



MANIMBUL LUHUT SITORUS

PENERJEMAH RESMI & DISUMPAH
CERTIFIED, AUTHORIZED AND SWORN TRANSLATORS

MULTILINGUAL TRANSLATION SERVICES:

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MINUTES OF EXTRAORDINARY

GENERAL MEETING OF SHAREHOLDERS

PERUSAHAAN PERSEROAN (PERSERO)

PT BANK NEGARA INDONESIA Tbk

abbreviated into PT BANK NEGARA INDONESIA (PERSERO) Tbk

Number: 01.-

-On this day, Tuesday, the twelfth of January, two thousand and sixteen (12-01-2016).-----

-At 11.26 (twenty six minutes past eleven) Western-----
Indonesia Time.-----

-I, **KRISTANTI SURYANI**, Sarjana Hukum, Magister-----
Kenotariatan, a Notary Public in Central Jakarta-----
Municipality, in the presence of witnesses who are-----
known to me, the Notary Public and whose names will be
mentioned at the closing part of this deed.-----

-At the request of the Board of Directors of **PERUSAHAAN
PERSEROAN (PERSERO) PT BANK NEGARA INDONESIA Tbk**
abbreviated into PT BANK NEGARA INDONESIA (PERSERO)
Tbk, a limited liability company domiciled in Central
Jakarta, having its head office at BNI Building, Jalan
Jenderal Sudirman Kavling 1, Jakarta 10220, the articles
of association of which and the amendments thereof had



been promulgated in the State Gazette of the Republic of Indonesia, consecutively as follows:-----

- The State Gazette of the Republic of Indonesia dated the eleventh of September, nineteen hundred and ninety two (11-09-1992) Number: 73, Supplement Number: 1A;-----
- The State Gazette of the Republic of Indonesia dated the twentieth of October, nineteen hundred and ninety two (20-10-1992) Number: 84, Supplement Number: 008A;-----
- The State Gazette of the Republic of Indonesia dated the twentieth of September, nineteen hundred and ninety six (20-09-1996) Number: 76, Supplement Number: 8145;-----
- The State Gazette of the Republic of Indonesia dated the twenty fifth of August, nineteen hundred and ninety eight (25-08-1998) Number: 68, Supplement Number: 4899;-----
- The State Gazette of the Republic of Indonesia dated the twenty fourth of August, nineteen hundred and ninety nine (24-08-1999) Number: 68, Supplement Number: 5208;-----
- The State Gazette of the Republic of Indonesia dated the twentieth of February, two thousand and one (20-02-2001) Number: 15, Supplement Number: 70;-----



- The State Gazette of the Republic of Indonesia dated the eighth of January, two thousand and two (08-01-2002) Number: 3, Supplement Number: 19;-----
- The State Gazette of the Republic of Indonesia dated the thirtieth of April, two thousand and two (30-04-2002) Number: 35, Supplement Number: 4183;-----
- The State Gazette of the Republic of Indonesia dated the tenth of September, two thousand and two (10-09-2002) Number: 73, Supplement Number: 684;-----
- The State Gazette of the Republic of Indonesia dated the twenty eighth of October, two thousand and three (28-10-2003) Number: 86, Supplement Number: 785;-----
- The State Gazette of the Republic of Indonesia dated the ninth of January, two thousand and four (09-01-2004) Number: 3, Supplement Number: 27;-----
- The State Gazette of the Republic of Indonesia dated the thirtieth of January, two thousand and four (30-01-2004) Number: 9, Supplement Number: 1152;-----
- The State Gazette of the Republic of Indonesia dated the twenty eighth of July, two thousand and



- six (28-07-2006) Number: 60, Supplement Number:
791;-----
- The State Gazette of the Republic of Indonesia
dated the twenty eighteenth of May, two thousand
and seven (18-05-2007) Number: 40, Supplement
Number: 524;-----
 - The State Gazette of the Republic of Indonesia
dated the first of April, two thousand and eight
(01-04-2008) Number 27, Supplement Number: 262;
 - The State Gazette of the Republic of Indonesia
dated the twenty third of December, two thousand
and eight (23-12-2008) Number: 103, Supplement
Number: 29015;-----
 - The State Gazette of the Republic of Indonesia
dated the thirteenth of July, two thousand and
twelve (13-07-2012) Number: 56, Supplement-----
Number: 1263/L;-----
 - The State Gazette of the Republic of Indonesia
dated the seventeenth of April, two thousand and
twelve (17-04-2012) Number: 31, Supplement Number:
18354;-----
 - The State Gazette of the Republic of Indonesia
dated the seventeenth of September, two thousand
and thirteen (17-09-2013) Number: 75, Supplement
Number: 1380/L;-----
 - The State Gazette of the Republic of Indonesia



dated the twenty eighth of March, two thousand and fourteen (28-03-2014) Number: 25, Supplement Number: 2102/L;-----

Subsequently the same had been amended by means of the deed Number: 35, dated the seventeenth of March, two thousand and fifteen (17-03-2015), drawn up before Fathiah Helmi, Sarjana Hukum, a Notary Public in Jakarta, the Receipt of Notification of the Amendments to the Articles of Association of which had been received and recorded in the Legal Entities Administration System database of the Ministry of Law and Human Rights of the Republic of Indonesia dated the fourteenth of April, two thousand and fifteen (14-04-2015), Number: AHU-AH.01.03-0776526.

