

PROPOSED ADJUSTMENT OF PT BANK DANAMON INDONESIA, TBK. ARTICLES OF ASSOCIATION WITH POJK NUMBER 32/ POJK.04/2014 AND NUMBER 33/ POJK.04/2014

Sebe	lum/ Be	fore	After/ Setelal	h
Artic	le 11 Par	agraph 5	Article 11 Par	agraph 5
5.	(a)	A member of the Board of Directors shall be entitled to resign from his/her position by giving prior notice in writing of his/her intention to the Company by no less than 30 (thirty) days prior to the date of his/her resignation. Such resignation shall be valid as from the date	5. (a)	A member of the Board of Directors shall be entitled to resign from his/her position by giving prior notice in writing of his/her intention to the Company by no less than 60 (sixty) calendar days prior to the date of his/her resignation.
		on which such resignation is received and approved by the GMS.		
	(b)	The Company shall convene a GMS to decide on a request for resignation of a member of the Board of Directors by no later than 60 (sixty) days after the letter of resignation is received.	(b)	The Company shall convene a GMS to decide on a request for resignation of a member of the Board of Directors within the period of time as determined by the Laws and Regulations.
	(c)	In the event that the Company fails to convene a GMS within the period as referred to in paragraph 5 letter (b) of this Article, by the lapse of such period, the resignation of the member of the Board of Directors shall be effectively valid without requiring the approval of GMS.		[Deleted].
		However, the member of the Board of Directors who resigned, shall be released from his/her responsibility when and after the GMS releases him/her from the responsibility, without prejudice to the provisions on responsibilities as referred to in the provision of laws and regulations.		
	(d).	In the event of the resignation of a member of the Board of Directors causing the number of members of the Board of Directors becoming less	(c).	In the event of the resignation of a member of the Board of Directors causing the number of members of the Board of Directors becoming less than 3 (three) members or in the



Sebelum/ Before	After/ Setelah
than 3 (three) members or in the event that all members of the Board of Directors simultaneously submit a request for resignation, such resignation shall be valid upon the determination of the GMS and the number of the incumbent members of the Board of Directors shall be no less than 3 (three) members.	event that all members of the Board of Directors simultaneously submit a request for resignation, such resignation shall be valid upon the determination of the GMS and the number of the incumbent members of the Board of Directors shall be no less than 3 (three) members.



Sebe	elum/ Before	After/ Setelah
	In the event that a member of the Board of Directors has a case before a court of law against the Company or has a conflict of interest against the Company, the relevant member of the Board of Directors of the Company shall not be authorized to represent the Company. In the event that all members of the Board of Directors have a case before a court of law against the Company or have a conflict of interest against the Company, the Company shall be represented by the Board of Commissioners or other parties appointed by the GMS, without prejudice to	 Article 12 Paragraph 9 9. In the event that the Board of Directors has a case before the court against the Company or has a conflict of interest against the Company hence the relevant member of the Board of Directors shall not be authorized to represent the Company, on the conditions as reffered to the above, the Company shall be represented by: a. other member of the Board of Directors, who has no interest detrimental to the Company;
	the applicable laws and regulations.	b. The Board of Commissioners in the event that all of the member of the Board of Directors have interest detrimental to the Company; or
		c. other party appointed by the GMS, in the event that all of the members of the Board of Directors or the Board of Commisioners have interest detrimental to the Company.



Sebe	lum/ Before	After/ Setelah
Articl	e 13 Paragraph 11	Article 13 Paragraph 11
11.	 Minutes of the Meeting of the Board of Directors shall be drawn up by the person present in the Meeting and shall subsequently be signed by the Chairperson of the Board of Directors and by another member of the Board of Directors present in the Meeting for the purpose of ensuring the completeness and correctness of the content of the minutes of the Meeting. In the event that the minutes of the Meeting are drawn up by a Notary, the aforementioned signature shall not be required. 	11. Minutes of the Meeting of the Board of Directors shall be made, signed and submitted with due observance to the Laws and Regulations.
	Dissenting opinion expressed in writing by one or more member of the Board of Directors in the Meeting of the Board of Directors along with the reasons thereof must be included/recorded in the minutes of the Meeting of the Board of Directors.	Dissenting opinion expressed in wirting by one or more member of the Board of Director in the Meeting of the Board of Directors along with the reasons thereof must be included/ recorded/ attached in the minutes of the Meeting of the Board of Directors.



Sebe	lum/ Be	fore		After/ Setela	h	
Artic	Article 14 Para 6			Article 14 Para 6		
6.	(a)	A member of the Board of Commissioners may resign from his/her position by giving a prior written notification to the Company of his/her intention by no less than 30 (thirty) days. Such resignation shall be effective as from the date on which the aforementioned resignation is accepted and approved by the GMS.		6. (a)	A member of the Board of Commissioners may resign from his/her position by giving a prior written notification to the Company of his/her resignation by no less than 60 (sixty) calendar days.	
	(b)	The Company shall be required to hold a GMS for the purpose of making decision on the request for resignation of a member of the Board of Commissioners by no later than 60 (sixty) days following the receipt of the resignation letter.		(b)	The Company shall be required to hold a GMS for the purpose of making decision on the request for resignation of a member of the Board of Commissioners within the period of time as determined by the the Laws and Regulations.	
	(c)	In the event that the Company fails to hold a GMS within the period as referred to in paragraph 6 letter (b) of this Article, by the lapse of the aforementioned period, the resignation of the member of the Board of Commissioners shall become valid without requiring the approval of the GMS. However, the resigning member of the Board of Commissioners shall be discharged from responsibility if and after the GMS decides so without prejudice to the provisions on responsibilities as referred to in the provisions of laws and regulations.			[Deleted].	
	(d)	In the event that the resignation of a member of the Board of Commissioners results in the number of members of the Board of Commissioners of less than 3 (three) persons or in the event that all members of the Board of Commissioners simultaneously submit a request for resignation, such resignation shall be valid upon the determination of the GMS and the		(c)	In the event that the resignation of a member of the Board of Commissioners results in the number of members of the Board of Commissioners of less than 3 (three) persons or in the event that all members of the Board of Commissioners simultaneously submit a request for resignation, such resignation shall be valid upon the determination of the GMS and the number of the incumbent members of the Board of Commissioners shall	



Sebelum/ Before		After/ Setelah
number of the incumbent members of the Board of Commissioners shall be no less than 3 (three) persons.		be no less than 3 (three) persons.



