

ANNOUNCEMENT OF SUMMARY OF MINUTES OF ANNUAL GENERAL MEETING OF SHAREHOLDERS PT BANK NEGARA INDONESIA (PERSERO) TBK

The Board of Directors of PT Bank Negara Indonesia (Persero) Tbk hereinafter called "The Company" informs to the shareholders that the Company has convened the Annual General Meeting of Shareholders hereinafter called "**Meeting**" as follows:

A. On: Thursday
Day: February 20, 2020
Date: 03:08 PM until 05:05 PM
Time: Ballroom, BNI Tower 6/F
Venue: Jl. Pejompangan Raya No. 7, Bendungan Hilir, Jakarta

with the following agenda:

- The approval of the Company's Annual Report and validation of the Company's Consolidated Financial Statements, the Board of Commissioners Supervisory Actions Report and validation of the Annual Report of Partnership & Community Development Program for the financial year 2019 along with granting full release and discharge (*volledig acquit et de charge*) to all members of the Board of Directors from the management actions and to all members of the Board of Commissioners from the supervisory actions carried out for the financial year 2019.
- The approval of the use of the Net Profits of the Company's for the financial year 2019.
- The determination of the remuneration (salary, allowance, and facilities) for the Board of Directors and Board of Commissioners of the Company for the year 2020 as well as tantiem for the year 2019.
- The appointment of a Registered Public Accountants Firm to perform the audit on the Company's Financial Statements and the Annual Report of Partnership & Community Development Program for the financial year 2020.
- The approval of the Updating Recovery Plan Report of the Company.
- The change in the composition of the Board of Directors and/or Board of Commissioners of the Company.

- The meeting was attended by members of the Board of Directors and Board of Commissioner of the Company as follows.

Board of Directors:

- President Director, Mr. Achmad Baiquni
- Vice President Director, Mr. Herry Sidharta
- Managing Director – Corporate Banking, Mr. Putrama Wahyu Setyawan
- Managing Director – Micro, Small, Medium Enterprises & Network, Mrs. Tambok P.S. Simanjuntak
- Managing Director – Consumer Banking, Mr. Anggoro Eko Cahyo
- Managing Director – Treasury & International Banking, Mr. Bob Tyasika Ananta
- Managing Director – Institutional Relation, Mrs. Adi Sulistyowati
- Managing Director – Finance (CFO), Mr. Ario Bimo
- Managing Director – Risk Management, Mr. Rico Budidarmo
- Managing Director – Information Technology & Operation, Mr. Dadang Setiabudi
- Managing Director – Human Capital & Compliance, Mr. Endang Hidayatullah

The Board of Commissioners:

- Independent Commissioner, Mr. Pataniari Siahaan
- Independent Commissioner, Mr. Revisond Baswir
- Commissioner, Mr. Askolani
- Commissioner, Mr. Joni Swastanto
- Independent Commissioner, Mr. Ahmad Fikri Assegaf
- Independent Commissioner, Mr. Sigit Widyawan
- Commissioner, Mrs. Rath Nurdiali*

*) in the process of Fit and Proper Test from OJK.

- This meeting was attended by 15,554,422,936 shares including The Series A Dwiwarna Share with valid voting rights or equal with 83,408% of total shares with valid voting rights that have been issued by the Company totaling 18,648,656,458 shares.
- The meeting was chaired by Mr. Pataniari Siahaan (Independent Commissioner) based on The Letter of the Board of Commissioner Number DK/09 dated February 6, 2020.
- The shareholders/their proxies were given opportunity in the meeting to raise questions and or opinions related to each Meeting Agenda.
- Meeting Resolutions Mechanism:
Resolutions of the Meeting were resolved based on an 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.
- Independent Parties to Count and/or Validate the Vote:
Company has appointed independent parties to calculate and/or validate the vote: Fathiah Helmi, SH as Public Notary and PT Datindo Entrycom.
- The resolutions were resolved by way of voting

