INVITATION TO
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
PT BANK CIMB NIAGA Tbk

PT Bank CIMB Niaga Tbk, domiciled in South Jakarta (the “Company”), hereby invites the shareholders to attend the Annual General Meeting of Shareholders (the “Meeting”), which will be held on:

Date: Monday, April 15, 2019
Time: 14:00 Western Indonesian Time onwards
Place: PT Bank CIMB Niaga Tbk, Satrio Tower, 9th Floor, Senopati, South Jakarta

Invitation is open to all shareholders of the Company.

The Meeting will be held at the registered address of the Company in accordance with the provisions of Law No. 40 of 1997 concerning the Company Act (the “UUPT”), including the Additional Regulations of PT Bank CIMB Niaga Tbk (the “AoA”) and articles of association of the Company.

Shareholders are kindly invited to ensure their attendance by completing the following documents in accordance with the provisions of the UUPT:

i. The completed Proxy of Attendance (POA) with copies of ID of the Shareholders and the representative shall be received by the Company via Share Administration Bureau (“BOC”), telephone: (021) 250 5252, fax: (021) 252 6749, e-mail: corporate.secretary@cimbniaga.co.id.

The Meeting will be held in accordance with the provisions of Law No. 40 of 1997 concerning the Company Act (the “UUPT”), including the Additional Regulations of PT Bank CIMB Niaga Tbk (the “AoA”) and articles of association of the Company.

The shares shall be considered to have been voted as follows:

1. Agenda and Explanation of the Meeting

Time: 14:00 Western Indonesian Time onwards
Day/date: Monday, April 15, 2019
PT Bank CIMB Niaga Tbk, domiciled in South Jakarta (the “Company”).

The Shareholders of the Company are encouraged to read in advance the Meeting’s Rules of Conduct that can be directly downloaded through the Company's website since the date of this Invitation.

Shareholders who are unable to attend the Meeting may be represented by his/her representative with the following terms:

i. The sharreholders and/or his legal representative and plan to attend the Meeting, must show the original or submit the copy of Collective Share Certificate and the copy of Identity Card

The representative of shareholders in the form of legal entity (Corporate Shareholders) is requested to submit:

- The completed POA with copies of ID of the Shareholders and the representative shall be received by the Company via Share Administration Bureau ("BOC")
- The authorization of the resolution to be represented by him/her representative in the Meeting, if any

Items of the Meeting

1. Approval of the Minutes of the General Meeting of Shareholders held on December 21, 2018.

2. Determination of the Date of the Company’s Profit for the Financial Year ended on December 31, 2018. The Company shall not use undue records. Considering the necessary minimum remuneration of the Company has been met, the company’s directors decided, the profit to be used in the subsequent financial year.

3. Changes of management of the Company

Signs of the resolutions of the General Meeting of Shareholders held on December 21, 2018, in connection with the resignation of certain members of BOC and BOD, and the appointment of another of the Company in accordance with the provisions of Law No. 40 of 1997 concerning the Company Act (the “UUPT”), including the Additional Regulations of PT Bank CIMB Niaga Tbk (the “AoA”), and the resolutions of the General Meeting of Shareholders held on December 21, 2018, in connection with the resignation of certain members of BOC and BOD, and the appointment of another.

4. Approval and Determination of the Remuneration of BOC and BOD

Pursuant to the Amendment of IDX Regulation No. I-A regarding Listing of Shares (Stock) and Equity-Type Securities Other Than Stock Issued by the Listed Company, in relation that there are no provisions regulates the responsibilities of BOC and BOD in taking decision which affect significantly to the risk profile of the Bank. Unless such variable remuneration for Independent Commissioner will be converted and granted in cash. The remuneration program is in accordance with the principles of lightness and non-excessive risk taking in taking decision for the members of BOC and BOD of the Company.

5. Approval of the Budget of the Financial Year 2019

Pursuant to the Amendment of IDX Regulation No. I-A regarding Listing of Shares (Stock) and Equity-Type Securities Other Than Stock Issued by the Listed Company, in relation that there are no provisions regulates the responsibilities of BOC and BOD in taking decision which affect significantly to the risk profile of the Bank. Unless such variable remuneration for Independent Commissioner will be converted and granted in cash. The remuneration program is in accordance with the principles of lightness and non-excessive risk taking in taking decision for the members of BOC and BOD of the Company.

6. Approval and Determination of the Remuneration of BOC and BOD

Pursuant to Article 11 paragraph 13 of the Company’s AoA and Article 68 UUPT, to propose to the Meeting to appoint Mrs. Angelique Dewi Daryanto, S.E., CPA as Public Accountant and Public Accounting Firm Tanudiredja, Wibisana, Rintis & Rekan (a member firm of PricewaterhouseCoopers Global in Indonesia) as the Public Accountant and Public Accounting Firm for the Financial Year of 2019 and the Determination of Honorarium and Other Requirements related to the Appointment. The determination of the amount of variable remuneration for each members of BOC and BOD by taking into account the recommendation of the Nomination and Remuneration Committee of the Company.

7. Approval of the Annual Financial Report and the Distribution of Cash Dividends

Pursuant to Article 6 POJK No. 30/POJK.04/2015 regarding Report on Realization of the Use of Proceeds from Public Offerings, in the Meeting will be reported the accountability of the use of the proceeds from the Public Offering made by the Company in accordance with the terms and conditions stipulated in the prospectus of the Company. The Company agrees to distribute the dividends in the form of cash against the proposal that has been submitted by the shareholders and has been approved by the General Meeting of Shareholders.

8. Determination of the Quorum of Attendance and Decision

Agenda, the decision is valid if it is approved by more than 2/3 (two-thirds) of the total shares issued by the Company with lawful voting rights.