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THIS TRANSLATION IS GUARANTEED.

WE HEREBY CERTIFY THAT THIS TRANSLATION IS ACCURATE,
CORRECT, TRUE AND IN CONFORMITY WITH THE ORIGINAL DOCUMENT.

THE TRANSLATION OF:



**COVER NOTE
CERTIFICATION**

Number: 1381/Not. BND/I/2016

For:

**"PT. BANK PEMBANGUNAN DAERAH JAWA TIMUR, Tbk"
(PT. BANK JATIM)**

Prepared by:

BAMBANG HERU DJUWITO, SH, MH
Notary in Surabaya City



NO. 5999/A/0216

FROM THE ORIGINAL COPY IN INDONESIAN LANGUAGE
INTO ENGLISH IS COMPLETED & VERIFIED ON

MONDAY, FEBRUARY 1, 2016

AT 03:30 A.M.

BY



IMAM D. DJAVHARI

**AUTHORIZED SWORN TRANSLATOR
PENERJEMAH RESMI TERSUMPAH**

DIRECTOR OF

ERLANGGA TRANSLATION BUREAU

License Number: HUP-871/13-L/PR/VI/1987 issued by Ministry of Trade, The Republic of Indonesia

AUTHORIZED SWORN TRANSLATOR, Certificate No.181.4/688/011/2002 based on Governor Decree No.083/160/HPTS/013/2002

Recommended by Ministry of Justice and Human Rights of The Republic of Indonesia, Number: C.1/ M.01.18-07, dated March 20, 2002

Head Office: Jalan Manyar Sujo No.8, Surabaya. Postal Code - 60118. Phone Number: 62-31-5839447. E-mail Address : imamdjauhari50@yahoo.com

Branch Office: Jalan Bendul Muzik Selatan 3/19, Ready Indah Housing Complex, Wonocolo, Surabaya - 60239, Indonesia. Phone/Fax No. 62-31-8432663

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: 1381 /Not.BHD//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 January twenty ninth, two thousand sixteen (01-29-2016), taking the venue at Isyana Ballroom of BUMI SURABAYA HOTEL, on Jalan Basuki Rachmad, No. 106 -128, Surabaya, Annual General Meeting of the Shareholders ("Meeting") has been held by the Limited Liability Company: _____
----- "PT. BANK PEMBANGUNAN DAERAH JAWA TIMUR Tbk", -----
or also called "PT. BANK JATIM", having a seat in Surabaya, in the scheme of fulfilling Article-32 of Regulation of the Financial Service Authority, Number 32/POJK.04/2014, dated December 8, 2014, on the Plan and the Holding a General Meeting of the Shareholders of the Go-Public Company (hereinafter called "POJK No. 32") whose minute has already been published at the deed of mine, the Notary, dated January twenty ninth, two thousand sixteen (01-29-2016), Number 97.

TESTIMONY

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

Surabaya,
Feb 1, 2016

Testified by

IMAM D. DJAUHARI
Authorized Sworn
Translator

ERLANGGA TRANSLATION BUREAU

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AUTHORIZED SWORN TRANSLATOR, Certificate No.181.4/806/612/2002 based on Governor Decree No.188/180/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 - 60115. Phone / Fax Number: 02-31-5939447. E-mail Address : imamdjauhari50@yahoo.com

Branch Office: Jalan Dendul Merisi Selatan 3/19, Ruddy Indah Housing Complex, Wonocolo, Surabaya - 60238, Indonesia. Phone/Fax No. 02-31-8410483

- That all requirements to hold a Meeting have been duly fulfilled.
- That the Meeting is led by *(Independent) President Commissioner* based on the Resolution of Board of Commissioners' Meeting, dated January fifth, two thousands sixteen (01-05-20-16).
- That the arrangement and order of the Meeting are set up as follows:
 1. In discussing each agenda of the Meeting, the Shareholders are given opportunities to convey questions in conformity with / relevant to the agenda (subject of the Meeting) being discussed.
 2. Such an opportunity will be given only in 1 (one) stage for each agenda, and in each stage will be read maximum 3 (three) questions.
 3. Decision is taken based on deliberation to agree. In the event that the decision based on deliberation to agree cannot be achieved, then a voting is conducted.
 4. Miscellaneous subjects.
- That the aforesaid Meeting has been attended by the whole members of Board of Directors and Board of Commissioners of the Company as follows:



