

# 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"** that the Company has convened the Annual General Meeting of Shareholders hereinafter called **"Meeting"** as follows:

A. On: : Tuesday  
Day : March 20, 2018  
Time : 02:00 PM  
Venue : Ballroom, Shangri-La Hotel  
Kota BNI, Jl. Jenderal Sudirman Kav. 1, Jakarta 10220

## 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 2017 including submission of accountable report for the use of proceeds from Public Offering of the Revolving Bond I of BNI Phase I for the year 2017 and granting full release and discharge (volidé 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 2017.
- The approval of the use of the Net Profits of the Company's for the financial year 2017.
- The determination of the remuneration (salary, allowance, and facilities) for the Board of Directors and Board of Commissioners of the Company for the year 2018 as well as tantien for the year 2017.
- 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 2018.
- The approval of the Recovery Plan Report of the Company.
- The determination of the validation of the Ministry of SOE Regulation No. Per-02/MBU/7/2017 regarding the Second Amendment of the Ministry of SOE Regulation No. Per-09/MBU/07/2015 regarding the Partnership & Community Development Program.
- The approval on the amendment of the Company's Articles of Association.
- The change in the member of the Board of Directors and/or Board of Commissioners of the Company.

- B. The member of Board of Directors and Board of Commissioners of the Company who were attend the Meeting.

## The Board of Directors:

- President Director Mr. Achmad Baiquni
- Vice President Director Mr. Henry Sidarta
- CFO Mr. Rico Rizal Budidarmo
- Director Mr. Putrarna Wahyu Setiawan
- Director Mr. Anggoro Eko Cahyo
- Director Mr. Panji Irawan
- Director Mr. Catut Budi Harto
- Director Mrs. Adi Sulistyowati
- Director Mr. Bob Tyasika Ananta
- Director Mr. Imam Budi Sarjito

## The Board of Commissioners:

- President Commissioner/Independent Commissioner Mr. Bpk. An Kuncoro
- Vice President Commissioner Mr. Wahyu Kuncoro
- Independent Commissioner Mr. Pataniari Siahaan
- Independent Commissioner Mr. Revisond Baswir
- Commissioner Mr. Bistok Simbolon
- Commissioner Mr. Marwanto Harjowiryo
- Commissioner Mr. Joni Swastanto
- Independent Commissioner Mr. Ahmad Fikri Assegaf and also attended by 16,329,884,642 shares including The Series A Dwiwarna Share with valid voting rights or equal with 87.57% of total shares with valid voting rights. that have been issued by the Company

- C. The shareholders/proxies were given opportunity in the meeting to raise questions and/or opinions related to the meeting agenda.

- D. There was no questioner in the Meeting Agenda.

- E. Resolutions mechanism in the Meeting as follows:

- 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.

- F. The resolutions were resolved by way of voting

Agenda	Affirmative Vote	Non Affirmative Vote	Abstain
Agenda I	16,294,383,042 shares or 99.78% shares of all shares with voting rights present at the Meeting	9,994,200 shares or 0.06% shares of all shares with voting rights present at the Meeting	25,507,400 shares or 0.16% shares of all shares with voting rights present at the Meeting
Agenda II	16,253,252,242 shares or 99.85% shares of all shares with voting rights present at the Meeting	75,832,400 shares or 0.46% shares of all shares with voting rights present at the Meeting	800,000 shares or 0.00% shares of all shares with voting rights present at the Meeting
Agenda III	15,711,499,429 shares or 96.21% shares of all shares with voting rights present at the Meeting	606,898,813 shares or 3.72% shares of all shares with voting rights present at the Meeting	11,486,400 shares or 0.07% shares of all shares with voting rights present at the Meeting
Agenda IV	15,640,575,837 shares or 95.78% shares of all shares with voting rights present at the Meeting	688,508,805 shares or 4.22% shares of all shares with voting rights present at the Meeting	800,000 shares or 0.00% shares of all shares with voting rights present at the Meeting
Agenda V	16,305,925,487 shares or 99.85% shares of all shares with voting rights present at the Meeting	23,159,155 shares or 0.14% shares of all shares with voting rights present at the Meeting	800,000 shares or 0.00% shares of all shares with voting rights present at the Meeting
Agenda VI	16,319,090,442 shares or 99.93% shares of all shares with voting rights present at the Meeting	9,994,200 shares or 0.06% shares of all shares with voting rights present at the Meeting	800,000 shares or 0.00% shares of all shares with voting rights present at the Meeting
Agenda VII	12,014,624,743 shares or 73.57% shares of all shares with voting rights present at the Meeting	4,301,745,199 shares or 26.34% shares of all shares with voting rights present at the Meeting	13,514,700 shares or 0.08% shares of all shares with voting rights present at the Meeting
Agenda VIII	12,019,850,702 shares or 73.61% shares of all shares with voting rights present at the Meeting	4,297,927,040 shares or 26.32% shares of all shares with voting rights present at the Meeting	12,106,900 shares or 0.07% shares of all shares with voting rights present at the Meeting