Agenda	Affirmative Vote	Non-Affirmative Vote	Abstain
Agenda I	15,498,040,727 shares or 99.638% shares of all shares with voting rights present at the Meeting	3,587,070 shares or 0.023% shares of all shares with voting rights present at the Meeting	52,795,139 shares or 0.339% shares of all shares with voting rights present at the Meeting
Agenda II	15,531,272,500 shares or 99.851% shares of all shares with voting rights present at the Meeting	23,150,436 shares or 0.149% shares of all shares with voting rights present at the Meeting	0 shares or 0.000% shares of all shares with voting rights present at the Meeting
Agenda III	14,865,964,751 shares or 95.573% shares of all shares with voting rights present at the Meeting	621,638,847 shares or 3.997% shares of all shares with voting rights present at the Meeting	66,819,338 shares or 0.430% shares of all shares with voting rights present at the Meeting
Agenda IV	14,552,514,187 shares or 93.559% shares of all shares with voting rights present at the Meeting	942,455,411 shares or 6.059% shares of all shares with voting rights present at the Meeting	59,453,338 shares or 0.382% shares of all shares with voting rights present at the Meeting
Agenda V	15,552,285,936 shares or 99.986% shares of all shares with voting rights present at the Meeting	2,137,000 shares or 0.014% shares of all shares with voting rights present at the Meeting	0 shares or 0.00% shares of all shares with voting rights present at the Meeting
Agenda VI	14,865,874,197 shares or 95.573% shares of all shares with voting rights present at the Meeting	678,754,346 shares or 4.364% shares of all shares with voting rights present at the Meeting	9,794,393 shares or 0.063% shares of all shares with voting rights present at the Meeting

- The resolutions of the meeting are as follow:

First Agenda:

- Approve the Company's Annual Report for the 2019 financial year, Comprise of the Board of Commissioners Supervisory Action Report for the 2019 financial year, and ratify the Financial Statements of the Company for the 2019 financial year which had been audited by the Office of the Registered Public Accountants Purwantono, Sungkoro & Surja – global network of Ernst & Young member firms according to the Office of the Registered Public Accountants Report Number 00014/2.1032/AU.1/07/1008-2/1/2020 dated January 20, 2020, with opinion: The Consolidated Financial Statements have been presented fairly, in all material respects.
- Approve and ratify the Annual Report of Partnership and Community Development Program including Financial Statements of Partnership and Community Development Program for the 2019 financial year, which has been audited by the Office of the Registered Public Accountants Purwantono, Sungkoro & Surja – global network of Ernst & Young member firms according to the Office of the Registered Public Accountants Report Number 00071/2.1032/AU.2/10/1008-2/1/1/2020 dated February 3, 2020, with opinion: The Financial Statements have been presented fairly, in all material respects.
- Grant full release and discharge (*volledig acquit et de charge*) to all members of the Board of Directors and the Board of Commissioners from the management actions and from the supervisory actions they carried out in the 2019 financial year including the management and supervisory actions to the Partnership and Community Development Program, to the extent that such actions do not constitute criminal offenses; and such actions are reflected in the Company's Annual Report and Financial Statements as well as Annual Report of Partnership and Community Development Program for the 2019 financial year.

In addition to the above resolutions, the Company has also reported to the following:

- In compliance with the Financial Services Authority Regulations Number 51/POJK.03/2017 regarding the Implementation of Sustainable Finance for Financial Services Institutions, Issuer Companies, and Publicly Listed Companies, the Company has communicated the Sustainable Financial Action Plan to the Shareholders.
- The Company has also explained the progress of the preliminary of the PSAK 71 Implementation – Financial Instrument which is adopted from IFRS 9 – Financial Instrument effective on January 1, 2020.
- Furthermore, in compliance with the Ministry of the SOE Regulations Number PER 12/MBU/2012 pertaining Supporting Organ of Board of Commissioner/Board of SOE Supervisory, the Company has submitted the changes report of the composition of the Company Audit Committee, Risk Monitoring Committee, Nomination and Remuneration Committee and also Integrated GCG Committee.

There were 10 (ten) people who raised questions in the First Meeting Agenda.

Second Agenda:

Approve and allocate the use of the Net Profits of the Company for the 2019 financial year amounted Rp15,384,476,033,351.00 (fifteen trillion three hundred eighty-four billion four hundred seventy-six million thirty-three thousand three hundred fifty-one Rupiah) hereinafter shall be referred to as "the Net Profits for the 2019 Financial Year" as follows:

