ANNOUNCEMENT
SUMMARY
OF
MINUTES
OF
THE
ANNUAL
AND
EXTRAORDINARY
GENERAL
MEETING
OF
SHAREHOLDERS
PT
BANK
MEGA
Tbk

Day/Date : Wednesday, February 28th, 2018
Time : 14.25 – 15.31 Western Indonesia Time (WIB)
Venue : Auditorium Menara Bank Mega 3rd Floor, Jalan Kapten Tendean Kav. 12 – 14A, Jakarta 12790

The Meeting was held with meeting agenda as follows:

Meeting Agenda of Annual General Meeting of Shareholders ("AGM"):
1. Approval and Ratification of the Company's Annual Report year ended on December 31st, 2017, consist of:
2. The Determination for the distribution of the Company's net profit for the financial year ended on December 31st, 2017.
4. Appointment of the Public Accountants to conduct an audit the Company's Annual Report for the 2018 Financial Year.

Meeting Agenda of Extraordinary General Meeting of Shareholders ("EGM"):
1. Amendment of the Company’s Articles of Association.
2. Changes of the Structure of the Company’s Management.

The attendance of the Board of Commissioners and Board of Directors at the Meeting:
The Meeting attended by Board of Commissioners and Board of Directors as follows:

Board of Commissioners:
- Independent Commissioner: Mr. Achmad Ramusaswadi
- Independent Commissioner: Mr. Lambang Victor Nahantadila
- Commissioner: Mr. Darmadi Sutanto

Board of Directors:
- President Director: Mr. Kostaman Thayb.
- Director: Mr. Madi Darmadi Lazuardi.
- Director: Mrs. Indra Eri.
- Director: Mr. Y.B. Harionanto.
- Director: Mr. M. Arikunto.
- Director: Mrs. Lay Dua Lawante.
- Independent Director: Mr. Muhammad Thayib.

The Quorum of Attendance for the Meeting of Shareholders:
A quorum was attended by the shareholders where the quorum of the shareholders who are representing 5,574,086.404 shares or 83.91% votes of the total shares with valid voting rights that have been issued by the Company until the day of the meeting, totaling 6,963,775,206 shares.

EGM was attended by the Shareholders and/or the proxy/shares of the Shareholders who are representing 5,631,732,560 shares or 83.91% votes of the total shares with valid voting rights that have been issued by the Company until the day of the meeting, totaling 6,963,775,206 shares.

The Question and Answer:
In each Meeting of Shareholders, the Shareholders have been given opportunity to ask question or give opinion related to the discussion of the Meeting Agenda. In each Meeting Agenda, there were no questions from the Shareholders.

Meeting Resolutions Mechanism:
The Meeting Resolution mechanism is done openly by asking the Shareholders to raise their hand over the proposed decision of the Meeting Agenda.

The Meeting Results:

AGM:
The First Meeting Agenda:

Present Vote: 5,574,086.404 shares
Disagree Vote: Nil share
Abstain Vote: Nil share
Total Agree Vote: 5,574,086.404 shares = 100%

The Meeting with Deliberation and Consensus has decided:
1. To accept and to approve the Annual Report of the Board of Directors regarding the Management of the Company during the fiscal year 2017, and the Board of Commissioner's Supervisory Report for the fiscal year ended on December 31st, 2017.
2. To receive and to legitimate the Financial Report Year 2017 which includes the Balance Sheet and Profit and Loss calculations that have been audited by the public accountant firm of Purwanto, Sugiono & Surya as in the report no. RFC-5600/PPP/2018 dated February 18th, 2018; and
3. To release and to discharge responsibility to the members of the Board of Directors and the Board of Commissioners on the management and supervision that have been implemented during the financial year 2017 as well as such actions are reflected in its Financial Statement.

