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Decree of East Java Governor No. 188/237/KPTS/013/2002

Notary Public, SITARESMI PUSPADEWI SUBIANTO, S.H.

Decree of the Minister of Justice and Human Rights of the Republic of Indonesia, dated 14th February, 2002

Number: C-110.HT.03.02-Th.2002

(address) Jl. Kebonrojo No. 2-CC, Surabaya 60175

Phone (031) 3532822, 3521282, 3521285

Fax. (031) 3522331

Surabaya, 26th April 2019

Number : 180/Not/IV/2019.

Re : Reference



TO WHOM IT MAY CONCERN

I, the undersigned herein: -----

SITARESMI PUSPADEWI SUBIANTO, Sarjana Hukum -----

Bachelor of Law), a Notary Public in Surabaya, having office -----
at Jalan Kebonrojo Number 2-cc, Surabaya, hereby certify that: -----

On this day, Friday, dated 26th April 2019, taking place in -----
the Registered Office of PT. Bank Pembangunan Daerah Jawa Timur, -----
Tbk., in Bromo Room, at Jalan Basuki Rakhmad Number 98 - 104, -----
Surabaya, has been held the **Annual General Meeting of Shareholders of
2018 Book Year** (hereinafter it is referred to as the "**Meeting**") of -----
PT. Bank Pembangunan Daerah Jawa Timur, Tbk., (hereinafter it is -----
referred to as the "**Company**"), having domicile in Surabaya. -----

The following are the Resume of Minutes of the Meeting, held to
meet the *Peraturan Otoritas Jasa Keuangan POJK = Regulation of Financial
Service Authority*) Number 32/PJOK.04/2014, dated 08th December 2014 on
Schedule and Convention of General Meeting of Shareholders of a Public
Company, having its Official Report attached in my, the Notary Public,
deed, dated 26th April 2019, Number 99: -----

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Whereas all requirements for convening a Meeting -----
has been appropriately met; -----



Whereas the meeting is chaired by the President Commissioner,
subject to the Resolution of the Meeting of the Board of Commissioners,
dated 09th April 2019; -----

Whereas the procedures of the meeting are as follows: -----

1. the Chairman of the Meeting, in the discussion of each agenda of the Meeting shall give opportunity to the shareholders or their representatives to raise questions and or express their opinions prior to their relevant voting right casting; -----
 2. The questioned opportunities is only given in 1 (one) phase for each Agenda of the Meeting. Each phase shall maximally read 3 (three) questions; -----
 3. The Resolution of the Meeting is taken by amicable manner. Otherwise, it is taken by voting; -----
 4. Miscellanies. -----
- A. Day / Date, Hour, Venue, and Agenda of the Meeting. -----

Day / Date : Friday / 26th April 2019. -----

Hour : 08.40 WIB (*Western Indonesian Standard Time*). -----

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Venue : Bromo Room, 5th Floor, Registered Office of the
Company, at Jl. Basuki Rakhmad Number 98 - 104
Surabaya. -----

The Agenda of the Meeting are as follows: -----

1. To approve the Company's Annual Report on Company condition and operation, including the Board of Commissioners Supervisory Duties Implementing Report, and also the ratification of the Company Financial Statement of 2018 Book Year; -----
2. To determine the Company's Net Profit Utilization of 2018 Book Year, including Employee Bonus, and also Board of Directors and Board of Commissioners *Tantiem (Royalty)*, and Remuneration; -----
3. To empower the Board of Commissioners to appoint the Accountant Public Office to audit the Company's Financial Statement of 2019 Book Year; -----
4. To empower the Board of Commissioners to Adjust the Company's Capital, as such to amend the Articles of Association of the Company, Article 4, relating to the Implementation of Management Employee Stock Options Plan (MESOP); -----

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5. To approve the Buyback for Long Term Incentive Implementation; -----

6. To restructure the Company Management. -----

B. Members of the Board of Commissioners, and the Board of Directors attending in the meeting: -----

Whereas the said meeting is attended by the Board of Commissioners and the Board of Directors under the following details: -----

Board of Commissioners -----

President Commissioner : Doctor AKHMAD SUKARDI,-----
*Magister Manajemen (Master of --
Management) *)*; -----

Independent Commissioner : RUDI PURWONO; -----

Independent Commissioner : CANDRA FAJRI ANANDA*) -----

Commissioner : BUDI SETIAWAN, -----
Engineer *); -----

Board of Directors -----

President Director : Raden SOEROSO, *Sarjana* -----
Ekonomi Bachelor of Economics), -

