



**PaninBank
Syariah**

**ANNOUNCEMENT
SUMMARY OF MINUTES
ANNUAL GENERAL MEETING OF SHAREHOLDERS**

The Board of Directors of PT Bank Panin Syariah Tbk (“The Company”) hereby announces the Summary of Minutes of the Annual General Meeting of Shareholders (“AGMS”) of the Company, as follows:

- 1) The AGMS was held on Tuesday April 19th 2016, at 3.05 pm until 3.58 pm Western Indonesia Time, at Panin Bank Building, 4th floor, Jl. Jend. Sudirman – Senayan, Jakarta.
- 2) The AGMS was attended by the members of the Board of Commissioners, the members of the Board of Directors, the members of the Sharia Supervisory Board of the Company, as follows:

The Board of Commissioners:

- Aries Muftie (President Commissioner/Independent Commissioner)
- Yumirati Kartina (Independent Commissioner)
- Jasman Ginting Munthe (Commissioner)

The Board of Directors:

- Deny Hendrawati (President Director)
- Budi Prakoso (Director)
- Budi Darsono (Director)
- Edi Setijawan (Director)

The Sharia Supervisory Board:

- Dr. Ahmad Munif Suratmaputra (Chairman)
- Drs. H. Aminudin Yakub, MA (Member).

- 3) The decision-making mechanism in the AGMS was by amicable discussion. If in any case amicable discussion was not able to be reached, therefore voting would take place by counting the total shares who disagreed, abstained, or agreed.
- 4) The decisions and voting results are as follows:

The First Agenda:

- a) The approval of the Company’s Annual Report regarding the business activities and legalization the Annual Financial Report of the Company, including the Monitoring Report of the Board of Commissioners of the Company, and also to give the liberation and full redemption (*acquies et de charge*) to all members of the Board of Directors and the Board of Commissioners of the Company for managing and monitoring the Company for the 2015 book.
- b) No shareholders and/or attorneys of shareholders who asked questions and/or gave opinions.
- c) No shareholders and/or attorneys of shareholders who disagreed or abstained, therefore the

decision of the first AGMS' agenda was reached through an amicable discussion.

- d) Approved the Annual Report of the Company regarding the business activities and legalised the Company's Annual Financial Report, including the Monitoring Report of the Board of Commissioners of the Company for the book ended on December 31st 2015, which has been audited by a Public Accounting Firm "Osman Bing Satrio & Eny" with the opinion "Fair, in all of the materials" as stated in the report on February 15th 2015 No.GA116 0068 BPS MLY, and also to give the liberation and full redemption ("*acquit et de charge*") to all members of the Board of Directors and the Board of Commissioners of the Company who served in 2015, for the management and supervision of the Company for the 2015 book, as far as the actions were reflected in the Company's Annual Report and Financial Report in 2015, except for embezzlement, fraud, and other criminal acts.

The Second Agenda:

- a) The approval of the profit utilisation for the book which ended on December 31st 2015.
b) No shareholders and/or attorneys of shareholders who asked questions and/or gave opinions.
c) No shareholders and/or their attorneys who disagreed or abstained in the voting, therefore the decision of the AGMS' second agenda was reached by amicable discussion.
d) Approved the net profit utilisation of the Company during the book ended on December 31st 2015, which was IDR 53,578,380,464 (fifty three billion five hundred and seventy eight million three hundred and eighty thousand four hundred and sixty four Rupiahs) as follows:
1. IDR 10,715,676,092 (ten billion seven hundred and fifteen million six hundred and seventy six thousand ninety two Rupiahs) was put aside for the reserve fund to fulfil Article 70 of the Laws of Republic of Indonesia No. 40 in 2007 regarding Limited Companies.
 2. The remaining net profit after being deducted by the allowance for the reserve fund, which is IDR 42,862,704,372 (forty two billion eight hundred and sixty two million seven hundred and four thousand three hundred and seventy two Rupiahs) as profit, is kept to strengthen the main capital of the Company for future growth;

Therefore for the 2015 book, there were no dividends being distributed.

The Company also stated 2½% (two and a half percent) from the gross profit (before zakat/charity and tax) of the Company in 2015, which is IDR 1,932,632,429 (one billion nine hundred and thirty two million six hundred and thirty two thousand four hundred and twenty nine Rupiahs) is distributed to fulfil the obligation of the Company's Corporate Charity.

The Third Agenda:

- a) The change/appointment of the members the Board of Directors, the members of the Board of Commissioners of the Company, and the members of the Sharia Supervisory Board of the Company.
b) No shareholders and/or attorneys of shareholders who asked questions and/or gave opinions.
c) No shareholders and/or their attorneys who disagreed or abstained in the voting, therefore the decision of the AGMS' third agenda was reached by amicable discussion.
d) Decisions:
1. In relation to the end of tenure of the members of the Board of Commissioners, the members the Board of Directors, and the members of the Sharia Supervisory Board of the Company, thus approved to re-appoint all members of the Board of Directors, all members of the Sharia Supervisory Board of the Company, and Mr. Jasman Ginting Munthe as a Commissioner of the Company, which became effective since the Meeting was closed.
 2. Approved the appointment of:

- Mr. Adnan Abdus Shakoor Chilwan as a Commissioner, which became effective since the Meeting was closed and approved the appointment of Mr. Adnan Abdus Shakoor Chilwan as the President Commissioner of the Company, which became effective after obtaining the approval from the FSA on the fit and proper test and fulfilling the regulations of the valid laws.

If/when the approval from the FSA on the appointment of Mr. Adnan Abdus Shakoor Chilwan as the President Commissioner was obtained, therefore the position of Mr. Adnan Abdus Shakoor Chilwan as a Commissioner of the Company ends, and if/when the approval from the FSA on the appointment of Mr. Adnan Abdus Shakoor Chilwan as the President Commissioner was not obtained, therefore Mr. Adnan Abdus Shakoor Chilwan still holds the position as a Commissioner of the Company.