The Second Meeting Agenda:

Present Vote: 5,574,086.404 shares
Disagree Vote: Nil share
Abstain Vote: Nil share
Total Agree Vote: 5,574,086.404 shares = 100%

The Meeting with Deliberation and Consensus has decided:
1. To determine the entire Company net profit for the financial year 2017 amounting to Rp. 1,380,043,285,786 (One Billion three hundred forty three million two hundred eighty six thousand seven hundred eighty six rupiah) and distributed to shareholders as cash dividends.
   a. Amounted Rp. 650,000,000.00 (Six Hundred Fifty Billion Rupiah) will be distributed to shareholders as cash dividends.
   b. The remaining amount of Rp. 650,000,000.00 (Six Hundred Fifty Billion Rupiah) will be recorded as retained earnings.
2. To approve the distribution of cash dividends with the following provisions:
   a. The procedure and the schedule of distribution of cash dividends will be determined later.
   b. The payment of cash dividends will be credited in accordance with the applicable tax regulations.
3. To approve to give power and authority to the Board of Directors to regulate the procedures and schedule of dividends cash payment and announced in accordance with applicable laws and regulations.

The Third Meeting Agenda:

For the Third Meeting Agenda the meeting was not taken because it was only to finish the work plan of the Company for the year 2018.

The Fourth Meeting Agenda:

Present Vote: 5,574,086.404 shares
Disagree Vote: Nil share
Abstain Vote: Nil share
Total Agree Vote: 5,574,086.404 shares = 100%

The Meeting with Deliberation and Consensus has decided:
1. To give authority and power to the Board of Directors to appoint the Public Accountant Firm for the Financial Services Authority to conduct audit for Financial Report year 2018, to obtain auditors with the best quality and price.

The Fifth Meeting Agenda:

Present Vote: 5,574,086.404 shares
Disagree Vote: Nil share
Abstain Vote: Nil share
Total Agree Vote: 5,574,086.404 shares = 100%

The Meeting with Deliberation and Consensus has decided:
1. To determine the new Board of Directors of the Company, for each member of the Board of Directors, as follows:
   a. Positif Thayib
   b. Mrs. Lay Dua Lawante
   c. Mr. Muhammad Thayib
   
2. To distribute the Board of Commissioners as follows:
   a. To give the authority and power to the Board of Commissioners to conduct the Meeting of the Extraordinary General Meeting of Shareholders;
   b. To give the authority to the Board of Directors to appoint the new Board of Directors for the next year's Annual Meeting.

EGM:
The First Meeting Agenda:

Present Vote: 5,961,782,456 shares
Disagree Vote: Nil share
Abstain Vote: Nil share
Total Agree Vote: 5,961,782,456 shares = 100%

The Meeting with Deliberation and Consensus has decided:
1. To approve the amendment of article 20 paragraph (1) of the Company’s Articles of Association should be read as follows:

2. The Board of Commissioners shall consist of at least 3 (three) persons and the structure of the Board of Commissioners consisted of the following:
   a. President Commissioner
   b. Commissioner
   c. The other are Commissioners.
3. To appoint Mr. Yungky Setiawan as President Commissioner and approved Mrs. Aullait Mia as the Company's Independent Commissioner.

With the above decisions, the structure of the Company’s Board of Commissioners becomes as follows:

- President Commissioner: Mr. Yungky Setiawan
- Vice President Commissioner: Mr. Yungky Setiawan
- Independent Commissioner: Mr. Lanthucy Victor Nahantadila
- Independent Commissioner: Mr. Madi Darmadi Lazuardi
- Independent Commissioner: Mr. Muhammad Thayib

Dissolved as Commissioner and appointment of Mr. Yungky Setiawan as Vice President Commissioner will be effective as of the date of the amendments of articles of association approved in the first meeting agenda prevail by law.

And the Appointment of Mrs. Aullait Mia as Independent Commissioner will be effective as of the date she has passed the Fit and Proper test of the Financial Services Authority.