Sebe	lum/ Before	After/ Setelah
Artic	le 15 Paragraph 4	Article 15 Paragraph 4
4.	Within 45 (forty-five) days following the temporary suspension of the aforementioned member(s) of the Board of Directors, the Board of Commissioners must hold a GMS with due observance of the provisions on the period for announcement and invitation as referred to in the provisions of laws and regulations as well as this Articles of Association. Such GMS shall only be entitled and authorized to decide whether the member of the Board of Directors temporarily suspended will be reinstated or permanently dismissed, by first giving an opportunity to the aforementioned member of the Board of Directors temporarily dismissed to defend him/herself in the GMS, if the member of the Board of Directors temporarily suspended is present in the relevant GMS.	4. Within 45 (forty-five) calendar days following the temporary suspension of the aforementioned member(s) of the Board of Directors, the Board of Commissioners must hold a GMS with due observance of the provisions on the period for announcement and invitation as referred to in the provisions of Laws and Regulations as well as this Articles of Association. Such GMS shall only be entitled and authorized to decide whether the member of the Board of Directors temporarily suspended will be reinstated or permanently dismissed, by first giving an opportunity to the aforementioned member of the Board of Directors temporarily suspended is present in the relevant GMS.
Artic	le 15 Paragraph 7	Article 15 Paragraph 7
7.	If the aforementioned GMS is not held within 45 (forty- five) days following the temporary suspension, such temporary suspension shall become null and void and the member of the relevant Board of Directors concerned shall be entitled to be reinstated.	 If the aforementioned GMS is not held within 45 (forty-five) calendar days following the temporary suspension, such temporary suspension shall become null and void and the member of the relevant Board of Directors concerned shall be entitled to be reinstated.



Sebe	lum/ Before	After/ Setelah
Articl	e 16 Paragraph 11	Article 16 Paragraph 11
11.	Minutes of the Meeting of the Board of Commissioners shall be drawn up by a person present in the Meeting and shall be subsequently signed by the Chairperson of the Meeting and a member of the Board of Commissioners present in the relevant Meeting of the Board Commissioners in order to ensure the completeness and accuracy of the content of the minutes of the Meeting. In the event that the minutes of the Meeting are drawn up by a Notary, the aforementioned signature shall not be required.	11. Minutes of the Meeting of the Board of Commissioner must be made, signed and submitted with due observance to the Laws and Regulations.
	Dissenting opinion expressed in writing by one or more member(s) of the Board of Commissioners in the Meeting of the Board of Commissioners along with the reasons thereof must be recorded in the minutes of the Meeting of the Board of Commissioners.	Dissenting opinion expressed in writing by one or more member(s) of the Board of Commissioners in the Meeting of the Board of Commissioners along with the reasons thereof must be recorded in the minutes of the Meeting of the Board of Commissioners.



Sebe	lum/ Before	After/ Setelah
Artic	le 21	Article 21
1.	An extraordinary GMS shall be held by the Board of Directors at any time if required for the interest of the Company as referred to in the provisions of laws and regulations by making a prior announcement of the GMS and invitation to the GMS.	 An extraordinary GMS shall be held by the Board of Directors at any time if required for the interest of the Company as referred to in the provisions of Laws and Regulations by making a prior announcement of the GMS and invitation to the GMS.
2.	In the Extraordinary GMS the resolution of the agenda submitted pursuant to the provisions of this Articles of Association may be adopted, without prejudice to the provisions of laws and regulations.	2. In the Extraordinary GMS the resolution of the agenda submitted pursuant to the provisions of this Articles of Association may be adopted, without prejudice to the provisions of Laws and Regulations.
3.	The Board of Directors shall be required to make invitation to and hold an Extraordinary GMS upon a request of the Board of Commissioners or 1 (one) or more shareholder(s) jointly representing 1/10 (one-tenth) of the total number of shares with valid voting rights issued by the Company.	3. The Board of Directors shall be required to make invitation to and hold an Extraordinary GMS upon a request of the Board of Commissioners or 1 (one) or more shareholder(s) jointly representing 1/10 (one-tenth) or more of the total number of shares with valid voting rights issued by the Company.
4.	The provisions of Article 20 paragraph 5 of this Articles of Association shall be applicable <i>mutatis mutandis</i> in the event that the Board of Directors and the Board of Commissioners do not or fails to make invitation to and hold an Extraordinary GMS.	4. The provisions of Article 20 Paragraph 5 of this Articles of Association shall be applicable <i>mutatis mutandis</i> in the event that the Board of Directors and the Board of Commissioners do not or fails to make invitation to and hold an Extraordinary GMS.
		5. The request to hold Extraordinary GMS as mentioned in Paragraph 3 must:
		 a. Made in good intention; b. Consider the Company's interest; c. be a request that required Extraordinary GMS' approval; d. be accompanied with the reason and material to be decided by the Extraordinary GMS; and e. not violate the law and regulations and the Articles of Association of the Company;
		and shall be submitted to the Board of Directors with a Registered



Sebelum/ Before	After/	/ Setelah
		Mail specifying the reasons thereof.
	6.	The Board of Directors shall be obliged to give notice for Extraordinary GMS within the latest period of 15 (fifteen) calendar days after the request to hold a Extraordinary GMS as mentioned in Paragraph 3 has been received.
	7.	In the event the Board of Directors fail to perform the notice for Extraordinary GMS as referred to in Paragraph 6, the Shareholders may re-submitted the request to call for Extraordinary GMS to the Board of Commissioners.
	8.	The Board of Commissioners shall be obliged to perform call for Extraordinary GMS to the Shareholders within the latest period of 15 (fifteen) calendar days after the request has been received as referred to in Paragraph 7 letter has been received by the Board of Commissioners.
	9.	If the Board of Director or the Board of Commisoners fail to perform the notice for Extraordinary GMS within the latest period as mentioned in Article 21 Paragraph 6 and Paragraph 8, the Board of Director or the Board of Commisioners must announce:
		 a. That there is a request to call Extraordinary GMS from the Shareholders as mentioned in Article 21 Paragraph 3; and b. The reason not to call Extraordinary GMS.
	10.	The announcement mentioned in Paragraph 9 must be conducted at the latest 15 calendar days after the receipt of the request to call Extraordinary GMS from the Shareholders as mentioned in Article 21 Paragraph 6 and Paragraph 8.
	11.	The announcement as mentioned in Paragraph 9 must be made at least through:
		 a. 1 (one) daily newspaper in Indonesian language which has national circulation and 1 (one) daily newspaper in English language as determined by the Board of



