

# ANNOUNCEMENT SUMMARY OF THE MINUTES OF THE 2018 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

Directors PT Bank Pembangunan Daerah Jawa Barat dan Banten, Tbk.. (hereinafter referred to as "the Company") domiciled in Bandung, hereby notifying that the Extraordinary General Meeting of Shareholders has been held in 2018 (hereinafter referred to as "Meeting") with detailed information as follows:

### A. Day/Date, Time, dan Place

:	Tuesday, Desember 11, 2018	
:	10.18 WIB s/d 15.11 WIB	
:	Ballroom Aryaduta Hotel Jl. Sumatera No. 51 Bandung	
	:	

### B. Members of the Board of Commissioners and Directors present at the Meeting

### **BOARD OF COMMISSIONERS**

Independent President Commissioner		Mr. Klemi Subiyantoro
Commissioner		Mr. Muhadi
Independent Commissioner		Mr. Rudhyanto Mooduto
Independent Commissioner		Mr. Suwarta
Independent Commissioner	:	Mr. Yayat Sutaryat

### **DIRECTOR**

President Director		Mr. Ahmad Irfan
Director		Mrs. Nia Kania
Director	:	Mrs. Suartini
Director	:	Mrs. Fermiyanti
Director of Compliance & Risk Management		Mr. Agus Mulyana

## C. Shareholder Attendance

The meeting was attended by Shareholders and / or the power of attorney / representative of the Shareholders, which represented 8,048,374,856 shares including in series A shares totaling 7,272,218,666 shares or 83% of the total shares with valid voting rights issued by the Company until the Meeting Day namely 9,696,291,166 shares consisting of:

- -7,272,218,666 Series A shares
- 2,424,072,500 series B shares

By paying attention to the Register of Shareholders of the Company as of November 16, 2018 until 16.15 WIB

## D. Meeting Agenda

Meetings are held with the agenda, namely:

- 1. Approval of the Implementation of the Capital Addition Program without Pre-emptive Rights (HMTD).
- 2. Management Changes.
- 3. Amendments to the Articles of Association of the Company in connection with the proposal of the Banten Provincial Government, namely:
  - a. Submitting bjb Series A bank bids owned by the Banten Provincial Government to other Series A Shareholders.
  - b. If there are no other Series A Shareholders who are interested, then at this EGM, the Banten Provincial Government proposes to convert the Series A shares owned by the Banten Provincial Government into Series B shares.
  - c. In connection with the establishment of a Bank named Bank Banten, the Banten Provincial Government proposed that the bank bjb to release the name Banten in the Articles of Association of the Company.

# E. Decision Making Mechanism at the Meeting

That the mechanism for making decisions in meetings is conducted by deliberation to reach consensus. However, if the consensus meeting is not reached, then the decision making in the Meeting is carried out by means of voting. Agenda of the First Meeting, the decision is taken based on consensus, the Agenda of the Second Meeting is carried out by voting, Agenda Three a) is only a limited offer that does not need to be approved by the Company's GMS, Agenda Three b) not discussed, while the Third Agenda c) carried out by voting.

# F. Opportunities to submit questions and / or provide opinions and voting results on each agenda item

Agen	Agree	Dissagree	Abstain	Question/Re
da				sponse
1	Decision making is done	-	-	8 (eight)
	by deliberation to reach			Shareholder
	consensus (100% agree)			S
2	8,042,985,802 Shares	5,389,064 Shares	0 Shares (0%)	7 (seven)
	(99.93%)	(0.07%) All of		Shareholder
	Consists of:	which are Series B		S
	Series A: 7,272,218,666	shares		
	Series B: 770,767,136			

3 a	Only limited offer that	Only limited offer	Only limited offer	
	does not need to be	that does not need	that does not	
	approved by the	to be approved by	need to be	
	Company's GMS	the Company's	approved by the	
		GMS	Company's GMS	
3 b	No agenda discussion	No agenda	No agenda	
		discussion	discussion	4 (four)
3 c	1,631,804,777 Shares	2,660,513,472	3,756,056,617	Shareholder
	(20.27%)	Shares	Shares (46.66%)	S
	Consists of:	(33.05%)	Consists of:	
	Series A: 1,628,916,877	Consists of:	Series A:	
	Series B: 2,887,900	Series A:	3,756,047,417	
		1,887,254,372	B Series: 9,200	
		Series B:		
		773,259,100		