BOARD OF DIRECTORS:

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

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BOARD OF COMMISSIONERS:

- (Independent) President Commissioner : **HERU SANTOSO**
- Commissioner : **DR. AKHMAD SUKARDI, MM**
- Commissioner : **HADI SUKRIANTO**
- Independent Commissioner : **Drs. WIBISONO, SE, MA**
- Independent Commissioner : **SOEBAGYO**

- That the said Meeting has been attended by all the Shareholders with the details as follows:

❖ **The Serial-A Shareholders** at the amount of **11,755,754,893** (eleven billion seven hundred fifty five million seven hundred fifty four thousand eight hundred ninety three) shares, or equal to **98,5051879 %** (ninety eight point five zero five one eight seven nine percent) of the total **11,934,147,982** (eleven billion nine hundred thirty four million one hundred forty seven thousand nine hundred eighty two) **Serial-A Shares** already been issued by the Company.

❖ **The Serial-B Shareholders** at the amount of **839,956,784** (eight hundred thirty nine million nine hundred fifty six thousand seven hundred eighty four) shares, or constituting **28.1530540 %** (twenty eight point one five three zero five four zero percent) of the total **2,983,537,000** (two billion nine hundred eighty three million five hundred thirty seven thousand) **Serial-B Shares** already been issued by the Company.

- Thus, altogether comes to a total of **12,595,711,677** (twelve billion five hundred ninety five million seven hundred eleven thousand six hundred seventy seven) shares or equal to **84.4347615 %** (eighty four point four three four seven six one five percent) of the whole

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

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Branch Office: Jalan Bendul No.19, Bendul Indah Housing Complex, Wonorejo, Surabaya - 60239, Indonesia. Phone/Fax No. 62-31-8438163



total shares already been issued by the Company at the 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:**

Approving the Company Annual Report on the condition and the operation of the Company during the Fiscal Year 2015 (two thousand fifteen), including as well the Report on Implementation of Supervisory Tasks of Board of Commissioners during the Fiscal Year 2015 (two thousand fifteen) and the Legitimization of the Company Financial Statement for the Fiscal Year 2015 (two thousand fifteen).

- During the First Agenda of Meeting, there are 2 (two) questions from 2 (two) Shareholders.
- **Outputs of Calculation and Voting on the 1st (First) Agenda of the Meeting are as follows:**

Total Blank Votes (Abstain):

- **Serial A Share:** Nil.
- **Serial B Share:** Nil.

Total Votes in Disagreement:

- **Serial A Share:** Nil.
- **Serial B Share:** Nil.

Total Votes in Agreement:

- **Serial A Share:** at the amount of 11,755,754,893 (eleven billion seven hundred fifty five million seven hundred fifty four thousand eight hundred ninety three) votes, or equal to 100 % (one hundred percent).

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Recommended by Dept. of Justice and Human Rights of The Republic of Indonesia, No.C.1/M.01.10-01, dated March 20, 2002

Head Office: Jalan Wasyar Bejo No.8, Surabaya - 60118. Phone / Fax Number: 62-31-8836447. E-mail Address : imamdjauhari50@yahoo.com

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

➤ **The Serial-B Shares:** at the amount of 839,956,784 (eight hundred thirty nine million nine hundred fifty six thousand seven hundred eighty four) votes, or 100 % (on hundred percent).