-While the most recent composition of the members of the Board of Commissioners and the members of the Board of Directors of the Company is contained in the deed Number: 7, dated the ninth of November, two thousand and fifteen (09-11-2015) drawn up before Fathiah Helmi, Sarjana Hukum, a Notary Public in Jakarta, the Receipt of Notification of the Amendments to the Company's Data of which had been received and recorded in the Legal Entities Administration System database of the Ministry of Law and Human Rights of the Republic of Indonesia dated the tenth of November, two thousand and fifteen (10-11-2015), Number: AHU-AH.01.03-0978667.-----



-Hereinafter PERUSAHAAN PERSEROAN (PERSERO) PT BANK NEGARA INDONESIA Tbk abbreviated into PT BANK NEGARA INDONESIA (PERSERO) Tbk in this deed shall be referred to as the "Company" or "BNI".-----

Present at the 25th Floor Auditorium of BNI Building, Jalan Jenderal Sudirman Kavling 1, Jakarta 10220.-----

-In order to draw up Minutes of Meeting regarding all matters to be discussed and resolved/decided in an Extraordinary General Meeting of Shareholders of the Company (hereinafter shall be referred to as the "**Meeting**"), and such Meeting was held on the day, the date, at the time and the place as mentioned above. Present in the Meeting and therefore appearing before me, the Notary Public:--

I. Members of the Company's Board of Commissioners;---

1. Mr. **PRADJOTO**, born in , on the

, the Vice President Commissioner/
Independent Commissioner of the Company,
concurrently as the caretaker of the President
Commissioner/Independent Commissioner, an
Indonesian citizen, residing in South Jakarta,



-The holder of Resident's Identity Card with the
Population Registration Number:

-according to his statement in this matter acting
in his capacity as the Vice President Commis-
sioner/Independent Commissioner of the Company/
concurrently as the caretaker of the President
Commissioner/Independent Commissioner.-----

2. Mrs. **ANNY RATNAWATI**, born in , on the

an Independent Commis-
sioner of the Company, an Indonesian citizen,
residing in Bogor Municipality,

-The holder of Resident's Identity Card with the
Population Registration Number:

-according to his statement in this matter acting
in his capacity as an Independent Commissioner of
the Company.-----



3. Mr. **PATANIARI SIAHAAN**, born in _____, on the

_____ a Commissioner of the
Company, an Indonesian citizen, residing in
South Jakarta, _____

-The holder of Resident's Identity Card with the
Population Registration Number:-----

-according to his statement in this matter acting
in his capacity as a Commissioner of the Company.

4. Mr. **ZULKIFLI ZAINI**, born in _____ on the

_____, a Commissioner/an
Independent Commissioner of the Company, an
Indonesian citizen, residing in South Jakarta,

-The holder of Resident's Identity Card with the
Population Registration Number:-----



-according to his statement in this matter acting
in his capacity as an Independent Commissioner
of the Company.-----

5. Mr. **DANIEL THEODORE SPARRINGA**, born in
on the

a Commissioner/an
Independent Commissioner of the Company, an
Indonesian citizen, residing in Surabaya,

-The holder of Resident's Identity Card with the
Population Registration Number:-----

-currently being present in Jakarta;-----
-according to his statement in this matter acting
in his capacity as an Independent Commissioner
of the Company.-----

6. Mr. Doktorandus **KIAGUS AHMAD BADARUDDIN**, Master



of Science, born in _____ on the

_____, a Commissioner of the Company,
an Indonesian citizen, residing in South Jakarta,

-The holder of Resident's Identity Card with
the Population Registration Number:-----

-according to his statement in this matter acting
in his capacity as a Commissioner of the Company.

7. Mr. **REVRISOND BASWIR**, born in _____, on the

_____, a Commissioner of
the Company, an Indonesian citizen, residing in
Yogyakarta, 1

-The holder of Resident's Identity Card with the
Population Registration Number:-----



-currently being present in Jakarta;-----
-according to his statement in this matter acting
in his capacity as a Commissioner of the Company.