Sebelum/ Before	After/ Setelah
	Directors; b. Stock exchange's website; c. Company's website, in Indonesian language and English language.
	12. In the event the Board of Directors or the Board of Commissioners fail to perform the call for Extraordinary GMS within the period as referred to in Article 21 Paragraph 6 and Paragraph 8, the Shareholders requesting the Extraordinary GMS may submit a request to the head of District Court, whose jurisdiction covers the domicile of the Company to grant permit to the Shareholders to perform the call for Extraordinary GMS themselves.
	13. The Shareholders have received the permit as mentioned on Paragraph 12 above must hold Extraordinary GMS in accordance with the prevailing laws.
	14 The Shareholders mentioned in Article 21 Paragraph 3 must not transfer the ownership of the share within the period at least 6 (six) months after the Extraordinary GMS if the request to call Extraordinary GMS is granted by the Board of Director and the Board of Commissioners or it is decided by the court in accordance with the prevailing laws.



Sebe	lum/ Before		After/ Setelah	
Article 22		 	Article 22	
1.	 Without prejudice to other provisions of this Articles of Association, a GMS must be held at: (a) the domicile of the Company; or (b) the place of the Company's main business activity; or (c) the domicile of Stock Exchange on which the Company's shares are listed, provided that it shall be within the territory of the Republic of Indonesia. 		 Without prejudice to other provisions of this Articles of Associtaion, a GMS must be held at: (a) the domicile of the Company; or (b) the place of the Company's main business activity; or (c) Capital of the province where the company's domicile or main business activity; or (d) the province of the stock exchange on which the Company's shares are listed; provided that it shall be within the territory of the Republic of Indonesia. 	
2.	Announcement of the GMS shall be made by no later than 14 (fourteen) days prior to the date of the invitation to the GMS by excluding the date of the announcement of the GMS and the date of the invitation to the GMS through an advertisement at least in 2 (two) daily Newspapers in Indonesian language, one of which shall have a national circulation and the other one shall be circulated or published at the domicile of the Company as determined by the Board of Directors.		 Announcement and Invitation of EGMS shall be made in accordance with the Laws and Regulations, which mentioned at least information in accordance with the Laws and Regulations and must be made through at least: a. 1 (one) daily newspaper in Indonesian language which has national circulation and 1 (one) daily newspaper in English language as determined by the Board of Directors; b. Stock exchange's website; c. Company's website, in Indonesian language and English language. 	
3.	Invitation to the GMS shall be made by no later than 14 (fourteen) days prior to the date of the GMS, by excluding the date of the invitation to the GMS and the date of the GMS through an advertisement at least in 2 (two) daily Newspapers in Indonesian language, one of which shall have a national circulation and the other one shall be circulated or published at the domicile of the Company as determined by the Board of Directors.		[Delete]	
4.	If following the invitation to the first GMS, the second GMS is required, the second GMS shall be held by no		3. If following the invitation to the first GMS, the second GMS is required, the second GMS shall be held by no earlier than 10 (ten)	



Sebe	lum/ Before	After	/ Setelah
	earlier than 10 (ten) days and by no later than 21 (twenty- one) days following the first GMS.		calendar days and by no later than 21 (twenty one) calendar days following the first GMS.
	The invitation to the second GMS shall be made by no later than 7 (seven) days prior to the date of the second GMS by excluding the date of the invitation to the GMS and the date of the GMS, and along with the information stating that the invitation to the first GMS had been made, but the attendance quorum could not be met, through an advertisement at least in 2 (two) daily Newspapers in Indonesian language, one of which shall have a national circulation and the other one shall be circulated or published at the domicile of the Company as determined by the Board of Directors.		 The invitation to the second GMS shall be made by no later than 7 (seven) calendar days prior to the date of the second GMS by excluding the date of the invitation to the GMS and the date of the GMS, and along with the information stating that the invitation to the first GMS had been made, but the attendance quorum could not be met, through at least: a. 1 (one) daily newspaper in Indonesian language which has national circulation and 1 (one) daily newspaper in English language as determined by the Board of Directors; b. Stock exchange's website; c. Company's website, in Indonesian language and English language; If after the Second GMS invitation, necessary to invite the third GMS hence the third GMS shall be held within the prescribed period in accordance with the prevailing laws.
			 Invitation for the third GMS at the request of the Company determine by authority and agency that has the authority in accordance with the prevailing laws. In the invitation to the third GMS had been made, but the attendance quorum could not be met.
5.	The invitation to the GMS must indicate the date, time, venue and agenda of the GMS along with a notification that the materials to be discussed in the GMS are available at the head office of the Company as from the date of the invitation up to the date of the GMS.	4.	The invitation to the GMS must indicate the date, time, venue and the agenda of the GMS and other information in accordance with the Laws and Regulations along with a notification that the materials to be discussed in the GMS are available at the head office of the Company with the manner as well as form in accordance with the the Laws and Regulations.
	Invitation to the Annual GMS must include a notification that the annual report is available at the head office of the Company for perusal by the shareholders as from the date of the invitation up to the date of the Annual GMS and shall be delivered to the shareholders at a written		Invitation to the Annual GMS must include a notification that the annual report is available at the head office of the Company for perusal by the Shareholders as from the date of the invitation up to the date of the Annual GMS and shall be delivered to the Shareholders at a written request received by the Company prior



