

## **SHAREHOLDER INFORMATION**

### **Address & Corporate Secretary**

Menara BTPN Lantai 12,  
CBD Mega Kuningan,  
Jl. Dr. Ide Anak Agung Gde Agung Kav.5.5-5.6,  
Jakarta Selatan 12950  
Tel : +62-21 300 26 400  
Fax : +62-21-292 72 096 (general)

### **Tax Identification Number (NPWP)**

PT Bank Tabungan Pensiunan Nasional Syariah Tbk  
01.551.806.1-511-000

### **Single Business Number (NIB)**

PT Bank Tabungan Pensiunan Nasional Syariah Tbk  
9120209291387 tanggal 18 Februari 2019

### **Website**

<https://www.btpnsyariah.com/>

### **Independent Auditor**

Kantor Akuntan Publik Sidharta Widjaja dan Rekan  
(an Indonesian partnership and member firm of KPMG network of independent member affiliated with  
KPMG International Cooperative)  
Wisma GKBI lantai 32, Jl. Jend. Sudirman no. 28  
Jakarta 10210, Indonesia  
Tel : +62 21 574 2333  
Fax : +62 21 574 1777

### **Share Registrar**

PT Datindo Entrycom  
Jl. Hayam Wuruk No. 28  
Jakarta 10120  
Tel : +62 21 350 8077 (Hunting)  
Fax : +62 21 350 8078

## **Brief History of PT Bank Tabungan Pensiunan Nasional Syariah Tbk**

PT Bank Tabungan Pensiunan Nasional Syariah ("BTPN Syariah") was built from the formerly established PT Bank Purba Danarta (BPD), based on Notarial Deed No. 10 dated March 7, 1991 which was the amended with Notarial Deed on Amendment to the Article of Association No. 39 dated May 25, 1992 and Notarial Deed No. 25 dated July 11, 1992; all the three were made by Notary Haji Abu Jusuf, S.H. in Jakarta and had been approved by the Minister of Judiciary of the Republic of Indonesia whose name was then changed from time to time and became the Minister of Law and Human Rights ("Menkumham") in

its decree No. C2.5839.HT.01.01-TH.92 dated July 21, 1992 and had been registered in the court registry office in Semarang on July 30, 1992 No. 206A/1992/ II and had been published in State Gazette of the Republic of Indonesia No. 81 dated October 9, 1992, Supplement to No. 5020 ("Notarial Deed") with the business license to perform business activities as a Commercial Bank pursuant to the Decree of Minister of Finance Republic of Indonesia No. 1060/ KMK.017/1992 dated October 14, 1992.

The company then changed the name to Bank Sahabat Purba Danarta (BSPD) in 2009 and finally to PT Bank Tabungan Pensiunan Nasional Syariah pursuant to the Amendment to the Articles of Association on August 27, 2013 on Notarial Deed No. 25 by Notary Hadijah, S.H. in Jakarta and was approved by the Minister of Law and Human Rights ("Menkumham") of Republic of Indonesia ("RI") in its Decree Nomor AHU-50529.AH.01.02. Year 2013 dated October 1, 2013 and has been published in the State Gazette of the Republic of Indonesia No. 94 Year 2013, Supplement to the State Gazette of the Republic of Indonesia No. 124084 dated November 22, 2013.

On January 20, 2014, the Extra Ordinary General Meeting of Shareholders BTPN has approved the Unit Usaha Syariah PT Bank Tabungan Pensiunan Nasional Tbk ("UUS BTPN"), by which the establishment of UUS BTPN had been agreed pursuant to the Letter of Bank Indonesia No. 10/2/ DPIP/Prz/Bd dated January 17, 2008, spin off from BTPN as stipulated in the Notarial Deed on the UUS BTPN Spin Off by Transferring the Rights and Obligations of the Company, No. 8 dated July 4, 2014 by the Notary Hadijah, S.H., M.Kn., in Jakarta Pusat. The spin off was administered in compliance to the Regulation of Bank Indonesia No. 11/10/ PBI/2009 which was then amended with Regulation of Bank Indonesia No. 15/14/PBI/2013 concerning Sharia Business Unit. As stipulated in the Regulation of Bank Indonesia regarding Sharia Business Unit which specifically mentions about the Sharia Business Unit spin off; Bank BTPN then decided to spin off the Sharia Business Unit by means of transferring the rights and obligations of the Sharia Business Unit to the established sharia business entity.