8. Mr. **JOSEPH FELLIPUS PETER LUHUKAY**, born in
on the
a
Commissioner/an Independent Commissioner of the
Company, an Indonesian citizen, residing in South
Jakarta,

-The holder of Resident's Identity Card with the
Population Registration Number:-----

-according to his statement in this matter acting
in his capacity as an Independent Commissioner
of the Company.-----

II. Members of the Company's Board of Directors;-----

1. Mr. **ACHMAD BAIQUNI**, born in , on the



the President Director of
the Company, an Indonesian citizen, residing in
South Jakarta,

-The holder of Resident's Identity Card with the
Population Registration Number:-----

-according to his statement in this matter acting
as the President Director of the Company.-----

2. Mr. **SUPRAJARTO**, born in , on the

the Vice President Director of
the Company, an Indonesian citizen, residing in
East Jakarta,

-The holder of Resident's Identity Card with the
Population Registration Number:-----



-according to his statement in this matter acting
in his capacity as the Vice President Director
of the Company.-----

3. Mr. Doktorandus **SUTANTO**, Master of Business
Administration, born in . on the

, a Director of the Company, an
Indonesian citizen, residing in Tangerang Selatan,

-The holder of Resident's Identity Card with the
Population Registration Number:-----

-currently being present in Jakarta;-----

-according to his statement in this matter acting
in his capacity as a Director of the Company.--

4. Mr. **RICO RIZAL BUDIDARMO**, born in on
the

a Director of the



Company, an Indonesian citizen, residing in South
Jakarta,

;-----

-The holder of Resident's Identity Card with the
Population Registration Number:-----

-according to his statement in this matter acting
in his capacity as a Director of the Company.--

5. Mr. **Doktorandus IMAM BUDI SARJITO**, born in

on the

a Director

of the Company, an Indonesian citizen, residing
in West Jakarta,

-The holder of Resident's Identity Card with the
Population Registration Number:-----



-according to his statement in this matter acting
as a Director of the Company.-----

6. Mr. **ANGGORO EKO CAHYO**, born in _____ on the _____

a Director of the
Company, an Indonesian citizen, residing in
Tangerang Municipality,

-The holder of Resident's Identity Card with the
Population Registration Number:-----

-currently being present in Jakarta;-----

-according to his statement in this matter acting
in his capacity as a Director of the Company.--

7. Mr. **Doktorandus HERRY SIDHARTA**, Master of Business Administration, born in _____, on the _____

a Director of the
Company, an Indonesian citizen, residing in South
Jakarta,



-The holder of Resident's Identity Card with the
Population Registration Number:-----

-according to his statement in this matter acting
in his capacity as a Director of the Company.--

8. Mrs. **ADI SULISTYOWATI**, born in , on
the

a Director of the
Company, an Indonesian citizen, residing in
Central Jakarta,

-The holder of Resident's Identity Card with the
Population Registration Number:-----

-according to her statement in this matter acting
in her capacity as a Director of the Company.--



III. Shareholders of the Company;-----

1. Mr. **GATOT TRIHARGO**, born in _____ on the

_____ a Civil Servant (PNS),
an Indonesian citizen, residing in South Jakarta,

-the holder of Resident's Identity Card with the
Population Registration Number:-----

-according to his statement in this matter acting
in his capacity as the Deputy for Financial
Service, Survey Service and Consultant Business
Division of the Ministry of State-Owned Enter-
prises of the Republic of Indonesia, acting by
virtue of the Power of Attorney Number: SKU-
305/MBU/12/2015, dated the fourteenth of
December, two thousand and fifteen (14-12-
2015), drawn up in private form, the original of
which is attached to the master of original copy
of this deed, as the proxy of the Minister of
State-Owned Enterprises of the Republic of



Indonesia, as the Representative of the Government as a shareholder of the State of the Republic of Indonesia with the Perusahaan Perseroan (Persero) PT Bank Negara Indonesia Tbk abbreviated into PT Bank Negara Indonesia (Persero) Tbk, in accordance with the provisions of Article 14 paragraph (2) of the Law Number 19 of 2003 (two thousand and three) regarding State-Owned Enterprises, the Government Regulation Number 41 of 2003 (two thousand and three) and the Government Regulation Number 45 of 2005 (two thousand and five), as well as the Articles of Association of the Perusahaan Perseroan (Persero) PT Bank Negara Indonesia Tbk, and therefore for and on behalf of **THE STATE OF THE REPUBLIC OF INDONESIA**, as the owner and holder of:-----

- a. 1 (one) Dwiwarna A Series share; and -----
- b. 11,189,193,874 (eleven billion one hundred eighty nine million one hundred ninety three thousand eight hundred seventy four) shares, which constitute B Series shares and C Series shares;-----

- 2. **GENERAL PUBLIC** as the holder and owner of 3,437,793,657 (three billion four hundred thirty seven million seven hundred ninety three thousand



B Series shares and C Series shares;-----

IV. Invitee.-----

the President



-the holder of Resident's Identity Card with
the Population Registration Number:-----

