**POWER OF ATTORNEY TO ATTEND**

**THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF**

**PT BANK BTPN TBK**

**DATED 23RD OF APRIL 2020**

The undersigned:

|  |  |  |
| --- | --- | --- |
| Name of Shareholder | : | [to be completed] |
|  |  |  |
| Complete Address | : | [to be completed] |
|  |  |  |
| ID Card/ KITAS /Passport Number | : | [to be completed] |

As an authentic and lawful owner/holder of [to be completed] shares in PT BANK BTPN TBK (“**Company**”) whose name is registered in the Register of Shareholders and/or the shareholders registered in the securities sub account at PT Kustodian Sentral Efek Indonesia on Tuesday, 31st of March 2020 at 16.00 WIB, hereinafter referred to as "**PRINCIPAL**";

Hereby grant a power of attorney with substitution rights to:

|  |  |
| --- | --- |
| 1. **KUKUH K. HADIWIDJOJO, S.H. M.Kn.** 2. **AHMAD HIDAYAT, S.H., M.H.** 3. **KRISDIANTO CAHYO NUGROHO, S.H., LL.M.** 4. **RUDHI MUKHTAR, S.H., M.Kn** | 1. **PUNIA NATHANIA SITINJAK, S.H.** 2. **ASTRID FAUZIA ZAHRA, S.H.** 3. **ANASTASIA HERMA DESFIRA, S.H.** 4. **NABILA FARAHIKA, S.H., LL.M.** |

Advocates and Legal Consultants at the law office of HWMA LAW FIRM, having their address at ITS Tower 8th and 9th Floor, Niffaro Park, Jl. Raya Pasar Minggu Km 18, South Jakarta, 12150, which in this case may act both jointly and severally (hereinafter referred to as "**ATTORNEY**").

**----------------------------------------------------------- SPECIFICALLY ------------------------------------------------------**

**To represent and as such to act for and on behalf of the PRINCIPAL in its capacity as Shareholder of the Company to perform the following:**

1. To attend the Annual General Meeting of Shareholders of the Company which will be convened at Menara BTPN, 27th floor, CBD Mega Kuningan, Jl. DR. Ide Anak Agung Gde Agung Kav. 5.5 – 5.6, Jakarta 12950 on Thursday, April 23, 2020 or on other dates as determined by the Company's Directors (hereinafter referred to as "**Meeting**");
2. To request or provide informations/clarifications, submit questions relating to the agenda of the Meeting, discuss matters being conferred at the Meeting, cast votes and make decisions relating to the issues discussed at the Meeting as stated in the Summons of the Meeting, sign letters/deed relating to the Meeting and to take other actions in accordance with their rights and obligations as a Shareholder of the Company with no exception.

The PRINCIPAL instructs the ATTORNEY to vote as follows:

Agenda of the Meeting

| **NO.** | **AGENDA** | **AGREE** | **ABSTAIN** | **REFUSE** |
| --- | --- | --- | --- | --- |
| 1. | Ratification and approval of Financial Statements and Annual Reports for Fiscal Year 2019, including without limitation to:   1. Restatement of the certain accounts of Financial Statement for the Year 2018; 2. Supervisory Duties Report of Board of Commissioners; 3. Release and Discharge (Volledig Acquit et Decharge) of Board of Directors and Board of Commissioners for the Year 2019. |  |  |  |
| 2. | Appropriation of the Company's Profit and/or Loss for the financial year ended on December 31, 2019. |  |  |  |
| 3. | Changes in the composition of the Directors and/or Board of Commissioners of the Company. |  |  |  |
| 4. | Determination of the amount of salary, benefits, remunerations, and/or bonuses to members of the Board of Directors and determination of the amount of honorarium, benefits, remunerations, and / or bonuses to members of the Board of Commissioners of the Company. |  |  |  |
| 5. | Appointment of Public Accountant and/or Public Accounting Firm for fiscal year 2020 and determination on honorarium and other requirements related to the said appointment. |  |  |  |
| 6. | Reaffirmation of the decision regarding the Share Options Program to the Employees of the Company (ESOP Program). |  |  |  |
| 7. | Approval of the Company's Action Plan (Recovery Plan). |  |  |  |
| 8. | Report on the realization of bond utilization |  | | |
| 9. | Amendment to Company’s Articles of Association. |  |  |  |

This Power of Attorney is granted under the following terms and conditions:

1. Whereas, upon signing of this Power of Attorney or thereafter of the PRINCIPAL declares to accept and ratify all lawful actions taken by the ATTORNEY on behalf of the PRINCIPAL by virtue of this Power of Attorney;
2. This Power of Attorney shall be effective from the date of this Power of Attorney is executed until being revoked and/or canceled by the PRINCIPAL, provided that the notification regarding the revocation and/or cancellation of the Power of Attorney must be received by the Securities Administration Bureau (SAB) of the Company at the latest 3 (three) days prior to the Meeting date, which is April 20, 2020.

Thus, this Power of Attorney was made and signed on the date as referred to below so that it can be used properly.

Jakarta, [to be completed with date] 2020

**PRINCIPAL**

***Stamp Duty IDR6.000,00,***

***Company Signature and Stamp***

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**[Full Name]**

Holder of [to be completed with the amount of shares] shares

**ATTORNEY**

|  |  |
| --- | --- |
| **\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**  **KUKUH K. HADIWIDJOJO, S.H., M.Kn.** | **\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**  **PUNIA NATHANIA SITINJAK, S.H.** |
| **\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**  **AHMAD HIDAYAT, S.H., M.H.** | **\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**  **ASTRID FAUZIA ZAHRA, S.H.** |
| **\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**  **KRISDIANTO CAHYO NUGROHO, S.H., LL.M.**  **\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**  **RUDHI MUKHTAR, S.H., M.Kn.** | **\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**  **ANASTASIA HERMA DESFIRA, S.H.**  **\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**  **NABILA FARAHIKA, S.H., LL.M.** |

**Notes:**

1. The Power of Attorney which is signed in the territory of the Republic of Indonesia shall be signed above an IDR6,000.00 Indonesian stamp duty.
2. In the event that a Power of Attorney is signed outside the territory of the Republic of Indonesia, the Power of Attorney must be legalized by the local public notary and the Republic of Indonesia's Government Official Representative Office.
3. The Power of Attorney shall be submitted to the Securities Administration Bureau (SAB) of the Company at the latest 3 (three) days prior to the Meeting date, which is April 20, 2020.
4. The Power of Attorney that has been submitted to the SAB of the Company cannot be changed, cancelled and/or withdrawn without written notice to and must be received by the SAB of the Company at the latest 3 (three) days prior to the Meeting date, which is April 20, 2020. In the event that the SAB of the Company does not receive written notice regarding the amendment, cancellation and/or withdrawal of the Power of Attorney, the Power of Attorney that has been previously submitted to the SAB of the Company is considered valid at the time the Meeting is held.
5. The Chairperson of the Meeting has the right to request the Power of Attorney to represent the Company's shareholders to be shown to him before the Meeting is held (Article 11 paragraph (3) of the Company's Articles of Association).
6. Shareholders with voting rights who attend the Meeting, but do not cast votes (abstained/blank) are considered to cast the same votes as the majority votes of the shareholders who vote (Article 11 paragraph (9) of the Company's Articles of Association).