- Pursuant to provision of 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 unanimously gives approval as follows:**

1. *Approving the Company Annual Report and the Report on Supervisory Task Implementation by Board of Commissioners for the Fiscal Year 2015 (two thousand fifteen).*
2. *Legitimizing the Company Financial Statement for the Fiscal Year ended on December thirty first, two thousand fifteen (12-31-2015) already been audited by the **Public Accountant Office of Hendrawinata, Eddy Sidharta and Tanzil** (member of **Kreston International**), in conformity with its Report, registered under Number: 001/04/RSL/I/16, dated January seventh, two thousand sixteen (01-07-2016), with the fairly presented opinion in all material subjects pursuant to the accounting principles generally applicable in Indonesia.*
3. *Further, having got the Annual Report been approved and the Financial Statement for the year 2015 (two thousand fifteen) been legitimized, the **General Meeting of the Shareholders (GMOS)** gives **the full release and acquittal (acquit et de charge)** to the whole members of **Board of Directors** for all the management actions and to those of **Board of Commissioners** for the supervisory actions already been conducted during the fiscal year ended on December thirty first, two thousand fifteen (12-31-2015) as long as the said actions are reflected in the said Company Financial Statement.*



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Recommended by Dept. of Justice and Human Rights of The Republic of Indonesia, No.C.1/H.01.10-92, dated March 20, 2002

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Branch Office: Jalan Dendal Merisi Selatan 3/18, Bendy Indah. Housing Complex, Wonocolo, Surabaya – 60239, Indonesia. Phone/Fax No. 62-31-9632603

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

Determining the Use of Company Net Profit of the Fiscal Year 2015 (two thousand fifteen), including the provision of bonus for employees and the tantiem for Board of Directors and Board of Commissioners.

- 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:** Nil.
- **Serial B Share:** at the amount of **4,682,455** (four million six hundred eighty two thousand four hundred fifty five) votes or equal to **0.5574638 %** (zero point five five seven four six three eight percents).

Total Votes in Disagreement:

- **Serial A Share:** Nil.
- **Serial B Share:** Nil.

Total Votes in Agreement:

- **Serial A Share:** at the amount of **11,755,754,893** (eleven billion seven hundred fifty five million seven hundred fifty four thousand eight hundred ninety three) votes, or equal to **100 %** (one hundred percent).
- **The Serial-B Shares:** at the amount of **835,274,329** (eight hundred thirty five million two hundred seventy four thousand three hundred twenty nine) votes, or equal to **99.4425362 %** (ninety nine point four four two five three six two percent).



TESTIMONY

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

Surabaya,

Feb 1, 2016

Testified by

IMAM D. DJAUHARI

Authorized Sworn
Translator

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

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Branch Office: Jalan Bendul Merisi Selatan 3/19, Ready Indah Housing Complex, Wonocolo, Surabaya - 60239, Indonesia. Phone/Tax No. 62-31-6439481

- Pursuant to provision of 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 2nd (Second) Agenda of the Meeting: The Meeting in major votes gives approval as follows:**
 - ✧ **Determining the Use of Profit of the Fiscal Year 2015 (two thousand fifteen) as follows:**

- The total amount of Rp 641,460,454,226.00 (six hundred forty one billion four hundred sixty million five hundred fifty four thousand two hundred twenty six Rupiahs and zero cents) or equal to 72.42 % (seventy two point four two percent) is specified as "The Cash Dividend of the Fiscal Year 2015 (two thousand fifteen)" will be distributed in cash to all shareholders recorded at **Company Shareholder Register** as of February second, two thousand sixteen (02-02-2016), and will be paid on March third, two thousand sixteen (03-03-2016).*

Further, the Meeting gives power and authority to the Management to arrange the procedure in the said cash dividend payment.

- The total amount of Rp 239,819,384,015.29 (two hundred thirty nine billion eight hundred nineteen million three hundred eighty four thousand fifteen Rupiahs and twenty nine cents) or equal to 27.08 % (twenty seven point zero eight percents) is specified as the **General Reserved Fund**.*
- The total amount of Rp 4,428,541,900.71 (four billion four hundred twenty eight million five hundred forty one thousand nine hundred Rupiah and seventy one cents) or equal to 0.50 % (zero point five zero percent) is specified as the*

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Recommended by Dept. of Justice and Human Rights of The Republic of Indonesia, No.C.1/M.01.10-97, dated March 28, 2002