Sebel	um/ Bef	ore	After/ Setelah
	reques	st received by the Company prior to the date of the nt Annual GMS.	to the date of the relevant Annual GMS.
6.	invitati provisi Assoc is atte issued resolu	event that the announcement of the GMS and the on to the GMS are not in accordance with the ons of laws and regulations and/or this Articles of iation, the resolution shall remain valid if the GMS nded by all shareholders representing all shares by the Company with valid voting rights and the tion is unanimously agreed upon pursuant to the ons of laws and regulations.	5. In the event that the announcement of the GMS and the invitation to the GMS are not in accordance with the provisions of Laws and Regulations and/or this Articles of Association, the resolution shall remain valid if the GMS is attended by all Shareholders representing all shares issued by the Company with valid voting rights and the resolution is unanimously agreed upon pursuant to the provisions of Laws and Regulations.
7.	resolu repres agend the M	with other agenda shall not be entitled to adopt tions, unless all shareholders are present and/or ented in the GMS and agree to the addition to the a of the Meeting. The resolution on the agenda of eeting added must be unanimously agreed upon ant to the provisions of laws and regulations.	6. GMS with other agenda shall not be entitled to adopt resolutions, unless all Shareholders are present and/or represented in the GMS and agree to the addition to the agenda of the Meeting. The resolution on the agenda of the Meeting added must be unanimously agreed upon pursuant to the provisions of Laws and Regulations.
			7. The company must rectify the invitation of the GMS should there be changes in information set out on the invitation of the GMS that has been made in accordance with the maner prescribe by the Laws and Regulations.
8.	Board	roposal submitted by the shareholders and/or the of Commissioners must be included in the agenda GMS held by the Board of the Directors if:	8. The proposal of the GMS Agenda submitted by the Shareholders which together represents 1/20 or more from the total share with voting rights must be included in the Agenda of the GMS held by the Board of Directors if:
	(a)	the relevant proposal is submitted in writing to the Board of Directors by 1 (one) or more shareholder(s) jointly representing 1/10 (one- tenth) or more of the total number of shares with valid voting rights by the Board of Commissioners;	 (a) the relevant proposal is submitted in writing to the Board of Directors.
	(b)	it has been received by the Board of Directors by Registered Mail along with the reasons thereof by no later than 7 (seven) days prior to the invitation	(b) it has been received by the Board of Directors by Registered Mail along with the reasons and materials of the meeting thereof by no later than 7 calendar days prior



Sebelum/ Befo	pre	After/ Setelah	
	to the GMS made by the Board of Directors; and		to the invitation to the GMS made by the Board of Directors.
(c)	according to the opinion of the Board of Directors, such proposal is considered to have a direct relationship to the Company's business activities.	(c)	The proposal is not contradict with the laws as well as have a direct relationship with the business activities of the Company and is an agenda which requires GMS approval.
		9. The SI GMS.	hareholders must receive the Rule of GMS at the time of



Sebe	elum/ Before	After/ Setelah		
Article 23		Article 23		
1.	The GMS shall be chaired by a member of the Board of Commissioners appointed by the Meeting of the Board of Commissioners. In the event that the member of the Board of Commissioners appointed by the Meeting of the Board of Commissioners is unable to attend or absent, or the Board of Commissioners fails to appoint its member as the Chairperson of the GMS, the GMS shall be chaired by a member of the Board of Commissioners present in the GMS.	1. The GMS shall be chaired by a member of the Board of Commissioners appointed by the Meeting of the Board of Commissioners. In the event that the member of the Board of Commissioners appointed by the Meeting of the Board of Commissioners is unable to attend or absent, or the Board of Commissioners fails to appoint its member as the Chairperson of the GMS, the GMS shall be chaired by a member of the Board of Commissioners present in the GMS.		
	In the event that all members of the Board of Commissioners are unable to attend, the President Director shall be the Chairperson of the GMS. In the event that the President Director is unable to attend or absent, the GMS shall be chaired by one of the members of the Board of Directors present; if all members of the Board of Directors are unable to attend or absent, the GMS shall be chaired by a shareholder appointed from among and by the shareholders present or represented in the GMS.	In the event that all members of the Board of Commissioners are unable to attend, the President Director shall be the Chairperson of the GMS. In the event that the President Director is unable to attend or absent, the GMS shall be chaired by one of the members of the Board of Directors present; if all members of the Board of Directors are unable to attend or absent, the GMS shall be chaired by a shareholder appointed from among and by the Shareholders present or represented in the GMS.		
2.	In the event that the member of the Board of Commissioners appointed by the Meeting of the Board of Commissioners has a Conflict of Interest over the matter to be decided in the GMS, the GMS shall be chaired by another member of the Board of Commissioners having no Conflict of Interest.	2. In the event that the member of the Board of Commissioners appointed by the Meeting of the Board of Commissioners has a Conflict of Interest over the matter to be decided in the GMS, the GMS shall be chaired by another member of the Board of Commissioners having no Conflict of Interest.		
	If all members of the Board of Commissioners have a Conflict of Interest, the GMS shall be chaired by the President Director. In the event that the President Director has a Conflict of Interest over the matter to be decided in the GMS, the GMS shall be chaired by a member of the Board of Directors having no Conflict of Interest.	If all members of the Board of Commissioners have a Conflict of Interest, the GMS shall be chaired by the President Director. In the event that the President Director has a Conflict of Interest over the matter to be decided in the GMS, the GMS shall be chaired by a member of the Board of Directors having no Conflict of Interest.		



Sebel	um/ Before	After/	/ Setelah
	If all members of the Board of Directors have a Conflict of Interest, the GMS shall be chaired by one of the independent shareholders appointed by other shareholders present in the GMS.		If all members of the Board of Directors have a Conflict of Interest, the GMS shall be chaired by one of the non-controlling Shareholders who are elected by the majority of Shareholders who present in the GMS.
3.	Minutes of the GMS shall be drawn up by a Notary based on the matters discussed and decided in the GMS. The aforementioned minutes of the GMS shall be valid evidence for all the shareholders and third party with regard to the attendance quorum, provision on decision- making and resolutions adopted in the GMS.	3.	Minutes of the GMS shall be drawn up by a Notary based on the matters discussed and decided in the GMS. The aforementioned minutes of the GMS shall be valid evidence for all the Shareholders and third party with regard to the attendance quorum, provision on decision-making and resolutions adopted in the GMS.
		4.	GMS Minutes and GMS Minutes Summary shall be made by the Company in form and content as well as presented as specified by the authorized authority and agency in accordance to the Laws and Regulations. The GMS minutes summary must be announced to the public at the latest 2 (two) working days after the GMS at least through:
			 a. 1 (one) daily newspaper in Indonesian language which has national circulation and 1 (one) daily newspaper in English language as determined by the Board of Directors; b. Stock exchange's website; c. Company's website, in Indonesian language and English language.



