

**Notary of SITARESMI PUSPADEWI SUBIANTO, S.H., M.Kn.**

Decree of the Minister of Justice and Human Rights of the Republic of Indonesia dated 14<sup>th</sup> February 2002 Number: C-110.HT.03.02-Th.2002

Jl. Kebonrojo No. 2-CC, Surabaya 60175

Telephone (031) 3532822, 3521282, 3521285

Fax (031) 3522331

Surabaya, 17<sup>th</sup> March 2022

Number : 116/Not/III/2022

Subject : Statement

### **STATEMENT LETTER**

The undersigned:

SITARESMI PUSPADEWI SUBIANTO, Bachelor of Law, Master of Notary, a notary in Surabaya, headquartered at Jalan Kebonrojo No. 2-CC, Surabaya, hereby explains:

Whereas on this day, Thursday, 17<sup>th</sup> March 2022, located at the Head Office of PT Bank Pembangunan Daerah Jawa Timur Tbk, Bromo Room, jalan Basuki Rachmad No. 981-04, Surabaya, the **Annual General Meeting of Shareholders for the 2021 Financial Year** (hereinafter referred to as the "**Meeting**") has been held **from PT Bank Pembangunan Daerah Jawa Timur Tbk** (hereinafter referred to as the "**Company**"), located in **Surabaya**.

In order to comply with article 49 of the Financial Services Authority Regulation number 15/POJK.04/2020 dated 21<sup>st</sup> April 2020 regarding the Plan and Implementation of the General Meeting of Shareholders of a Public Company, whose Minutes are contained in my deed, notary, dated 17<sup>th</sup> March 2022 number 51, along with the Minutes of Meeting, are:

Whereas all requirements for holding the Meeting have been properly met;

Whereas the meeting is chaired by an Independent Commissioner based on the Decision of the Board of Commissioners' Meeting dated 21<sup>st</sup> February



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Whereas the rules for the meeting, including:

1. In the discussion of each Meeting Agenda, the Chairperson of the Meeting will provide the opportunity for the shareholders or their proxies to ask questions and/or express opinions where necessary, the opportunity will be provided for each meeting agenda a maximum of 3 (three) questions will be read;
2. Meeting decisions are taken based on deliberation for consensus. In the event that a decision based on deliberation for consensus is not reached, the decision is taken through voting.
3. and others.

**A. Day / Date, Time, Place and Agenda of Meeting.**

Day / Date : Thursday / 17<sup>th</sup> March 2022.

Time : 09.00 Western Indonesia Time

Place : Company Main Office.

Jl. Basuki Rachmad No. 98-104 Surabaya.

Meeting Agenda are as follows:

1. Approval of the Company's Annual report regarding the condition and operation of the Company during the 2021 financial year including the Report on the Implementation of the Supervisory Duties of the Board of Commissioners during the 2021 financial year and Ratification of the Company's financial statements for the 2021 financial year;
2. Determination of the use of the Company's net profit for the 2021 financial year including the provision of bonuses for employees as well as bonuses and remuneration for the Board of Directors and the Board of Commissioners;



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3. Granting power of attorney to the Board of Commissioners to appoint a public accounting firm to audit the Company's financial statements for the 2022 financial year;
4. Changes in the composition of the Company's management.

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

That the Meeting was attended by the Board of Commissioners and the Board of Directors with the following details:

**Board of Commissioners:**

Independent Commissioner : MUHAMMAD MAS'UD;  
Independent Commissioner : CANDRA FAJRI ANANDA;  
Commissioner : HERU TJAHJONO;

**Board of Directors:**

President Director : BUSRUL IMAN;  
Director of Compliance and Risk Management : ERDIANTO SIGIT CAHYONO;  
Director of TI & Operation : TONNY PRASETYO;  
Director of Business Risk : RIZYANA MIRDA.

**C. Shareholders Presence**

That the meeting was attended by the shareholders and/or their proxies with the following details:

- Series A Shareholders with the total of **11,934,147,982 (eleven billion nine hundred thirty-four million one hundred forty-seven thousand nine hundred and eighty-two) shares** or **100%** (one hundred percent) of **11,934,147,982 (eleven billion nine hundred thirty-four million one hundred forty-seven thousand nine hundred and eighty-two) Series**

**A Share issued by the Company;**



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- Series B Shareholders with the total of **1,150,400,512 (one billion one hundred fifty million four hundred thousand five hundred and twelve) Shares** or **37.334% (thirty-seven point three hundred thirty four percent)** of **3,081,350,100 (three billion eighty-one million three hundred fifty thousand one hundred) Series B Shares** which have been issued by the Company;

Accordingly, the Meeting was attended by **13,084,548,494 (thirteen billion eighty-four million five hundred forty-eight thousand four hundred ninety-four) shares** or **87,140% (eighty-seven point one hundred forty percent)** of the total number of shares as much as **15,015,498.082 (fifteen billion fifteen million four hundred ninety-eight thousand eighty-two) Shares.**

**D. Opportunity to Ask Questions and/or Confer Opinions**

In the Meeting, the shareholders and/or their proxies are given the opportunity to ask questions and or express opinions regarding the Meeting Agenda.

