective Custody, only the Shareholders or their legitimate proxies whose name are registered in the account holder or the custodian bank at PT Kustodian Sentral Efek Indonesia ("KSEI") on February 13, 2019 and at the latest by 4 PM (Western Indonesian Time).
3.
 - a. The Shareholders who are unable to attend the Meeting may be represent alby their proxies by presenting a valid Power of Attorney as determined by the Company's Board of Directors, provided that members of the Board of Directors, members of the Board of Commissioners and employees of the company may act as the proxy of the Shareholders at the Meeting, however any vote cast by the proxies in the Meeting shall not be counted in the voting. For the shareholders whose registered in overseas, the Power of Attorney shall be legalized by the public Notary or authorized official institution and by the Indonesian Embassy of the Republic of Indonesia in the country they reside.
 - b. The form of Power of Attorney can be obtained on working days during the office hours at the office of the Company's Securities Administration Agency.

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High End Building, 3rd Floor
Jl. Kebon Sirih , Kav. 17-19
Jakarta 10340
Telp : (021) 80864722
Facsimile : (021) 80615575

- c. All Power of Attorney form shall be received by the Board of Directors at the address as stipulated in point 3.b above within 2 (two) working days before the date of the Meeting, or on Wednesday, May 28, 2018 at the latest by 16.00 WIB.
4. The Shareholders or their legitimate proxies who will attend the Meeting are required to bring and present a copy of Collective Share Certificate and a copy of Resident Identity Card or other identity cards to the Company's registration officer before entering the Meeting room. For the Shareholders whose name are registered in the Collective Custody shall bring and present the Written Confirmation for the Meeting or Konfirmasi Tertulis Untuk Rapat ("KTUR") which can be obtained from the member of the Stock Exchange or Custodian Bank.
5. For legal entity Shareholders, such as Limited Liability Company, Cooperation, Foundation or Pension Fund, are required to submit copy of their latest and completed articles of association and their latest deeds regarding to the appointment of their latest member of Board of Directors and Board of Commissioners or management.
6. Meeting materials are available at the Company's office at MNC Financial Center 8th Floor, Jl. Kebon Sirih Raya no.27, Central Jakarta during office hours from the date of this invitation until the date of the Meeting.
7. To ease the arrangement and order of the Meeting, the Shareholders or their legitimate proxies are kindly required to be at the venue at least 15 (fifteen) minutes before the Meeting starts.

Jakarta, February 14, 2019
PT Bank MNC Internasional Tbk
Board of Directors