



Meeting Agenda
The Annual General Meeting Of Shareholder Fiscal Year 2020
PT Bank Pembangunan Daerah Jawa Timur Tbk

NO	AGENDA
1	Approval of the Company's Annual Report Concerning the State of the Company during the 2020 Fiscal Year, including the Report on the Implementation of the Supervisory Board of the Board of Commissioners during the 2020 Financial Year and Ratification of the Financial Statements of the 2020 Financial Year
2	Determination of the use of the Company's Net Profit for Fiscal Year 2020 including the Provision of Bonuses for Employees as well as Tantiem and Remuneration for Directors and Board of Commissioners
3	Give Power to the Board of Commissioners to Appoint a Public Accountant Office to Audit the Company's Financial Statements for Fiscal Year 2021
4	Amendments of the Company's Articles of Association
5	Taking Corporate Actions Related to Subsidiaries, namely the Establishment of Regional Securities Companies
6	Changes in the Company's Management Composition

Approval of the Company's Annual Report Concerning the State of the Company during the 2020 Fiscal Year, including the Report on the Implementation of the Supervisory Board of the Board of Commissioners during the 2020 Financial Year and Ratification of the Financial Statements of the 2020 Financial Year

Legal Foundation :

- Article 11 of the Company's Articles Of Association.
- Article 69 of Law no : 40 of 2007 concerning Limited Liability Companies.

Explanation :

In this agenda, the Company will present the Main Reports of the Company's Annual Report for the year ending December 31, 2020, covering the Company's business activities and achievements achieved during the 2020 financial year and proposing to the Meeting to:

1. Approve and certify:
 - a. Annual Report of the Company submitted by the Directors for Fiscal Year 2020;
 - b. Supervisory Report that has been submitted by the Board of Commissioners for Fiscal Year 2020;
 - c. The Company's Financial Statements for the fiscal year ending December 31, 2020 which have been audited by the Public Accountant Firm Public Accountants Amir Abadi Jusuf, Mawar & Rekan (RSM Indonesia).
2. With the Approval and Approval of the Annual Report, the Supervisory Report of the Board of Commissioners and the Company's Financial Statement for Fiscal Year 2020, the GMS provides full repayment and acquittal of responsibility (*acquitt et de charge*) all member of the Board Commissioners for the supervisory actions that have been carried out during the financial year ended Desember 31, 2020 to the extent those action are reflected in the Company's Financial Statements.

Determination of the use of the Company's Net Profit for Fiscal Year 2020 including the Provision of Bonuses for Employees as well as Tantiem and Remuneration for Directors and Board of Commisioners

Legal Foundation:

- Article 11, Article 23 and Article 24 of the Company's Articles of Association.
- Article 70 and Article 71 of Law no: 40 of 2007 concerning Limited Liability Companies.

Explanation:

In the Meeting, approval of the Shareholders will be sought and request :

1. Determination of the use of the Company's Net Profit for Fiscal Year 2020 which is planned to be allocated for dividend distribution and will be used to add general reserves;
2. Giving Bonuses to Employees as well as Tantiem and Remuneration for Directors and Board of Commissioners along with those who assist the duties of the Board of Commissioners including the Sharia Supervisory Board for Fiscal Year 2020;
3. Give 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 2021 by taking into account the proposals of the Remuneration and Nomination Committee and reporting on the Annual Report.

Agenda 3

Give Power to the Board of Commissioners to Appoint a Public Accountant Office to Audit the Company's Financial Statements for Fiscal Year 2021

Legal Foundation :

- Article 11 of the Company's Articles of Association
- Article 13 POJK No.13/POJK.03/2017 Concerning the Use of Public and Office Accountant Services Public Accountant in Financial Services Activities
- Article 59 POJK No. 15/POJK.04/2020 concerning the plan and management of Public Company GMS

Explanation :

In the Meeting, approval of the Shareholders will be sought and request :

Approval/endorsement of the Shareholders will be presented and asked for : Granting power of attorney to the Board of Commissioners to appoint a Public Accountant Office that will the Company's Financial Statements for Fiscal Year 2021.

Amendments of the Company's Articles of Association

Legal Foundation :

- POJK No.15/POJK.04/2020
- POJK No.16/POJK.04/2020
- POJK No.33/POJK.04/2014
- Government Regulation of the Republic of Indonesia No. 54 Tahun 2017.

Explanation:

1. Adjustment Company's Articles of Association on :
 - Article 11, 12, 13 and 14 concerning the plan and management of Public Company GMS
2. Changes related to the Term of Office of the Board of Directors and Board of Commissioners of the Company, on:
 - a. Article 15 paragraph (4) regarding the Term of Office of the Board of Directors ;
 - b. Article 18 paragraph (6) regarding the Term of Office of the Board of Commissioners.
3. Amendments related to the Approval of the Organizational Structure and Work Procedures, in Article 16 paragraph (6) concerning the Duties and Authorities of the Board of Directors

Taking Corporate Actions Related to Subsidiaries, namely the Establishment of Regional Securities Companies

Legal Foundation :

1. The Company's Articles of Association
2. Government Regulation of the Republic of Indonesia No. 54 of 2017
3. OJK Regulation No. 18 / POJK.04 / 2019

The Meeting will be presented to the Shareholders, including the :

1. Company corporate action plan in the form of the establishment of the Regional Securities Company in 2021 as a Subsidiary with a paid up capital of at least Rp.5.000.000.000,00 (five billion rupiah).
2. Establishment of a Regional Securities Company in 2021 as a Subsidiary with a paid-up capital in a Regional Securities Company of at least Rp. 5,000,000,000.00 (five billion rupiah) .
3. Granting authority to the Board of Directors with the right of substitution through the approval of the Board of Commissioners to perform all the steps necessary in order to realize the establishment of securities companies Regions, among other things determine the candidates of Directors, candidates for the Board of Commissioners, including setting candidates other shareholders as well as carry out all necessary actions to pay attention to the prevailing laws and regulations .

Changes in the Company's Management Composition

Legal Foundation :

1. Government Regulation of the Republic of Indonesia No. 54 Tahun 2017
2. Minister of Home Affairs Regulation Number 37 Tahun 2018
3. OJK Regulation No. 34/POJK.04/2014
4. OJK Regulation No. 55/POJK.03/2016

Changes in Management Composition, including :

1. Changes in the composition of the Management due to the presence of a member of the Board of Commissioners whose term of office ends at the 2020 Annual GMS.
2. Giving authority to the Governor of East Java to carry out the selection of members of the Commissioners and Directors whose terms of office end and for vacancies .
4. Updating of internal regulations and procedures Electoral Systems and / or Replacement of Board of Commissioners and Board of Directors .
5. Providing power and authority with substitution rights to the Board of Directors of the Company to carry out all necessary processes and actions, including notification to the regulator (Financial Services Authority / Indonesian Stock Exchange / Ministry of Law and Human Rights) as required in the prevailing laws and regulations.

THANK YOU
