

# ANNOUNCEMENT SUMMARY OF RESOLUTIONS OF EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS PT BANK TABUNGAN PENSIUNAN NASIONAL SYARIAH TBK

On Monday, September 2<sup>nd</sup>, 2019 from 09:16 Western Indonesia Time to 09:43 Western Indonesia Time, at Menara BTPN, 27 Floor, CBD Mega Kuningan, Jalan Doktor Ide Anak Agung Gde Agung Kaveling 5.5 -5.6 Jakarta 12950, the Extraordinary General Meeting of Shareholders (EGMS) has been convened, with summary of resolutions of the meeting, as follows:

#### I. Attendance of the Members of the Board of Commissioners, the Sharia Supervisory Board and the Board of Directors of the Company

The EGMS was attended by all members of the Board of Commissioners, the Sharia Supervisory Board and the Board of Directors of the Company except H. Muhammad Faiz, MA (due to illness reason).

#### II. Quorum of Shareholders

The number of shareholders and/or proxy shareholders who attended the meeting was 7.054.031.206 (seven billion fifty four million thirty one thousand two hundred and six) shares or 91,5667953 % (ninety one point five six six seven nine five three percent) of the total number of shares with voting rights that had been issued by the Company of 7.703.700.000 shares, with reference to the Register of Shareholders of the Company on August 8, 2019 at 16:15 Western Indonesia Time

# III. Question and Answer Opportunity

In every agenda item of the Meeting, for which the shareholders and/or the proxy shareholders are given the opportunity to raise question and/or express opinion that concerns to the agenda item being discussed, there had been shareholders asking questions that were properly addressed.

#### IV. Resolution Mechanism

The resolutions in the agenda item of the EGMS are passed by deliberation for mutual consensus. In the event that the deliberation for mutual consensus is not achieved, the resolution is made by voting mechanism.

#### V. Independent Party Counting the Votes

The Company has appointed an independent party, Notary Ashoya Ratam, SH, Mkn. dan PT Datindo Entrycom to count and/or validate the votes.

#### VI. The EGMS Resolutions

#### Resolution of the First Agenda Item

With regard to the Changes of the Composition of the Members of the Board of Commissioners:

- Approved and accepted the resignation of Mrs. Maya Kartika as the member of the Board of Commissioners of the Company being effective since
  the closure of the EGMS 2019 with gratitude and highest appreciation for all her services during her term of office as the member of the Board of
  Commissioners.
- 2. Appointed Mrs. Yenny Lim as the member of the Board of Commissioners of the Company being effective since the closure of the EGMS 2019.
- 3. Declared that since the closure of EGMS 2019, the composition of the members of the Board of Commissioners, the members of the Sharia Supervisory Board and the members of the Board of Directors are, as follows:

### The Board of Commissioners

President Commissioner/Independent : Mr. Kemal Azis Stamboel

Independent Commissioner : Mrs. Dewie Pelitawati (appears in the Identity Card as Dewi Pelitawati)

Commissioner : Mr. Mahdi Syahbuddin Commissioner : Mrs. Yenny Lim

The Sharia Supervisory Board

Chairman of Sharia Supervisory Board : Mr. H. Ikhwan Abidin, MA Member of Sharia Supervisory Board : Mr H. Muhamad Faiz, MA

The Board of Directors

President Director/Independent : Mrs. Ratih Rachmawaty

Deputy President Director : Mr. Mulia Salim

Director : Mr. Taras Wibawa Siregar (appears in the Identity Card as Taras Wibawa)

Director : Mr. M. Gatot Adhi Prasetyo

Director : Mr. Arief Ismail

Under the condition that the term of office of the new member of the Board of Commissioners is equal to the remaining term of office of the other incumbent members of the Board of Commissioners, that is until the closure of the Annual General Meeting of Shareholders of the Company that will be held in 2020, without disregarding the possible changes that might happen before the end of such the term of office.

4. Granted power and authority to the Board of Directors with substitution rights to take all the necessary action in connection to Resolution for the Meeting Agenda 1 according to the prevailing legal regulations, including its declaration in a separate Notarial Deed and notification to the Ministry of Legal and Human Rights of the Republic of Indonesia and the related institution regarding the Changes of the Members of the Board of Commissioners, according to the prevailing regulations.

### Basis of Resolution

Unanimous: Disagreed - 465.379.692 (6,5973580%); Abstained - 0 (0,000%); Agreed - 6.588.651.514 (93,4026420%); Total Agreed - 6.588.651.514 (93,4026420%). Meeting with majority votes of 6.588.651.514 (93,4026420%).

## Resolution for the Second Agenda Item

With regard to the Buyback of Shares of the Company in order to Provide Variable Remuneration according to POJK No.59/POJK.03/2017.

- 1. Approved the buyback of shares of the Company at the maximum of 0.032% (zero point zero three two percent) of the total shares issued and paid up or at the maximum of 2.500.000 (two million five hundred) shares in the Company.
- Approved the implementation of the buyback of the shares in order to provide the variable remuneration for the members of the Board of Directors pursuant to POJK No. 30/POJK.04/2017 and will be administered by following and abiding to the prevailing legal regulations.
- 3. Approved that the implementation of the buyback of the shares in order to provide the variable remuneration for the members of the Board of Directors of the Company, as well as the execution of the payment of the variable remuneration shall be made with the written approval of the Board of Commissioner.

  4. Granted power and authority to the Board of Directors with substitution rights to take all the pages and authority to the Board of Directors with substitution rights to take all the pages are actions in connection to Besolution for the Meeting
- 4. Granted power and authority to the Board of Directors with substitution rights to take all the necessary actions in connection to Resolution for the Meeting Agenda 2 according to the prevailing legal regulations, including its declaration in a Notarial Deed.

# Basis for Resolution

Meeting with unanimous deliberation for mutual consensus.

Jakarta, 4 September 2019

PT Bank Tabungan Pensiunan Nasional Syariah Tbk

Board of Directors