Note:% Is the composition of the total shares with voting rights at the meeting

### G. Results of the Meeting DecisionRapat

Whereas the decision was taken at the Meeting as stated in the Deed of Minutes of the Extraordinary General Meeting of Shareholders of 2018 PT Regional Development Banks of West Java and Banten, Tbk. dated December 11, 2018 number 37, whose deed was made by a Notary R. Tendy Suwarman, SH which basically is as follows:

### In the First Meeting Agenda:

- 1. Approve Capital Additions without Pre-emptive Rights (PMT HMETD) by issuing a maximum of 360,100,000 (three hundred sixty million one hundred thousand) Series A shares with a nominal value of Rp250 (two hundred fifty rupiahs) per shares with an issuance price of Rp1,900 (one thousand nine hundred rupiahs) per share.
- 2. Giving the power and authority to the Directors of the Company to take all actions in the framework of the Rights Issue to the regional governments that have not become owners of the Company's Series A namely the Serang City Government, South Tangerang City Government, West Bandung Regency Government and Pangandaran Regency Government to have Series A shares, including managing bids, transferring share allocations and determining the procedures and requirements by taking into account the laws and regulations.
- 3. Provide authority and authority to the Directors of the Company to carry out all actions in the framework Capital Additions without Pre-emptive Rights (PMT HMETD) to the Company's Series A Shareholders proportionally in accordance with the ownership of Series A Shares in the Company, including managing bids, transferring share allocations and stipulating their procedures and requirements with pay attention to legislation.

4. Giving the authority and power of attorney to the Board of Commissioners of the Company to adjust the capital of the Company after the issuance of shares in the framework of the Rights Issue in a Notary Deed and subsequently reporting to the competent authority to obtain receipts of changes in the Company's capital and subsequently doing everything deemed necessary and useful for these purposes with no one being excluded, including to make additions and or changes in the amendment to the Articles of Association if this is required by the competent authority.

### In the Second Meeting Agenda:

- 1. Respectfully discharged Mr. Agus Gunawan as Director of the Company as from November 10, 2018, and express his gratitude for the contribution of energy and thought given while serving as Director of the Company.
- 2. Respectfully discharged Mr. Ahmad Irfan from his position as the President Director of the Company as of the closing of this Meeting, and expressed his gratitude for the contribution of energy and thought given while serving as the President Director of the Company
- 3. Respectfully discharged of the Company's Board of Commissioners as follows:
  - a. Mr. Klemi Subiyantoro from his position as Independent President Commissioner.
  - b. Mr. Rudhyanto Mooduto from his position as Independent Commissioner.
  - c. Mr. Suwarta from his position as Independent Commissioner.
  - as of the closing of this Meeting, and thank you for the contribution of energy and thought given while serving as a member of the Company's Board of Commissioners.
- 4. The duties and responsibilities of the President Director are temporarily held by the Director of Compliance and Risk Management.
- 5. The duties and responsibilities of the Commercial Director and the UMKM are temporarily coupled by the Consumer and Retail Directors.
- 6. Provide power and authority to the Board of Directors with substitution rights to take all necessary actions relating to the decision of the agenda of this Meeting and then notify and / or report to the competent authority and then do everything deemed necessary and useful for this purpose by not one is excluded.

Therefore, since the closing of the Extraordinary GMS, the composition of the Company's Management is as follows:

### **BOARD OF COMMISSIONERS**

Commissioner		Mr. Muhadi
Independent Commissioner		Mr. Yayat Sutaryat

### **BOARD OF DIRECTORS**

Director of Compliance & Risk Management		Mr. Agus Mulyana
Director	:	Mrs. Nia Kania
Director	:	Mrs. Suartini
Director	:	Mrs. Fermiyanti

# In the Third Meeting Agenda:

- 1. The offer of Series A shares owned by the Government of Banten Provision to other Series A Shareholders is a limited offer that does not need to be approved by the Company's GMS.
- 2. There is no discussion.
- 3. Changing name and amendment to article 1 (one) of the Articles of Association proposed by the Government of Banten Province did not obtain the approval of the Extraordinary GMS.

Bandung, 13 Desember 2018

PT BANK PEMBANGUNAN DAERAH JAWA BARAT DAN BANTEN, Tbk

**BOARD OF DIRECTORS**