-according to her statement in this matter
representing the Securities Administration Agency
of PT Datindo Entrycom, who was present in the
meeting at the invitation of the Company's Board
of Directors.-----

-Based on article 24 paragraph (1) of the Company's
Articles of Association, the one who is entitled to
preside over the Meeting is a member of the Board of
Commissioners appointed by the Board of Commissioners.
In accordance with the letter of the Board of Commissioners
Number: DK/122 dated the twenty second of December, two
thousand and fifteen (22-12-2015), the Board of Commis-
sioners had assigned the Vice President Commissioner,
Mr. Pradjoto, as the Chairperson of the Meeting and Mr.
Zulkifli Zaini as the Substitute Chairperson of the
Meeting I, as well as Mr. Joseph Fellipus Peter Luhukay
as the Substitute Chairperson of the Meeting II.-----

-That before the Meeting was commenced, the person
appearing before me Mr. Pradjoto mentioned above, had
shown to me, the Notary Public, the Register of Share-
holders of the Company as of the eighteenth day of



December, two thousand and fifteen (18-12-2015) up to 16.15 (fifteen minutes past sixteen) Western Indonesia Time, which was issued by PT Datindo Entrycom as the Securities Administration Agency of the Company, and he fully guaranteed that the shareholders as contained in the said Register of Shareholders of the Company are true and the same legally prove regarding the ownership of the Company's shares, and according to his statement the shares owned by the shareholders who were present or represented as mentioned above were in accordance with the Register of Shareholders of the Company mentioned above.-----

-Subsequently the Chairperson of the Meeting opened the Meeting and informed the following matters:-----

A. That in order to fulfill the provisions of Article 8, Article 10 and Article 13 of the Regulation of Financial Services Authority Number: 32/POJK.04/2014 dated the eighth of December, two thousand and fourteen (08-12-2014) regarding the Planning and Implementation of the General Meeting of Shareholders of Public Companies (hereinafter shall be referred to as the **POJK 32**), the Company had served/sent the Plan of Extraordinary General Meeting of Shareholders to the FSA by means of the letter Number DIR/392 dated the twenty fourth of November, two thousand and fifteen (24-11-2015), and had made Announcement of



Extraordinary General Meeting of Shareholders which was published in the Investor Daily and The Jakarta Post dailies on the fourth day of December, two thousand and fifteen (04-12-2015), as well as had served/sent Notice of an Extraordinary General Meeting of Shareholders which was published in the same dailies on the twenty first day of December, two thousand and fifteen (21-12-2015).-----
The Notice of Meeting dated the twenty first day of December, two thousand and fifteen (21-12-2015) shall read and be written as follows:-----

-----NOTICE OF-----
-EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS-
-----PT BANK NEGARA INDONESIA (PERSERO) Tbk-----
-----("THE COMPANY")-----

The Company's Board of Directors hereby invites the Company's Shareholders to attend Extraordinary General Meeting of Shareholders ("the Meeting") which shall be held on:-----

Day/Date : Tuesday/January 12, 2016-----
Time : 11:00 WIB up to end (closing)----
Place : 25th Floor Auditorium of the-----
BNI Building, Jl. Jenderal-----
Sudirman Kav. 1, Jakarta 10220---

Items on Agenda of



**the Meeting : Change to the Company's-----
Management.-----**

This item on the agenda of the Meeting is set up to fulfill the provisions of the Company's Articles of Association and the FSA Regulation No. 33/POJK.04/2014.--

Notes:-----

1. The Company did not send separate invitations to the Shareholders, because this Notice (advertisement) shall constitute an official invitation.-
2. The Shareholders or his/her proxy who will attend the Meeting is/are requested to submit photocopy of his/her KTP (Resident's Identity Card) or photocopy of other valid identity card to the registration officer before entering the Meeting room. The Shareholders in the form of Legal Entities is/are obligated to submit a photocopy of the most recent Articles of Association as well as the most recent deed of appointment of the members of the Board of Directors and the members of the Board of Commissioners or the members of management. Especially with regard to the Shareholders in the Collective Custody of PT Kustodian Sentral Efek Indonesia ("KSEI"), they



are requested to produce/show Written Confirmation of the General Meeting of Shareholders ("KTUR") to the registration officer before entering the Meeting room. In the event that the Shareholder cannot show/produce the KTUR, the relevant Shareholder can still attend the Meeting as long as his/her/its name is included/Registered in the Register of Shareholders and produce identity card that can be verified in accordance with the applicable provisions.-----

3. Those who are entitled to attend or be represented in the Meeting are only the shareholders whose names are included/registered in the Register of Shareholders as of **December 18, 2015 up to 16.15 WIB (Western Indonesia Time)**.-----

