

NOTARY & OFFICIAL FOR LAND CERTIFICATE ISSUANCE

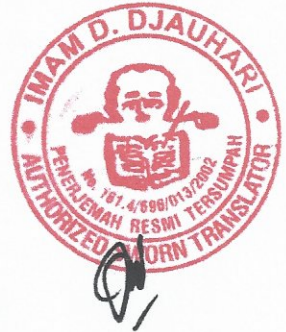
BAMBANG HERU DJUWITO, SH, MH

Jalan Baratajaya No. 50, Surabaya

Phone: (031) 5054024, 5054020. Fax: (031) 5045884

E-mail: bambangherudjuwito@yahoo.co.id

notbhd.sby@gmail.com



CERTIFICATION

Number: 1519 /Not.BHD/VI/2016

The undersigned below:

Name : **BAMBANG HERU DJUWITO, SH, MH**

Position : Notary in Surabaya City

Address : Jl. Baratajaya No. 50, Surabaya

Hereby certifies:

- That today, on **Friday**, dated **June 24, 2016**, taking the venue at Bromio Room, 5th Floor of Bank Jatim Central Office, on Jalan Basuki Rahmad, Number 98-104, Surabaya, it has been held the **Extraordinary General Meeting of Shareholders (EGMOS)** of the Limited Liability Company "**PT. BANK PEMBANGUNAN DAERAH JAWA TIMUR Tbk**", or also called "**PT. BANK JATIM**", (hereinafter called "**Meeting**"), having a seat in **Surabaya**, whose Minutes of Meeting is put into the deed of mine, the Notary, Number 103, dated June 24, 2016.
- That all requirement to hold the said Meeting have been duly fulfilled.
- That the orders at the said Meeting are as follows:
 1. The Meeting is led by President Commissioner based on the Decree of Board of Commissioner's Meeting, dated May 19, 2016.

TESTIMONY

We hereby testify that this translation in English is accurate, true, correct and in conformity with its original document in Bahasa Indonesia.

Surabaya,

June 25, 2016

Testified by,

IMAM D. DJAUHARI

Authorized Sworn Translator

ERLANGGA TRANSLATION BUREAU

License No. SIUP-871/13-1/PK/VI/1987 issued by Ministry of Trade, The Republic of Indonesia

AUTHORIZED SWORN TRANSLATOR, Certificate No.181.4/696/013/2002 based on Governor Decree No.188/160/KPTS/013/2002

Recommended by Dept. of Justice and Human Rights of The Republic of Indonesia, No.C.1/M.01.10-97, dated March 20, 2002

Head Office: Jalan Manyar Rejo No.8, Surabaya - 60118. Phone / Fax Number: 62-31-5938447. E-mail Address : imamdjauhari50@yahoo.com

Branch Office: Jalan Bendul Merisi Selatan 3/19, Ready Indah Housing Complex, Wonocolo, Surabaya - 60239, Indonesia. Phone/Fax No. 62-31-8432483

2. At the discussion for each Agenda of the Meeting, the Shareholders are given opportunities to convey questions concerning with the Agenda being discussed.
 3. The decision making is conducted pursuant to the provision of OJK (Financial Service Authority), Number: 32/POJK.04/2014, thus, the blank votes / abstain shall follow major votes issued at the Meeting.
- That the Meeting is attended by Board of Directors and Board of Commissioners, namely:

BOARD OF DIRECTORS:

- President Director : R. SOEROSO
- Director of Medium Scale Business & Cooperative : SU'UDI
- Director of Compliance : EKO ANTONO
- Director of Operation : RUDIE HARDIONO
- Director of Agro-business & Syariah Undertaking : TONY SUDJIARYANTO



BOARD OF COMMISSIONERS:

- President Commissioner (Independent) : HERU SANTOSO
 - Commissioner : AKHMAD SUKARDI
 - Independent Commissioner : WIBISONO
 - Independent Commissioner : SOEBAGYO
- That the said Meeting has been attended by the Shareholders with the details as follows:

- ✧ **The Holders of Serial-A Shares** at the total of **11,780,555,535** (eleven billion seven hundred eighty million five hundred fifty five thousand five hundred thirty five) shares or equal to **98.7130003 %** (ninety eight point seven one three zero zero zero three percents)

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of the whole total **11,934,147,982** (eleven billion nine hundred thirty four million one hundred forty seven thousand nine hundred eighty two) **shares of Serial A;**

- ✧ **The Holders of Serial-B Shares** at the total of **962,512,933** (nine hundred sixty two million five hundred twelve thousand nine hundred thirty three) shares or equal to **32.2608010 %** (thirty two point two six zero eight zero one zero percents) of the whole total **2,983,537,000** (two billion nine hundred eighty three million five hundred thirty seven thousand) **shares of Serial B;**



Or, altogether comes to a total of **12,743,068,468** (twelve billion seven hundred forty three million sixty eight thousand four hundred sixty eight) shares or equal to **85.4225608 %** (eighty five point four two two five six zero eight percent) of the whole shares already been issued by the Company, namely at the total amount of **14,917,684,982** (fourteen billion nine hundred seventeen million six hundred eighty four thousand nine hundred eighty two) shares.

