



**PT VERENA MULTI FINANCE Tbk  
("THE COMPANY")**

**NOTICE**

**ANNUAL GENERAL MEETING OF SHAREHOLDERS**

The Board of Directors of the Company's having domiciled in Central Jakarta hereby invite the shareholders of the Company to attend the Annual General Meeting of Shareholders ("the **Meeting**") which will be convened as follows:

Day / Date : Wednesday, 19 June 2019  
Time : 2.00 PM Western Indonesia Time – finished  
Venue : Bank Panin Bulding 4<sup>th</sup> Floor - Senayan  
Jl. Jend. Sudirman Kav.1, Jakarta 10270

**with Agenda as follows:**

1. Approval of the Company's Annual Report and the Supervisory Report of the Board of Commissioners of the Company, as well as the ratification of the Company's Financial Statements for the fiscal year of 2018.
2. Approval for the use of the Company's profit for the fiscal year of 2018.
3. Appointment of Public Accountant and / or Public Accountant Firm to perform audit of the Company's Financial Statement for the fiscal year of 2019 and other requirements related to the appointment.
4. Determination of honorarium of member of the Company's Board of Commissioners, and granting authority to the Company's Board of Commissioners to determine the remunerations and allowances of members of the Company's Board of Directors.
5. Granting power to the Company's Board of Directors to assign duties and authorities of member of the Company's Board of Directors.
6. Approval guarantee of more than 50% (fifty percent) or all of the net assets of the Company in order to obtain a loan facility that will be received by the Company from a Bank, a venture capital company, a finance company, or an infrastructure financing company or public (through the issuance of Securities other than Equity Securities through Public Offering).
7. Changes in the Company's Article of Association among others amendment to the Article 3 to be adjusted with the Financial Services Authority Regulations ("**POJK**") and the Standard Classification of Indonesian Business Fields in 2017 ("**KBLI 2017**") which does not change the Company's main business activities and the adjustment of the latest shareholding composition in accordance with the issuance of Shareholders Register of the Company.

**Explanation of the Meeting Agenda:**

- The 1st to the 5th Meeting Agenda are routine agenda held at the Annual General Meeting of Shareholders ("**GMS**") of the Company, in accordance with the provisions of the Articles of Association of the Company, the Company Law Number 40 of 2007 regarding Limited Liabilities Companies ("**UUPT**") and the POJK.
- The 6th Meeting Agenda, in accordance with the provisions of the Articles of Association of the Company, Article 16 paragraph 11 and the UUPT Article 102 paragraph 1, that the guarantee of more than 50% (fifty percent) of the net assets of the Company must be approved by the GMS.
- The 7th Meeting Agenda, is agenda that requires approval from GMS in relation to the amendments of the Articles of Association of the Company among others amendment to the Article 3 concerning Aims, Objectives and Business Activities of the Company in order to comply with the POJK No.35/POJK.05/2018 dated 28 December 2018 in regards to the Operation of Financing Company Business and the adjustment to the KBLI 2017 by not changing the Company's main business activities as well as adjustment of the latest shareholding composition in accordance with the issuance of Shareholders Register of the Company as per recording date of the Meeting.

**Notes:**

1. The Company does not send a separate invitation to the shareholders of the Company because this Notice ad is considered as an official invitation in accordance with the Articles of Association of the Company Article 12 paragraph 9 number 3 and POJK No.32/POJK.04/2014 dated 8 December 2014 Article 13 paragraph 3.
2. Those entitled to attend or be represented at the Meeting are shareholders whose names are listed in the Shareholders Register of the Company as of 27 May 2019 by 4.00 PM Western Indonesia Time.
3. The shareholders of the Company or the proxy-holders of the shareholders who will attend the Meeting are requested to submit a photocopy of identity card (KTP) or other identification that is still valid before entering the Meeting room. Shareholders who are legal entities shall bring a copy of the latest Articles of Association and the deed of the latest appointment of members of the Board of Directors and the Board of Commissioners. For shares of the Company which are located in collective custody, the account holder or their proxies are required to bring KTUR that can be obtained through Stock Exchange Members or Custodian Bank
4.
  - a. Shareholders who do not attend can be represented by a proxy with a valid Power of Attorney, provided that members of the Board of Directors, the Board of Commissioners, and employees of the Company may act as the proxy of shareholders in the Company's meeting, but the votes that they issued as power of attorney at the Company's Meeting is not counted in the voting.
  - b. Power of Attorney Form can be obtained at working hour and day in the Head Office of the Company, Bank Panin Building 3rd floor, Jl. Pecenongan Raya No. 84, Jakarta Pusat 10120.
  - c. All Power of Attorney as stated above at the latest must be received by the Company before the Meeting is held.
5. In accordance with the provisions of POJK No. 32/POJK.04/2014 dated 8 December 2014 Article 15, the Meeting Agenda materials are available and can be obtained from the website of the Company since the date of the Meeting Notice until the date of the Meeting. Meeting Agenda materials in physical form can be obtained at the Head Office of the Company during Company's working hours if requested in writing by the Company's shareholders.
6. To facilitate and administer the meeting in order, shareholders or their proxies are requested to be present at the Meeting room at the latest thirty (30) minutes prior to the meeting.

Jakarta, 28 May 2019

**BOARD OF DIRECTORS**  
**PT VERENA MULTI FINANCE Tbk**