4. a) The Shareholders who are unable to attend the meeting may be represented by his/her proxy by submitting lawful Power of Attorney, the form of which shall be determined by the Company's Board of Directors, with the provision that the members of the Board of Directors, the members of the Board of Commissioners and the employees of the Company may act as proxy in the Meeting, but the votes they cast in the meeting as proxy shall not be counted in the casting of votes.-----



b) The form of Power of Attorney is available every workday at the Company's Securities Administration Agency namely PT. Datindo Entrycom, Puri Datindo, Jl. Jend. Sudirman Kav. 34, Jakarta 10220.-----

5. Based on the Regulation of the Minister of State Owned Enterprises (SOE) Number: PER-02/MBU/02/2015 and Number: PER-03/MBU/02/2015 dated February 17, 2015, materials related to the items on the agenda of the Meeting i.e. Change to the Company's Management shall be available no later than the commencement date of the Meeting.

6. To facilitate the arrangement and for the orderliness of the Meeting, the Shareholders or their proxy are requested to be present at the place of the Meeting by **10:30 WIB (Western Indonesia Time)**.-----

Jakarta, December 21, 2015-----

The Company's Board of Directors-----

That one page of the daily newspapers which contains the Announcement and Notice of the Meeting mentioned above is attached to the master of original copy of this deed.-----

B. That in accordance with the Company's Register of Shareholders as of the eighteenth day of December,



two thousand and fifteen (18-12-2015), which was issued by PT Datindo Entrycom as the Securities Administration Agency of the Company, the total number of the Company's issued shares is 18,648,656,458 (eighteen billion six hundred forty eight million six hundred fifty six thousand four hundred fifty eight) shares, consisting of 1 (one) Dwiwarna A Series Share, B Series Shares and C Series Shares.-

C. That in accordance with calculation of the quorum for attendance made by PT Datindo Entrycom as the Securities Administration Agency of the Company, subsequently I, the Notary Public, informed the Meeting that the following shares were present and/or represented in the Meeting:-----

- a. 1 (one) Dwiwarna A Series share having a nominal value of IDR 7,500.00 (seven thousand five hundred Rupiahs).-----
- b. 14,626,987,531 (fourteen billion six hundred twenty six million nine hundred eighty seven thousand five hundred thirty one) registered ordinary shares, which constitutes B Series shares, each share having a nominal value of IDR 7,500.00 (seven thousand five hundred Rupiahs) and C Series shares, each share having a nominal value of IDR 375.00 (three hundred seventy five Rupiahs);-----



or a grand total of 14,626,987,532 (fourteen billion six hundred twenty six million nine hundred eighty seven thousand five hundred thirty two) shares or approximately 79.05% (seventy nine point zero five percent) of all shares which had been issued by the Company i.e. a total of 18,648,656,458 (eighteen billion six hundred forty eight million six hundred fifty six thousand four hundred fifty eight) shares in accordance with the Company's Register of Shareholders as of the eighteenth day of December, two thousand and fifteen (18-12-2015) issued by PT Datindo Entrycom as the Securities Administration Agency of the Company, so based on the provisions of Article 25 paragraph (5.a) of the Company's Articles of Association and Article 86 paragraph (1) of the Law Number 40 of 2007 regarding Limited Liability Company, the quorum to hold the Meeting had been fulfilled (quorum was present), and as such the Meeting was lawful and entitled to adopt lawful and binding decisions/resolutions.-----

Prior to the commencement of the Meeting, the Chairperson of the Meeting informed the meeting of the following matters:-----

"All requirements stated in the Company's Articles of Association and the POJK 32, i.e. regarding the Notifications, Announcements, Notices and quorum of



the Meeting had been fulfilled.-----

Before proceeding with the item on the agenda of the Meeting, we will first inform the meeting of the following matters:-----

General conditions of the Company in the Quarter III of 2015 (two thousand and fifteen) are as follows:-

- Total assets of the Company was amounting to IDR 456.46 trillion (four hundred fifty six point four six trillion Rupiahs).-----
- Loan extended was amounting to IDR 307.12 trillion (three hundred seven point one two trillion Rupiahs).-----
- Third Party Funds (Deposits) that was successfully raised amounting to IDR 349.44 trillion (three hundred forty nine point four four trillion Rupiahs).-----
- Total Equity was amounting to IDR 63.64 trillion (sixty three point six four trillion Rupiahs).--

In accordance with the Notices of the Meeting, the Item on the Agenda of the Meeting is as follows:---

Change to the Company's Management.-----

This item on the agenda of the Meeting is set up to fulfill the provisions of the Company's Articles of Association and the FSA Regulation No. 33/POJK.04/2014.-----



The Meeting was held with reference to the Meeting Rules of Order, which among others regulate the decision making mechanisms in the Meeting and procedures for asking questions and/or raising opinions as already informed by the Master of Ceremonies and had been distributed at the time of registration.-----