1. **The 1st (First) Agenda of the Meeting:**

- **Returning the Sinoman (Retired Employee Association) Fund for the Fiscal Year 2015 (two thousand fifteen) to the General Reserve.**

During the First Agenda of Meeting, there are 2 (two) questions from 2 (two) Shareholders present or represented.

Outputs of Calculation and Voting on the 1st (First) Agenda of the Meeting are as follows:

Total Blank Votes (Abstain):

- **Serial-A Share is 0 (zero) share or equal to 0% (zero percent).**
- **Serial-B Share is 5,428,154 (five million four hundred twenty eight thousand one hundred fifty four) shares or equal to 0.5639565 % (zero point five six three nine five six five percents).**

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Total Votes in Disagreement:

- **Serial-A Share** is 0 (zero) share or equal to 0% (zero percent).
- **serial-B Share** is 0 (zero) share or equal to 0% (zero percent).

Total Votes in Agreement:

- **Serial-A Shares** at the amount of **11,780,555,535** (eleven billion seven hundred eighty million five hundred fifty five thousand five hundred thirty five) shares or equal to **100 %** (one hundred percent).
- **Serial-B Shares** at the amount of **957,084,779** (nine hundred fifty seven million eighty four thousand seven hundred seventy nine) shares or equal to **99.4360435 %** (ninety nine point four three six zero four three five percent).

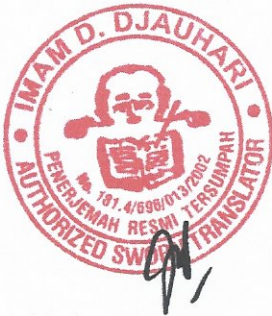
Pursuant to provision of **POJK** (Regulation of Financial Service Authority), Number: 32/POJK.04/2014, the blank votes / abstain shall follow the major votes issued at the Meeting.

- **Decisions on the 1st (First) Agenda of the Meeting: The Meeting in major votes agrees as follows:**

- ✧ **Approving the Returning of the *Sinoman* (Retired Employee Association) Fund from the distributed profit for the Fiscal Year 2015 (two thousand fifteen) at the amount of Rp 4,428,541,900.71 (four billion four hundred twenty eight million five hundred forty one thousand nine hundred Rupiahs and seventy one cents) to *General Reserves* of the Company.**

2. The 2nd (Second) Agenda of the Meeting:

Amendment to the Regulation of Retirement Fund and to the Establishment of Retirement Fund for the Job Provider of Fixed Contribution Retirement Program.



TESTIMONY

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Surabaya,

June 25, 2016

Testified by,

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- During the Second Agenda of Meeting, there is no question from the Shareholders present or represented.
- Outputs of Calculation and Voting on the Second Agenda of the Meeting are as follows:

Total Blank Votes (Abstain):

- **Serial-A Share** is **0 (zero) share** or equal to **0%** (zero percent).
- **Serial-B Share** is **5,875,054** (five million eight hundred seventy five thousand fifty four) shares or equal to **0.6103870%** (zero point six one zero three eight seven zero percents).

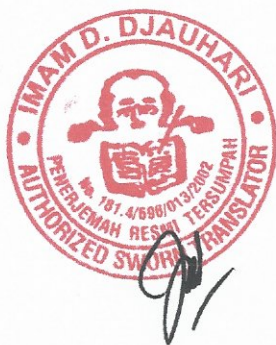
Total Votes in Disagreement:

- **Serial-A Share** is **0 (zero) share** or equal to **0%** (zero percent).
- **Serial-B Share** is **189,678,300** (one hundred eighty nine million six hundred seventy eight thousand three hundred) share or equal to **19.7075066 %** (nineteen point seven zero seven five zero six six percent).

Total Votes in Agreement:

- **Serial-A Shares** at the amount of **11,780,555,535** (eleven billion seven hundred eighty million five hundred fifty five thousand five hundred thirty five) shares or equal to **100 %** (one hundred percent).
- **Serial-B Shares** at the amount of **766,950,579** (seven hundred sixty six million nine hundred fifty thousand five hundred seventy nine) shares or equal to **79.6821064 %** (seventy nine point six eight two one zero six four percent).

Pursuant to provision of **POJK** (Regulation of Financial Service Authority), Number: 32/POJK.04/2014, the blank votes / abstain shall follow the major votes issued at the Meeting.



