

dan/atau kuasa pemegang saham yang seluruhnya mewakili 1.913.476.300 (satu milyar sembilan ratus tiga belas juta empat ratus tujuh puluh enam ribu tiga ratus)saham.

Jumlah seluruh saham yang dikeluarkan Perseroan sebanyak 2.250.000.000 (dua milyar dua ratus lima puluh juta) saham, namun sebanyak 161.500.000 (seratus enam puluh satu juta lima ratus ribu) saham tidak mempunyai hak suara, sehingga jumlah seluruh saham dengan hak suara sebesar 2.088.500.000 (dua milyar delapan puluh delapan juta lima ratus ribu) saham.

Dengan demikian pemegang saham yang hadir dalam RUPS Tahunan dan RUPS LB sebanyak 91,62% dari seluruh jumlah saham dengan hak suara yang sah yang telah dikeluarkan oleh Perseroan.

D. Mekanisme Pengambilan keputusan

Keputusan RUPS Tahunan dan RUPSLB dilakukan dengan cara musyawarah untuk mufakat, apabila musyawarah untuk mufakat tidak tercapai maka dilakukan pemungutan suara. Sebelumnya diberikan kesempatan kepada pemegang saham untuk mengajukan pertanyaan dan/atau memberikan pendapat dalam setiap agenda RUPS Tahunan dan RUPS LB. Seluruh keputusan pada setiap agenda RUPS Tahunan dan RUPSLB diputuskan secara musyawarah untuk mufakat, tidak ada satupun agenda yang diputuskan dengan pemungutan suara. Adapun pertanyaan dari pemegang saham dan kuasa pemegang saham untuk seluruh agenda Rapat hanya pada agenda 1,3 dan 5 pada agenda RUPS Tahunan masing-masing mendapat pertanyaan dari 2 (dua) pemegang saham. Sementara agenda RUPS Tahunan agenda 2 dan 4 tidak ada pertanyaan termasuk agenda RUPSLB.

E. Hasil Keputusan RUPS Tahunan dan RUPSLB

Keputusan RUPS Tahunan

Agenda Pertama:

Menerima baik Laporan Neraca dan Rugi/Laba tahun 2014 yang telah diaudit oleh Kantor Akuntan Publik Hendrawinata, Eddy Siddharta & Tanzil dengan pendapat WAJAR dalam semua hal yang material, sesuai laporan nomor 016/02/WA/II/15.

Agenda kedua:

- Menerima baik dan menyetujui laporan keuangan untuk tahun buku yang berakhir pada tanggal 31 Desember 2014, termasuk laporan Direksi dan laporan tugas pengawasan Dewan Komisaris Perseroan;
- Menerima baik dan menyetujui serta mengesahkan laporan keuangan untuk tahun buku yang berakhir pada tanggal 31 Desember 2014 yang telah diaudit oleh Kantor Akuntan Publik Hendrawinata, Eddy Siddharta & Tanzil dengan pendapat WAJAR dalam semua hal yang material, sesuai laporan nomor 016/02/WA/II/15, serta memberikan pelunasan dan pembebasan tanggung jawab sepenuhnya (acquitted et de charge) bagi para anggota Direksi atas tindakan pengurusan dan anggota Dewan Komisaris Perseroan atas tindakan pengawasannya selama tahun buku 2014.
- Menyetujui laporan realisasi penggunaan dana hasil IPO sebagaimana laporan yang disampaikan pengurus.

Agenda ketiga:

Menyetujui dan menetapkan perolehan laba Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2014 sebesar Rp.3.107.987.769 (tiga milyar seratus tujuh juta sembilan ratus delapan puluh tujuh ribu tujuh ratus enam puluh sembilan rupiah) untuk dialokasikan sebagai berikut:

1. Sebesar 25% dibagikan bonus kepada karyawan dan pengurus dan dibebankan kedalam tahun buku 2015.
2. Sebesar 20% disisihkan sebagai cadangan.