- A dividend of 25% or Rp3,846,119,011,149.58 (three trillion eight hundred forty six billion one hundred nineteen million eleven thousand one hundred forty nine Rupiah point fifty eight cents) designated as cash dividend distributed to the shareholders which will be paid with following provisions:
 - Republic of Indonesia dividend regarding 60% shares or amounted Rp2,307,671,406,731 (two trillion three hundred seven billion six hundred seventy-one million four hundred six thousand seven hundred thirty-one Rupiah) will be paid to State General Treasury account.
 - While for the ownership of 40% of public shares or a value of Rp1,538,447,604,418.58 (one trillion five hundred thirty eight billion four hundred forty seven million six hundred four thousand four hundred eighteen Rupiah point fifty eight cents) will be given to shareholders in accordance with their respective ownership.
 - To grant power and authority to the Company's Board of Directors with the substitution rights to set the schedule and the procedures for distribution for the 2019 Financial Year cash dividends in accordance with prevailing regulations.
- A sum of 75% or Rp11,538,357,022,201.42 (eleven trillion five hundred thirty eight billion three hundred fifty seven million twenty two thousand two hundred one Rupiah point forty two cents) is determined as the Retained Earnings.

There were 3 (three) people who raised questions in the Second Meeting Agenda.

Third Agenda:

- To grant power and authority to the Seri A Dwiwarna Shareholders to determine tantiem for the 2019 Financial Year, as well as to determine remuneration/honorarium, allowance, benefit, and other incentives for the Company's Board of Commissioners for the 2020.
- To grant power and authority to the Company's Board of Commissioners with the prior written approval of Seri A Dwiwarna Shareholders to determine tantiem for the 2019 Financial Year, and to determine remuneration/honorarium, allowance, benefit, and other incentives for the Company's Board of Directors for the 2020.

No shareholders or their proxies who raised questions in the Third Meeting Agenda.

Fourth Agenda:

- Approve the appointment of Purwantono, Sungkoro & Surja Public Accountant Office – global network of Ernst & Young member firms, as the Public Accountant Office that will audit the Company's Consolidated Financial Statement and Financial Statement of Partnership and Community Development Program (PKBL) for the 2020 Financial Year.
- Giving authority and power to the Board of Commissioners of the Company to appoint a Public Accountant Office to conduct an audit of the Company's Consolidated Financial Statements in the other period 2020 for the purposes and interests of the Company.
- Delegate the authority to the Board of Commissioners of the Company to determine the honorarium and other requirements applied for such Public Accountant Office, and to appoint a substitute Public Accountant Office in the event the Purwantono, Sungkoro & Surja Public – global network of Ernst & Young member firms Accountant Office, due to any reasons whatsoever, is unable to finish the audit for the Consolidated Financial Statement of the Company and the Financial Statement of Partnership and Community Development Program for the 2020 Financial Year, including to determine the honorarium and other requirements applied for such substitute Public Accountant Office.

No shareholders or their proxies who raised questions in the Fourth Meeting Agenda.

Fifth Agenda:

Approve the Updating Company's Recovery Action Plan in compliance with Regulation of Financial Services Authority Number 14/POJK.03/2017.

There was 1 (one) person who raised questions in the Fifth Meeting Agenda.

Sixth Agenda:

The Sixth Agenda on the Change in the composition of the Board of Director and/or Board of Commissioner of the Company.

Approve:

- To confirm the dismissal with respect to these members of the Board of Commissioners as follow:
Mr. Ari Kuncoro as President Commissioner/Independent Commissioner;
Mr. Hambra as Vice President Commissioner.
Who were appointed by EGMS of 2017 resolution dated November 2, 2017 and AGMS FY 2018 resolution dated May 13, 2019, effective from February 18, 2020 and November 18, 2019, along with the highest appreciation for the thoughtful contribution to the Company during their service as members of the Board of Commissioners.
- To dismiss with respect these members of the Board of Commissioners and Directors as follows:
Mr. Ahmad Fikri Assegaf as Independent Commissioner;
Mr. Pataniari Siahaan as Independent Commissioner;
Mr. Revisond Baswir as Independent Commissioner;
Mr. Achmad Baiquni as President Director;
Mr. Herry Sidharta as Vice President Director;
Mrs. Adi Sulistyowati as Managing Director – Institutional Relation
Mr. Anggoro Eko Cahyo as Managing Director – Consumer Business
Mr. Bob Tyasika Ananta as Managing Director – Treasury & International Banking
Mr. Rico Budidarmo as Managing Director – Risk Management
Mr. Ario Bimo as Managing Director – Finance (CFO)
Mr. Dadang Setiabudi as Managing Director – Information Technology & Operation
Mr. Endang Hidayatullah as Managing Director – Human Capital & Compliance.
Who were appointed by AGMS FY 2016 Resolution, AGMS FY 2014 Resolution, AGMS FY 2014 Resolution, AGMS FY 2014 Resolution, AGMS FY 2014 Resolution, AGMS FY 2014 Resolution, AGMS FY 2014 Resolution, AGMS FY 2014 Resolution, AGMS FY 2014 Resolution, AGMS FY 2017 Resolution, and AGMS FY 2017 Resolution, along with the highest appreciation for the thoughtful contribution to the Company during their service as members of the Board of Commissioners and Directors.
- To change the nomenclature of the Company's Board of Directors as follows:

