



**NOTICE OF
ANNUAL GENERAL MEETING OF SHAREHOLDERS
AND**

EXTRA ORDINARY GENERAL MEETING OF SHAREHOLDERS

The Board of Directors OF PT Bank Capital Indonesia, Tbk (the "Company"), hereby invites all shareholders to attend the Annual General Meeting of Shareholders (GMS) and Extra Ordinary Meeting of Shareholders (EGMS) (the " Meeting") that will be held on

Day/Date : Wednesday, 10 June 2015
Time : 09:30 Western Indonesia time (WIB) – finished
Place : Rafflesia Room, Lower Level Lobby
Hotel Gran Mahakam, Jl. Mahakam No. 1, Blok M, Jakarta Selatan

AGMS Agenda:

1. The Annual Report of the Company including Approval of the Company's Financial Report and the Board of Commissioners' Supervision Report for the financial year ended 31 December 2014, and the granting to release and discharge (acquit et de charge) to all members of the Board of Directors and the Board of Commissioners of the Company for their management and supervision during the financial year ended 31 December 2014, provided that the actions stated in the Financial Report of the Company for the financial year 2014.
2. Appropriation of the Company's profit for the financial year ended 31 December 2014.
3. Report on use of proceeds of the Public Offering of Bank Capital Subordinated Bonds I Year 2014.
4. Authorization to the Board of Directors to appoint the Registered Public Accountant to audit the Company's books for the financial year ended 31 December 2015.
5. Determination of remuneration or honorarium and other benefits for the members of the Board of Commissioners and authorization to the Board of Commissioners to determine the remuneration and other benefits for the members of the Board of Directors.

EGMS Agenda:

1. Approval of the amendment and restatement on the Company's Articles of Association.
2. Approval of the change of composition the Company's Board of Directors.

Explanations

1. The AGMS Agendas are regular agenda that must be approved in Annual General Meeting of Shareholders that is in line with the Company's Articles of Association and Law No. 40 of 2007 (UUPT).
2. The EGMS agenda no.1 regarding Amendment of the Company's Articles of Association to align it with provisions stipulated in the Financial Service Authority Regulation No.32/POJK.04/2014 regarding The Plan and Implementation of A General Meeting of Shareholders for Public Company (POJK No. 32) and the Financial Service Authority Regulation No. 33/POJK.04/2014 regarding Board of Directors and Board of Commissioners of Issuers or Public Company ("POJK No. 33").
3. The EGMS agenda No.2 regarding Approval of the change of composition the Company's Board of Directors is due to a new member of the Board will take place.

Notes:

1. The Announcement constitutes the official invitation to all Shareholders to attend the Meeting. The Company does not send a separate invitation to each of its Shareholders.
2. The Shareholders of the Company are entitled to be present or be represented at the Meeting are those whose name are recorded in the Shareholders Register of the Company on Monday, 18 May 2015 at 16:00 WIB or the holders of securities account at collective depository of PT Kustodian Sentral Efek Indonesia ("KSEI") shall be conformance with the record in the balance of security account on the closing date of Monday, 18 May 2015.

3. a. Any Shareholder of the Company who cannot attend the Meeting may be represented by his/her attorney at the Meeting by submitting his/her Power of Attorney. The members of Board of Directors, the members of Board of Commissioners and the Employees of the Company may act as proxies at the Meeting but any votes they cast as proxies shall not be counted during voting.
- b. Forms of Power Attorney can be obtained during working hours at Share Registrar Office (“BAE”) of the Company:

PT Sinartama Gunita
Plaza BII, Menara 3, Lantai 12
Jl. MH Thamrin No. 51, Jakarta 10350
Phone: +6221 3922332, Facsimile: +6221 392 3003

4. The Shareholders or their proxies who will attend the Meeting will be required to bring valid identification card and to submit its copy to the register staff before entering the meeting room. The Shareholders in Collective shall submit a Written Confirmation to attend the Meeting (KTUR) that can be obtained through Securities Company or Custodian Bank.
5. The Corporate Liability Shareholders shall bring and submit one complete set of photocopies of their Articles of Association including the latest composition of their Board of Management.
6. In line with the provisions of article 15 POJK No. 32, the materials to be discussed at the Meeting are available from the date of this Notice until the date of the Meeting. The copy of materials are available at the Company’s Head Office during the Company’s working hours, if a written request by the Shareholder has been received by the Corporate Secretary of the Company.
7. To ensure that the Meeting conducted in orderly and timely manner, the Shareholders or their proxies are kindly requested to present at the meeting venue 30 (thirty) minutes before the Meeting starts.

Jakarta, May 19th, 2015
The Board of Directors

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