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PERUBAHAN SUSUNAN DIREKSI DAN/ATAU DEWAN KOMISARIS/ *CHANGES OF COMPOSITION OF DIRECTORS AND/OR BOARD OF COMMISSIONERS*



DASAR HUKUM/LEGAL BASIS



- Komite Nominasi dan Remunerasi berdasarkan rekomendasi tanggal 13 Desember 2019 mengusulkan/*The Nominating and Remuneration Committee based on its recommendation dated xx March 2020 proposed the followings:*
 1. Penggantian anggota Dewan Komisaris Perseroan berdasarkan Surat Nominasi dari Axiata Investment Indonesia Berhad (“AIIB”) dengan mengangkat **Dato’ Mohd Izzadin Idris** dan **Dr. Hans Wijayasuriya** masing-masing sebagai Komisaris baru XL Axiata menggantikan **Kenneth Shen** dan **Peter J. Chambers** terhitung sejak ditutupnya Rapat ini sampai dengan habisnya periode jabatan Dewan Komisaris pada penutupan RUPS Tahunan pada tahun 2024./*The changes of Board of Commissioners' member based on Nomination Letter from Axiata Investment Indonesia Berhad (“AIIB”) by appointing Dato Mohd Izzadin Idris and Dr. Hans Wijayasuriya respectively as new Commissioner of XL Axiata replacing Kenneth Shen and Peter J. Chambers effective as at the closing of this Meeting until the end of term of Board of Commissioners upon the closing of the Annual General Meeting of Shareholders which will be held on 2024.*
 2. Penggantian anggota Direksi Perseroan sehubungan dengan pengunduran diri Allan Bonke dari Perseroan dengan mengangkat David Arcelus Oses sebagai Direktur baru XL Axiata untuk menggantikan Allan Bonke terhitung sejak ditutupnya Rapat ini sampai dengan habisnya periode jabatan Direksi pada penutupan RUPS Tahunan pada tahun 2024./*The Nominating and Remuneration Committee based on its recommendation dated xx March 2020 also proposed the changes of Board of Directors' member in conjunction with the resignation of Allan Russel Bonke from Company by appointing David Arcelus Oses as new Director of XL Axiata replacing Allan Russel Bonke effective as the closing of this Meeting until the end of term of Board of Directors upon the closing of the Annual General Meeting of Shareholders which will be held on 2024*

CURRICULUM VITAE

57 tahun/*57 years old*

Warga Negara Malaysia/*Malaysian*

Sebelum bergabung dengan Axiata, Izzadin menjabat sebagai Group Managing Director/Chief Executive Officer UEM Group Berhad, sejak Juli 2009 sampai dengan Oktober 2018. Sebelum menjabat pada posisi tersebut di UEM Group Berhad, Beliau menjabat sebagai Chief Financial Officer/Senior Vice President (Group Finance) dari Tenaga Nasional Berhad, sejak September 2004 sampai dengan Juni 2009. Izzaddin telah berpengalaman lebih dari 20 tahun di bidang investasi perbankan, keuangan dan manajemen umum dan telah menjabat berbagai posisi senior di Malaysian International Merchant Bankers Berhad, Malaysian Resources Corporation Berhad dan Southern Bank Berhad./*Prior to joining Axiata, Izzaddin was the Group Managing Director/Chief Executive Officer of UEM Group Berhad, a position he held since July 2009 until his departure in October 2018. Immediately before his position in UEM Group Berhad, he was the Chief Financial Officer/Senior Vice President (Group Finance) of Tenaga Nasional Berhad, a position he held from September 2004 to June 2009. Izzaddin has over 20 years of experience in the fields of investment banking, financial and general management having served in various senior positions at Malaysian International Merchant Bankers Berhad, Malaysian Resources Corporation Berhad and Southern Bank Berhad.*

Izzadin meraih gelar Bachelor of Commerce (First Class Honours in Finance) dari University of South Wales, Sidney Australia./*Izzadin obtained a Bachelor of Commerce Degree (First Class Honours in Finance) from University of South Wales, Sidney Australia.*

Dato' Mohd Izzaddin Idris



CURRICULUM VITAE



52 tahun/*52 years old*

Warga Negara Inggris/*British*

Dr. Hans Wijayasuriya ditunjuk sebagai Regional CEO for South Asia & Corporate Executive Vice President dari Axiata Group sejak bulan Januari 2016. Sebelumnya beliau bergabung dengan Dialog's Founding Management Team tahun 1994 dan ditunjuk sebagai CEO tahun 1997 dimana masa jabatan beliau berakhir di penghujung tahun 2016. Dr. Hans sebelumnya juga menjabat sebagai Founding CEO Axiata Digital Services, sepanjang tahun 2012-2014./*Dr. Hans Wijayasuriya was appointed the Regional CEO for South Asia & Corporate Executive Vice President of the Axiata Group in January 2016. He joined Dialog's Founding Management team in 1994 and was appointed CEO in 1997 where he served until the end of 2016. Dr Hans was also the Founding CEO of Axiata Digital Services, where he served from 2012 - 2014.*

