

**PT PANIN FINANCIAL Tbk.  
("Company")**

**NOTICE  
OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS**

The Board of the Directors of the Company hereby invite all the shareholders of the Company to attend the Annual General Meeting of Shareholders ("AGMS") which will be held on:

**Day/Date** : **Thursday, 23 June 2016**  
**Time** : **09.30 am**  
**Venue** : **Panin Bank Plaza 3th Floor**  
**Jl. Palmerah Utara No.52, Jakarta 11480**

**With agenda:**

1. The Approval of Annual Report of the Company regarding Company's activities and ratification of Consolidated Financial Statement of the Company as well as provision full release and discharge (acquitt et de charge) to all members of the Board of Directors and the Board of Commissioners for the management and supervision of the Company for the financial year 2015.
2. The Approval of the use of net profit of the Company for the financial year ended on 31 December 2015.
3. Change of composition of members of the Board of Commissioners, also determination on the honorarium of the Board of Commissioners of the Company.
4. Change of composition of members of the Board of Directors, also determination on the salary and allowances of the Board of Directors of the Company.
5. Delegation of authority to the Board of Directors of the Company to appoint the Public Accountant Firm to audit the Consolidated Financial Statement of the Company for the financial year ended on 31 December 2016.

**With the explanation of the agenda:**

All the agenda are routine agenda that are regularly held in the Annual General Meeting of Shareholder of the Company. This is in accordance with the Company Articles of Association and Law No.40 years 2007 about Limited Liability Company.

**Other informations:**

1. This notice shall serves as the official invitation to the shareholders of the Company.
2. Those who are entitled to attend and be represented in the AGMS :
  - a. For Company's shares that have not been placed in the Collective Deposit, only shareholders whose names are registered in the Register of Shareholder on **31 Mei 2016** until **16.00 pm**; and
  - b. For Company's shares that have been placed in the Collective Deposit, only account holders whose names are registered as shareholders of the Company in Custodian Bank Account or Securities Company listed in the Register of Shareholder on **31 Mei 2016** until **16.00 pm**.
3. AGMS materials are available to shareholders at the Company's office start from the date of AGMS notice until the date of the AGMS. AGMS material are provided free of charge at the Company's office if requested in writing by shareholders.
4. The shareholders either in person or represented by power of attorney are entitled to attend the AGMS.
5. The shareholders or their respective proxies who will attend the AGMS are required to submit a copy of their identity card or another form of identification as well as KTUR (*Konfirmasi Tertulis Untuk RUPS*) before entering the meeting room. For shareholders in the form of legal business entity are requested to bring copy of the latest Articles of Association including its amendments and latest management composition. In case that the shareholders can not show KTUR, the shareholders can still attend the AGMS as long their names are recorded in the Register of Shareholder and bring the identification that can be verified in accordance with the applicable regulations.
6.
  - a. The shareholders who are not present at the AGMS may be represented by their respective proxies with the valid power of attorney as determined by the Board of Directors, provided that the members of the Board of Directors, the Board of Commissioners and employees of the Company are allowed to act as the proxies of the Company's shareholders at the AGMS, but their votes as proxy in the AGMS are not counted in the voting and for shareholders whose addresses are listed overseas, their power of attorney must be received by the Board of Directors.
  - b. Form of power of attorney can be obtained during office hours at Panin Life Center 7th Floor, Jl. Letjend. S. Parman Kav.91, Jakarta 11420;
  - c. All proxies must be received by the Board of Directors no later than three (3) working days prior to the date of the AGMS.
7. In order to ensure the orderliness of the AGMS, the shareholders or their respective proxies are required to be present at the venue of the AGMS at least 15 minutes before the AGMS start.

**Jakarta, 1 June 2016**  
**PT PANIN FINANCIAL Tbk**  
**Board of Directors**