**E. Number of shareholders who asked questions and/or expressed opinions regarding the Meeting Agenda.**

In the Meeting there were shareholders who asked questions and/or expressed opinions regarding the Meeting Agenda with details as follows:

<b>Agenda</b>	<b>Number of Shareholders</b>
1	None
2	None
3	None
4	One person



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**F. Meeting decision-making mechanism.**

Decisions in the Meeting are taken based on deliberation for consensus. In the event that a decision based on deliberation for consensus is not reached, the decision is taken by voting.

**G. Voting results**

In the Meeting there were voting results related to the Meeting Agenda with details as follows:

Agenda	Agree	Disagree	Abstain
1	13,076,836,318 shares (99.941%) consist of:  Series A: 11,934,147,982 shares  Series B: 1,142,688,336 shares	7,200 shares (0.0000550%) all of which are Series B Shares	7,704,976 shares (0.058%) all of which are Series B Shares
2	12,887,092,412 Shares (98.490%) consist of:  Series A: 11.934.147.982 Shares	197,062,282 Shares (1.506%) all of which are Series B Shares	393,800 Shares (0.003%) all of which are Series B Shares



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	Series B: 952.944.430 Shares		
3	12,740,945,786 Shares (97.373%) consist of:  Series A: 11,934,147,982 Shares  Series B: 806,797,804 Shares	343,215,408 Shares (2,623%) all of which are Series B Shares	387,300 Shares (0.002%) all of which are Series B Shares
4	12,610,256,158 Shares (96.375%) consist of:  Series A: 11,893,555,054 Shares  Series B: 716,701,104 Shares	401,695,608 Shares (3.069%) all of which are Series B Shares	72,596,728 Shares (0.554%) consist of:  Series A: 40,592,928 Shares  Series B: 32,003,800 Shares



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Note: % is the composition of the total shares with voting rights at the Meeting.

In accordance with the provisions of the Financial Services Authority Regulation No. 15/POJK.04/2020, then the abstention vote (not voting) follows the most votes cast in the Meeting, then the Meeting with the most votes has approved the proposal for the entire Meeting Agenda.

## **H. Meeting Resolutions**

### **First Agenda**

**Approval of the Company's annual report regarding the condition and operation of the Company during the 2021 financial year including the report on the implementation of the supervisory duties of the Board of Commissioners during the 2021 financial year and the ratification of the Company's financial statements for the 2021 financial year.**

1. Approve and Certify:
  - a. The Company's annual report that has been submitted by the Board of Directors for the 2021 financial year;
  - b. The supervisory task report that has been submitted by the Board of Commissioners for the 2021 financial year;
  - c. The Company's financial statements for the financial year ended 31<sup>st</sup> December 2021, which have been audited by Public Accounting Firm Kanaka Puradiredja, Suhartono, in accordance with the independent auditor's report dated 31<sup>st</sup> January 2022, with a fair opinion in all material respects.
2. With the approval and ratification of the annual report, supervisory task report of the Board of Commissioners and the Company's financial statements for the 2021 financial year, the Meeting granted full discharge and release from responsibilities (*acquitt et de charge*) to all members of the Board of Directors for management actions and to all members of the



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Board of Directors. Commissioner for supervisory actions that have been carried out during the financial year ending on 31<sup>st</sup> December 2021 to the extent that such actions are reflected in the Company's financial statements.

**Second Agenda**

**Determination of the use of the Company's net profit for the 2021 financial year including the provision of bonuses for employees as well as bonuses and remuneration for the Board of Directors and the Board of Commissioners.**

1. Approved the use of the Company's profits for the 2021 financial year as follows:
  - a. Amount of IDR.782,457,605,053.02 (seven hundred eighty-two billion four hundred fifty-seven million six hundred and five thousand fifty three rupiah point two cent) or 51.37% (fifty-one point thirty-seven percent) of net profit for the 2021 financial year, it is determined as a cash dividend for the 2021 financial year, thus an amount of IDR.52.11 (fifty two point eleven rupiahs) per share, designated as a cash dividend for the 2021 financial year will be distributed in cash and distributed to all registered shareholders. in the Register of Shareholders of the Company as of 29<sup>th</sup> March 2022 and will be paid on 14<sup>th</sup> April 2022. Furthermore, providing power and authority to the Board of Directors to regulate the procedure for the payment of the cash dividend.
  - b. Amount of IDR.740,612,233,364.98 (seven hundred forty billion six hundred and twelve million two hundred thirty-three thousand three



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hundred sixty-four rupiah point ninety-eight cent) or 48.63% (forty-eight point sixty-three percent) stipulated as General Reserve.

