

**The Summary of the Minutes of  
The Annual General Meeting of Shareholders  
PT Bank Muamalat Indonesia Tbk  
17 May 2019**

*Assalamualaikum Warahmatullaahi Wabarakaatuh*

The Board of Directors of PT Bank Muamalat Indonesia Tbk ("**Company**") hereby announces that the Company has held an Annual General Meeting of Shareholders ("**Meeting**") with the following information:

**A. Day / Date, Venue, Time and Agenda of the Meeting**

Day / Date : Friday, 17 May 2019  
 Time : 09.43 am until 14:36 pm Western Indonesia Time ("**WIT**")  
 Venue : Muamalat Tower, Ballroom 2nd Floor, Jalan Professor Doktor Satrio Kaveling 18, Jakarta 12940, Indonesia

The Meeting Agenda : 1. Approval of the Company's Annual Report of Year 2018 including the Supervisory Report of Board of Commissioner and Sharia Supervisory Board of the Financial Year of 2018 and Ratification of the Company's Financial Statement for the Financial Year of 2018;  
 2. Approval for the Usage of the Company's Net Income of the Financial Year of 2018;  
 3. Appointment of Public Accountant Firm for Conducting Audit on Company's Financial Statement for the Financial Year of 2019 and Other Audit Needed by the Company;  
 4. Termination of the Board of Directors, Board of Commissioners and Sharia Supervisory Board of the Company Period 2014-2019 and Appointment of the Board of Directors, Board of Commissioners and Sharia Supervisory Board of the Company for the Next Period;  
 5. The Responsibility Report of Board of Directors and Board of Commissioners on the Implementation of the Resolutions of the Extraordinary General Meeting of Shareholders (EGMS) dated 11<sup>th</sup> October 2018 and Annual General Meeting of Shareholders (AGMS) dated 28<sup>th</sup> June 2018;  
 6. Explanation on the Implementation of the Action to Purchase, Sale, Assign and/or Exchange of Company's Assets in order to Strengthen the Capital of the Company.

**B. Members of the Board of Commissioners, the Sharia Supervisory Board and the Board of Directors, Present at the Meeting**

**Board of Commissioners**

President Commissioner also : Ilham Akbar Habibie

Independent Commissioner

Independent Commissioner : Iggi Haruman Achsien

Independent Commissioner : Edy Setiadi

**Sharia Supervisory Board**

Chairman : K.H. DR. (HC) Ma'ruf Amin

Member : DR. H. Oni Sahroni MA

Member : Drs. H. Sholahudin Al Aiyub, M.Si

**Board of Directors**

President Director : Achmad Kusna Permana

Director : Hery Syafril

Compliance Director : Andri Donny

Director : Purnomo Budiwibowo Soetadi

Director : Awaldi

**C. The Number of Shares with the Voting Rights Present at the Meeting**

The number of shareholders and/or proxies of the shareholders present at the Meeting is 9,464,143,625 (nine billion four hundred and sixty four million one hundred and forty three thousand six hundred and twenty five) shares or 92.715% (ninety two point seven fifteen percent) of the total shares of class A and class B with valid voting rights that have been issued by the Company, however after the Meeting was opened until before entering the voting for the First Meeting

Agenda, there are still additional shareholder and/or the proxies of the shareholders present at the Meeting to be totaled 9,464,176,555 (nine billion four hundred and sixty four million one hundred and seventy six thousand five hundred fifty five) shares or 92.716% (ninety two point seven sixteen percent) of the total number of shares of class A and class B with valid voting rights that have been issued by the Company totaling 10,207,702,335 (ten billion two hundred and seven million seven hundred and two thousand three hundred thirty-five) shares consisting of:

1. The class A shares in the number of 826,649,175 (eight hundred and twenty six million six hundred and forty nine thousand one hundred seventy five) shares; and
2. The class B shares in the number of 9,381,053,160 (nine billion three hundred and eighty one million fifty three thousand one hundred sixty) shares,

with due regard to the Register of Shareholders of the Company as of 24 April 2019 until 4:00 pm WIT. So therefore the quorum required under Article 11 paragraph 1, 11 paragraph 2 and Article 13 paragraph 4 of the Articles of Association of the Company in conjunction with Article 26, Article 27 and Article 28 of the POJK No. 32/POJK.04/2014 regarding the Planning and Implementation of the General Meeting of Shareholders of Public Company as amended by POJK No. 10/POJK.04/2017 has been fulfilled and the Meeting was legally convened and entitled to make a legal and binding resolution regarding all the matters discussed according with the agenda of the Meeting.