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Artic	Article 24		Article 24	
1.	Assoc GMS incluc issua paid-u chang meml annua ratific Boarc appro	is determined otherwise in this Articles of ciation, attendance quorum and resolutions of the on the matters which must be decided in the GMS, ding (but not limited to) the resolutions on the nce of Equity Securities, increase of the issued and up capital within the limit of authorized capital, ge of members of the Board of Directors, change of bers of the Board of Commissioners, approval to al report, ratification of annual financial statements, ation of the report on supervisory duties of the d of Commissioners and resolution on the opriation of profits must comply with the following sions:	1. Unless determined otherwise in this Articles of Association, attendance quorum and resolutions of the GMS on the matters which must be decided in the GMS, including (but not limited to) the resolutions on the issuance of Equity Securities, increase of the issued and paid-up capital within the limit of authorized capital, change of members of the Board of Directors, change of members of the Board of Commissioners, approval to annual report, ratification of annual financial statements, ratification of the report on supervisory duties of the Board of Commissioners and resolution on the appropriation of profits must comply with the following provisions:	
	(a)	the shareholders and or their lawful representative representing more than 1/2 (one-half) of the total number of shares with valid voting rights issued by the Company shall be present in the GMS. Resolutions of the GMS shall be adopted based on deliberation to reach a consensus. In the event that resolutions based on deliberation to reach a consensus cannot be adopted, the resolutions shall be valid if they are agreed by more than 1/2 (one-half) of the total number of shares with valid voting rights present and or represented in the GMS, unless determined otherwise by the provisions of laws and regulations in the Capital Market sector.	 (a) the Shareholders and or their lawful representative representing more than 1/2 (one-half) of the total number of shares with valid voting rights issued by the Company shall be present in the GMS. Resolutions of the GMS shall be adopted based on deliberation to reach a consensus. In the event that resolutions based on deliberation to reach a consensus cannot be adopted, the resolutions shall be valid if they are agreed by more than 1/2 (one-half) of the total number of shares with valid voting rights present and or represented in the GMS, unless determined otherwise by the provisions of Laws and Regulations in the Capital Market sector. 	
	(b)	in the event that the attendance quorum of the first GMS cannot be reached, the second GMS may be held.	(b) in the event that the attendance quorum of the first GMS cannot be reached, the second GMS may be held.	
		The second GMS shall be valid and entitled to adopt resolutions if the shareholders representing	The second GMS shall be valid and entitled to adopt resolutions if the Shareholders representing at latest 1/3	



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		at latest 1/3 (one-third) of the total number of shares with valid voting rights issued by the Company are present or represented in the GMS. Resolutions of the GMS shall be adopted based on deliberation to reach a consensus. In the event that the resolutions based on deliberation to reach a consensus cannot be adopted, the resolutions shall be valid if they are agreed by more than 1/2 (one-half) of the total number of shares with valid voting rights present in the second GMS, unless determined otherwise by the provisions of laws and regulations in the Capital Market sector.		(one-third) of the total number of shares with valid voting rights issued by the Company are present or represented in the GMS. Resolutions of the GMS shall be adopted based on deliberation to reach a consensus. In the event that the resolutions based on deliberation to reach a consensus cannot be adopted, the resolutions shall be valid if they are agreed by more than 1/2 (one- half) of the total number of shares with valid voting rights present in the second GMS, unless determined otherwise by the provisions of Laws and Regulations in the Capital Market sector.
	(c)	In the event that the attendance quorum of the second GMS cannot be reached, at the request of the Company, the attendance quorum, number of votes to adopt resolutions, invitation and time for the third GMS shall be determined by the Chairperson of the Capital Market and Financial Institutions Supervisory Board with due observance of the provisions of laws and regulations.		(c) In the event that the attendance quorum of the second GMS cannot be reached, at the request of the Company, the attendance quorum, number of votes to adopt resolutions, invitation and time for the third GMS shall be determined authority and agency who has the authority in accordance to the Laws and Regulations.
2.	make Assoc Law a increat depos Compa collect compe decreat	ttendance quorum and resolution of the GMS to an amendment to the Company's Articles of iation which require the approval of the Minister of nd Human Rights, including (but not limited to) the se of authorized capital, issuance of shares in the itory, repurchase or further transfer of the any's shares, or approval to the exercise of ion right of the shareholders and creditors as a ensation for payment obligation for share price, ase of authorized capital, issued and paid-up I, must comply with the following provisions:	2.	The attendance quorum and resolution of the GMS to make an amendment to the Company's Articles of Association which require the approval of the Minister of Law and Human Rights, including (but not limited to) the increase of authorized capital, issuance of shares in the depository, repurchase or further transfer of the Company's shares, or approval to the exercise of collection right of the Shareholders and creditors as a compensation for payment obligation for share price, decrease of authorized capital, issued and paid-up capital, must comply with the following provisions:
	(a)	the shareholders and or their lawful representative representing at least 2/3 (two-		(a) the Shareholders and or their lawful representative representing at least 2/3 (two-thirds) of the total number of



Sebelum/Before After/ Setelah thirds) of the total number of shares with valid shares with valid voting rights issued by the Company voting rights issued by the Company shall be shall be present in the GMS. Resolutions of the GMS shall present in the GMS. Resolutions of the GMS be adopted based on deliberation to reach a consensus. shall be adopted based on deliberation to reach a In the event that the resolutions based on deliberation to consensus. In the event that the resolutions reach a consensus cannot be adopted, the resolutions based on deliberation to reach a consensus shall be valid if they are agreed by more than 2/3 (twocannot be adopted, the resolutions shall be valid thirds) of the total number of shares with valid voting rights if they are agreed by more than 2/3 (two-thirds) of present in the GMS, unless determined otherwise by the the total number of shares with valid voting rights provisions of Laws and Regulations in the Capital Market present in the GMS, unless determined otherwise sector. by the provisions of laws and regulations in the Capital Market sector. in the event that the attendance Quorum of the first GMS (b) in the event that the attendance Quorum of the (b) first GMS cannot be reached, the second GMS cannot be reached, the second GMS may be held. The may be held. The second GMS shall be valid and second GMS shall be valid and entitled to adopt entitled to adopt resolutions if the shareholders resolutions if the Shareholders and or their lawful and or their lawful representative representing at representative representing at least 3/5 (three-fifths) of the least 3/5 (three-fifths) of the total number of total number of shares with valid voting rights issued by shares with valid voting rights issued by the the Company are present in the GMS. Resolutions of the Company are present in the GMS. Resolutions of GMS shall be adopted based on deliberation to reach a the GMS shall be adopted based on deliberation consensus. In the event that the resolutions based on to reach a consensus. In the event that the deliberation to reach a consensus cannot be adopted, the resolutions based on deliberation to reach a resolutions shall be valid if they are agreed by more than consensus cannot be adopted, the resolutions $\frac{1}{2}$ (one-half) of the total number of shares with valid voting shall be valid if they are agreed by more than $\frac{1}{2}$ rights present in the GMS, unless determined otherwise by (one-half) of the total number of shares with valid the provisions of Laws and Regulations in the Capital Market sector. voting rights present in the GMS, unless determined otherwise by the provisions of laws and regulations in the Capital Market sector. (c) in the event that the attendance quorum of the (c)