- G. The resolutions of the meeting are as follow :

## First Agenda:

- Approve the Company's Annual Report for the 2017 financial year, comprise of the Board of Commissioners Supervisory Action Report for the financial year ended on December 31, 2017, and ratify the Financial Statements of the Company for the financial year ended on December 31, 2017 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 No. RPC-5875/SS/2018 dated January 15, 2018, with opinion "The Consolidated Financial Statements have been presented fairly, in all material respects, the consolidated financial position of the Company and its subsidiaries dated December 31, 2017 and its financial performance and cash flows consolidated for the year ended on that date in accordance with Financial Accounting Standards in Indonesia."

- Approve and ratify the Annual Report of Partnership Program and Local Community Development Program including Financial Statements of Partnership Program and Local Community Development Program for the financial year ended on December 31, 2017, 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 No. RPC-5806/ PSS/2018 Februari 26, 2018 with opinion "The Financial Statements have been presented fairly, in all material respects, Financial Statements of Partnership Program and Local Community Development Program for the financial year ended on December 31, 2017, and its financial performance and cash flows for the year ended on that date, in accordance with Financial Accounting Standards Entities Without Public Accountability."
- Accept the accountable report for the use of proceeds from public offering of the Revolving Bond I of BNI Phase I for the year 2017 of Rp3,000,000,000,000.00.
- Grant full release and discharge (volidé 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 financial year ended on December 31, 2017 including the management and supervisory actions to the Partnership Program and Local 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 Program and Local Community Development Program for the financial year ended on December 31, 2017.

Furthermore, in compliance with the Ministry of the SOE Regulations No. PER 12/MBU/2012 dated August 24, 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, Remuneration and Nomination Committee and also Integrated GCG Committee.

## Second Agenda:

Approve and allocate the use of the Net Profits of the Company for the financial year ended on December 31, 2017 amounted Rp13,616,475,751,926.00 hereinafter shall be referred to as "The Net Profits of the 2017 as follows:

- A dividend of 25% or Rp3,404,118,937,882.00 and additional special dividend of 10% or Rp1,361,847,575,192.80, bringing dividend in total a sum of 35% or Rp4,765,766,513,174.80 designated as cash dividend distributed to the shareholders which will be paid with following provisions:
  - Government dividend regarding 60% shares or amounted Rp2,859,459,907,904.88 will be paid to State General Treasury
  - 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 of the 2017 Financial Year cash dividends in accordance with prevailing regulations.
- A sum of 65% or Rp8,850,709,238,753.20 is determined as the Retained Earnings.

## Third Agenda:

- To grant power and authority to the Seri A Dwiwarna Shareholders to determine tantien for the fiscal year 2017, as well as to determine remuneration/honorarium, allowance, benefit, and other incentives for the Company's Board of Commissioners for the fiscal year 2018.
- To grant power and authority to the Company's Board of Commissioners with the prior approval of Seri A Dwiwarna Shareholders to determine tantien for the fiscal year 2017, and to determine remuneration/honorarium, allowance, benefit, and other incentives for the Company's Board of Directors for the fiscal year 2018.