**D. The opportunities to ask Questions and/or Opinions in the Meeting**

In the agenda of the Meeting the opportunity has been given to shareholders and/or the proxies of shareholders to convey questions and opinion.

**E. The number of Shareholders and/or Proxies of Shareholders who Conveyed Questions and/or Opinions in the Meeting**

1. For the First Meeting Agenda there were 5 (five) shareholders submitting written question;
2. For the Second Meeting Agenda there were 2 (two) shareholders submitting written question;
3. For the Third Meeting Agenda there were no shareholder delivering written questions or written response;
4. For the Fourth Meeting Agenda there were 4 (four) shareholders submitting written question;
5. For the Fifth Meeting Agenda there were 1 (one) shareholders submitting written question;
6. For the Sixth Meeting Agenda there were 3 (three) shareholders submitting written question and 2 (two) shareholders conveying verbal response.

**F. The Decision-Making Mechanism in the Meeting**

Decision-making mechanism in the meeting conducted by deliberation. However, if no agreement is reached, then the decision in a meeting conducted by open ballot (voting), except for the voting on the individual shall be made in closed and unsigned written ballot, provided except if the Chairman of the Meeting determines otherwise without any objection from 1 (one) or more shareholder present at the meeting.

**G. The Result of Decision-Making in the Meeting Conducted by Voting**

1. For the Second Meeting Agenda, the decision in a meeting conducted by open ballot (voting), with the following results:
  - a. The number of shares agree : 9,463,869,780 shares or 99.996% of the shares present.
  - b. The number of shares disagree : 306,775 shares or 0.003% of the shares present.
  - c. The number of shares abstain : 0 shares or 0% of the shares present.

Pursuant to Article 11 paragraph 11 of the Article of Association, therefore the total number of shares disagree after adding the number of shares abstain to be totaled 9,463,869,780 (nine billion four hundred and sixty three million eight hundred and sixty nine thousand seven hundred eighty) shares or 99.996% (ninety nine point nine ninety six percent) of the total number of shares present.

2. For the Fourth Meeting Agenda, the decision in a meeting conducted by open ballot (voting), with the following results:
  - a. The number of shares agree : 9,464,073,515 shares or 99.998% of the shares present.
  - b. The number of shares disagree : 83,290 shares or 0.0008% of the shares present.
  - c. The number of shares abstain : 19,750 shares or 0.0002% of the shares present.

Pursuant to Article 11 paragraph 11 of the Article of Association, therefore the total number of shares disagree after adding the number of shares abstain to be totaled 9,463,869,780 (nine billion four hundred and sixty three million eight hundred and sixty nine thousand seven hundred eighty) shares or 99.996% (ninety nine point nine ninety six percent) of the total number of shares present.

## H. The Resolutions of the Meeting

At the Meeting, the following resolutions have been made:

### The First Meeting Agenda

Meeting unanimously without the basis of deliberation decided to:

Approved the Company's Annual Report for the Fiscal Year 2018, which includes the Supervisory Report of the Board of Commissioners and Sharia Supervisory Board for the Fiscal Year 2018 and to ratify the Company's Financial Report for the Fiscal Year 2018. Furthermore by approving the Annual Report for the Fiscal Year 2018, including Supervisory Report Board of Commissioners and Board of Trustees Sharia for Fiscal Year 2018 as well as the ratification of the Financial Statements of the Company for the year 2018, then it means that the Meeting has provided a release and discharge of liabilities (*volledig acquit et de charge*) to the members of the Board of Directors, Board of Commissioners and Sharia Supervisory Board of the Company for all acts of management and supervision of the Company which has been performed during the Fiscal Year 2018, including those who ended their term of office in 2018, provided that such actions are reflected in the Company's Annual Report and the Company's Financial Report, and do not constitute as a criminal act and violation to any of the prevailing regulations.