in the event that the attendance quorum of the second GMS cannot be reached, at the request of the Company, the attendance quorum of the third GMS, the number of votes to adopt resolutions, invitation to and time of the GMS shall be determined by the Chairperson of the Capital Market and Financial Institutions Supervisory Board with due observance of the in the event that the attendance quorum of the second GMS cannot be reached, at the request of the Company, the attendance quorum of the third GMS, the number of votes to adopt resolutions, invitation to and time of the GMS shall be determined by the authority and agency who has the authority in accordance to the Laws and Regulations.



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		provisions of laws and regulations.		
3.	GMS parag Conso reque dissol	attendance quorum and resolution adopted in the on the transfer of assets as referred to in Article 12 iraph 5 of this Articles of Association, or Merger, olidation, Acquisition, Demerger, submission of a est for the Company to be declared insolvent, or the lution as referred to in Article 28 of this Articles of ciation must comply with the following provisions:	3.	The attendance quorum and resolution adopted in the GMS on the transfer of assets as referred to in Article 12 Paragraph 5 of this Articles of Association, or Merger, Consolidation, Acquisition, Demerger, submission of a request for the Company to be declared insolvent, or the dissolution as referred to in Article 28 and Article 29 of this Articles of Association must comply with the following provisions:
	(a)	the shareholders and or their lawful representative representing at least 3/4 (three- fourths) of the total number of shares with valid voting rights issued by the Company shall be present in the GMS. Resolutions of the GMS shall be adopted based on deliberation to reach a consensus. In the event that the resolutions based on deliberation to reach a consensus cannot be adopted, the resolutions shall be valid if they are agreed by more than 3/4 (three- fourths) of the total number of shares with valid voting rights present in the GMS, unless determined otherwise by the provisions of laws and regulations in the Capital Market sector.		(a) the Shareholders and or their lawful representative representing at least 3/4 (three-fourths) of the total number of shares with valid voting rights issued by the Company shall be present in the GMS. Resolutions of the GMS shall be adopted based on deliberation to reach a consensus. In the event that the resolutions based on deliberation to reach a consensus cannot be adopted, the resolutions shall be valid if they are agreed by more than 3/4 (three- fourths) of the total number of shares with valid voting rights present in the GMS, unless determined otherwise by the provisions of Laws and Regulations in the Capital Market sector.
	(b)	in the event that the attendance quorum of the first GMS cannot be reached, the second GMS may be held. The second GMS shall be valid and entitled to adopt resolutions if the shareholders representing at least 2/3 (two-thirds) of the total number of shares with valid voting rights issued by the Company are present in the GMS. Resolutions of the second GMS shall be adopted based on deliberation to reach a consensus. In the event that the resolutions based on deliberation to reach a consensus cannot be adopted, the resolutions shall be valid if they are agreed by more than 3/4 (three-fourths) of the number of votes cast, unless determined		(b) in the event that the attendance quorum of the first GMS cannot be reached, the second GMS may be held. The second GMS shall be valid and entitled to adopt resolutions if the Shareholders representing at least 2/3 (two-thirds) of the total number of shares with valid voting rights issued by the Company are present in the GMS. Resolutions of the second GMS shall be adopted based on deliberation to reach a consensus. In the event that the resolutions based on deliberation to reach a consensus cannot be adopted, the resolutions shall be valid if they are agreed by more than 3/4 (three-fourths) of the number of votes cast, unless determined otherwise by the provisions of Laws and Regulations in the Capital Market sector.



Sebel	um/ Be	fore	After/ Setelah
		otherwise by the provisions of laws and regulations in the Capital Market sector.	
	(c)	in the event that the attendance quorum of the second GMS cannot be reached, at the request of the Company, the attendance quorum, the number of votes to adopt resolutions, invitation to and time of the third GMS shall be determined by the Chairperson of the Capital Market and Financial Institutions Supervisory Board with due observance of the provisions of laws and regulations.	(c) in the event that the attendance quorum of the second GMS cannot be reached, at the request of the Company, the attendance quorum, the number of votes to adopt resolutions, invitation to and time of the third GMS shall be determined by the authority and agency who has the authority in accordance to the Laws and Regulations.
4.	respe the m	attendance quorum and resolution of the GMS with the to the actions taken by the Company to decide matters having a Conflict of Interest, shall be made the following provisions:	4. The attendance quorum and resolution of the GMS with respect to the actions taken by the Company to decide the matters having a Conflict of Interest, shall be made under the following provisions:
	(a)	the shareholders having a Conflict of Interest shall be deemed to have made the same decision to the decision agreed upon by the independent shareholders having no Conflict of Interest;	 (a) the Shareholders having a Conflict of Interest shall be deemed to have made the same decision to the decision agreed upon by the independent Shareholders having no Conflict of Interest;
	(b)	the independent shareholders and or their lawful representative representing more than 1/2 (one- half) of the total number of shares with valid voting rights owned by the independent shareholders shall be present in the GMS. Resolutions of the GMS shall be adopted based on deliberation to reach a consensus. In the event that the resolutions based on deliberation to reach a consensus cannot be adopted, the resolutions shall be valid if they are agreed upon by the independent shareholders representing more than 1/2 (one-half) of the total number of shares with valid voting rights owned by the independent shareholders, unless determined otherwise by the provisions of laws and	(b) the independent Shareholders and or their lawful representative representing more than 1/2 (one-half) of the total number of shares with valid voting rights owned by the independent Shareholders shall be present in the GMS. Resolutions of the GMS shall be adopted based on deliberation to reach a consensus. In the event that the resolutions based on deliberation to reach a consensus cannot be adopted, the resolutions shall be valid if they are agreed upon by the independent Shareholders representing more than 1/2 (one-half) of the total number of shares with valid voting rights owned by the independent Shareholders, unless determined otherwise by the provisions of Laws and Regulations in the Capital Market sector.