No.	Before	After
1.	Managing Director – Micro, Small, Medium Enterprises & Network	Managing Director – Micro, Small, Medium Enterprises
2.	-	Managing Director - Network

No.	Name	Before	After
1.	Putrama Wahyu Setyawan	Managing Director – Corporate Banking	Managing Director – Treasury & International Banking
2.	Tambok P.S. Simanjuntak	Managing Director – Micro, Small, Medium Enterprises & Network	Managing Director – Micro, Small, Medium Enterprises

Which were appointed by AGMS FY 2015 Resolution and AGMS FY 2017 Resolution, with the tenure continuing his/her tenure as Directors based on each GMS resolutions.

- To appoint the following names as the member of the Board of Commissioners and Directors:
 - Mr. Agus Dermawan Wintarto Martowardojo as President Commissioner/Independent Commissioner.
 - Mr. Pradjoto as Vice President Commissioner/Independent Commissioner
 - Mr. Susyanto as Commissioner
 - Mr. Asmawi Syam as Independent Commissioner
 - Mr. Septian Hario Seto as Independent Commissioner
 - Mr. Iman Sugema as Independent Commissioner
 - Mr. Herry Sidharta as President Director
 - Mr. Anggoro Eko Cahyo as Vice President Director
 - Mr. Benny Yoslim as Managing Director – Corporate Banking
 - Mrs. Corina Leyla Karnalies as Managing Director – Consumer Business
 - Mr. Sigit Prastowo as Managing Director – Finance (CFO)
 - Mr. Osbal Saragi Rumahorbo as Managing Director – Risk Management
 - Mr. Y.B. Hariantono as Managing Director - Information Technology and Operation
 - Mr. Bob Tyasika Ananta as Managing Director – Human Capital and Compliance
 - Mr. Sis Apik Wijayanto as Managing Director - Institutional Relation
 - Mrs. Adi Sulistyowati as Managing Director – Services and Network
- The expiry term of service of appointed member of the Board of Commissioners and Directors as mentioned on the Point 5, according to the Company Articles of Association, with respect to the prevailing regulations in the field of capital market and without prejudice to the right of the GMS to dismiss at any time.
- With the confirmation of dismissal, dismissal, change of the nomenclature, transfer of assignment, and the appointment of the member of the Board of Commissioners and Directors, as mentioned on the Point 1, 2, 3, 4, and 5, the composition of the Board of Commissioners and Directors of the Company as follows:
 - The Board of Commissioners**
 - Mr. Agus Dermawan Wintarto Martowardojo as President Commissioner/Independent Commissioner.
 - Mr. Pradjoto as Vice President Commissioner/Independent Commissioner
 - Mrs. Rath Nurdiali as Commissioner
 - Mr. Askolani as Commissioner
 - Mr. Joni Swastanto as Commissioner
 - Mr. Susyanto as Commissioner
 - Mr. Sigit Widyawan as Independent Commissioner
 - Mr. Asmawi Syam as Independent Commissioner
 - Mr. Septian Hario Seto as Independent Commissioner
 - Mr. Iman Sugema as Independent Commissioner
 - The Board of Directors**
 - Mr. Herry Sidharta as President Director
 - Mr. Anggoro Eko Cahyo as Vice President Director
 - Mr. Benny Yoslim as Managing Director – Corporate Banking
 - Mrs. Corina Leyla Karnalies as Managing Director – Consumer Business
 - Mrs. Tambok P.S. Simanjuntak as Managing Director – Micro, Small, Medium Enterprises
 - Mr. Putrama Wahyu Setyawan as Managing Director – Treasury and International Banking
 - Mr. Sigit Prastowo as Managing Director – Finance (CFO)
 - Mr. Osbal Saragi Rumahorbo as Managing Director – Risk Management
 - Mr. Y.B. Hariantono as Managing Director - Information Technology and Operation
 - Mr. Bob Tyasika Ananta as Managing Director – Human Capital and Compliance
 - Mr. Sis Apik Wijayanto as Managing Director - Institutional Relation
 - Mrs. Adi Sulistyowati as Managing Director – Services and Network

