

RULES AND PROCEDURE
ANNUAL GENERAL MEETING OF SHAREHOLDERS
PT BANK CENTRAL ASIA Tbk (the "Company")
JAKARTA, 9th of April 2020

I. General Provisions

1. The Annual General Meeting of Shareholders (the "**Meeting**") will be conducted in Indonesian language.
2. If the shareholder or its proxy arrives at the Meeting after the closing registration period, its votes are not counted and/or such shareholder or its deprived of the right to raise questions or express opinions at the Meeting, but such shareholder or its proxy retains the right to participate in the Meeting as an invitee.

II. Meeting Quorum

In accordance to Article 86 paragraph 1 of Law Number 40 of 2007 on Limited Liability Companies (the "**Company Law**"), Article 26 paragraph 1 letter a regarding Financial Service Regulation No. 32/POJK.04/2014 concerning Planning and Holding General Meetings of Shareholders of Public Limited Companies (**POJK GMS**) and Article 23 paragraph 1 letter a of the Company's Articles of Association, the Meeting is valid and therefore can be conducted and may adopt binding resolutions if the Company's shareholders representing more than $\frac{1}{2}$ (one half) of the total outstanding shares of the Company with valid voting rights are present and/or represented at the Meeting.

III. Procedure for bringing up matters relating to the Meeting agenda

1. A shareholder or a proxy for the shareholder may submit questions and/or express opinions in relation to every item on the Meeting agenda and require a decision of the Meeting with the following conditions:
 - a. Submit in writing by filling out a form with the names of shareholders, the number of shares owned / represented and questions and / or opinions submitted which is distributed to the shareholders or its proxies before entering the Meeting room.
 - b. Submit only at the opportunity given by the Chairperson of the Meeting to the shareholders or its proxies prior to the vote on the matter concerned, by raising hand and submitting the form to the Meeting officer.
2. Only the shareholders or the lawful proxies for the shareholders present at the Meeting shall have the right to ask questions and/or express opinions in writing about the Meeting agenda item under discussion.
3. The questions and/or opinions submitted in writing must have a direct bearing on the Meeting agenda item under discussion.
4. All questions will be answered in writing and will be sent to the shareholders' address that is registered at PT Raya Saham Registra as the Securities Administration Bureau within 3 (three) working days after the date of the Meeting.

IV. Procedure for voting and vote count:

The vote count will be carried out with reference to the provisions of the Company's Articles of Association, POJK GMS and the Company Law, namely as follows:

1. The Meeting resolutions shall be adopted on the basis of deliberation for consensus;
2. If the Meeting cannot adopt a resolution by deliberation for consensus, the resolution will be adopted by voting. During the voting, the shareholders or the proxies for the shareholders shall have the right to AGREE, DISAGREE, or ABSTAIN on each Meeting agenda item;
3. The resolution on the proposal put forward at the Meeting shall be valid if approved by more than $\frac{1}{2}$ (one half) of the total voting shares present at the Meeting;
4. The Chairperson of the Meeting will ask the shareholders or the proxies for the shareholders who DISAGREE or ABSTAIN on the relevant proposal to raise their hands and submit their ballots to the Meeting officials. Furthermore, the ballots will be counted by PT Raya Saham Registra as the Company's Securities Administration Bureau and will be verified by the Notary in his/her capacity as an independent public official;
5. Any shareholders or proxies for the shareholders that do not raise their hands nor submit their ballots to indicate DISAGREEMENT or ABSTENTION on the relevant proposal shall be deemed to have approved the relevant proposal without the Chairperson of the Meeting having to ask each of the shareholders or proxies for the shareholders to raise their hands as a sign of agreement;
6. In accordance with Article 30 of POJK GMS, any shareholders that ABSTAIN shall be deemed to cast the same vote as those cast by the majority of the shareholders voting at the Meeting;
7. Vote count shall be carried out by scanning the barcodes on the ballots of the shareholders or the proxies for the shareholders that DISAGREE and ABSTAIN, which have been submitted to the Meeting officials, by using a barcode scanner. The total number of votes will appear on the screen provided in the Meeting room;
8. The shareholders or the proxies for the shareholders that have registered their attendance but leave the Meeting room without reporting to the registration officer before the meeting is closed shall be deemed to be present and approve the proposal put forward at the Meeting.

V. Miscellaneous

During the Meeting, the participants are kindly requested to:

- a. switch off the mobile phone and/or any other communication device
- b. not chat with fellow Meeting participants to avoid distraction during the Meeting;
- c. not cut in on/interrupt others; and
- d. Sit by keeping a distance from other Meeting participants according to the direction of the Meeting organizer.