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Branch Office: Jalan Bendul Merid Selatan 3/18, Sandy Indah Housing Complex, Woonoco, Surabaya - 60238, Indonesia. Phone/Fax No. 62-31-8433883



*addition for the Sinoman Fund (Employee Retirement)
Fund of Bank Jatim.*

- Further, pursuant to the applicable provisions of Financial Accounting Standard Regulation, for the Annual Net Profit is proposed to provide **Bonus for Employees** and **Tantiem for Board of Directors and Board of Commissioners** for the Fiscal Year of 2015 (two thousand fifteen), reserved at the amount of **Rp 221,313,760,567.63** (two hundred twenty one billion three hundred thirteen million seven hundred sixty thousand five hundred sixty seven Rupiahs and sixty three cents) with the same percentage of distribution as that in the previous year as follows:



1. **Bonus for Employees** amounting **Rp 188,116,696,482.49** (one hundred eighty eight billion one hundred sixteen million six hundred ninety six thousand four hundred eighty two Rupiahs and forty nine cents) or equal to **85 %** (eighty five percent).
2. **Tantiem for Board of Directors and Board of Commissioners** and those who help the tasks of Board of Commissioners, including the **Syariah Supervisory Board** at the amount of **Rp 33,197,064,085.14** (thirty three billion one hundred ninety seven sixty four thousand eighty five Rupiahs and fourteen cents) or equal to **15 %** (fifteen percent).

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

Giving the power to Board of Directors under the approval of Board of Commissioners to appoint a Public Accountant Office to audit the Company Financial Statement for the Fiscal Year 2016 (two thousand sixteen).

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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: 62-31-8238447. E-mail Address : iszamdjauhari50@yahoo.com

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

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

Total Blank Votes (Abstain):

- **Serial A Share:** Nil.
- **Serial B Share:** Nil.

Total Votes in Disagreement:

- **Serial A Share:** Nil.
- **Serial B Share:** at the amount of **556,649,774** (five hundred fifty six million six hundred forty nine thousand seven hundred seventy four) votes or equal to **66.2712397 %** (sixty six point two seven one two three nine seven percent).

Total Votes in Agreement:

- **Serial A Share:** at the amount of **11,755,754,893** (eleven billion seven hundred fifty five million seven hundred fifty four thousand eight hundred ninety three) votes, or equal to **100 %** (one hundred percent).
 - **The Serial-B Shares:** at the amount of **283,307,010** (two hundred eighty three million three hundred seven thousand ten) votes or equal to **33.7287603 %** (thirty three point seven two eight seven six zero three percent).
- Pursuant to provision of 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:**

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Recommended by Dept. of Justice and Human Rights of The Republic of Indonesia, No.C.1/M.01.10-07, dated March 28, 2002

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Branch Office: Jalan Bendul Merzal Selatan 3/19, Ready Indah Housing Complex, Wonocolo, Surabaya - 60239, Indonesia. Phone/Fax No. 62-31-8432003



1. *Giving the authority to the Board of Directors under the Approval of Board of Commissioners to appoint the KAP (Public Accountant Office) to perform the Audit to the Company Financial Statement for the Fiscal Year 2016 (two thousand sixteen).*
2. *Giving power to Board of Directors under the approval of Board of Commissioners to determine other requirements and the fee for auditing services by viewing the natural properness and the scope of auditing works.*



4. **The 4th (Fourth) Agenda of the Meeting:**

Report on the Use of Fund Obtained from Share General Offering in the Year 2015 (two thousand fifteen).

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

Total Blank Votes (Abstain):

- **Serial A Share:** Nil.
- **Serial B Share:** at the amount of 4,583,455 (four million five hundred eighty three thousand four hundred fifty five) votes or equal to 0.5456775 % (zero point five four five six seven seven five percent).

Total Votes in Disagreement:

- **Serial A Share:** Nil.
- **Serial B Share:** Nil.