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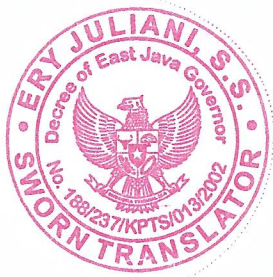
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- Compliance & Human Capital Director : *Magister Manajemen (Master of -- Management);* -----
: **Haji HADI SANTOSO, Sarjana -- Hukum (*Bachelor of Law*),** -----
: *Magister Manajemen (Master of -- Management);* -----
- Finance Director : **FERDIAN TIMUR** -----
: **SATYAGRAHA, Bachelor of ----- Commerce, Master of Commerce;**
- Risk Management Director : **RIZYANA MIRDA, Sarjana ----- Ekonomi (*Bachelor of Economics*),**
- Consumer Retailer & Sharia Business Director : **TONY SUDJIARYANTO, ----- Engineer, *Magister Manajemen (Master of Management);*** -----
- Corporate Intermediate Director : **SU'UDI;** -----
- Operational Director : **RUDIE HARDIONO.** -----

C. Shareholders Attendance. -----

Whereas the said meeting is attended by shareholders and / or their representatives under the following details: -----

- A series shareholders of 11,934,147,982 (eleven billion nine hundred thirty-four million one hundred forty-seven

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thousand nine hundred and eighty-two) shares, or equivalent to 100% (one hundred percent) out of 11,934,147,982 (eleven billion nine hundred thirty-four million one hundred forty-seven thousand nine hundred and eighty-two) A series Shares issued by the Company; -----

- B series shareholders of 1,286,554,086 (one billion two hundred eighty-six million five hundred fifty-four thousand and eighty-six) shares, or equivalent to 42.0494043% (forty-two point zero four nine four zero four three percent) out of 3,059,625,000 (three billion fifty-nine million six hundred and twenty-five thousand) B series Shares issued by the Company;

as such, the said meeting is attended by 13,220,702,068 (thirteen billion two hundred twenty million seven hundred two thousand and sixty-eight) shares, or equivalent to 88.1746181% (eighty-eight point one seven four six one eight one percent) out of the total issued shares by the Company, namely of 14,993,772,982 (fourteen billion nine hundred ninety-three million seven hundred seventy-two thousand nine hundred and eighty-two) shares. -----

D. Opportunity to Raise Questions and / or Express Opinions. -----

Opportunities are given in the said meeting to shareholders and / or their representatives to raise questions and / or express opinions regarding the Agenda of the meeting. -----

E. Total shareholders raising Questions and / or Expressing Opinions regarding the Agenda of the Meeting. -----

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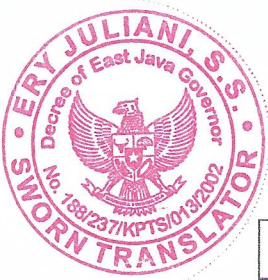
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The shareholders and / or their representatives raising questions and / or expressing opinions regarding the Agenda of the meeting are as follows: -----

Agenda	Numbers of Shareholders
1 st	3 (three) shareholders
2 nd	2 (two) shareholders
3 rd	Nil
4 th	Nil
5 th	2 (two) shareholders
6 th	2 (two) shareholders

F. Meeting Resolution Taking Mechanism. -----

The resolution of the said Meeting is taken based on amicable manner. Otherwise, it shall be taken by voting. -----

G. Voting Results. -----

Voting results in the said Meeting related to the Agenda of the Meeting are as follows: -----

Agenda	Agree	Disagree	Abstain
1 st	13,180,181,200 shares (99.6935045%) comprised of:	59,300 shares (0.0004485%) in which totally are B series Shares	40,461,568 shares (0.3060470%) in which totally are B series Shares

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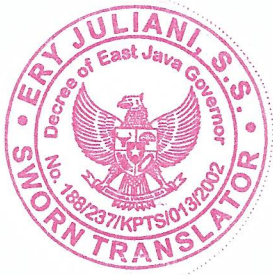
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	A series: 11,934,147,982 shares B Series: 1,246,033,218 shares		
2 nd	12,813,161,948 shares (96.9174094%) comprised of: A series: 11,934,147,982 shares B Series: 879,013,966 shares	407,540,120 shares (3.0825906%) in which totally are B series Shares	Nil
3 rd	12,762,548,388 shares (96.5345738%) comprised of: A series: 11,934,147,982	429,572,280 shares (3.2492395%) in which totally are B series Shares	28,581,400 shares (0.2161867%) in which totally are B series Shares

