

**RULES OF ORDER**

**ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**PT BANK CENTRAL ASIA Tbk**

**On April 7, 2014**

The shareholders or the appointed proxy-holders who will attend the Annual General Meeting of Shareholders (hereinafter referred to as the "**AGM**") shall adhere to the following rules:

1. Registering him/herself with the receptionist by showing his/her identity card and submitting the original Written Confirmation of the Meeting (KTUR) as well as the original power of attorney (for the individuals appointed as a proxy).
2. Sitting on the provided seat.
3. Not talking to fellow attendees so as not to disrupt the conduct/course of the AGM.
4. Raising questions only on occasion provided by the Chairperson of the AGM during the AGM.

Attendees shall raise hands before asking questions.

The questions must be written on a form provided by the clerk to be read out later on by the attendees raising

the questions using the loudspeakers and subsequently submitting the question form to the AGM clerk.

The Chairperson of the AGM will endeavor to answer all questions.

The questions raised shall be directly relevant to the AGM Agenda item. If some questions of the same matters are raised, those questions will be answered at once.

5. Not interrupting conversations of other attendees (including the Chairperson of the AGM).
6. In order to comply with the provisions of the Law number 40 of year 2007 regarding Limited Liability Company and Article 23 paragraph 8 of the Company's Articles of Association, resolution shall be made based on deliberation and/or discussion leading to amicable/mutual consensus. In the event that resolution to be made based on deliberation leading to amicable/mutual consensus is not reached, the resolution to any motions proposed shall be resolved through the casting of votes.
7. Resolution to any motions proposed at the AGM shall be lawful if it is approved by more than 1/2 (a half) of the total votes lawfully cast in the Annual General Meeting.
8. In order to facilitate the AGM, voting in relation to any motions proposed for each AGM (either in relation to

individuals or other matters) shall be verbally cast by raising hands.

9. The voting shall be cast verbally by pooling votes based on the following procedures:

- a) The Chairperson of the AGM would request the shareholders or proxy who cast dissenting votes or abstention votes upon the proposed motions to raise their hands to submit the ballots and then the ballots shall be counted by PT RAYA SAHAM REGISTRA as the Securities Administration Agency of the Company and then it is verified by the Notary as an independent party;
- b) If there is no dissenting votes or abstention votes, then the total number of assenting votes is the total share with lawful voting rights, who are present and/or represented in the AGM, and without the Chairperson of the AGM being required to ask the shareholders and the appointed proxy-holders to raise their hands as a sign of their approval.

10. The shareholders or their appointed proxy-holders who are present in the AGM but do not cast votes (abstention) shall be deemed to have cast the same votes as those of majority votes cast by the shareholders.

11. The shareholders or their appointed proxy-holders who left the AGM room before the closing of AGM without reporting to the AGM Chairperson are considered present and approved the motions proposed at the AGM.
12. During the conduct/course of the AGM, mobile phone or other communication devices brought by the AGM attendees into the AGM room should be de-activated.

PT BANK CENTRAL ASIA Tbk

Board of Directors

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*I, Manimbul Luhut Sitorus, certified, authorized and sworn translator, appointed by virtue of the Decree of the Governor of Jakarta Special Capital Region number 5226/1998 SK GUB DKI, dated June 17, 1998, hereby certify that this translation is correct and true to the document written in the Indonesian language which was submitted to me.*

*Jakarta, June 17, 2014.*