

# THE EXPLANATION ON THE AGENDA OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS PT BANK CHINA CONSTRUCTION BANK INDONESIA TBK

In accordance with the plan of the Annual General Meeting of Shareholders ("the AGMS") of PT Bank China Construction Bank Indonesia Tbk ("the Company") that will be held on Tuesday, May 14, 2019, the Company hereby submit the explanation on the agenda of the AGMS as follows:

## **First Agenda**

Approval of the Company's Annual Report, including the Board of Commissioners Supervisory Task Report regarding the condition and running of the Company for the 2018 financial year and the Company's Annual Financial Report 2018 which has been audited by a Public Accountant.

## **Explanation:**

The Company Annual Report, among others, consists of the Financial Statements of 2018 and the Supervisory Duty Report by the Board of Commissioners. In this Agenda, the Company propose that the AGMS to approve Annual Report, including the Financial Statement which consist of the Balance and the Profit and Loss Statement of the Company, the Supervisory Duty Report of the Board of Commissioners, and to grant full release and discharge (acquit et decharge) to all members of the Board of Directors and the Board of Commissioners of the Company for their management and supervisory actions during the fiscal year 2018, to the extent that such action of matters fully and fairly disclosed in the Financial Statement and does not violate the law or constitute fraud.

The Company Financial Statement for 2018 is downloadable from the Company's website (idn.ccb.com)

## Second Agenda

## The Decision to use the Company profit for the fiscal year 2018.

## **Explanation:**

The Company propose to the AGMS to decide the use of Company net profit of 2018, for : (1) mandatory reserved funds in accordance to the Company Law, and (2) the remaining funds retained earnings.

The Company propose to the AGMS to decide the use of net profit of 2018 in the amount of IDR 89,860,148,030, - (Eighty nine billion eight hundred sixty million one hundred and forty eight thousand thirty rupiah) as follows:

- 1. In the amount of IDR 500,000,000 (five hundred million rupiah) will be used as the obligatory reserved funds in accordance to the Company Law;
- 2. The remaining funds in the amount of IDR 89,360,148,030, (Eighty nine billion three hundred sixty million one hundred and forty eight thousand thirty rupiah) will be used as retained earnings in order to strengthen the Company's capital structure.

#### **Third Agenda**

The approval of re-appointment the members of the Board of Directors and the Board of Commissioners of the Company.

#### **Explanation:**

Whereas all members of the Board of Directors and the Board of Commissioners' terms of service will expire at the closing of this AGMS, therefore it is necessary to reappoint the members of the Board of Directors and the Board of Commissioners for the term of service of 2019. Such appointment is effective since the closing of this AGMS until the closing of the AGMS for the fiscal year 2023 (two thousand twenty three).

The AGMS hereby re-appoints the members of the Board of Directors and the Board of Commissioners of the Company as follows:

#### **Board of Directors**

- President Director : You Wennan
- Director : Zhu Yong
- Director
- Director
- Director
- : Junianto : Chandra Nangkok 1

: Setiawati Samahita

- Director
- : Chandra Nangkok Tua Siagian
- : Agresius Robajanto Kadiaman

## **Board of Commissioners**

- President Commissioner
- : Sun Jianzheng
- Commissioner
- : Qi Jiangong
- Commissioner (independent)
  Commissioner (independent)
- : Mohamad Hasan : Yudo Sutanto, Nyoo
- rependent) : Yudo Suta

## Fourth Agenda

The attorney to the Board of Commissioners to determine the salaries, allowances and bonuses for members of the Board of Directors.

## **Explanation:**

The Company propose to the AGMS to approve the attorney to the Board of Commissioners, by considering proposal and recommendation from the Remuneration and Nomination Committee, to determine the salaries, allowances and bonuses of the members of the Board of Directors for the fiscal year 2019, through the Board of Commissioners' meeting.

## **Fifth Agenda**

The attorney to the Majority/Main Shareholder to determine the salaries, allowances and bonuses for members of the Board of Commissioners.

## Explanation:

The Company propose to the AGMS to approve the attorney to the Majority/Main Shareholder, by considering proposal and recommendation of the Remuneration and Nomination Committee, to determine the salaries, allowances and bonuses for the Board of Commissioners for fiscal year 2019.

## Sixth Agenda

## The approval of appointment of the Public Accountant to audit the Company's Financial Statement of 2019

## **Explanation:**

In accordance with submission of recommendation from the Audit Committee for the appointment of a Public Accountant to audit the Company's Financial Statement for the fiscal year 2019 to the Board of Commissioners, therefore the Company propose to the AGMS to approve the appointment of Public Accountant "Purwantono, Sungkoro & Surja" (a member of Ernst & Young) to audit the Company's Financial Statements of 2019, replacing Public Accountant "Tanudiredja, Wibisana, Rintis and Rekan" (a member of Price Waterhouse Coopers) who audited the Company's Financial Statements for the previous fiscal year.