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	shares B Series: 828,400,406 shares		
4 th	12,112,068,492 shares (91.6144123%) comprised of: A series: 11,934,147,982 shares B Series: 177,920,510 shares	1,080,050,176 shares (8.1693859%) in which totally are B series Shares	28,583,400 shares (0.2162018%) in which totally are B series Shares
5 th	12,589,793,292 shares (95.2278724%) comprised of: A series: 11,934,147,982 shares	630,824,676 shares (4.7714915%) in which totally are B series Shares	84,100 shares (0.0006361%) in which totally are B series Shares

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	B Series: 655,645,310 shares		
6 th	12,112,157,892 shares (91.6150884%) comprised of: A series: 11,934,147,982 shares B Series: 178,009,910 shares	1,079,515,376 shares (8.1653408%) in which totally are B series Shares	29,028,800 shares (0.2195708%) in which totally are B series Shares

Notes: % is the composition of total voting shares during the meeting. -----

As per the POJK (Regulation of the Financial Service Authority) Number 32/PJOK.04/2014, any abstain votes (non-voting) shall follow the majority votes cast in the Meeting, as such the Meeting under the majority votes has approved the proposal suggested in all Agenda of the Meeting. -----

H. Meeting Resolution. -----

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Whereas, the Meeting, in this case has taken the following resolutions: -----

First Agenda -----

The approval of the Company's Annual Report on Company condition and operation, including the Board of Commissioners Supervisory Duties Implementing Report, and also the ratification of the Company Financial Statement of 2018 Book Year. -----

1. To approve and ratify: -----

a) The Company's Annual Report submitted by the Board of Directors for 2018 Book Year; -----

b) The Supervisory Report by the Board of Commissioners for 2018 Book Year; -----

c) The Company's Financial Statement for the book year ended on 31st December 2018 audited by Paul Hadiwinata, Hidajat, Arsono, Retno Palilingan & Partners, a Public Accountant Office under report No.: 00005/3.0355/AU.1/07/1192 -----
1/1/I/2019, dated 18th January 2019, concluding the appropriate opinion in all of material Financial Statement matters as per the general valid Indonesian accounting principle. -----

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2. Upon the approval and ratification of the questioned -----
Company Annual-, and Supervisory-Reports, and also -----
Financial Statement of the 2018 Book Year, -----
the General Meeting of Shareholders shall give full acquittal ----
and discharge (*acquit et de charge*) to all members of -----
the Board of Directors and the Board of Commissioners, -----
each upon their management and supervision, -----
during the book year ended on 31st December 2018, -----
to the extent that -----
such action is reflected in the Company -----
Financial Statement. -----

Second Agenda -----

**The Determination of the Company's Net Profit Utilization of
2018 Book Year, including Employee Bonus, and also Board of
Directors and Board of Commissioners *Tantiem (Royalty)*,
and Remuneration.** -----

1. To approve the Company's Profit Utilization for 2018 Book
Year as follows: -----
- a) to determine the cash dividend of IDR -----
683,865,985,709.02 (six hundred eighty-three billion -----
eight hundred sixty-five million nine hundred -----
eighty-five thousand seven hundred and nine point zero--
two cents Indonesia Rupiahs), or equivalent to -----
54.26% (fifty-four point two six percent) of -----

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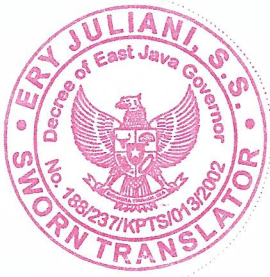
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the net profit of 2018 Book Year, as such -----
the cash dividend of 2018 Book Year of -----
IDR 45.61 (forty-five poin six one cents Indonesia -----
Rupiahs) per share shall be distributed in cash -----
to all registered shareholders in -----
the List of Shareholders of the Company -----
on 09th May 2019, and shall be payable -----
on 29th May 2019. Further, to give the power and -----
authority to the Board of Directors to arrange -----
the said cash dividend payment method. -----

b) to determine the *General Reserve (Cadangan Umum)* of-----
IDR 576,442,425,790.98 (five hundred seventy-six -----
billion four hundred forty-two million four hundred -----
twenty-five thousand seven hundred and -----
ninety point nine eight cents Indonesia Rupiahs) or -----
equivalent to 45.74% (forty-five point -----
seven four percent). -----

