

# ANNOUNCEMENT OF MEETING EXCERPT ANNUAL GENERAL MEETING OF SHAREHOLDERS PT BANK JTRUST INDONESIA Tbk. (Company).

In order to comply with Article 32 verse 1 and Article 34 verse 2 and 6 of Indonesia Financial Services Authority Regulations No. 32/POJK.04/2014 dated December 8 2014 regarding Plan and Execution of Annual General Meeting of Shareholders of Public Company, PT Bank JTrust Indonesia Tbk. (henceforth will be called Company) hereby announce to its shareholders, that the Company has hold an Annual General Meeting of Shareholders (AGM) in:

A. Day/Date, Time, Place, and Agenda:

Day/Date : Thursday, March 30 2017.

Time : 14.30 West Indonesia Time – finished.
Place : Sahid Sudirman Center building 35<sup>th</sup> floor.
Sakura Function Hall – Bank JTrust Indonesia

Jend. Sudirman No. 86, Jakarta 10220.

With following Agenda:

- 1. Approval of Annual Report and validation of Financial Report, and approval of Board of Commissioner Supervision Report for Financial Year ended on December 31<sup>st</sup> 2016.
- 2. Appointment of Public Accountant which will audit the Company Financial Report for Financial Year ended on December 31<sup>st</sup> 2017.
- 3. Changes in Company Board Members composition.
- 4. Settlement of Board of Directors wages, Board of Commissioners honorarium, and its tantiem along with other benefits for all member of Board of Directors and Board of Commissioners.
- 5. Approval of additional capital without Preemptive Rights (HMETD).
- B. Board members present at the AGM:

#### **Board of Commissioners:**

Commissioners : Shigeyoshi Asano Commissioners : Ahmad Fajar\* Independent Commissioners : Benny Luhur Independent Commissioners : Mahdi Mahmudy Independent Commissioners : Kwik Ing Hie

# **Board of Directors:**

President Director : Ritsuo Ando\*
Director : Felix I. Hartadi
Director : Yosuke Tanaka
Director : Helmi A. Hidayat
Director : Budi T. Halim\*

Director : Haryanto B. Purnomo\*

Director : Rio Lanasier\*

<sup>\*</sup>Effective after passing fit and proper test from Indonesia Financial Services Authority and meeting all prevailing regulations.



#### C. Shareholders Presence in AGM

AGM is attended by 901,184,100,711,663 shares which have legitimate vote or 99,997% of all legitimate shares with voting rights of the Company.

D. Opportunity For Shareholders To Ask Question or Give Opinions. AGM give shareholders or its deputy chance to ask questions and/or give opinions on each AGM agenda.

Number of Company shareholders or its deputy who asked question and/or give opinion as following:

- Agenda 1: There are 3 question which has been responded by Board of Directors
- Agenda 2: There are no question.
- Agenda 3: There are 2 question and 1 opinion which has been responded by Board of Directors
- Agenda 4: There are 1 question which has been responded by Board of Directors
- Agenda 5: There are 2 question which has been responded by Board of Directors
- E. Voting mechanism in AGM is as following: AGM decision is done by general consensus decision making. If a consensus couldn't be achieved, then it will be done by voting.

Voting results done on AGM is as follows:

Agenda	Number of Vote in AGM		
	Approve	Abstain	Decline
1	901,184,100,129,144 shares or 99.9999% of legal vote in AGM		582,519 shares
2	901,184,100,711,663 shares or 100% of legal vote in AGM	None	None
3	901,184,100,129,144 shares or 99.9999% of legal vote in AGM		582,519 shares
4	901,184,100,129,144 shares or 99.9999% of legal vote in AGM		582,519 shares
5	901,184,100,129,144 shares or 99.9999% of legal vote in AGM		582,519 shares

# **AGM Decision**

#### Agenda 1:

 Approve and accept Annual Report for Financial Year 2016, includes Board of Commissioner Supervision Report, and legitimize Company Financial Report audited by Public Accountant Kosasih, Nurdiyaman, Mulyadi, Tjahjo, and Partner (a member firm of Crowe Horwarth International) with opinion "Fairly, in all material respect." as stated in its report dated February 28, 2017.



2. With approval of Annual Report for Financial Year 2016, therefore a full disclose and discharge from responsibility (Vollediq acquit et decharge) towards all members of company Board of Directors is given for all their corporate management actions during Financial Year 2016, as well as members of Board of Committee for their supervision during Financial Year 2016 as long as those actions is included in Annual Report and Financial Report of Company for Financial Year ended in December 31<sup>st</sup> 2016.

#### Agenda 2:

Granted the authority of AGM towards Board of Commissioners to appoint Public Accountant that will audit Company Financial Report that will ended in December 31 2017, includes honorarium and other requirement for Public Accountant, as well as appointing replacement Public Accountant in case the appointed Public Accountant, by whatever reason cannot completes Company Financial Report for Financial Year 2017.

### Agenda 3:

- 1. Reappoint Mr. Felix I. Hartadi and Mr. Nobiru Adachi respectively as Director and President Commissioner. Reappointment of Mr. Felix I. Hartadi and Mr. Nobiru Adachi is valid until closing of 3<sup>rd</sup> AGM since date of reappointment in this AGM, without reducing the rights of General Meeting to discharge members of Board of Director and Board of Commissioner at any time before end of term.
- 2. Therefore, members of Board of Commissioner and Board of Director of the Company dated since closing of the AGM will be as follows:

#### **Board of Commissioners:**

President Commissioner : Nobiru Adachi
Commissioners : Shigeyoshi Asano
Commissioners : Ahmad Fajar\*
Independent Commissioners : Benny Luhur
Independent Commissioners : Mahdi Mahmudy
Independent Commissioners : Kwik Ing Hie

## **Board of Directors:**

President Director : Ritsuo Ando\*
Director : Felix I. Hartadi
Director : Yosuke Tanaka
Director : Helmi A. Hidayat
Director : Budi T. Halim\*

Director : Haryanto B. Purnomo\*

Director : Rio Lanasier\*

#### Agenda 4:

Granted the authority of AGM towards Board of Commissioner to determine Board of Directors wages, Board of Commissioners honorarium, and its tantiem along with other benefits for all member of Board of Directors and Board of Commissioners for Financial Year 2017bbased on recommendation from Remuneration and Nomination committee.

# Agenda 5:

<sup>\*</sup>Effective after passing fit and proper test from Indonesia Financial Services Authority and meeting all prevailing regulations.



- 1. Approve additional paid up capital of the company without preemptive rights (HMETD) in amount of Rp. 1 Trillion by discharging 100,000,000,000,000 (one hundred trillion) series A shares with nominal value of Rp. 0.01 (zero point zero one rupiah).
- 2. With regard to aforementioned decision, to change Article 4 verse 2 of Company article of association.
- 3. Granted authority to Company Board of Director to states the changes into its own notary deed regarding implementation of additional capital without preemptive rights includes changes in latest shareholder composition.
- 4. Delegate authority to board of commissioner to states result of said additional capital after capital addition without preemptive rights is done includes latest change in shareholder composition, as well as granting authority to Company Board of Directors Members to state it into its own notary deed.

Jakarta, April 3<sup>rd</sup> 2017

PT Bank JTrust Indonesia Tbk.

Board of Directors