Total Votes in Agreement:

- **Serial A Share:** at the amount of 11,755,754,893 (eleven billion seven hundred fifty five million seven hundred fifty four thousand

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Recommended by Dept. of Justice and Human Rights of The Republic of Indonesia, No.C.1/ML.01.10-07, dated March 20, 2002

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Branch Office: Jalan Pundul World Selatan 2/12, Sandy Indah Housing Complex, Wonocolo, Surabaya - 60229, Indonesia. Phone/Fax No. 62-31-8432483

eight hundred ninety three) votes, or equal to 100 % (one hundred percent).



- **The Serial-B Shares:** at the amount of 835,373,329 (eight hundred thirty five million three hundred seventy three thousand three hundred twenty nine) votes or equal to 99.4543225 % (ninety nine point four five four three two two five percent).

- Pursuant to provision of 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 4th (Fourth) Agenda of the Meeting: The Meeting in major votes gives approval as follows:**
 - *Accepting the Report on the Use of Fund Obtained from Initial Share General Offering presented by Board of Directors of the Company.*

5 . The 5th (Fifth) Agenda of the Meeting:

Giving power to Board of Directors under the approval of Board of Commissioners to perform the Company Capital Adjustment to the Outputs of New Share Issuances as the implementation of MESOP Program already been approved by Annual GMOS in the Fiscal Year 2014 (two thousand fourteen).

- During the Fifth Agenda of Meeting, there is 1 (one) question from 1 (one) Shareholder.
- **Outputs of Calculation and Voting on the Fifth Agenda of the Meeting are as follows:**

Total Blank Votes (Abstain):

- **Serial A Share: Nil.**
- **Serial B Share: Nil.**

TESTIMONY

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

Surabaya,

Feb 1, 2016

Testified by

IMAM D. DJAUHARI

Authorized Sworn Translator

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Recommended by Dept. of Justice and Human Rights of The Republic of Indonesia, No.C.1/M.01.10-07, dated March 28, 2002

Head Office: Jalan Mawar Bejo No.8, Surabaya - 60115. Phone / Fax Number: 62-31-5930443. E-mail Address : imamdjauhari50@yahoo.com

Branch Office: Jalan Bendul Merak Selatan 3/19, Hady Indah Housing Complex, Wonorejo, Surabaya - 60235, Indonesia. Phone/Fax No. 62-31-9432493

Total Votes in Disagreement:

- **Serial A Share:** Nil.
- **Serial B Share:** at the amount of **213,301,800** (two hundred thirteen million three hundred one thousand eight hundred) votes or equal to **25.3943779 %** (twenty five point three nine four three seven seven nine percent).

Total Votes in Agreement:

- **Serial A Share:** at the amount of **11,755,754,893** (eleven billion seven hundred fifty five million seven hundred fifty four thousand eight hundred ninety three) votes, or equal to **100 %** (one hundred percent).
- **The Serial-B Shares:** at the amount of **626,654,984** (six hundred twenty six million six hundred fifty four thousand nine hundred eighty four) votes or equal to **74.6056221 %** (seventy four point six zero five six two two one percent).

- Pursuant to provision of 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 5th (Fifth) Agenda of the Meeting: The Meeting in major votes gives approval as follows:**

- *Giving the approval to the Implementation of MESOP Program as already been announced at the Openness of Information on the date of December twenty third , two thousand fifteen (12-23-2015) and giving power to Board of Directors under the approval of Board of Commissioners to perform Adjustment to the Company Capital to the Outputs of MESOP Program.*



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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: 62-31-9939467. E-mail Address : isamsdjanuhari50@yahoo.com

Branch Office: Jalan Beudul Merici Selatan 3/13, Budy Indah Housing Complex, Wonocolo, Surabaya - 60219, Indonesia. Phone/Fax No. 62-31-8432683

6. The 6th (Sixth) Agenda of the Meeting:

Approval to the Amendment to Resolution of the 6th Agenda of GMOS held on April eighth, two thousand fifteen (05-08-2015) related to the Granting of the Spin-Off Implementation Permit for the Syariah Undertaking Unit to become 2015) Syariah General Bank.