2. Further, as per the Regulation of the valid Financial Accounting
Standard, it is approved the reserved Annual net profit -----
for the Company employee bonus, and -----
management *tantiem (royalty)*, namely for -----
the Board of Directors and the Board of Commissioners and ---
those assisting the Board of Commissioners, -----
including the Sharia Supervisory Board of -----
2018 Book Year of IDR 315,109,699,956.62 -----
(three hundred fifteen billion one hundred -----

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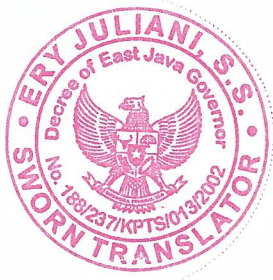
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nine million six hundred ninety-nine thousand -----

nine hundred and fifty-six point six two cents Indonesia -----

Rupiahs) under the same percentage distribution as -----

the previous year as follows: -----

a) Employee Bonus of 85% (eighty-five percent); -----

b) Company Management *Tantiem* (*Royalty*) namely for -----

the Board of Directors, and the Board of Commissioners, --

and those assisting the Board of Commissioners, -----

including the Sharia Supervisory Board of 15% -----

(Fifteen percent). The said bonus shall be -----

payable in cash, and the *tantiem*, especially for -----

the Board of Commissioners and the Board of Directors, --

shall be deferred in term of both cash, and shares, -----

through the Long Term Incentive Program as per -----

the *POJK* (*Regulation of the Financial Service Authority*) -----

Number 45/PJOK.03/2015. -----

3. To give power and authority to the Board of Commissioners ----

to determine the remuneration of -----

the Company Management, namely the Board of Directors, ----

and the Board of Commissioners and those -----

assisting the Board of Commissioners, including -----

the Sharia Supervisory Board of 2019, by heeding -----

the proposal of the Remuneration and Nomination -----

Committee, and also to report the same -----

in the Annual Report. -----

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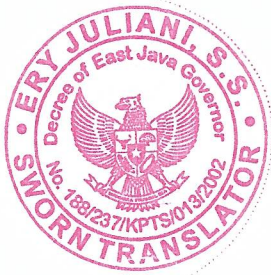
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Third Agenda -----

To Empower the Board of Commissioners to appoint the Accountant Public Office to audit the Company's Financial Statement of 2019 Book Year; -----

To give power and authority to the Board of Commissioners to appoint the Accountant Public Office to audit the Company's Financial Statement of 2019 Book Year; -----

Fourth Agenda -----

To empower the Board of Commissioners to Adjust the Company's Capital, as such to amend the Articles of Association of the Company, Article 4, relating to the Implementation of Management Employee Stock Options Plan (MESOP); -----

To approve the power given to the Board of Commissioners to:

1. Adjust the Company's Capital, as such to amend the Articles of Association of the Company, Article 4, relating to the Implementation of Management Employee Stock Options Plan (MESOP). -----
2. To conduct all necessary actions for the notification of the questioned amendment of the Company's Articles of Association to the competent authority. -----

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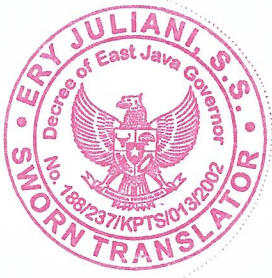
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Fifth Agenda -----



To approve the Buyback of Shares for *Long Term Incentive* Implementation; -----

1. To approve the Buyback fund allocation of the Company's -----
Shares for *Long Term Incentive* Implementation of -----
2018 / 2019 at the most of IDR 1,200,000,000.00 -----
(one billion two hundred million Indonesia Rupiahs) -----
taken from the budgeted tantiem of -----
2018 Book Year, and approved in -----
the second (2nd) agenda of the meeting, -----
and the implementation of the Buyback -----
for 01st May 2019 to 31st July 2019 periods; -----

2. To give power and authority to the Board of Directors of -----
the Company to conduct the Buyback by heeding -----
the valid legislation; -----

3. To give power and authority to the Board of Directors -----
under the approval of the Board of Commissioners of -----
the Company to determine the terms, and conditions of -----
the Long Term Incentive Program, and -----
the Buyback allocation to the participant -----
thereof, and to further report the implementation thereon -----
before the Annual General Meeting of Shareholders. -----

Sixth Agenda -----

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Company Management Restructuring. -----



- 1) To respectfully discharge the members of Board of Directors-----
upon their expiration of tenure on the closing date of -----
the Meeting with great appreciation for -----
their dedicated energy and ideas for this long, -----
namely: -----