### The Second Meeting Agenda

Meeting with majority votes are 9,463,869,780 shares or 99.996% of the total shares that have been issued by the Company decided to :

Approve the Company's Net Profit for the fiscal year 2018 after Tax in the amount of Rp46,002,044,000.- (Forty Six Billion and Two Million Forty Four Thousand Rupiahs) to be used in its entirety for the Company's reserves, therefore the dividend on the Company's net income for the financial year 2018 shall not be distributed.

### The Third Meeting Agenda

Meeting unanimously on the basis of deliberation decided to:

Approve to grant authority to the Board of Commissioners to appoint, terminate and/or replace Public Accounting Firm to audit the Financial Statements for the Fiscal Year 2019 and/or audit required by the Company and to determine the honorarium as well as other requirements for a proper appointment of such Public Accounting Firm. The granting of authority to the Board of Commissioners is proposed for the effectiveness of the appointment process, termination and/or replacement of the Public Accounting Firm in accordance with Company's condition and will be implemented with the criteria or restrictions as deemed appropriate by the Board of Commissioners with the condition of the Company.

### The Fourth Meeting Agenda

Meeting with majority votes are 9,464,093,265 shares or 99.999% of the total shares that have been issued by the Company decided to :

1. Approve the termination Board of Directors, Board of Commissioners and Sharia Supervisory Board of the Company Period 2014-2019 along with gratitude for the service for the advancement of the Company.
2. By taking into account the recommendations of Remuneration and Nomination Committee which stated on Board of Commissioners's Letter Number: 022/B/COM-SRT/V/2019 dated 14 Mei 2019, approved the composition of the Board of Directors, Board of Commissioners, and the Sharia Supervisory Board period 2019-2024 as follow:
  - a. Mr. Achmad Kusna Permana as President Director;
  - b. Mr. Andri Donny as Compliance Director;
  - c. Mr. Hery Syafril as Director;
  - d. Mr. Purnomo Budiwibowo Soetadi as Director;
  - e. Mr. Awaldi as Director;
  - f. Mr. Avianto Istihardjo as Director;
  - g. Mr. Ilham Akbar Habibie as President Commissioner also as Independent Commissioner;
  - h. Mr. Iggi Haruman Achsien as Independent Commissioner;
  - i. Mr. Edy Setiadi as Independent Commissioner;
  - j. Mr. Mohamed Hedi Mejai as Commissioner;
  - k. Mr. Abdulsalam Mohammad Joher Al-Saleh as Commissioner;
  - l. Mr. Kyai Haji Doktor (Honoris Causa) Ma'ruf Amin as Chairman of Sharia Supervisory Board;
  - m. Mr. Doktor Haji Oni Sahroni, Master of Arts, as Member of Sharia Supervisory Board;
  - n. Mr. Doktorandus Haji Sholahudin Al Aiyub, Magister Sains, as Member of Sharia Supervisory Board;

By not reducing the right of General Meeting of Shareholders to terminate it any time before the term office with the provisions of the Article of Association, as of the closing of the Meeting until the closing the Annual General Meeting of Shareholders in 2024, under condition :