- During the 6th (Sixth) Agenda of Meeting, there is no question from the Shareholders present or represented.
- **Outputs of Calculation and Voting on the 6th (Sixth) Agenda of the Meeting are as follows:**

Total Blank Votes (Abstain):

- **Serial A Share:** Nil.
- **Serial B Share:** Nil.

Total Votes in Disagreement:

- **Serial A Share:** Nil.
- **Serial B Share:** at the amount of **813,494,109** (eight hundred thirteen million four hundred ninety four one hundred nine) votes or equal to **96.8495195 %** (ninety six point eight four nine five one nine five percent).

Total Votes in Agreement:

- **Serial A Share:** at the amount of **11,755,754,893** (eleven billion seven hundred fifty five million seven hundred fifty four thousand eight hundred ninety three) votes, or equal to **100 %** (one hundred percent).
- **The Serial-B Shares:** at the amount of **26,462,675** (twenty six million hundred sixty two six hundred seventy five) votes or equal to **3.1504805 %** (three point one five zero four eight zero five percent).



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Recommended by Dept. of Justice and Human Rights of The Republic of Indonesia, No.C.1/HL.01.10-01, dated March 28, 2002

Head Office: Jalan Manyar Rejo No.3, Surabaya - 60118. Phone / Fax Number: 62-31-5038447. E-mail Address : imamdjauhari10@yahoo.com

Branch Office: Jalan Bendul Merisi Selatan 3/19, Reedy Indah Housing Complex, Wonocolo, Surabaya - 60236, Indonesia. Phone/Fax No. 62-31-8432403

- Pursuant to provision of 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 6th (Sixth) Agenda of the Meeting: The Meeting in major votes gives approval as follows:**

✧ ***Amending the Resolution on the Spin-Off implementation for the Syariah Unit to be as follows:***

1. *The Corporate Action Plan of the Company in the form of Spin-Off (Separation) of UUS (Syariah Undertaking Unit) by establishing the BUS (Syariah General Bank) in the year 2016 (two thousand sixteen).*
2. *The Paid-up Capital of BUS at the time of its establishment shall at least be Rp 500,000,000,000.00 (five hundred billion Ruplahs).*
3. *Referring to item No. 2, the Authorized Capital to be made shall at least be Rp 2,000,000,000,000.00 (two trillion Rupiahs).*
4. *The Company adds the capital of UUS at the amount of Rp 200,000,000,000.00 (two hundred billion Rupiahs) to be of Rp 300,000,000,000.00 (three hundred billion Rupiahs) in the year 2015 (two thousand fifteen) and now is at the sum of Rp 100,000,000,000.00 (one hundred billion Rupiahs) and added again with capital increase of Rp 200,000,000,000.00 (two hundred billion Rupiahs) in the year 2016 (two thousand sixteen), so that in the year 2016(two thousand sixteen) it becomes Rp 500,000,000,000.00 (five hundred billion Rupiahs).*
5. *Giving the power of Board of Directors under the approval of Board of Commissioners to carry out any necessary actions required to materialize the UUS Spin-Off by means of*



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

Head Office: Jalan Muryar Bejo No.8, Surabaya - 60118. Phone / Fax Number: 62-31-5930447. E-mail Address : imamdjauhari30@yahoo.com

Branch Office: Jalan Bendul Mestis Selatan 3/19, Bodey Indah Housing Complex, Wonorejo, Surabaya - 60238, Indonesia. Phone/Fax No. 62-31-8439483

establishing the *BUS (Syariah General Bank)*, among others by determining the *candidate Board of Directors, candidate Board of Commissioners, candidate Syariah Supervisory Board (DPS)*, including as well determining other candidate shareholders.

Meanwhile the *Capital Participation of Bank Jatim to BUS* will be approximately *Rp 500,000,000,000.00* (five hundred billion Rupiahs).



- ☆ *Approving the Implementation of Syariah Undertaking Unit Spin-Off to be BUS (Syariah General Bank) in the year 2016 (two thousand sixteen) and giving power to Board of directors of the Company to perform any actions required by viewing to the applicable rules of law.*

7. **The 7th (Seventh) Agenda of the Meeting:**

Remuneration determination for the Company Management.