3. Sebesar 55% dimasukan sebagai laba ditahan.

Agenda keempat:

Memberikan kuasa kepada Dewan Komisaris untuk menunjuk Kantor Akuntan yang akan melakukan audit neraca, perhitungan laba rugi dan bagian-bagian lain laporan keuangan Perseroan untuk tahun buku yang akan berakhir pada tanggal 31 Desember 2015 dengan memperhatikan rekomendasi dari Komite Audit.

Agenda kelima:

Memberikan kuasa kepada Dewan Komisaris untuk meninjau/menetapkan honorarium dan gaji bagi anggota Dewan Komisaris dan anggota Direksi Perseroan untuk tahun 2015.

Keputusan RUPSLB:

Menyetujui perubahan anggaran dasar dalam rangka penyesuaian dengan peraturan Otoritas Jasa Keuangan (OJK) untuk perusahaan terbuka sesuai Peraturan OJK No. 32/POJK.04/2014 tanggal 08 Desember 2014 Tentang Rencana Dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka dan Peraturan OJK No.33/POJK.04/2014 tanggal 08 Desember 2014 Tentang Direksi dan Dewan Komisaris Emiten Atau Perusahaan Publik.

Selanjutnya Rapat memberikan wewenang dan kuasa kepada Direksi Perseroan untuk melakukan tindakan termasuk tetapi tidak terbatas pada menyatakan keputusan rapat ini dalam suatu akta Notaris tersendiri, melakukan pemberitahuan perubahannya kepada Kementerian Hukum dan Hak Asasi Manusia, melakukan semua tindakan yang dipandang baik dan perlu untuk mencapai maksud tersebut, serta menegaskan kembali hasil keputusan rapat ini dengan akta tersendiri dihadapan Notaris apabila jangka waktu untuk menyatakan keputusan ini telah lewat.

Jakarta, 25 Mei 2015
PT BANK DINAR INDONESIA Tbk
Direksi

NOTICE
SUMMARY OF MINUTES OF
ANNUAL GENERAL MEETING OF SHAREHOLDERS
and
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
PT BANK DINAR INDONESIA Tbk

Board of Directors of PT Bank Dinar Indonesia Tbk, domiciled in Central Jakarta, hereinafter referred as “Company”, hereby announces that the Company has convened the Annual General Meeting of Shareholders (the “AGM”) and the Extraordinary General Meeting of Shareholders (the “EGM”) on:

A. Day/Date, Venue, Time and Agendas

Day/Date : Thursday, Mei 21st 2015
Venue : Alila Hotel, Olio-Elan Room. 3rd Floor.
Jl. Pecenongan kav 7-17 Central Jakarta
Time : AGMS 11.20 until 12.37 WIB.
EGMS 12.39 until 12.46 WIB

The AGMS Agenda:

1. Report on the year 2014 balance sheet and income statement.
2. Approval of the Financial Report for the financial year ended on December 31st 2014 as well as the provision of settlement and liberation of responsibility to the members of the Board Of Directors and Board Of Commissioners for the actions of management and supervision in the financial year 2014.
3. Initiate on the use of the company's profit for the financial year ended December 31st 2014.
4. Appointment of Public Accountant who will examine the Financial Report for the year ended December 31st 2015.
5. Reviewing the salaries and honorarium for Directors and Commissioners as well as remuneration for the management.

The EGMS Agenda:

Approval for the Company Articles of Association changes to align with the Financial Services Authority (*Otoritas Jasa Keuangan* - OJK) Regulation for public company

B. The AGMS and the EGMS were chaired by Mr. Dr. Syaiful Amir, SE, Ak as President Commissioner. The AGMS and EGMS were attended by all members of the Board of Directors and Board of Commissioners.

