



AGENDA MATERIALS

Extraordinary General Meeting of
Shareholders

Year 2017

PT BANK PEMBANGUNAN DAERAH JAWA TIMUR Tbk

1st Agenda:

- Approval of Share Buyback Plan in the Implementation of Long Term Incentive (LTI) as Financial Services Authority Regulation (POJK) no. 45 / POJK.03 / 2015 With Regards To the Implementation of Good Corporate Governance in the Provision of Remuneration for Commercial Banks.

Explanation:

- The Company's plan to buy back the Company's shares (buyback) in the framework of execution of remuneration in the form of variable, which is shares in the Long Term Incentive program as stipulated in Financial Services Authority Regulation (POJK) No.45 / POJK.03 / 2015 With Regards To the Implementation of Good Corporate Governance in Remuneration for Commercial Banks .

Legal Foundation:

- **Regulation of the Financial Services Authority No. 45 / POJK.03 / 2015 in regards with the Corporate Governance Implementation in the context of Remuneration for Bank Article 17 paragraph (2):**
Variable remuneration, which is provided by go public bank shall be in the form of shares or share-based instruments issued by the bank concerned by a certain percentage of the variable remuneration;
- **Financial Services Authority Regulation (POJK) No.30 / POJK.04 / 2017 in regards with the Repurchase of Shares Issued By Public Companies.**

2nd Agenda:

- **Amendment to Board of Directors' Workbook.**

Explanation:

Adjustment of Company's Board of Directors' Workbook in regards with particular requirements

Legal Foundation:

- **Articles of Association of the Company , on Article 15.**

3rd Agenda:

- **Authorize the Board of Commissioners to approve the Changes in Pension Regulation**

Explanation:

- **Authorize to the Board of Commissioners to approve the Changes in Pension Regulation for the shake of pensioners' prosperity by considering economic conditions, inflation rate and also company's performance.**

Legal Foundation:

- **Law Number 11 of 1992 in regards with Pension Fund and its Implementation Ordinance;**
- **Government Regulation of Republic of Indonesia Number 76 Year 1992 in regards with Pension Fund, in Article 9 paragraph (3), Amendment to Regulation of Pension of Company Employee Fund must be approved by General Meeting Shareholders**

THANK YOU