Subsequently, commencing with the Item on the Agenda of the Meeting, i.e.:-----

Change to the Company's Management.-----

-The Chairperson of the Meeting presented the following matters:-----

"The Shareholders of the Company as well as Ladies and Gentlemen,-----
it is hereby informed that in order to fulfill the provisions of Article 14 paragraph (21) of the Company's Articles of Association, an Extraordinary General Meeting of Shareholders was held on the ninth day of November, two thousand and fifteen (09-11-2015) and such meeting has decided the following matters:-----

1. To confirm the discharge of Mr. Rizal Ramli as the President Commissioner of the Company commencing from the date of appointment of the person concerned as the Coordinating



Minister of Maritime and Resources of the Republic of Indonesia, i.e. on the twelfth day of August, two thousand and fifteen (12-08-2015), with an expression of gratitude and highest appreciation for his contribution and services rendered to the Company during his term of office as the President Commissioner of the Company.-----

2. To stipulate Mr. Pradjoto, the Vice President Commissioner/Independent Commissioner, to hold double or concurrent position as the Caretaker of the President Commissioner/Independent Commissioner until the stipulation of definitive President Commissioner.-----

As a follow up of the resolution of the Extraordinary General Meeting of Shareholders held on the ninth day of November, two thousand and fifteen (09-11-2015) mentioned above and to fulfill the provisions of Article 11 paragraphs (7) and (8) as well as Article 14 paragraphs (8) and (9) of the Company's Articles of Association, we ask/request the proxy of Dwiwarna A series shareholder to present his/her proposal".-----

I give the floor to the Dwiwarna A Series Shareholders".-----



-The Dwiwarna A series shareholder submitted his proposal to the Chairperson of the Meeting.-----

-Subsequently the Chairperson of the Meeting read out the written proposal of the Dwiwarna A Series Shareholder regarding the change to the composition of the Company's Management, in accordance with the letter Number: SR-30/MBU/01/2016 dated the eleventh of January, two thousand and sixteen (11-01-2016) regarding: Proposal for the Change to the Management of PT Bank Negara Indonesia (Persero) Tbk, as attached to the master of original copy of this deed, which basically read as follows:----

"With due observance of provisions of the Articles of Association of PT Bank Negara Indonesia (Persero) Tbk, we as the Dwiwarna A Series Shareholder hereby propose to the General Meeting of Shareholders of PT Bank Negara Indonesia (Persero) Tbk to make a change to the composition of the members of the Board of Commissioners and the members of the Board of Directors as follows:-----

1. To propose the appointment of those persons whose names are mentioned below as the members of the Board of Commissioners of the Company:-----

Mr. Hartadi A. Sarwono: as the President-----

Commissioner;-----

Mr. Bistok Simbolon : as a Commissioner;-----



The term of office of the members of the Board of Commissioners who are appointed as mentioned above shall expire until the closing of the 5th (fifth) Annual GMS as from the appointment of the person concerned, with due observance of the laws and regulations in the field of Capital Market and without prejudice to the right of a GMS to dismiss/discharge them at any time.-----

2. To propose the appointment of Mr. Panji Irawan as a member of the Board of Directors of the Company, without prejudice to the right of a GMS to dismiss/discharge him at any time.-----

3. Upon the appointment, the composition of the Board of Commissioners and the Board of Directors of the Company shall be as follows:-----

Members of the Board of Commissioners:-----

President Commissioner : Hartadi A. Sarwono;

Vice President Commissioner/

Independent : Pradjoto;-----

Independent Commissioner : Daniel T. Sparringa;

Independent Commissioner : Zulkifli Zaini;----

Independent Commissioner : Anny Ratnawati;----

Independent Commissioner : Jos Luhukay;-----

Commissioner : Kiagus Ahmad-----

Badaruddin;-----



Commissioner : Pataniari Siahaan;-

Commissioner : Revrisond Baswir;--

Commissioner : Bistok Simbolon;---

Members of the Board of Directors:-----

President Director : Achmad Baiquni;-----

Vice President Director : Suprajarto;-----

Director : Rico Rizal Budidarmo;

Director : Herry Sidharta;-----

Director : Adi Sulistyowati;----

Director : Bob Tyasika Ananta;--

Director : Anggoro Eko Cahyo;---

Director : Imam Budi Sarjito;---

Director : Sutanto;-----

Director : Panji Irawan;-----

4. To grant power and authority to the Company's Board of Directors with the substitution right to take all necessary actions relating to the resolution of this item on the agenda in accordance with the prevailing laws and regulations, including to state or to declare in a separate Notarial deed and to notify the Ministry of Law and Human Rights (HAM) of the composition of the Board of Commissioners of the Company, as well as to request the Financial Services



Authority to carry out Fit & Proper Test upon the candidates of the members of the Board of Commissioners and the Board of Directors mentioned above in accordance with the applicable provisions.-----

That was all about the proposal of the Dwiwarna A Series shareholder read out by the Chairperson of the Meeting.