Upon the decision on Sharia Business Unit BTPN spin-off by the Extra Ordinary General Meeting of Shareholders BTPN on January 20, 2014; BTPN then acquired 70% (seventy percent) of the Company shares, by taking part in the newly issued shares of the Company on January 30, 2014. The 70% acquisition of the Company shares had previously been agreed by Bank Indonesia pursuant to the Letter of Bank Indonesia No. 15/10/DPB1/PB1-5/Confidential dated July 19, 2013 under one condition that PT Bank Sahabat Purba Danarta (now the Company) is to be converted from the conventional commercial bank to the sharia commercial bank.

To execute the spin off decision, PT Bank Sahabat Purba Danarta (now the Company) must, as conditioned by Bank Indonesia approval on the 70% acquisition of the Company by BTPN, obtained the license to convert the business activities from the previously conventional commercial bank to become a Sharia commercial Bank. PT Bank Sahabat Purba Danarta (now the Company), was then granted the license by the Financial Services Authority to convert the business activities from the previously conventional commercial bank to become a Sharia commercial Bank pursuant the Letter of Financial Services Authority No. S-67/PB.131/2014 dated May 23, 2014 concerning the Decision to Grant the License to Convert the Conventional Commercial Bank Activities to Sharia Commercial Bank, issued by Director of Research, Development, Management and License of Sharia Banking.

With license for conversion, the Company was then granted approval from Financial Services Authority to administer the Sharia Business Unit BTPN Spin off to the Company, pursuant to Letter of Financial Services

Authority No. S-17/PB.1/2014 dated June 23, 2014 regarding the Request for Sharia Business Unit BTPN Spin-off, issued by Deputy Commissioner Banking Supervision I Financial Services Authority.

Since its establishment, the Article of Association of the Company has been amended several times, and the latest amendments were contained in the following Deeds:

- a. The Notarial Deed of the Shareholders Resolution No. 57 dated November 16, 2017, by Notary Jose Dima, S.H. in Administrative City Jakarta Selatan, which was approved by the Minister of Law and Human Rights ("Menkumham") of Republic of Indonesia ("RI") in its Decree No. AHU-0024076.AH.01.02.TAHUN 2017 dated November 16, 2017 and registered in the List of Companies in the Ministry of Law and Human Rights No. AHU-0145670.AH.01.11.TAHUN 2017 dated November 16, 2017 and was notified to the Minister of Law and Human Rights upon the acknowledgement of the receipt of the Letter of Notification on Ratification of the Article of Association No. AHU-AH.01.03-0191730 dated November 16, November 2017 and was registered in the List of Companies in the Ministry of Law and Human Rights No. AHU-0145670.AH.01.11.TAHUN 2017 dated November 16, 2017 ("Deed No. 57/2017"). The announcement of Deed No. 57/2017 in the State Gazette Republic of Indonesia is now still in progress. According to the Deed No. 57/2017, the shareholders of the Company has approved the following:
  - i. The change of the Company status from Close Company to Public Company and the change of the name of the Company, from previously PT Bank Tabungan Pensiunan Nasional Syariah to PT Bank Tabungan Pensiunan Nasional Syariah Tbk., which accordingly amend Article 1 of the Company Article of Association;
  - ii. The change of the intent, objectives and business activities of the Company Perubahan to align with the core and supporting business activities that has been done or to be done by the Company, according to the Regulations of Bapepam and LK No. LK No. IX.J.1 regarding the Articles of Association of Companies Making Public Offering in Equity and Public Company, the Attachment of The Chairman of Bapepam and LK. No. Kep-179/BL/2008 dated May 14, 2008, which accordingly amend Article 3 of the Company Article of Association;
  - iii. Agree on the changes of the nominal value of the Company Shares from initially Rp1.000.000 per share to Rp100 per share, which accordingly amend Article 4 verse (1) of the Company Article of Association;
  - iv. Initial Public Offerings/IPO of BTPN Syariah by issuing new shares from BTPN Syariah portfolio at the maximum by 770.370.000 shares with the nominal value per share of Rp100.—(one hundred Rupiah), to be offered to people in the Republic of Indonesia and to be listed in the Indonesia Stock Exchange, including an allocation of the newly issued shares of at the maximum 10% of the new shares issued during the IPO for Employee Stock Allocation ("ESA") according to the terms and conditions that will be further stipulated by the Board of Directors of the Company in accordance to the prevailing laws and regulations, including but not limited to the laws and regulations in the Capital Market in Indonesia and regulations of the Indonesia Stock Exchange where the Company shares are listed;
  - v. Release the rights of the Company shareholders to take part of new shares issued in the Company Initial Public Offering; and
  - vi. Amend all the Article of Association of BTPN Syariah as Public Company to be aligned to the laws and regulations of the Capital Market in Indonesia.