Pada Tahun 2016, Dr. Hans dinobatkan oleh GSM Association sebagai penerima award pertama "Outstanding Contribution to the Asian Mobile Industry". Beliau juga dahulu menjabat sebagai Ketua GSM Asia Pacific. / *In 2016, Dr Hans was honored by the GSM Association as the first recipient of the "Outstanding Contribution to the Asian Mobile Industry" Award. He is a past Chairman of GSM Asia Pacific.*

Dr. Hans lulus dari University of Cambridge UK tahun 1989 dan mendapat gelar PhD dibidang Digital Mobile Communications dari the University of Bristol UK pada tahun 1994. Beliau adalah seorang Chartered Engineer and Fellow dari Institute of Engineering Technology UK dan menyandang gelar MBA dari University of Warwick UK/*Dr Hans graduated from the University of Cambridge UK in 1989 and subsequently obtained his PhD in Digital Mobile Communications from the University of Bristol UK in 1994. A Chartered Engineer and Fellow of the Institute of Engineering Technology UK, he also holds an MBA from the University of Warwick UK.*

Dr. Hans Wijayasuriya



CURRICULUM VITAE

42 tahun/*42 years old*

Warga Negara Spanyol/*Spanish*

David Arcelus Oses menjabat sebagai *Chief Marketing Officer* XL Axiata sejak tahun 2016 dan sejak April 2020 ini beliau ditunjuk sebagai *Chief Commercial Officer* XL Axiata. Beliau pernah menjadi bagian dari McKinsey & Company yang merupakan firma konsultan manajemen terkemuka sebagai Associate Partner sejak tahun 2006 sampai dengan 2015. Beliau juga pernah menjabat sebagai Research Engineer dan Project Manager dari Gamesa Eolica, C2i Engineering pada tahun 2000 sampai tahun 2004 /*David Arcelus Oses served as Chief Marketing Officer XL Axiata since 2016 until his latest position in April 2020 as Chief Commercial Officer XL Axiata. He was an Associate Partner at McKinsey & Company, a famous management consultant firm since 2006 until 2015. He previously served as a Research Engineer and Project Manager of Gamesa Eolica, C2i Engineering in 2000 until 2004.*

Meraih gelar Master of Business Administration tahun 2006 dari IESE Business School, Spanyol yang merupakan 10 MBA Program terbaik di dunia. Beliau meraih gelar MBA International Exchange Program tahun 2005 dari Wharton School, Philadelphia, Amerika Serikat. Beliau juga mengikuti Exchange program bidang Industrial Engineering dari Université Bordeaux I, Bordeaux, Perancis. Sebelumnya beliau juga meraih gelar Master Degree bidang Industrial Engineering dari Tecnun, Universidad De Navarra, San Sebastian, Spanyol./*In 2006, David Arcelus Oses obtained Master of Business Administration degree from IESE Business School, Spain, one of top 10 MBA Program in the world. In 2005, He obtained MBA International Exchange Program from Wharton School, Philadelphia, United States of America. He also participated an Exchange Program in Industrial Engineering from Université Bordeaux I, Bordeaux, France. Previously he also obtained Master degree in Industrial Engineering from Tecnun, Universidad De Navarra, San Sebastian, Spain.*

David Arcelus Oses



PERMOHONAN PERSETUJUAN/PROPOSED APPROVAL



1/2

XL Axiata memohon persetujuan Rapat Umum Pemegang Saham untuk:

XL Axiata hereby request for shareholders approval on the following matters:-

1. Mengangkat **Dato' Mohd Izzadin Idris** dan **Dr. Hans Wijayasuriya** masing-masing sebagai Komisaris dan/atau anggota Dewan Komisaris baru XL Axiata menggantikan **Kenneth Shen** dan **Peter J. Chambers** terhitung sejak ditutupnya Rapat ini sampai dengan habisnya periode jabatan Dewan Komisaris pada penutupan RUPS Tahunan pada tahun 2024.