- Mrs. Rahma Novianti Hardi as an Independent Commissioner;
- Mr. Zarmedid Abidin as an Independent Commissioner; and
- Mr. Doddy Permadi Syarif as a Director;
- Which will become effective after obtaining the approval from the FSA on the fit and proper test, and fulfilling the regulations of the valid laws.

3. The appointment of several members of the Board of Directors, the Board of Commissioners, and the Sharia Supervisory Board of the Company is until the 2016 AGMS is closed, which will be held in 2017, by taking notice of the regulations in the Capital Market.

4. Therefore since the closing time of this Meeting, until the closing time of the 2016 AGMS which will be held in 2017, the arrangement of the members of the Board of Commissioners, members of the Board of Directors, and members of the Sharia Supervisory Board of the Company are as follows:

THE BOARD OF COMMISSIONERS:

Commissioner	: Adnan Abdus Shakoor Chilwan#
Independent Commissioner	: Rahma Novianti Hardi*
Independent Commissioner	: Zarmedid Abidin*
Commissioner	: Jasman Ginting Munthe

THE BOARD OF DIRECTORS:

President Director	: Deny Hendrawati
Director	: Doddy Permadi Syarif*
Director	: Budi Prakoso
Director	: Edi Setijawan

THE SHARIA SUPERVISORY BOARD:

Chairman	: DR. KH. Ahmad Munif Suratmaputra
Member	: Drs. H. Aminudin Yakub, MA

*And the appointments of:

- Mrs. Rahma Novianti Hardi as an Independent Commissioner;
- Mr. Zarmedid Abidin as an Independent Commissioner; and
- Mr. Doddy Permadi Syarif as a Director;

Will become effective when the approval from the FSA on the fit and proper test has been

obtained, and fulfilling the regulations of the valid laws.

Mr. Adnan Abdus Shakoor Chilwan's position as a Commissioner ends automatically if/when the position as the President Commissioner of the Company becomes effective, that is if/when the approval from the FSA on the fit and proper test has been obtained, and fulfilling the regulations of the valid laws.

5. If/when the appointments of Mr. Adnan Abdus Shakoor Chilwan as the President Commissioner, Mrs. Rahma Novianti Hardi as an Independent Commissioner, Mr. Zarmedid Abidin as an Independent Commissioner, and Mr. Doddy Permadi Syarief as a Director of the Company have been approved by the FSA regarding the fit and proper tests, therefore the arrangement of the members of the Board of Commissioners, members of the Board of Directors, and members of the Sharia Supervisory Board of the Company until the closing time of the 2016 AGMS which will be held in 2017, are as follows:

THE BOARD OF COMMISSIONERS:

President Commissioner : Adnan Abdus Shakoor Chilwan#
Independent Commissioner : Rahma Novianti Hardi*
Independent Commissioner : Zarmedid Abidin*
Commissioner : Jasman Ginting Munthe

THE BOARD OF DIRECTORS:

President Director : Deny Hendrawati
Director : Doddy Permadi Syarief*
Director : Budi Prakoso
Director : Edi Setijawan

THE SHARIA SUPERVISORY BOARD:

Chairman : DR. KH. Ahmad Munif Suratmaputra
Member : Drs. H. Aminudin Yakub, MA

6. Giving the authority to the Board of Directors of the Company the substitution rights, to re-state the Meeting's decisions regarding the appointments of the members of the Board of Commissioners, the members of the Board of Directors, and the members of the Sharia Supervisory Board of the Company in front of the Notary, informing and/or registering to the authorised officers, and also take any actions in relation to the matter.

The Fourth Agenda:

a) Agenda:

Giving the power and authority to the Board of Commissioners of the Company to determine:

- The distribution of duty and authority of the Board of Directors of the Company.
- The amount of salary and allowance of the Board of Directors of the Company and the Sharia Supervisory Board of the Company.

b) No shareholders and/or attorneys of shareholders who asked questions and/or gave opinions

c) No shareholders and/or their attorneys who disagreed or abstained in the voting, therefore the decision of the AGMS' fourth agenda was reached by amicable discussion.

d) Decisions:

1. Approved the role and authority distributions to the members of the Board of Directors of the Company, as stated in the Board of Directors Meeting.
2. Approved to give the power and authority to the Board of Commissioners of the Company, to determine the amount of salary and/or honorarium, as well as other allowances to the members of the Board of Directors and the Sharia Supervisory Board of the Company.

The Fifth Agenda:

- a) Gave the power and authority to the attorneys of the shareholders on the amount of honorarium for the members of the Board of Commissioners of the Company.
- b) No shareholders and/or attorneys of shareholders who asked questions and/or gave opinions
- c) No shareholders and/or their attorneys who disagreed or abstained in the voting, therefore the decision of the AGMS' fifth agenda was reached by amicable discussion.
- d) The AGMS approved to give the power and authority to the Board of Commissioners to determine the amount of salary or honorarium for each member of the Board of Commissioners, with as much as what was received in 2014.

The Sixth Agenda:

- a) Giving the authority to the Board of Directors of the Company to appoint a Public Accountant who will audit the Company's book that ends in December 31st 2016.
- b) No shareholders and/or attorneys of shareholders who asked questions and/or gave opinions
- c) No shareholders and/or their attorneys who disagreed or abstained in the voting, therefore the decision of the AGMS' sixth agenda was reached by amicable discussion.
- d) The AGMS approved the giving of authority to the Board of Directors of the Company to appoint a Public Accountant who will audit the Company's book that ends in December 31st 2016.

Jakarta, April 21st 2016

The Board of Directors of the Company