Board of Directors: -----

President Director : R. Soeroso; -----
Corporate Intermediate Director : Su'udi; -----
Consumer Retail & Sharia Business : Tonny Sudjiaryanto; --
Operational Director : Rudie Hardiono. -----

No discharge commencing from the closing date of -----
the General Meeting of Shareholders of 2018 Book Year -----
is applied to Mr. Hadi Santoso, the Compliance and -----
Human Capital Director, upon his expiration of -----
tenure, since the Remuneration and Nomination -----
Committee is still on screening the candidates of -----
the Board of Directors of Bank Jatim. -----

Further, it is approved the discharging of Mr. Hadi Santoso ----
commencing from the closing date of the Extraordinary General
Meeting of Shareholders as to be held in 2019. -----

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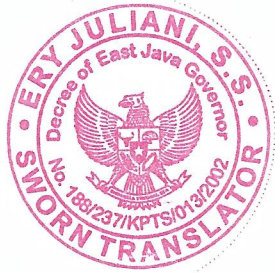
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So as, thereafter the present Structure of the Board of Directors
is as follows: -----



Board of Directors: -----

President Director *) : -----
Corporate Intermediate Director *) : -----
Consumer Retail & Sharia Business *) : -----
Operational Director *) : -----
Compliance & Human Capital
Director : Hadi Santoso; -----
Risk Management Director : Rizyana Mirda; -----
Finance Director : Ferdian Timur -----
Satyagraha. -----

*) vacant members of the Board of Directors. -----

- 2) As per Articles of Association, article 15, -----
paragraph 10, the Company, to fill the vacant -----
capacity of the members of the Board of Directors, -----
shall hold the General Meeting of Shareholders -----
by heeding the valid legislation, including -----
the regulation of national capital market. -----
- 3) The General Meeting of Shareholders empowers -----
the Board of Commissioners to delegate -----
any vacant director jobs to -----
the existing Directors. -----

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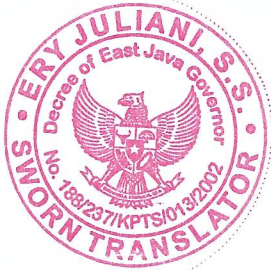
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- 4) To respectfully discharge the members of -----
the Sharia Supervisory Board upon their expiration -----
of tenure on the closing date of the Meeting -----
with great appreciation for their dedicated -----
energy and ideas for this long, namely: -----

Sharia Supervisory Board: -----

Chairman : H. Ali Aziz; -----

Members : H. Thohir Luth; -----

: H. Nur Syam. -----

- 5) To approve and appoint : -----
Mr. Saad Ibrahim; -----
Mr. M. Ridlwan Nasir; -----
Mr. Afifuddin Muhajir. -----
commencing from the closing date of this Meeting under the
tenure of Sharia Supervisory Board up to the closing of the
fourth Annual General Meeting of Shareholders, and it is
effective upon the recommendation of the National Sharia
Board - *Majelis Ulama Indonesia (Indonesian Moslem Scholar
Council)*, and upon the approval of the Financial Service
Authority. -----

- 6) To give power to the Board of Commissioners under -----
the General Meeting of Shareholders to distribute -----
the Structure of the Chairman and Members of -----
the Sharia Supervisory Board. -----

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- 7) To give power and authority under the substitution right to----
the Company's Board of Directors to conduct all necessary -----
processes and actions, including to notify -----
the regulatory party (*Otoritas Jasa Keuangan (Financial Service ---
Authority) / Bursa Efek Indonesia = National Stock Exchange*) / ----
Ministry of Law and Human Rights), as required in -----
the valid legislation. -----

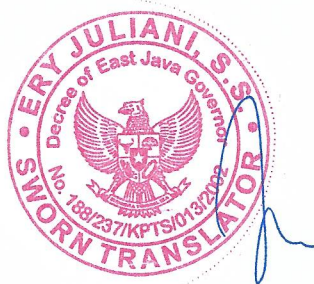
Whereas the copy of the deed of the relevant Official Report of the Meeting is currently processed in my, the Notary Public, office, and it shall be immediately submitted as of its completion to the Board of Directors of the Company by me, the Notary Public. -----

In witness whereof, this Reference is drawn up to be duly used. ----

Notary Public in Surabaya



SITARESMI PUSPADEWI SUBIANTO, S.H.



We hereby certify this translation to be true and accurate:
Surabaya, 30th April 2019