*To appoint **Dato' Mohd Izzadin Idris** and **Dr. Hans Wijayasuriya** respectively as Commissioner and/or new member of Board of Commissioner of XL Axiata replacing **Kenneth Shen** and **Peter J. Chambers** effective as at the closing of this Meeting until the end of term of Board of Commissioners upon the closing of the Annual General Meeting of Shareholders which will be held on 2024.*

2. Menerima pengunduran diri dan memberikan pembebasan dan pelunasan tanggung jawab sepenuhnya (*acquit et de charge*) kepada **Kenneth Shen** dan **Peter J. Chambers**, atas tindakan pengawasan yang dilakukannya sejak pengangkatan beliau menjadi Komisaris XL Axiata sampai dengan berakhir masa jabatannya yaitu terhitung sejak ditutupnya Rapat ini, sepanjang tindakan-tindakan tersebut tercermin di dalam buku-buku Perseroan termasuk Laporan Keuangan XL Axiata yang telah memperoleh persetujuan dari Rapat Umum Pemegang Saham Tahunan dan bukan merupakan tindakan kriminal.

*To accept the resignation and grant release and discharge (*acquit et de charge*) to **Kenneth Shen** and **Peter J. Chambers** of their respective supervisory duties as Commissioner of XL Axiata effective as at their date of appointment(s) until the end of terms of office or as at the closing of this Meeting, to the extent that their actions are reflected in the Company's report including Financial Statement of XL Axiata which has approved by Annual General Meeting of Shareholders and not construed as criminal actions.*

PERMOHONAN PERSETUJUAN/PROPOSED APPROVAL



2/2

XL Axiata memohon persetujuan Rapat Umum Pemegang Saham untuk:

XL Axiata hereby request for shareholders approval on the following matters:-

3. Mengangkat **David Arcelus Oses** sebagai Direktur dan/atau Anggota Direksi baru XL Axiata menggantikan **Allan Russell Bonke** terhitung sejak ditutupnya Rapat ini sampai dengan habisnya periode jabatan Direksi pada penutupan RUPS Tahunan pada tahun 2024.

*To appoint **David Arcelus Oses** as Director and/or new member of Board of Directors of XL Axiata replacing **Allan Russell Bonke** effective as at the closing of this Meeting until the end of term of Board of Directors upon the closing of the Annual General Meeting of Shareholders which will be held on 2024.*

4. Menerima pengunduran diri dan memberikan pembebasan dan pelunasan tanggung jawab sepenuhnya (*acquit et de charge*) kepada **Allan Russell Bonke**, atas tindakan pengurusan yang dilakukannya sejak pengangkatan beliau menjadi Direktur XL Axiata sampai dengan berakhir masa jabatannya yaitu terhitung sejak ditutupnya Rapat ini, sepanjang tindakan-tindakan tersebut tercermin di dalam buku-buku Perseroan termasuk Laporan Keuangan XL Axiata yang telah memperoleh persetujuan dari Rapat Umum Pemegang Saham Tahunan dan bukan merupakan Tindakan kriminal.

*To accept the resignation grant release and discharge (*acquit et de charge*) to **Allan Russell Bonke** of his respective management duties as Director of XL Axiata effective as at their date of appointment until the end of his terms of office or as at the closing of this Meeting, to the extent that his respective management actions are reflected in the Company's report including Financial Statement of XL Axiata which has approved by Annual General Meeting of Shareholders and not construed as criminal actions.*

PERMOHONAN PERSETUJUAN/*PROPOSED APPROVAL*



5. Dengan memperhatikan permohonan persetujuan di atas, susunan anggota Direksi serta susunan anggota Dewan Komisaris XL Axiata terhitung sejak ditutupnya Rapat ini sampai dengan berakhirnya masa jabatan anggota Direksi dan Dewan Komisaris pada penutupan Rapat Umum Pemegang Saham Tahunan pada tahun 2024, adalah sebagai berikut:

By referring to the abovementioned matters, the following composition of XL Axiata BOD and BOC since the conclusion of this Meeting until the end of their terms of office at conclusion of the Annual General Meeting of Shareholders which will be held on 2024, as follows:

DIREKSI/BOARD OF DIRECTORS		DEWAN KOMISARIS/BOARD OF COMMISSIONERS	
Presiden Direktur <i>President Director</i>	Dian Siswarini	Presiden Komisaris <i>President Commissioner</i>	Dr. Muhamad Chatib Basri
Direktur <i>Director</i>	Mohamed Adlan bin Ahmad Tajudin Yessie D. Yosetya Abhijit J. Navalekar David Arcelus Oses	Komisaris <i>Commissioner</i>	Tan Sri Jamaludin bin Ibrahim Vivek Sood Dr. David R. Dean Dato' Izzaddin bin Idris Dr. Hans Wijayasuriya
		Komisaris Independen <i>Independent Commissioner</i>	Yasmin Stamboel Wirjawan Muliadi Rahardja Julianto Sidarto



TERIMA KASIH / THANK YOU