Board of Directors:

President Director : Hendra Lie
Director of Operations : Drs. Ec. Joyo
Compliance Director : Drs. Idham Aziz, MA

Board of Commissioners:

President Commissioner : Dr.Syaiful Amir,SE,Ak
Independent Commissioner : Haryono Waskito
Independent Commissioner : Efen Lingga Utama

C. The Shareholders Attendances

The AGM was attended by the shareholders and/or their proxies representing 1.913.476.200 (one billion nine hundred thirteen million four hundred seventy six thousand two hundred) shares. The EGMS was attended by the shareholders and/or the proxies representing 1.913.476.300 (one billion nine hundred thirteen million four hundred seventy six thousand three hundred) shares. The total number of shares issued by the company was 2.250.000.000 (two billion two hundred and fifty million) shares, nevertheless, 161.500.000 (one hundred and sixty one million five hundred thousand) shares doesn't have any voting rights, which made the total number of the shares with voting right was 2.088.500.000 (two billion eighty eight million five hundred thousand) shares. Therefore the percentage of shareholders which attended the AGMS and EGMS was 91,62% of all the total number of the shares with voting right which had been issued by the company.

D. Decision-making mechanism

Resolutions of the AGMS and the EGMS were resolved based on amicable deliberation to reach a mutual consensus. In the event that the resolutions failed to be reached, the resolutions were resolved by way of voting. The shareholders were given the chance to ask question and/or propose an opinion in every agenda of the AGMS and EGMS. Every decision of each AGMS's agenda and EGMS's agenda were resolved based on amicable deliberation to reach a mutual consensus. None of the decisions was made by voting. The questions from the shareholders or their proxies only addressed to agenda no 1, 3, and 5 of the AGMS, each agenda was questioned by two shareholders. While agenda no 2 and 4 of the AGMS didn't get any question from the shareholders, including the EGMS agenda.

E. The Resolutions of the AGMS and the EGMS

Resolutions of the AGMS

First Agenda

Receiving well the Balance Sheet and the Profit/Loss of 2014 which have been audited by Public Accountant Firm Hendrawinata, Eddy Sidharta, & Tanzil with "FAIR" notion in all material things, according to the report number 016/02/WA/II/15.

Second Agenda:

1. Receiving well and approving Financial Report for financial year ended December 31st 2014, including the Board of Directors Reports and the Board of Commissioners Report.
2. Receiving well, approving and ratifying Financial Report for financial year ended December 31st 2014, which have been audited by Public Accountant Firm Hendrawinata, Eddy Sidharta, & Tanzil with "FAIR" notion in all material things according to the report number 016/02/WA/II/15, and granting a release and discharge of liabilities (acquit et de charge) to Board of Directors and Board of Commissioners for their respective management and supervisory actions taken during the financial year ended December 31st 2014.
3. Approving the realization of the use of IPO proceeds report as reported by the management.

Third Agenda

Approving and resolving the company's profit for financial year ended December 31st 2014, amount Rp. 3.107.987.769 (three billion one hundred and seven million nine hundred and eighty seven thousand seven hundred and sixty nine) to be allocated as follows:

1. 25% shall be distributed as a bonus to employees and management and will be imposed on financial year 2015.
2. 20% shall be appropriated for reserve funds.

3. 55% shall be determined as retained earnings

Fourth Agenda

Granting authority to the Board of Commissioners to appoint Public Accountant Firm to audit the balance sheet, profit and loss, and other parts of the company's financial report for financial year ended December 31st 2015, by noticing the recommendation from the Audit Committee.

Fifth Agenda

Granting authority to the Board of Commissioners to determine the amount of honoraria and salaries for Board of Commissioners and Board of Directors for financial year ended December 31st 2015.

Result of the EGMS

Approving the Company Articles of Association changes to comply with the Financial Services Authority (OJK) for Public Company aligned with OJK regulations No. 32/POJK.04/2014 December 8th, 2014, regarding The Plan and Implementation of A General Meeting of Shareholders for Public Company and OJK regulations No. 33/POJK.04/2014 December 8th 2014 regarding the Board of Directors and Board of Commissioners of an Issuer or a Public Company

Authorize the Board of Director of the Company to take action but not limited to declared the decision of the meeting in a separate notarial deed and inform the Ministry of Law and Human Rights, perform all action that are considered good and necessary to achieve the purpose, and reaffirmed the decision of this meeting with a separate notarial deed before a public notary if the period to declare this decision has been passed.

Jakarta, May 25th 2015
PT BANK DINAR INDONESIA Tbk
Board of Directors