Sebelum/ Bef	ore	After/ Setelah	
	regulations in the Capital Market sector.		
(c)	in the event that the attendance quorum of the first GMS cannot be reached, the second GMS may be held. The second GMS shall be valid and entitled to adopt resolutions if the independent shareholders and or their lawful representative representing more than 1/2 (one-half) of the total number of shares with valid voting rights owned by the independent shareholders are present in the GMS. Resolutions of the GMS shall be adopted based on deliberation to reach a consensus. In the event that the resolutions based on deliberation to reach a consensus cannot be adopted, the resolutions shall be valid if they are agreed upon by more than 1/2 (one- half) of the total number of shares with valid voting rights owned by the independent shareholders, unless determined otherwise by the provisions of laws and regulations in the Capital Market sector.	(c)	in the event that the attendance quorum of the first GMS cannot be reached, the second GMS may be held. The second GMS shall be valid and entitled to adopt resolutions if the independent Shareholders and or their lawful representative representing more than 1/2 (one-half) of the total number of shares with valid voting rights owned by the independent Shareholders are present in the GMS. Resolutions of the GMS shall be adopted based on deliberation to reach a consensus. In the event that the resolutions based on deliberation to reach a consensus cannot be adopted, the resolutions shall be valid if they are agreed upon by more than 1/2 (one-half) of the total number of shares with valid voting rights owned by the independent. Shareholders are present in the GMS. Resolutions of the GMS shall be adopted based on deliberation to reach a consensus. In the event that the resolutions based on deliberation to reach a consensus cannot be adopted, the resolutions shall be valid if they are agreed upon by more than 1/2 (one-half) of the total number of shares with valid voting rights owned by the independent Shareholders, unless determined otherwise by the provisions of Laws and Regulations in the Capital Market sector.
(d)	in the event that the attendance quorum of the second GMS cannot be reached, at the request of the Company, the attendance quorum, the number of votes to adopt resolutions, invitation to and time of the third GMS shall be determined by the Chairperson of the Capital Market and Financial Institutions Supervisory Board with due observance of the provisions of laws and regulations;	(d)	in the event that the attendance quorum of the second GMS cannot be reached, at the request of the Company, the attendance quorum, the number of votes to adopt resolutions, invitation to and time of the third GMS shall be determined by authority and agency who has the authority in accordance to the prevailing laws;
		(e)	The third GMS is valid if it is accepted by the independent Shareholders which represents more than 50% (fifty percent) of share owned by the independent Shareholders present.
	parties entitled to present in the GMS shall be the holders whose names are listed in the Shareholders		arties entitled to present in the GMS shall be the olders whose names are listed in the Shareholders



Sebeli	ım/ Before	After	/ Setelah
	Register of the Company on 1 (one) business day prior to the date of the invitation to the GMS, with due observance of the provisions of laws and regulations and the regulations of Stock Exchange on which the Company's shares are listed. The shareholders may be represented by another shareholder or third party by virtue of a power of attorney with due observance of the provisions of laws and regulations.		Register of the Company on 1 (one) business day prior to the date of the invitation to the GMS, with due observance of the provisions of Laws and Regulations and the regulations of Stock Exchange on which the Company's shares are listed. The Shareholders may be represented by another shareholder or third party by virtue of a power of attorney with due observance of the provisions of Laws and Regulations.
6.	The Chairperson of the GMS shall be entitled to request that the power of attorney to represent a shareholder be presented to him/her at time of the GMS and the Chairperson of the GMS shall be entitled to determine the shareholder entitled to attend and cast votes in the GMS as well as to exercise other rights pursuant to the provisions of laws and regulations.	6.	The Chairperson of the GMS shall be entitled to request that the power of attorney to represent a shareholder be presented to him/her at time of the GMS and the Chairperson of the GMS shall be entitled to determine the shareholder entitled to attend and cast votes in the GMS as well as to exercise other rights pursuant to the provisions of Laws and Regulations.
7.	In the GMS, each share shall give right to the holder to cast 1 (one) vote.	7.	In the GMS, each share shall give right to the holder to cast 1 (one) vote.
8.	Members of the Board of Directors, members of the Board of Commissioners and/or employees of the Company may act as proxy in the GMS, however, the votes cast by them as proxy shall not be taken into account in a voting.	8.	Members of the Board of Directors, members of the Board of Commissioners and/or employees of the Company may act as proxy in the GMS, however, the votes cast by them as proxy shall not be taken into account in a voting.
		9.	During the voting, the votes cast by the Shareholders shall apply for all shares they owned, and the Shareholders shall have no right to cast vote to more than one proxy for a part number of shares it owned with a different vote. The above mentioned provision is not applied to:
			 (a) Custodian Bank or Securities Company as Custodian which represents their cusitomers shareholders of the Company. (b) Investment manager which represents a mutual fund's interest which they manage.
9.	Voting regarding persons shall be made in sealed unsigned ballots and voting regarding other matters shall	10.	Voting regarding persons shall be made in sealed unsigned ballots and voting regarding other matters shall be made orally, unless



Sebelum/ Before	After/ Setelah
be made orally, unless determined otherwise by the Chairperson of the GMS without any objection from one or more (1) shareholder(s) jointly representing 1/10 (one- tenth) or more of the total number of shares with valid voting rights.	determined otherwise by the Chairperson of the GMS without any objection from one or more (1) shareholder(s) jointly representing 1/10 (one-tenth) or more of the total number of shares with valid voting rights.
10. The shareholders having valid voting rights present in the GMS but do not cast any votes or abstain shall be deemed to cast the same votes as the majority of votes cast by the shareholders.	11. The Shareholders having valid voting rights present in the GMS but do not cast any votes or abstain shall be deemed to cast the same votes as the majority of votes cast by the Shareholders.
11. The shareholders may also adopt binding resolutions outside the GMS, provided that the shareholders having voting rights have agreed in writing by signing the resolution containing the relevant proposal. Resolutions adopted in such manner shall have equal force to the resolutions validly adopted in a GMS.	12. The Shareholders may also adopt binding resolutions outside the GMS, provided that the Shareholders having voting rights have agreed in writing by signing the resolution containing the relevant proposal. Resolutions adopted in such manner shall have equal force to the resolutions validly adopted in a GMS.