- During the 7th (Seventh) Agenda of Meeting, there are 2 (two) questions from 2 (two) Shareholders..
- **Outputs of Calculation and Voting on the 7th (Seventh) Agenda of the Meeting are as follows:**

Total Blank Vote (Abstain):

- At the amount of **1,202,715,989** (one billion two hundred two million seven hundred fifteen thousand fifty seven) votes or equal to **9.55 %** (nine point five five percent) of the whole total of Serial-A and Serial-B shares with the rights to vote present or represented.

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Recommended by Dept. of Justice and Human Rights of The Republic of Indonesia, No.C.1/VI.01.10-07, dated March 20, 2002

Head Office: Jalan Manyar Rejo No.8, Surabaya – 60118. Phone / Fax Number: 62-31-5533447. E-mail Address : imamdjauhari50@yahoo.com

Branch Office: Jalan Pondok Mawar Selatan 3/13, Ruddy Indah Housing Complex, Wonocolo, Surabaya – 60235, Indonesia. Phone/Fax No. 62-31-9433495

Total Vote in Agreement:

- **Alternative-1:** at the amount of **9,887,973,057** (two billion eight hundred eighty seven million nine hundred seventy three thousand fifty seven) votes or representing **78.50%** (seventy eight point five zero percent) of the whole total of Serial-A and Serial-B shares with the rights to vote present or represented.
- **Alternative-2:** at the amount of **1,505,022,631** (one billion five hundred five million twenty two thousand six hundred thirty one) votes or representing **11.95%** (eleven point nine five percent) of the whole total of Serial-A and Serial-B shares with the rights to vote present or represented.



- Pursuant to provision of Regulation of Financial Service Authority, Number: 32/POJK.04/2014, the blank votes / abstain shall follow the major votes issued at the Meeting.
- **Decision on the 7th (Seventh) Agenda of the Meeting: The Meeting in major votes gives approval to:**

The Honorarium of President Director at the first alternative is at the amount of Rp 130,000,000.00 (one hundred thirty million Rupiahs) plus facilities (It is based on the Inflation Rate and Gross Regional Domestic Products) of East Java Province in the year 2014 (two thousand fourteen) and 2015 (two thousand fifteen).

Meanwhile the Honorarium of Members of Board of Commissioners and other Members of Board of Directors follows the formula referring to the magnitude of salary of President Director.

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Recommended by Dept. of Justice and Human Rights of The Republic of Indonesia, No.C.1/M.01.10-97, dated March 28, 2002

Head Office: Jalan Manyar Rejo No.8, Surabaya - 60118. Phone / Fax Number: 62-31-8330447. E-mail Address : imamdjauhari50@yahoo.com

Branch Office: Jalan Bendul Merisi Selatan 1/19, Bendy Indah Housing Complex, Wonocolo, Surabaya - 60293, Indonesia. Phone/Fax No. 62-31-8432883

That the Copy of the Notarial Deed on the Minutes of Meeting at present is *still under the process of completion* in the Office of mine, the Notary, and soon after completed, I will immediately submit it to the **Management of PT BANK JATIM**.

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



Surabaya, January 29, 2016

Bambang Heru Djuwito

BAMBANG HERU DJUWITO, SH, MH
Notary in Surabaya City

TESTIMONY

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

Surabaya,
Feb 1, 2016

Testified by
[Signature]
IMAM D. DJAUHARI
Authorized Sworn
Translator



ERLANGGA TRANSLATION BUREAU

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AUTHORIZED SWORN TRANSLATOR, Certificate No.181.4/636/013/2002 based on Governor Decree No.189/160/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 Bejo No.5, Surabaya - 60115. Phone / Fax Number: 62-31-8938447. E-mail Address: imamdjauhari59@yahoo.com

Branch Office: Jalan Bendul Mesi Selatan 3/13, Ready Indah Housing Complex, Wonocolo, Surabaya - 60225, Indonesia. Phone/Fax No. 62-31-8432463