-Subsequently the Chairperson of the Meeting provided an opportunity to the shareholders and/or proxy of the shareholders to raise questions and/or responses to the proposal that have been presented.-----

-Question/response of the shareholders and/or proxy of the shareholders were as follows:-----

1. Question/response of Hendra Untung, as the owner and holder of 44 (forty four) shares in the Company, as follows:-----

(-) 1. "Are those who have been appointed by the State Minister for State Owned Enterprises are the persons [the same persons] recommended by the Remuneration and Nomination Committee?"

2. "Why does it take so long to appoint the President Commissioner?"-----

The Chairperson of the Meeting responded to the question of Mr. Hendra Untung mentioned above as follows:-----

(+) 1. "Among the names of candidates for the members



of the Board of Commissioners and the Board of Directors who have been appointed there were proposal from the Remuneration and Nomination Committee, so there was no issue therein."-----

2. "The appointment process of the President Commissioner takes a long time because it was preceded by a selection with a very detailed procedures first, so that the one who is appointed will be able to give a value added to the BNI. Thank you."-----

-Since there were no more shareholders or proxy of the share-holders who raised question, the Chairperson of the Meeting proposed in order that the Meeting resolve/decide to approve the Change to the Company's Management as follows:-----

1. To approve and to appoint those persons whose names are mentioned below as the members of the Board of Commissioners of the Company:-----
 - a. Mr. Hartadi Agus Sarwono as the President-----Commissioner;-----
 - b. Mr. Bistok Simbolon as a Commissioner;-----

The appointment of the members of the Board of Commissioners mentioned above shall be effectively valid after obtaining approval from the Financial Services Authority (FSA) over the Fit and Proper Test and after complying with the prevailing laws and regulations.-----



The term of office of the members of the Board of Commissioners who are appointed as mentioned above shall be until the closing of the 5th (fifth) Annual General Meeting of Shareholders as of the appointment of the persons concerned, with due observance of the laws and regulations in the field of Capital Market and without prejudice to the right of a GMS Meeting to dismiss or discharge them at any time.-----

Therefore the composition of the members of the Company's Board of Commissioners after obtaining approval from the FSA shall be as follows:-----

- Mr. Hartadi Agus Sarwono, as the President-----
Commissioner;-----
- Mr. Pradjoto, as the Vice President Commissioner/
Independent Commissioner;-----
- Mr. Daniel Theodore Sparringa, as an Independent
Commissioner;-----
- Mr. Kiagus Ahmad Badaruddin, as a Commissioner;--
- Mr. Zulkifli Zaini, as an Independent Commissioner;
- Mrs. Anny Ratnawati, as an Independent-----
Commissioner;-----
- Mr. Joseph Fellipus Peter Luhukay, as an-----
Independent Commissioner;-----
- Mr. Pataniari Siahaan, as a Commissioner;-----



- Mr. Revrisond Baswir, as a Commissioner;-----
- Mr. Bistok Simbolon, as a Commissioner;-----

2. To approve and to appoint Mr. Panji Irawan as a member of the Board of Directors of the Company.-----

The appointment of the member of the Board of Directors mentioned above shall be effectively valid after obtaining approval from the Financial Services Authority (FSA) over the Fit and Proper Test and after complying with the prevailing laws and regulations. The term of office of the member of the Board of Directors who is appointed as mentioned above shall be until the closing of the 5th (fifth) Annual General Meeting of Shareholders as of the appointment of the person concerned, with due observance of the laws and regulations in the field of Capital Market and without prejudice to the right of a GMS Meeting to dismiss or discharge them at any time.-----

Therefore the composition of the members of the Company's Board of Directors after obtaining approval from the FSA shall be as follows:-----

- Mr. Achmad Baiquni, as the President Director;---
- Mr. Suprajarto, as the Vice President Director;--
- Mr. Herry Sidharta, as a Director;-----
- Mr. Sutanto, as a Director;-----



- Mr. Anggoro Eko Cahyo, as a Director;-----
- Mr. Rico Rizal Budidarmo, as a Director;-----
- Mrs. Adi Sulistowati, as a Director;-----
- Mr. Bob Tyasika Ananta, as a Director;-----
- Mr. Imam Budi Sarjito, as a Director;-----
- Mr. Panji Irawan, as a Director;-----

3. To grant power and authority to the Company's Board of Directors with the substitution right to take all necessary actions relating to the resolution of this item on the agenda in accordance with the prevailing laws and regulations, including to state or to declare in a separate Notarial deed and to notify the Ministry of Law and Human Rights of the Republic of Indonesia of the composition of the members of the Board of Commissioners and the members of the Board of Directors of the Company, as well as to request the Financial Services Authority (FSA) to carry out Fit & Proper Test upon the candidate President Commissioner, candidate Commissioner and candidate Director of the Company mentioned above in accordance with the applicable provisions.-----

-Subsequently the Chairperson of the Meeting asked the shareholders and/or proxy of the shareholders who cast dissenting votes or abstention votes (blank votes) to raise hand.-----



-Since there were Shareholders and/or Proxy of the Shareholders being present in the Meeting who raised objection, then voting was taken.-----

-Subsequently the Chairperson of the Meeting asked me, the Notary Public to read out the outcomes of the voting.