## Fourth Agenda:

- Approve determining Purwantono, Sungkoro & Surja Public Accountant Office (Ernst & Young) as the Public Accountant Office to audit the Consolidation Financial Statement of the Company and the Financial Statement of Partnership Program and Local Community Development Program for the 2018 Financial Year.
- 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 determine a substitute Public Accountant Office in the event the Purwantono, Sungkoro & Surja Public 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 Program and Local Community Development Program for the 2018 Financial Year, including to determine the honorarium and other requirements applied for such substitute Public Accountant Office.

## Fifth Agenda:

Approve the Company's Recovery Plan in compliance with Regulation of Financial Services Authority No. 14/POJK.03/2017 on the Recovery Plan for the Systemic Bank.

## Sixth Agenda:

- Approved the validation of the Ministry of the SOE Regulation No. PER-02/MBU/7/2017 regarding the second amendment of the Ministry of the SOE Regulation No. PER-09/MBU/07/2015 regarding the State Owned Enterprises Partnership and Community Development Program (PKBL), and further amendments.
- Granting power to the Company's Board of Commissioners with the prior written approval of Seri A Dwiwarna Shareholders related to the authority of GMS according to the Ministry of SOE Regulation No. PER-09/MBU/07/2015 as amended by the Ministry of SOE Regulation No. PER-02/MBU/7/2017, and further amendments.

## Seventh Agenda:

- Approve the Amendment of the Company's Articles of Association with condition not regulate the clause to increase the rights of Seri A Dwiwarna shares.
- Approve to reconstitute the entire provisions of the Company's Articles of Association with regard to the such changes as stated in item 1 decision above.
- Granting power and authority with substitution rights to the Board of Directors, to conduct any action which is required in connection with this Meeting Agenda decision, including reconstitute and restate the entire of the Company's Articles of Association in authentic documents before the Notary and report these changes to the relevant authorities to ask approval and/or receipt of the notification of the changes of the Company's Articles of Association, to conduct any action which is required and useful for this purpose without exception, including to make additions and/or changes in the Amendment of the Company's Articles of Association if it is required by the relevant authorities.

## Eighth Agenda:

- To dismiss with respect the following names:
  - Mr. Panji Irawan as Director;
  - Mr. Imam Budi Sarjito as Director.The dismissal is effective on the date of this Annual General Meeting of Shareholders along with highest appreciation for the thoughtful contribution to the Company during their service as member of the Company's Board of Director.
- To change the nomenclature of the Company's Board of Directors as follows:

No.	Before	After
1.	Director	Director of Corporate Banking
2.	Director	Director of Small Business and Network
3.	Director	Director of Treasury and International Banking
4.	Director	Director of Finance
5.	Director	Director of Information Technology and Banking Operation
6.	Director	Director of Institutional Relation
7.	Director	Director of Risk Management
8.	Director	Director of Compliance
9.	Director	Director of Compliance

- To transfer the following Directors assignment:

No.	Name	Before	After
1.	Putrarna Wahyu Setiawan	Director	Director of Corporate Banking
2.	Catut Budi Harto	Director	Director of Small Business and Network
3.	Rico Rizal Budidarmo	Director	Director of Treasury and International Banking
4.	Anggoro Eko Cahyo	Director	Director of Finance
5.	Adi Sulistyowati	Director	Director of Institutional Relation
6.	Bob Tyasika Ananta	Director	Director of Risk Management

- To appoint the following names as the Company's Directors:

- Mrs. Tambok P.S. Simanjuntak as Director of Retail Banking
- Mr. Endang Hidayatullah as Director of Compliance
- Mr. Dadang Setiabudi as Director of Information Technology and Banking Operation

The expiry term of service of appointed member of the Board of Directors is until the closing of the Annual General Meeting of Shareholders on the 5th (fifth) anniversary since his appointment, which is the Annual General Meeting of Shareholders in 2022, regarding regulation in the field of capital market, but without prejudice to the right of a General Meeting of Shareholders meeting to dismiss at any time.