- b. The Notarial Deed concerning Shareholders Resolution on the Amendment of the Article of Association No. 8 dated April 5, 2018, by the Notary Jose Dima Satria, S.H., M.Kn., in Jakarta Selatan, that has been approved by the Minister of Laws and Human Rights with the Decree of Minister of Laws and Human Rights No. AHU0007953.AH.01.02.Year 2018 dated April 10, 2018, that has been notified to the Minister of Laws and Human Rights as stated in the Receipt of the Notification of the Amendment to the Article of Association No. AHU-AH.01.03-0140091 dated April 10, 2018, and both have been registered in the List of Companies in the Ministry of Laws and Human Rights under No. AHU-0049951. AH.01.11. Year 2018 dated April 10, 2018 ("Deed No. 8/2018"). According to Deed No. 8/2018, the shareholders of the Company agreed on the following:
- i. Increase the Company authorized Capital from initially 15.000.000.000 shares with the nominal value of Rp1.500.000.000.000, whereby the additional authorized capital made the Company authorized capital amounted to 27.500.000.000 shares with the nominal value of 2.750.000.000.000, that accordingly amend Article 4 verse 1 of the Company Article of Association;
  - ii. Amend Article 4 verse (4) of the Company Article of Association regarding Capital;
  - iii. Amend Article 6 verse (3) of the Company Article of Association regarding Replacement of Shares Certificate;
  - iv. Amend Article 8 verse (5), verse (7) and verse
  - v. Amend Article 10 verse (5), verse (8), verse (12), verse (13) and verse (14) of the Company Article of Association regarding the Location, Invitation and Chairman of the Annual General Meeting of Shareholders;
  - vi. Amend Article 13 verse (1) of the Company Article of Association regarding Consolidation, Merger, Takeover, Spin Off and Liquidation;
  - vii. Amend Article 14 verse (7) of the Company Article of Association regarding the Board of Directors;
  - viii. Amend Amend Article 15 verse (1), verse (3), verse (5), verse (9) and verse (10) of the Company Article of Association regarding the Duties and Authorities of the Board of Directors;
  - ix. Amend Article 16 verse (1), verse (10) and verse (11) of the Company Article of Association regarding the Board of Directors Meeting;
  - x. Amend Article 17 verse (6), verse (8) and verse (9) of the Company Article of Association regarding the Board of Commissioners;
  - xi. Amend Article 19 verse (1), verse (2), verse (3), verse (7), verse (8), verse (10), verse (11), verse (12) and verse (14) of the Company Article of Association regarding the Board of Commissioners Meeting;
  - xii. Amend Article 24 verse (1) of the Company Article of Association regarding the Use of Profit and the Allocation of Dividends.

The Company has reported the amendments to the Article of Association according to the Deed No. 8/2018 to the Department of Sharia Banking Financial Services Authority as stated in the Company Letter No. No. S.179/DIR/LG/ IV/2018 and No. S.180/DIR/LG/IV/2018 dated April 12, 2018.

- c. The Notarial Deed concerning Shareholders Resolution on the Amendment of the Article of Association No. 178 dated May 31, 2018 by the Notary Jose Dima Satria, S.H., M.Kn., in Jakarta Selatan, with a Receipt of the Notification Letter regarding the Amendment to the Article of Association No. AHU-AH.01.03-0215425 dated June 21, 2018, that has been registered in the List

of Companies the Ministry of Laws and Human Right under No. AHU-0081561.AH.01.11. year 2018 dated June 21, 2018 ("Deed No. 178/2018"). According to the Deed No. 178/2018, the shareholders of the Company agreed on the following:

- i. Declare in the Notarial Deed the increase of issued and paid-up capital of BTPN Syariah in relation to the Initial Public Offering of BTPN Syariah, the number of shares purchased during the Initial Public Offering of BTPN Syariah, and the composition of shares ownership in BTPN Syariah after the Initial Public Offering of BTPN Syariah and list the shares on the Indonesia Stock Exchange;
- ii. Agree on the initial offering price proposed by the Board of Directors of BTPN Syariah;
- iii. Agree on the exact number of shares to be offered as proposed by the Board of Directors of BTPN Syariah. The Company has reported the amendment to its articles of association stated in the Deed No. 178/2018 to the Sharia Banking Department of the Financial Services Authority by virtue of its company letter No. S.306/DIR/LG/VI/2018 dated June 28, 2018.

**Controlling Shareholders**

Name
PT Bank BTPN Tbk

**Ultimate Controlling Shareholders**

Name
Sumitomo Mitsui Financial Group (throug Sumitomo Mitsui Banking Corporation)