2. Furthermore, in accordance with the provisions of the applicable Financial Accounting Standards Regulations, it was agreed to determine the distribution of employee bonuses and bonuses for the Company's Management, namely the Board of Directors and the Board of Commissioners along with those who assist the duties of the Board of Commissioners including the Sharia Supervisory Board for the 2021 financial year with a reserve of IDR.380,767,459,605.00 (three hundred eighty billion seven hundred sixty-seven million four hundred fifty-nine thousand six hundred and five rupiah) with the same percentage distribution as the previous year, are as follows:
  - a. Employee bonus of 85% (eighty five percent);
  - b. The bonus of the Company's management, the Board of Directors and the Board of Commissioners along with those who assist the duties of the Board of Commissioners including the Sharia Supervisory Board, is 15% (fifteen percent). Of this amount will be paid in cash, and in accordance with the provisions of the Financial Services Authority Regulation Number 45/POJK.03/2015, specifically for the Board of Commissioners and Directors there are bonuses that will be suspended in the form of cash and shares through the Long-Term Incentive program.
3. Granting authority and power to the Board of Commissioners to determine the remuneration of the Company's management, namely the Board of Directors and the Board of Commissioners along with those who assist the duties of the Board of Commissioners including the Sharia Supervisory Board in 2022 by taking into account the recommendations from the Remuneration and Nomination Committee and reporting on the Annual Report.



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### **Third Agenda**

**Granted power to the Board of Commissioners to appoint a Public Accounting Firm to audit the Company's financial statements for the 2022 financial year.**

Approved to authorize the Board of Commissioners to appoint a Public Accounting Firm to audit the Company's financial statements for the 2022 financial year.

### **Fourth Agenda**

**Changes in the composition of the Company's management.**

1. Approving and appointing members of the Board of Commissioners effective as of the closing of the Meeting with a term of office ending at the close of the 4th (fourth) Annual General Meeting of Shareholders from the date of appointment, they are:

President Commissioner : **SUPRAJARTO;**

Independent Commissioner : **SUMARYONO;**

2. Approving and appointing members of the Board of Directors effective as of the closing of the Meeting with the term of office ending at the close of the 5th (fifth) Annual General Meeting of Shareholders from the date of appointment, they are:

Commercial and Corporate Director : **EDI MASRIANTO;**

Director of Consumer Retail and Sharia : **R. ARIEF WICAKSONO;**

Business



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3. Respectfully dismiss members of the Board of Directors as of the closing of the Meeting with the highest gratitude for the contribution of energy and thoughts given while serving as the Board of Directors, they are:

Business Risk Director : **RIZYANA MIRDA;**

Financial Director : **FERDIAN TIMUR  
SATYAGRAHA;**

Therefore, the composition of the Company's management becomes:

**Board of Commissioners**

President Commissioner : **SUPRAJARTO;**

Independent Commissioner : **MUHAMMAD MAS'UD;**

Independent Commissioner : **CANDRA FAJRI ANANDA;**

Independent Commissioner : **SUMARYONO;**

Commissioner : **HERU TJAHJONO;**

**Board of Directors**

President Director : **BUSRUL IMAN;**

Director of Compliance and Risk Management : **ERDIANTO SIGIT CAHYONO;**

TI and Operation Director : **TONNY PRASETYO;**

Commercial and Corporate Director : **EDI MASRIANTO;**

Director of Consumer Retail and Sharia Business : **R. ARIEF WICAKSONO;**

Financial Director : ---

Business Risk Director : ---

4. Granting authority to the Governor of East Java to carry out the selection of candidates for the Company's management whose term of office ends and / or in the event of a position vacancy.

5. Regarding the filling of vacant positions for members of the Board of Directors, approval will be requested at the nearest General Meeting of Shareholders to be held by the Company, taking into account current



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conditions. This may exceed the time limit for filling the vacant positions of members of the Board of Directors as stipulated in the Company's Articles of Association.

6. Granting power to the Board of Commissioners to distribute tasks to existing Directors.
7. Granting power to the Board of Directors with substitution rights to carry out all necessary processes and actions including notification to the regulator as required in the applicable laws and regulations.

Whereas a copy of the deed of Minutes of Meeting is currently still being completed in my office, notary, when it is completed then I will immediately submit it to the Board of Directors of the Company.

In witness whereof, this Statement letter was made to be used as appropriate.

Notary in Surabaya,

[signed & stamped]

**SITARESMI PUSPADEWI SUBIANTO, S.H., M.Kn.**