- To appoint Mr.Sigit Widayawan as the Company's Independent Commissioner.

The expiry term of service of appointed member of the Board of Commissioner is until the closing of the Annual General Meeting of Shareholders on the 5th (fifth) anniversary since his appointment, which is the Annual General Meeting of Shareholders in 2022, regarding regulation in the field of capital market, but without prejudice to the right of a General Meeting of Shareholders meeting to dismiss at any time.

- With the dismissal, the change of the nomenclature, the transfer of assignments, and the appointment of the Company's Directors and Independent Commissioner, the composition of members of Board of Directors and Board of Commissioners shall be as follows:

## a. The Board of Directors

- Mr. Achmad Baiquni as President Director
- Mr. Henry Sidarta as Vice President Director
- Mr. Putrarna Wahyu Setiawan as Director of Corporate Banking
- Mrs. Tambok P.S. Simanjuntak as Director of Retail Banking
- Mr. Catut Budi Harto as Director of Small Business and Network
- Mr. Rico Rizal Budidarmo as Director of Treasury and International Banking
- Mr. Anggoro Eko Cahyo as Director of Finance
- Mr. Dadang Setiabudi as Director of Information Technology and Banking Operation
- Mrs. Adi Sulistyowati as Director of Institutional Relation
- Mr. Bob Tyasika Ananta as Director of Risk Management
- Mr. Endang Hidayatullah as Director of Compliance

## b. The Board of Commissioners

- Mr. An Kuncoro as President Commissioner/Independent Commissioner
- Mr. Wahyu Kuncoro as Vice President Commissioner
- Mr. Pataniari Siahaan as Independent Commissioner
- Mr. Revisond Baswir as Independent Commissioner
- Mr. Ahmad Fikri Assegaf as Independent Commissioner
- Mr. Bistok Simbolon as Commissioner
- Mr. Joni Swastanto as Commissioner
- Mr. Marwanto Harjowiryo as Commissioner
- Mr. Sigit Widayawan as Independent Commissioner

- To grant power and authority with substitution rights to the Company's Board of Directors to take all actions necessary relating to the above mentioned decisions in accordance with prevailing regulations, including to the Company's Decisions in a separate deed before a Notary Public and to register the composition of the members of the Company's Board of Commissioners and Board of Directors to the Ministry of Law and Human Rights of the Republic of Indonesia and to ask Indonesia Financial Services Authority to undergo a Fit and Proper Test to the Board candidates according to applicable regulations.

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 Rp4,765,766,513,174.80 or Rp255,555,488 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 as follows:

## The schedule of cash dividend payment

No	Activities	Date
1	• Cum Dividend in Regular Market and Negotiable Market • Cum Dividend in Cash Market	March 27, 2018 April 2, 2018
2	• Ex Dividend in Regular Market and Negotiable Market • Ex Dividend in Cash Market	March 28, 2018 April 3, 2018
3	Recording date (the date of Registered Shareholders who entitled to receive cash dividend)	April 2, 2018
4	Cash dividend payment	April 20, 2018

## The procedures of cash dividend payment:

- Cash dividend will be paid to Shareholders as recorded in Shareholder Register (DPS) of the Company on April 2, 2018 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 April 2, 2018.
- 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 April 20, 2018. 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 Entycom (BAE) with address on Puri Datindo, Jl. Hayam Wuruk, Jakarta 10120 at the latest on April 2, 2018 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 (Perseutujuan 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 Entycom. Without the required documents, cash dividend payment is subject to a 20% income tax.

Jakarta, March 22, 2018  
PT Bank Negara Indonesia (Persero) Tbk  
The Board of Directors of the Company