



**NOTICE  
OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS  
OF  
PT BANK MUAMALAT INDONESIA Tbk**

*Assalamualaikum Warahmatullahi Wabarakatuh,*

The Board of Directors of PT Bank Muamalat Indonesia Tbk (hereinafter referred to as the "Company") domiciled in Jakarta, hereby invite the Shareholders of the Company to attend the Annual General Meeting of Shareholders (hereinafter referred to as the "AGMS") that will be held on:

Day / Date : Thursday, 30 March 2017  
Time : 09.00 Western Indonesia Time (WIB) until the end  
Venue : The Ritz Carlton Hotel Jakarta  
Jalan DR Ide Anak Agung Gde Agung Kav E.1.1 No. 1, Mega Kuningan  
Jakarta 12950, Indonesia

With the following agenda of the AGMS:

1. Approval of the Company's Annual Report of Year 2016 including the Supervisory Report of Board of Commissioner and Sharia Supervisory Board of the Financial Year of 2016 and ratification of the Company's Financial Statement for the Financial Year of 2016.

Explanation:

Pursuant to Article 9.5 and Article 9.6 of Company's Articles of Association and Article 69 and Article 78 of Law No. 40 of 2007 regarding Limited Liability Company (hereinafter referred to as the "Company Law"), approval of the Company's Annual Report which include among others the Company's Financial Statements and the Supervisory Report of Board of Commissioners and Sharia Supervision Board of the Company, shall be decided by the AGMS. Therefore, the Company has proposed such matter to be included in the AGMS agenda.

In this agenda, the Company will also:

- a. Propose to the AGMS to grant the release and discharge (*volledig acquit et decharge*) for Board of Directors, Board of Commissioners and Sharia Supervision Board upon their managerial and and supervision activities of the Company which have been conducted during the Financial Year of 2016 as long as it is noted in the Financial Statements of the Company and does not constitute as a criminal act or violation of the prevailing regulations; and
- b. Report the Company's Business Plan (Work Plan and Annual Budget) for the Financial Year of 2017.

2. Approval for the Usage of the Company's Net Income of the Financial Year of 2016.

Explanation:

Pursuant to Article 20.1 of Company's Articles of Association and Article 70 and Article 71 of Company Law, approval for the usage of Company's net income shall be decided by the AGMS. Therefore, the Company has proposed such matter to be included in the AGMS agenda.

3. Appointment of Public Accounting Firm for conducting audit on Company's Financial Statement for the Financial Year of 2017 and other audit needed by the Company.

Explanation:

Pursuant to Article 9.5 of Company's Articles of Association, the appointment of Public Accountants for conducting audit on Company's Financial Statement shall be conducted on the AGMS. Therefore, the Company has proposed such matter to be included in the AGMS agenda.

4. Approval for Company's plan to conduct Sukuk Subordinated issuance.

Explanation:

To sustain the growth of the Company, the Company plans to conduct corporate action through the issuance of Subordinated Sukuk. Therefore, the Company has proposed such matter to be included in the AGMS agenda.

5. Approval for Company's Plan to Increase the Capital of the Company.

Explanation:

Pursuant to Article 41 of Company Law and Article 4.3. of Company's Articles of Association, the increase of Company's capital shall be conducted based on General Meeting of Shareholders's approval. Therefore, the Company has proposed such matter to be included in the AGMS agenda.

6. Ratification and approval on the action to pledge Company's assets as the collateral of the Company's loan over a financing facility which have been and will be provided by PT Sarana Multigriya Finansial.

Explanation:

Pursuant to Article 102 of Company Law and Article 13.4 of Company's Articles of Association, approval to pledge Company's assets which comprise more than 50% (fifty percent) of the Company's net worth in 1 (one) or more related or unrelated transactions, shall be decided on the General Meeting of Shareholders. Therefore, the Company has proposed such agenda to be included in the AGMS agenda.

7. Changes in the composition of members of the Board of Commissioners, Sharia Supervisory Board and/or Board of Directors of the Company.

Explanation:

Pursuant to Article 9.5, Article 12.4, Article 15.6 and Article 18.9 of Company's Articles of Association, Article 94, Article 109 and Article 111 of Company Law and Article 3 and Article 23 of Financial Services Authority (*Otoritas Jasa Keuangan/OJK*) Regulation No. 33/POJK.04/2014 regarding The Board of Directors and the Board of Commissioners of Public Company, the change of the member composition of the Board of Commissioners, Sharia Supervisory Board and Board of Directors of the Company shall be decided on the General Meeting of Shareholders. Therefore, the Company has proposed such matter to be included in the AGMS Agenda.

**NOTE:**

1. The Company will not issue specific invitations to the shareholders, since this Notice constitutes the official invitation pursuant to the provision in Article 10 paragraph 3 letter c of the Articles of Association of the Company.
2. Participants entitled to attend or be represented in the AGMS are the Shareholders of the Company whose names are recorded in the Register of Shareholders of the Company on 7 March 2017 until 16.00 WIB.
3. Shareholders are required to bring a copy of Shares/Collective Shares and Identity Card or other proof of identity to be submitted to the staff before entering the AGMS room. The shareholders in form of legal entity are required to bring a copy of the Articles of Association and the latest composition of the management.
4. Shareholders who do not attend may be represented by their proxies bringing a valid power of attorney (original) to which a duty stamp of Rp 6.000,- is affixed as well as a copy of Shares / Collective Shares and Identity Card or other proof of identity of the authorizer and authorized to be submitted to the staff before entering the AGMS room.
5. The materials of the above mentioned AGMS Agendas are available at the head office of the Company since the date of this Notice has been released until the date of the AGMS.
6. To facilitate the arrangement and order of the AGMS, kindly be present in the AGMS room at the latest 30 (thirty) minutes before the AGMS begins.

*Wassalamualaikum Warahmatullahi Wabarakatuh,*

Jakarta, 8 March 2017 / 9 Jumadas Tsaniyah 1438 H

**PT BANK MUAMALAT INDONESIA Tbk  
BOARD OF DIRECTORS**