- a. for candidate of member of Board of Director and Board of Commissioners of the Company who has not obtained the Fit and Proper Test from OJK, the appointment will be effective after the announcement of the pass result of *Fit and Proper Assesment* from OJK; and
  - b. for candidate of member of Sharia Supervisory Board of the Company who has not obtained yet the Fit and Proper Test from OJK, the appointment will be effective after the announcement of the pass result of *Fit and Proper Assesment* from OJK.
3. Approve to grant authority of Board of Commissioner to determine the salary package and benefits for member of Board of Directors Period 2019 - 2024;
  4. Approve to grant authority of Board of Commissioner to determine the salary package and benefits for member of Board of Commissioners and Sharia Supervisory Board Period 2019 - 2024 in accordance to the Company's Article of Association;
  5. Approve to authorize the Board of Commissioner to represent the Company to sign an agreement (management contract) with each of member of Board of Directors Period 2019 – 2024, with provision for Board of Directors Period 2019-2024 who had served in the previous period and the management contract which currently available and still valid, thus the management contract still valid according to the time period of the management contract itself, unless there is a change;
  6. Approve to authorize the Board of Directors to represent the Company to sign an agreement (management contract) with each of member of Board of Commissioners and Sharia Supervisory Board Period 2019 – 2024, with provision for Board of Commissioners and Sharia Supervisory Board Period 2019-2024 who had served in the previous period and the management contract which currently available and still valid, thus the management contract still valid according to the time period of the management contract itself, unless there is a change; and
  7. Approve to authorize the Board of Directors with substitution right, to restate the resolutions related to appointment of Board of Directors, Board of Commissioners and Sharia Supervisory Board Period 2019-2024 into notary deed and notify the authorities and due regards to all of it to conduct all and any necessary action needed, in accordance with the prevailing regulations.

Therefore the composition of the Board of Commissioners, the Sharia Supervisory Board and the Board of Directors of the Company period 2019-2024 become as follows:

**Sharia Supervisory Board**

Chairman : K.H. DR. (HC) Ma'ruf Amin  
 Member : Dr.H. Oni Sahroni, MA  
 Member : Drs. H. Sholahudin Al Aiyub, M.Si

**Board of Commissioners**

President Commissioner and also as Independent Commissioner : Ilham Akbar Habibie  
 Independent Commissioner : Iggi Haruman Achsien  
 Independent Commissioner : Edy Setiadi  
 Commissioner : Mohamed Hedi Mejai  
 Commissioner : Abdulsalam Mohammad Joher Al-Saleh

**Board of Directors**

President Director : Achmad Kusna Permana  
 Director : Hery Syafril  
 Compliance Director : Andri Donny  
 Director : Purnomo Budiwibowo Soetadi  
 Director : Awaldi  
 Director : Avianto Istihardjo

Under the condition:

1. for candidate of member of Board of Director and Board of Commissioners of the Company who has not obtained yet the Fit and Proper Test from OJK, the appointment will be effective after the announcement of the pass result of *Fit and Proper Assesment* from OJK. If they do not pass the *Fit and Proper Assesment*, the appointment will be canceled, without any resolution from the general meeting of shareholders.
2. for candidate of member of Sharia Supervisory Board of the Company who has not obtained yet the Fit and Proper Test from OJK, the appointment will be effective after the announcement of the pass result of *Fit and Proper Assesment* from OJK. If they do not pass the *Fit and Proper Assesment*, the appointment will be canceled, without any resolution from the general meeting of shareholders.

**The Fifth Meeting Agenda**

There is no decision made due to the nature of the agenda, which was a report on the Implementation of the Resolutions of the Extraordinary General Meeting of Shareholders (EGMS) dated 11th October 2018 and Annual General Meeting of Shareholders (AGMS) dated 28 June 2018.

**The Sixth Meeting Agenda**

There is no decision made due to the nature of the agenda, which was an explanation on the Implementation of the Action to Purchase, Sale, Assign and/or Exchange of Company's Assets in order to Strengthen the Capital of the Company.

The announcement of this Summary of Minutes of the Meeting is to fulfill the provisions of Article 34 paragraph (1), paragraph (3) and paragraph (6) of Financial Services Authority Regulation (Peraturan Otoritas Jasa Keuangan) No.32/POJK.04/2014.

*Wassalamualaikum Warahmatullaahi Wabarakaatuh*

**Jakarta, 21 May 2019**  
**PT Bank Muamalat Indonesia Tbk**  
**Board of Directors**