



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

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

Day/Date : Thursday, June 20, 2019
Venue : iNews Tower, 3rd Floor
 Jl. Kebon Sirih, Kav. 17-19
 Jakarta, 10340
Time : 10.00 Western Indonesia Time (WIB) - finished

With the following agenda:

A. Annual General Meeting of Shareholders (AGM)

1. The Annual Report of the Board of Directors and the Supervisory Report of the Board of Commissioners for financial year ended on December 31, 2018.
2. Approval and ratification of the Company's Financial Report for the financial year ended on December 31, 2018, and the granting release and discharge the responsibility of all members of the Board of Commissioners and the Board of Directors of the Company for their supervision and management during the financial year ended on December 31, 2018 (*acquit et de charge*).
3. Approval of the Company's profit utilization for the Financial Year ended on December 31, 2018
4. The appointment of Registered Public Accountant to audit Company's Financial Statement for the Financial Year ended on December 31, 2019
5. Approval of changes in the Company's management.
6. Submission of the realization of proceeds usage from Rights Issue VI of the Company pursuant to the Financial Services Authority Regulation ("OJK Regulation") no.30/POJK.04/2015

Explanation of the AGM agenda :

1. The 1st agenda until the 4th agenda of the AGM are routine agenda of the AGM of the Company to comply with the provisions of Articles of Association of the Company and Law no.40 Year 2007 regarding Limited Liability Company.
2. The 5th agenda is proposed with respect to the Company's development so that it is deemed necessary for the Company to change the composition of the Company's management.
3. The 6th agenda of the AGM, the Company shall submit the utilization of proceeds of Right Issue VI of the Company to comply with the provisions of OJK Regulation no.30/POJK.04/2015.

B. Extraordinary General Meeting of Shareholders (EGM)

1. Reaffirmation of authority and power of attorney to the Board of Directors of the Company with the approval of the Board of Commissioners concerning the execution of Series III Warrants and Series IV Warrants issued by the Company.
2. Reaffirmation of authority and power of the Board of Directors of the Company with the approval of the Board of Commissioners of the Company regarding the

implementation of Management and Employee Stock Option Program (MESOP) of a maximum of 286.943.446 shares as approved by the Extraordinary General Meeting of Shareholders on May 3, 2016.

Explanation of the agenda of the EGM:

1. The 1st agenda of the EGM is a reaffirmation of the authorization and power of attorney to the Board of Directors with the Board of Commissioners approval concerning execution of Series III Warrants and Series IV Warrants issued by the Company which the resolutions are approved in the Company's Extraordinary General Meeting Of Shareholders on July 15, 2016.
2. The 2nd agenda of the EGM is a reaffirmation to the authorization and power of attorney to the Board of Directors with the Board of Commissioners approval of the Company's Extraordinary General Meeting of Shareholders Resolution dated May 3, 2016, in which Extraordinary General Meeting of Shareholders had been approved the issuance of MESOP and the increasing of the Company's paid up capital without Preemptive Rights.

NOTES:

1. In relation to the Meeting, the Company does not send a separate invitation to each shareholder. This invitation 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, as per May 28, 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 May 28, 2019 and at the latest by 4 PM (Western Indonesian Time).
3.
 - a. The Shareholders who unable to attend the Meeting may represent 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.

PT BSR Indonesia
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, June 18, 2019 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 the 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.
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, May 29, 2019
PT Bank MNC Internasional Tbk
Board of Directors