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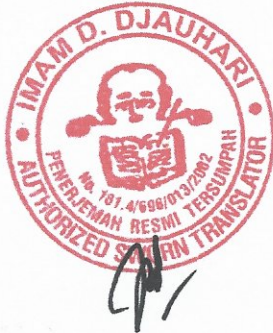
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- **Decisions on the 2nd (Second) Agenda of the Meeting: The Meeting in major votes agree as follows:**

1. **Amending the Regulation of Retirement Fund (TDP) from the Retirement Program of Definite Benefit (PPMP) for the definition of Retirement Basic Income (PhDP), pursuant to the Decree of Management, No. 051/161/Kep/Dir/SDM, dated September 24, 2013 on the Grading System applicable at present and the increase of retirement benefit for the Receivers of Monthly Retirement Fund (that has already been put into the Statement of the Founder);**
2. **Establishing the Retirement Fund for the Job Provider (DPPK) of Bank Jatim by applying the Retirement Program of Fixed Contribution (PPIP) currently managed by the Retirement Fund Financial Institution (DPLK) of BRI (that has already been put into the Statement of the Founder).**



3. **The 3rd (Third) Agenda of the Meeting:**

Resignation of one Member of Board of Commissioners and Appointment of his Substitute.

- During the Third Agenda of Meeting, there is one question from the Shareholder present.
- Outputs of Calculation and Voting on the Third Agenda of the Meeting are as follows:

Total Blank Votes (Abstain):

- **Serial-A Share is 0 (zero) share or equal to 0% (zero percent).**
- **Serial-B Share is 0 (zero) share or equal to 0% (zero percent).**

Total Vote in Disagreement:

- **Serial-A Share is 0 (zero) share or equal to 0% (zero percent).**

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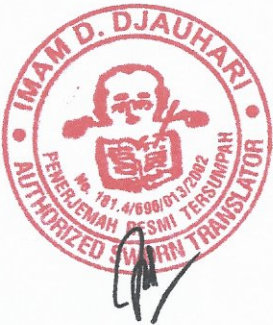
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- **Serial-B Share** is **170,642,379** (one hundred seventy million six hundred forty two thousand three hundred seventy nine) shares or equal to **17.7288401 %** (seventeen point seven two eight eight four zero one percent);

Total Votes in Agreement:

- **Serial-A Shares** at the amount of **11,780,555,535** (eleven billion seven hundred eighty million five hundred fifty five thousand five hundred thirty five) shares or equal to **100 %** (one hundred percent).
- **Serial-B Shares** at the amount of **791,870,554** (seven hundred ninety one million eight hundred thousand five hundred fifty four) shares or equal to **82.12711599 %** (eighty two point one two seven one one five nine nine percent).



- Pursuant to provision of **POJK** (Regulation of Financial Service Authority), Number: 32/POJK.04/2014, the blank votes / abstain shall follow the major votes issued at the Meeting.
- **Decisions on the 3rd (Third) Agenda of the Meeting: The Meeting in major votes gives approval as follows:**
 - ✧ **Approving the resignation of HADI SUKRIANTO, and**
 - ✧ **Proposing and appointing Dr. RUDI PURWONO as the Independent Commissioner of PT Bank Pembangunan Daerah Jawa Timur Tbk.**

In connection with this subject, composition of Board of Commissioners of the Company is as follows:

BOARD OF COMMISSIONERS:

- President Commissioner (Independent) : **HERU SANTOSO**
- Commissioner : **AKHMAD SUKARDI**

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- Independent Commissioner : RUDI PURWONO *)
- Independent Commissioner : WIBISONO
- Independent Commissioner : SOEBAGYO

*) Effective after it gets the approval from OJK (Financial Service Authority),

That the Copy of **Notarial Deed on the Minutes of Meeting** as well as the **Notification from Minister of Law and Human Right** of The Republic of Indonesia at present is still under the completion process at the office of mine, the Notary, and when it has been completed, I will immediately hand it over to the Management of PT. BANK JATIM.

In witness whereof, this Certification is made and provided in order to be able to be duly used.

Surabaya, June 24, 2016

Common Seal of:
BAMBANG HERU
DJUWITO, SH, MH
Notary in
Surabaya City.

Bambang Heru Djuwito

BAMBANG HERU DJUWITO, SH, MH
Notary in Surabaya City

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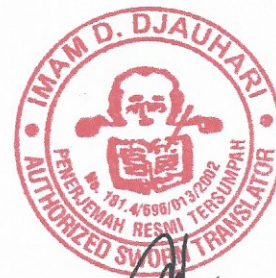
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June 25, 2016

Testified by

[Signature]
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