Sebe	lum/ Before		After/ Setelah	
Article 25 Paragraph 2			Article 25 Paragraph 2	
2.	Without prejudice to the provision of paragraph 1 of this Article, the dividends shall be paid pursuant to the resolution adopted in a GMS and such resolution must determine the time and method for dividend payment with due observance of the regulations of Stock Exchange on which the Company's shares are listed.	2.	 Without prejudice to the provision of Paragraph 1 of this Article, th dividends shall be paid pursuant to the resolution adopted in GMS and such resolution must determine the time and method for dividend payment with due observance of the Laws an Regulations. 	
	Dividends on a share shall be paid to the person in whose name the share is listed in the Shareholders Register on a business day to be determined by the GMS or the Board of Directors under the authority of the GMS adopting the resolution to distribute dividends. Any shareholder shall be entitled to receive dividends in an amount in proportion to the number of shares owned by him/her.		Dividends on a share shall be paid to the person in whose name share is listed in the Shareholder Register on a business day to be determined by the GMS or the Board of Directors under the authority of the GMS adopting the resolution to distribute dividens. Any shareholder shall be entitled to receive dividends in an amount in proportion to the number of shares owned by him/her.	
4.	Notification of the distribution of dividends and interim dividends shall be published at least in 2 (two) Newspapers in Indonesian language, one of which shall have a national circulation and the other one shall be circulated or published at the domicile of the Company as determined by the Board of Directors.		 4. Notification of the distribution of dividends and interim dividends shall be published at least through: a. 1 (one) daily newspaper in Indonesian language which has national circulation and 1 (one) daily newspaper in English language as determined by the Board of Directors; b. Stock exchange's website; c. Company's website, in Indonesian language and English language. 	



Sebe	lum/ Before	After/ Setelah
Artic	le 27 Paragraph 4	Article 27 Paragraph 4
4.	Amendment to the Articles of Association due to the decrease of capital must be notified in writing to all creditors of the Company by announcing it in 2 (two) Newspapers in Indonesian language, one of which shall have a national circulation and the other one shall be circulated or published at the domicile of the Company as determined by the Board of Directors within 7 (seven) days as from the date of the resolution of the GMS with due observance of the provisions of laws and regulations.	 4. Amendment to the Articles of Association due to the decrease of capital must be notified in writing to all creditors of the Company with method and time which due observance the laws and regulation and at least through: a. 1 (one) daily newspaper in Indonesian language which has national circulation and 1 (one) daily newspaper in English language as determined by the Board of Directors; b. Company's website, in Indonesian language and English language.



Sebelum/ Before	After/ Setelah
Article 28 Paragraph 1	Article 28 Paragraph 1
1. The Board of Directors proposing a Merger, Consolidation, Acquisition or Demerger must announce it in 2 (two) Newspapers in Indonesian language, one of which shall have a national circulation and the other one shall be circulated or published at the domicile of the Company as determined by the Board of Directors with regard to the draft summary of Merger, Consolidation, Acquisition or Demerger by no later than 30 (thirty) days prior to the invitation to the GMS as referred to in the provisions of laws and regulations.	 Acquisition or Demerger must announce with regard to the draft summary of Merger, Consolidation, Acquisition or Demerger in accordance with the laws and regulation and must at least through: a. 1 (one) daily newspaper in Indonesian language which has national circulation and 1 (one) daily newspaper in English



Sebe	elum/ Before	After/ Setelah
Artic	le 29 Paragraph 5	Article 29 Paragraph 5
5.	 By no later than 30 (thirty) days as from the date of the dissolution of the Company, the liquidator shall be obligated to notify: (a) to all the creditors of the dissolution of the Company by announcing it in 2 (two) daily Newspapers in Indonesian language, one of which shall have a national circulation and the other one shall be circulated or published at the domicile of the Company as determined by the Board of Directors and in the Official Gazette of the Republic of Indonesia; and 	 5. By no later than 30 (thirty) days as from the date of the dissolution of the Company, the liquidator shall be obligated to notify: (a) to all the creditors of the dissolution of the Company by announcing it in at least: (i) 1 (one) daily newspaper in Indonesian language which has national circulation and 1 (one) daily newspaper in English language as determined by the Board of Directors; (ii) Company's website, in Indonesian language and English language; (iii) in the Official Gazette of the Republic of Indonesia; and
	(b) of the dissolution of the Company to the Minister of Law and Human Rights of the Republic of Indonesia for record in the Company register.	(b) of the dissolution of the Company to the Minister of Law and Human Rights of the Republic of Indonesia for record in the Company register.
Artic	le 29 Paragraph 6	Article 29 Paragraph 6
7 4 40		
6.	The liquidator shall be obligated to notify the Minister of Law and Human Rights of the Republic of Indonesia and announce the final result of the liquidation process in 2 (two) daily Newspapers in Indonesian language, one of which shall have a circulation and the other one shall be circulated or published at the domicile of the Company as determined by the Board of Directors after the GMS releases and discharges the liquidator or after the court admits the liability of the liquidator appointed by it by no later than 30 (thirty) days as from the date on which the liability of the liquidator is admitted by the GMS or the	 6. The liquidator shall be obligated to notify the Minister of Law and Human Rights of the Republic of Indonesia and announce the final result of the liquidation process in: (a) 1 (one) daily newspaper in Indonesian language which has national circulation and 1 (one) daily newspaper in English language as determined by the Board of Directors; (b) Company's website, in Indonesian language and English language; after the GMS releases and discharges the liquidator or after the



Sebelum/ Before	After/ Setelah
court as referred to in the provisions of laws and regulations.	court admits the liability of the liquidator appointed by it by no later than 30 (thirty) days as from the date on which the liability of the liquidator is admitted by the GMS or the court as referred to in the provisions of Laws and Regulations.