2. Appointed Mr. C. Guntra Triyodito as the Company’s Treasurer.

With the above decisions, the structure of the Company’s Board of Directors becomes as follows:

- President Director: Mr. C. Guntra Triyodito
- Director: Mrs. Madi Darmadi Lazuardi
- Director: Mr. Yungky Setiawan
- Director: Mr. Madi Darmadi Lazuardi
- Director: Mrs. Lay Dua Lawante
- Director: Mr. C. Guntra Triyodito

Appointment of Mr. C. Guntra Triyodito as Director will be effective as of the date he has passed the Fit and Proper test of the Financial Services Authority.

3. The appointment of the President Commissioner to declare the resolutions of the Meeting in the board meeting and to report changes in the structure of the Company’s Management to the competent authority.

The announcement of this Summary of Minutes of Meeting is to comply with the provision under Article 34 paragraph (2) and (6) of Financial Services Authority Regulation No. 33/POJK.04/2014 regarding The Plan and Implementation of General Meeting of Shareholders for an Listed Company or a Public Company.

SCHEDULE AND PROCEDURE OF THE DIVIDEND PAYMENT DISTRIBUTION

Furthermore, in accordance with the decision of the Second Meeting Agenda as mentioned above share the Meeting has decided to do the cash dividends payment from the Company’s net profit for financial year 2017 amounted to Rp 850,000,000.00 - Rp 932,497,475 per share to be distributed to 5,963,775,206 shares of the Company, then hereby notified the schedule and procedure of the distribution of cash dividends of the financial year 2017.

Schedule of The Distribution of Cash Dividend

<table>
<thead>
<tr>
<th>No</th>
<th>Information</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>By the end of the Shares Trading Period With Dividends Right (Cum Dividend)</td>
<td>March 7th, 2018</td>
</tr>
<tr>
<td>2</td>
<td>- Regular Market and Negotiation</td>
<td>March 21st, 2018</td>
</tr>
<tr>
<td>3</td>
<td>- Cash Market</td>
<td>March 23rd, 2018</td>
</tr>
</tbody>
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The Procedure of the Cash Dividends Payment

1. The Cash Dividends will be distributed to the Company’s Shareholders whose names are registered in the Shareholders’ Registry (“PSP”) or on the recording date on March 12th, 2018, and the owner of the Company’s shares on the sub-accounts in the Indonesia Central Securities Depository (“KSEI”) or custodian bank on March 14th, 2018.

2. For The Company's Shareholders whose names are registered in the collective custody of KSEI, the dividends cash payment is conducted through KSEI and will be distributed to in account of the securities company and/or custodian bank on March 14th, 2018. Proof of dividends cash payment will be delivered by KSEI to shareholders through Securities Company and/or Custodian Bank where Shareholders open an account. Whereas to The Company's Shareholders whose names are not included in the collective...
custody of KSEI the dividends cash payment will be transferred to the account of the Company’s Shareholders.

3. The Cash dividends will be taxed in accordance with the applicable tax laws and regulations. The amount of tax will be charged, will be borne by the respective Company’s Shareholders and deducted from the amount of cash dividends whose being the rights of the respective Company’s Shareholders.

4. For the Shareholders whose are domestic taxpayers in the form of a legal entity which has not included a Taxpayer Identification Number ("NPWP") required to submit NPWP to KSEI or the Registrar Securities Administration ("BAE") PT Datindo Entrysim ("BAE") by address at Jl. Hayam Wuruk No.28, floor 2nd, Jakarta 10120 no later than March 12th, 2018 at 16.00 WIB. Without the inclusion of NPWP, the cash dividends which paid to domestic taxpayers will be subject to income tax by 30%.

5. For the Shareholders which are Foreign Taxpayers whose tax deduction will be based on avoidance of double taxation agreement ("P3B") shall comply with the requirements Regulation of Tax Directorate General No.PER.10/FJ/2017, about The Implementation Rules of Evasion double tax. and to submit DGT-1 or DGT-2 form which has legalized by the Tax Office for Listed Companies to KSEI or BAE. In the absence of such documents, the cash dividend paid will be subject to income tax article 26 amounting to 20%.

Jakarta, March 02nd, 2018
Board of Directors of the Company