

# ANNOUNCEMENT OF SUMMARY OF MINUTES OF ANNUAL GENERAL MEETING OF SHAREHOLDERS OF P.T. BANK BUMI ARTA Tbk.

("Company")

The Board of Directors of the Company, having its domicile in Central Jakarta, hereby notify that the Company has held the Annual General Meeting of Shareholders ("Meeting"), such as follows:

# A. DAY/DATE, PLACE, TIME AND AGENDA OF THE MEETING

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Day/Date	: Wednesday, August 19, 2020
Place	: Pullman Jakarta Indonesia
	The Gallery Function Room, 2nd Floor
	Jalan M.H. Thamrin No. 59
	Jakarta 10350
Time	: 15.09 - 16.00 Western Indonesian Time

# Meeting Agenda :

- 1. The Company's Annual Report including the approval of the Financial Statements and the Supervisory Report of the Board of Commissioners for the 2019 fiscal year;
- 2. Determination of the use of the Company's Net Earnings for the 2019 fiscal year;
- 3. Appointment of Public Accounting and/or Public Accounting Firm to audit Company's Financial Statements for the 2020 fiscal year;
- 4. Determination of remuneration of the Board of Commissioners of the Company and authorization of power to the Board of Commissioners of the Company to determine the salaries and allowances of members of the Board of Directors of the Company.
- 5. Amendment of Company's Articles of Association to comply with Financial Services Authority Regulation No. 15/POJK.04/2020, No. 16/POJK.04/2020, dan No. 17/POJK.04/2020.
- B. MEMBERS OF BOARD OF COMMISSIONERS AND DIRECTORS OF THE COMPANY PRESENT AT THE MEETING

Board of Commissioners

President Commissioner	: Ir. Rachmat Mulia Suryahusada, MBA.	
Vice President Commissioner	: Daniel Budi Dharma.	
Independent Commissioner	: R.M. Sjariffudin (Mohammad Sjariffudin).	
Board of Directors		
President Director	: Wikan Aryono S.	
Director	: Hendrik Atmaja.	
Director	: Tan Hendra Jonathan.	

## C. CHAIRPERSON OF THE MEETING

The Meeting is presided over by Ir. Rachmat Mulia Suryahusada, MBA as President Commissioner.

# D. SHAREHOLDERS ATTENDANCE

The Meeting has been attended by shareholders and / or their proxies which represent 2.102.313.311 shares which constitute 91,01 % of the total number of shares with valid voting rights issued by the Company.

# E. OPPORTUNITY TO ASK QUESTIONS AND/OR EXPRESS OPINION

Shareholders have been given the opportunity to ask questions and/or express opinions in each agenda of the Meeting. The number of shareholders who raised questions and/or gave opinions were mentioned in point G below.

## F. RESOLUTION ADOPTION MECHANISM

Meeting resolutions are adopted by deliberation to reach a consensus. If the deliberations for consensus are not reached, voting is done which will be verified by Notary as an independent public official.

# G. RESULT OF VOTING/ADOPTION OF RESOLUTION

Result Of Voting through voting which includes e-proxy votes from KSEI system, and the number of shareholders who raised questions and/or gave opinions in each agenda in the Meeting are as follows:

Agenda	Approve	Disapprove	Abstain	Questions/Opinions
The First	2.102.313.221	-	90	
	(99, 999996 %)		(0,000004 %)	-
The Second	2.102.313.221	-	90	
	(99, 999996 %)		(0,000004 %)	-
The Third	2.102.313.221	-	90	
	(99, 999996 %)		(0,000004 %)	-
The Fourth	2.102.313.221	-	90	
	(99, 999996 %)		(0,000004 %)	-
The Fifth	2.102.313.221	-	90	
	(99, 999996 %)		(0,000004 %)	

# H. MEETING RESOLUTIONS

## First Agenda :

- To approve the Annual Report of the Company for the financial year ended on December 31, 2019 including the Supervisory Report of the Board of Commissioners for the 2019 Fiscal Year.
- 2. To approve and ratify the Company's Financial Statement for the financial year ended on December 31, 2019 audited by the Public Accounting Firm Tanudiredja, Wibisana, Rintis & Partners as stated in its report Number : 00459/2.1025/AU.1/07/0229-1/1/III/2020 dated March 31, 2020 with "fair, in all material respects" opinion, thereby granting the acquit et de charge to the members of the Board of Directors and the Board of Commissioners of the Company for the managerial and supervisory actions taken during the 2019 fiscal year, provided that such actions are reflected in the Company's Annual Report and Financial Statement For the 2019 fiscal year and not a criminal acts.

## Second Agenda

To approve the use of the Company's net earnings for the 2019 fiscal year of 51.167.901.115,to be used as follows:

1. Distribution of cash dividend of Rp. 13.282.500.000,- or Rp. 5,75 per share which will be distributed proportionally to the appropriate shareholders according to the Register of Shareholders of the Company as of September 02, 2020.

And the distribution of cash dividend had been approved to confer authority to the Board of Directors of the Company to do everything to implement the payment of the cash dividend.

- 2. The amount of Rp. 2.500.000.000,- will be recorded as "Reserve Fund", to meet the provisions of Article 70 of the Law on Limited Liability Company.
- 3. The remaining amount of Rp. 35.385.401.115,- will be recorded as retained earnings.