- The appointed member of the Board of Commissioner as mentioned on the Point 2 who are still in 8. The members of the Board of Commissioners and Directors who were appointed as mentioned on the Point 5, can only carry out their duties after obtaining the approval from the OJK.
- The members of the Board of Commissioner and Directors who were appointed as mentioned on the Point 5 who still hold other position which prohibited by prevailing regulations to served concurrently with the position as the member of the Board of Commissioners Directors of SOE, should propose for resignation or dismissed from previous position.
- To request to the Directors to submit written requests to OJK for conducting the Fit and Proper Test on members of the Board of Commissioners and Directors appointed referred to Point 5.
- To grant power and authority with substitution rights to the Company's Board of Directors to state the Decisions of this Meeting in a deed before a Notary Public or authorized officer and adjusts and/or correct as required by the authorized officers for the purpose of the resolutions.

No shareholders or their proxies who raised questions in the Sixth Meeting Agenda.

Furthermore, according to the resolution of the Second Agenda as mentioned above where it has been decided the payment of dividends, from the Company's Net Profit amounted to Rp3,846,119,011,149.58 or Rp206.241078 per share will pay to the shareholder of the Company.

According to above matters, the Company announce of the schedule and the procedures of cash dividend payment of the 2019 Financial Year as follows:

No.	Activities	Date
1.	Last date of the trading period of the Company's share on the stock exchange with dividends rights (Cum Dividends) <ul style="list-style-type: none">Regular and Negotiation MarketsCash Market	February 28, 2020 March 3, 2020
2.	First date of the trading period of the Company's shares on the Stock Exchange without dividends rights (Ex Dividends) <ul style="list-style-type: none">Regular and Negotiation MarketsCash Market	March 2, 2020 March 4, 2020
3.	Recording date (the date of Registered Shareholders who entitled to receive cash dividend)	March 3, 2020
4.	Payment date for Cash Dividends for the Financial Year of 2019	March 24, 2020

The procedures of cash dividend payment:

- Cash dividend will be paid to Shareholders as recorded in Shareholder Register (DPS) of the Company on **March 3, 2020** and/or in the sub securities account in Collective Custodian of the Indonesian Central Securities Depository or PT Kustodian Sentral Efek Indonesia (KSEI) at the closing of the Indonesian Stock Exchange trading session on **March 3, 2020**.
- Shareholders whose shares are deposited in KSEI, the cash dividend shall be paid through KSEI and distributed to the Account of the Securities Company and/or Custodian Bank on **March 24, 2020**. The receipt of the payment of the cash dividend shall be delivered by KSEI to the Securities Company and/or Custodian Bank where Shareholders open his/her Account. Shareholders whose shares are not deposited in KSEI, the cash dividend will be transfer directly to the Shareholders account.
- The cash dividend is subject to taxes as regulated under the prevailing Indonesia Tax Regulation. The Company will automatically deduct the income tax from the cash dividend payment.
- Shareholders who are Domestic Assessable organized as Legal Entity and has not submitted NPWP should submit it to KSEI or PT Datindo Entrycom (BAE) with address on Puri Datindo, Jl. Hayam Wuruk, Jakarta 10120 at the latest on **March 3, 2020** at 4.00 pm. Without NPWP, cash dividend payment is subject to 100% higher than the normal tariff.
- Shareholders who are Foreign Assessable that tax deduction rate is in accordance to Agreement on the Prevention of the Imposition of Dual Taxes (Peretujuan Penghindaran Pajak Berganda "P3B"), obligate to fulfill the requirement of Directorate General Of Taxes Regulation PER-10/PJ/2017 on Procedure for Application of Double Taxation Agreements
- as well as submit DGT-1 or DGT-2 Form that has been legalized by local Kantor Pelayanan Pajak Perusahaan Masuk Bursa to KSEI or PT Datindo Entrycom. Without the required documents, cash dividend payment is subject to a 20% income tax.

Jakarta, February 24, 2020
PT Bank Negara Indonesia (Persero)Tbk
The Board of Directors

