

Agenda Materials of Extraordinary General Meeting

PT BANK PEMBANGUNAN DAERAH JAWA TIMUR Tbk

Agenda 1 :

- **Sinoman Refunds for Fiscal Year 2015 to The General Reserve**

Background :

- **Require vessel / organization, which can be accounted legally and possess a better GCG (Transparent);**
- **Return The Sinoman Fund, which has been reserved for financial year 2015 to the General Reserves of the Company related to the unmet requirements for the allocation of this fund.**

Legal Standing :

- Law No. 17 of 2003 Article 2 paragraph (g) stated that the wealth of the country / regional assets managed independently or by others in the form of cash, securities, receivables, goods, as well as other rights which can be valued in money, including wealth, which is separated in state / regional companies;
- Minutes of Annual General Meeting of PT Bank Pembangunan Daerah Jawa Timur Tbk No. 97 dated January 29, 2016 The second agenda set Rp. 4,428,541,900.71 or 0.5% of net profit for financial year 2015 Bank Jatim defined as the addition to the funds Sinoman Former Officers and Employees of Bank Jatim.

Agenda 2 :

- Amendments to The Law of The Pension Fund (PDP) and The Establishment of Employer Pension Funds of Defined Contribution Pension Program.

Background :

- In September 2012 a modification of salary structure occurred. Calculation of PPMP was frozen in the fee amounts of PhDP in accordance with the salary in August 2012;
- Employees who were appointed before August 2012 will follow two pension programs namely Defined Benefit Pension Program, which is administered by the DPP Bank Jatim with PhDP frozen value per August 2012 and Defined Contribution Pension Program, which is administered by DPLK BRI. Employees who were appointed after 2012 will only follow one Pension Program, which is PPIP DPLK BRI.

Background :

- **Defined Contribution Pension Program (PPIP) is currently managed by a 3rd party (DPLK BRI) which would then be managed by establishing Employer Pension Fund (EPF) Bank Jatim, which is expected to determine the direction of investment to get a better return.**

Legal Standing :

- Law No. 11 of 1992 on the Pension Fund and Regulatory implementation and Government Regulation of the Republic of Indonesia and the Indonesian Government Regulation No. 76 of 1992 on the Pension Fund, in Article 9 paragraph (3) Changes in Pension Fund rules Employees of the Company must obtain the approval of the Meeting general Shareholders (Founders / Owners);
- Decision of the Board Number: 053/070 / KEP / DIR dated April 1, 2015 on the Rules of the Pension Fund Employee Pension Fund From PT Bank Pembangunan Daerah Jawa Timur Tbk, which has been adopted in accordance with Council Decision Commissioner of the Financial Services Authority No. KEP-529 / NB.1 / 2015 dated July 3, 2015 on Ratification of the pension Fund Rules of Employee pension Fund PT Bank Pembangunan Daerah Jawa Timur Tbk;

Legal Standing :

- Minutes of the Extraordinary General Meeting of Shareholders of PT Bank Pembangunan Daerah Jawa Timur Tbk No. 19 dated 14 April 2011 Accepting and approving the Founding Statement of Employee Pension Fund PT Bank Pembangunan Daerah Jawa Timur related to the changes Employee Pension Fund Regulatory Development Bank of East Java;
- Minutes of Annual General Meeting of Shareholders of PT Bank Pembangunan Daerah Jawa Timur Tbk No. 23 dated April 8, 2015 stipulate the seventh agenda Approve the amendments to the Company Employee Pension Fund Rules by giving the Other Benefits of 2 (two) times the monthly pension benefits for Retired Employee by Company's Employee Pension Fund can be approved;

Agenda 3 :

- **Resignation of A member of The Board of Commissioners and The Appointment of Successor.**

Background :

- **Letter of East Java Governor No. 539/5941/021/2016 on 5th April 2016 with regard to Approval of Resignation of Mr. Hadi Sukrianto**

Legal Standing :

- **POJK 33 2014 With regard to the Issuer's Board of Directors and Board of Commissioners**
 - **Article 9**
 - Issuer or Public Company is obliged to disclose information to the public and communicate to the Financial Services Authority no later than two (2) business days after:
 - Acceptance of the resignation of the Board of Directors as referred in Article 8 paragraph (2); and
 - The results of the implementation of the GMS as referred to in Article 8 paragraph (3).
 - **Article 27**
 - The provisions with regard to the resignation of members of the Board of Directors as referred in Article 8 and Article 9 shall apply *mutatis mutandis* to the members of the Board of Commissioners.

Legal Standing :

Articles of Association of PT Bank Pembangunan Daerah Jawa Timur Tbk;

Article 10:

If by any reason, the position of one or more or all members of the Board of Commissioners is vacant, then within 90 (ninety) days after the occurrence of such vacancy, The GMS shall be held, to fill the vacancy with the provisions of legislation and regulations, including regulations in the capital market in Indonesia.

Article 11:

- a. A member of the Board of Commissioners may apply to resign from his position by notifying in written of the intention to the company, at least 90 (ninety) days before the date of his resignation;**
- b. The Company is obliged to hold the GMS to determine the resignation referred in paragraph a, no later than ninety (90) days after receipt of the letter of resignation;**
- c. Before the resignation becomes effective, the Board of Commissioners concerned will still be obliged to complete the task and responsibilities in accordance with the article of association and regulations.**

THANK YOU