The Company's net earning has included provision for bonuses to the Board of Directors and Board of Commissioners of the Company, subject to the following conditions:

- a. The amount of bonus to be distributed to the Board of Commissioners of the Company shall be determined by the Controlling Shareholder of the Company.
- b. The amount of bonus to be distributed to the Board of Directors of the Company shall be determined by the Board of Commissioner of the Company.

### Third Agenda

- 1. To approve to confer authority to the Board of Commissioners of the Company to appoint and/or replace the Public Accounting and/or Public Accounting Firm to audit the Company's financial statement for the 2020 fiscal year, with limitations the Public Accounting and/or Public Accounting Firm who can be appointed :
  - Have obtained a license to provide audit services in accordance with the provisions legislation of Public Accounting and/or Public Accounting Firm;
  - Have been registered with the Service Authority Finance as Public Accounting and/or Public Accounting Firm;
  - The recommendations of the Audit Comittee;
- 2. To approve to confer power and authority to the Board of Commissioners of the Company to determine the amount of remuneration of the Public Accounting and/or the Public Accounting Firm and other requirements relating to the appointment, and to appoint another Public Accounting and/or the Public Accounting Firm for any reason fails to perform its dutie to audit the Company's financial statement for the 2020 fiscal year, provided that the Board of Commissioners shall observe the recommendations of the Audit Committee of the Company.

### Fourth Agenda

- To approve to determination of the salaries or remuneration for members of the Board of Commissioners for the 2020 fiscal year whose total amount will be increased maximum by 5 % from 2019 fiscal year and to confer power and authority to the Controlling Shareholder of the Company to determine the distribution of salaries or remuneration for each member of the Board of Commissioners of the Company for the 2020 fiscal year;
- 2. To approve to confer power and authority to the Board of Commissioners of the Company to determine salaries and allowances for each member of the Board of Directors of the Company for the 2020 fiscal year.

### **Fifth Agenda**

- 1. To Approve the amendment of article 4 paragraph 4 and paragraph 6, to remove article 10 paragraph 8, to change article 11 to article 14 and article 16 paragraph 6 of the Company's Articles of Association, and rearrangement all provisions of the Company's Articles of Association, as attached to the Minutes of Meeting.
- 2. To confer authority to the Board of Directors of the Company with the right of substation to declare the Meeting's decision regarding the amendment to the Company's Articles of Association in a separate deed before the Notary Public and make arrangements for approval and/or receipt of notification to the Minister of Law and Human Rights of the Republic of Indonesia, and to take all necessary actions in connecton with the above decision.

## I. SCHEDULE AND PROCEDURES OF PAYMENT OF CASH DIVIDEND

## 1. Schedule of Dividend Payment :

- a. Cum Dividend in Regular Market and Negotiation
- b. Ex Dividend in the Regular Market and Negotiation
- c. Cum Dividend in Cash Market
- d. Ex Dividend in Cash Market
- e. Recording Date
- f. Payment of Cash Dividend

- : Monday, August 31, 2020.
  - : Tuesday, September 01, 2020.
  - : Wednesday, September 02, 2020.
  - : Thursday, September 03, 2020.
    - : Wednesday, September 02, 2020.
    - : Thursday, September 24,2020.
- 2. Provisions concerning Payment of Dividend shall be as follows :
  - a. Dividend will be distributed to shareholders of the Company whose names are registered in the Register of Shareholders of the Company on September 02, 2020 up to 16.00 Western Indonesian Time.
  - b. Shareholders of the Company whose shares are listed in Collective Custody of PT Kustodian Sentral Efek Indonesia (KSEI), will receive their Dividend through Account Holders in KSEI.

- c. For the shareholders of the Company that still holds scripter shares, dividend payments will be made through Dividend Checks which will be delivered to the Company's shareholders according to the address recorded in the Company's Register of Shareholder and which may be cashed in all branches of the Company. For shareholders wishing to receive such dividend by bank transfer, they are requested to notify their bank account to the Share Registrar (BAE), namely PT Adimitra Jasa Korpora, Rukan Kirana Boutique Office Block F3 No. 5, Jl. Boulevard Raya, Kelapa Gading North Jakarta, Phone: (021) 29365287 / 29365298 Fax: (021) 29289961, with duty stamp of Rp. 6.000,00 and attach a copy of ID card (ID Card, Driver's License, Passport and / or articles of association for corporate shareholders). The letter must be received by the Registrar no later than September 02,2020 up to 16.00 Western Indonesia Time;
- d. Dividend to be distributed shall be taxable according to the prevailing laws and regulations.

Pursuant to Law no. 36 of 2008 on the Fourth Amendment to Law no. 7 year 1983 on Income Tax, the shareholders who are Foreign Taxpayers will be subject to withholding tax at a rate of 20% except for those who meet the requirements as referred to in the explanation of paragraph 1a of Article 26 and submitted to Share Registrar not later than September 02,2020 up to 16:00 Western Indonesia Time.

If, until the time limit as specified above, BAE has not received the Certificate of Domicile, then the Dividend to be paid will be subject to Income Tax Article 26 with the rate of 20%.

Jakarta, August 25, 2020 P.T. Bank Bumi Arta Tbk. The Board of Directors