-Based on the data on the outcomes of voting in the Meeting submitted to me, the Notary Public, by PT Datindo Entrycom as the Securities Administration Agency of the Company, I, the Notary Public informed that the outcomes of voting were as follows:-----

- The Shareholders who cast *dissenting* vote were 2,580,946,301 (two billion five hundred eighty million nine hundred forty six thousand three hundred one) shares or approximately 17.65% (seventeen point six five percent) of the total shares present in the Meeting.-----
- The Shareholders who cast *abstention* vote were 184,807,216 (one hundred eighty four million eight hundred seven thousand two hundred sixteen) shares or approximately 1.26% (one point two six percent) of the total shares present in the Meeting.-----
- The Shareholders who cast *assenting* vote were 11,861,234,015 (eleven billion eight hundred sixty one million two hundred thirty four thousand fifteen) shares or approximately 81.09% (eighty one point



zero one percent) of the total shares present in the Meeting.-----

-In line with the POJK 32 and Article 25 paragraph 13 of the Company's Articles of Association, the abstention vote shall be considered to have cast the same vote as those of the majority vote cast by the shareholders.---

-After having heard my, the Notary Public explanation, subsequently the Chairperson of the Meeting informed that thereby the Meeting resolved/decided as follows:--

To approve the Change to the Company's Management, i.e. as follows:-----

1. To approve and to appoint those persons whose names are mentioned below as the members of the Board of Commissioners of the Company:-----
 - a. Mr. Hartadi Agus Sarwono as the President-----
Commissioner;-----
 - b. Mr. Bistok Simbolon as a Commissioner;-----

The appointment of the members of the Board of Commissioners mentioned above shall be effectively valid after obtaining approval from the Financial Services Authority (FSA) over the Fit and Proper Test and after complying with the prevailing laws and regulations.-----

The term of office of the members of the Board of Commissioners who are appointed as mentioned above



shall be until the closing of the 5th (fifth) Annual General Meeting of Shareholders as of the appointment of the persons concerned, with due observance of the laws and regulations in the field of Capital Market and without prejudice to the right of a GMS Meeting to dismiss or discharge them at any time.--

Therefore the composition of the members of the Company's Board of Commissioners after obtaining approval from the FSA shall be as follows:-----

- Mr. Hartadi Agus Sarwono, as the President-----
Commissioner;-----
- Mr. Pradjoto, as the Vice President Commissioner/
Independent Commissioner;-----
- Mr. Daniel Theodore Sparringa, as an Independent
Commissioner;-----
- Mr. Kiagus Ahmad Badaruddin, as a Commissioner;--
- Mr. Zulkifli Zaini, as an Independent Commissioner;
- Mrs. Anny Ratnawati, as an Independent-----
Commissioner;-----
- Mr. Joseph Fellipus Peter Luhukay, as an-----
Independent Commissioner;-----
- Mr. Pataniari Siahaan, as a Commissioner;-----
- Mr. Revrisond Baswir, as a Commissioner;-----
- Mr. Bistok Simbolon, as a Commissioner;-----

2. To approve and to appoint Mr. Panji Irawan as a member



of the Board of Directors of the Company.-----

The appointment of the member of the Board of Directors mentioned above shall be effectively valid after obtaining approval from the Financial Services Authority (FSA) over the Fit and Proper Test and after complying with the prevailing laws and regulations. The term of office of the member of the Board of Directors who is appointed as mentioned above shall be until the closing of the 5th (fifth) Annual General Meeting of Shareholders as of the appointment of the person concerned, with due observance of the laws and regulations in the field of Capital Market and without prejudice to the right of a GMS Meeting to dismiss or discharge them at any time.-----

Therefore the composition of the members of the Company's Board of Directors after obtaining approval from the FSA shall be as follows:-----

- Mr. Achmad Baiquni, as the President Director;---
- Mr. Suprajarto, as the Vice President Director;--
- Mr. Herry Sidharta, as a Director;-----
- Mr. Sutanto, as a Director;-----
- Mr. Anggoro Eko Cahyo, as a Director;-----
- Mr. Rico Rizal Budidarmo, as a Director;-----
- Mrs. Adi Sulistyowati, as a Director;-----
- Mr. Bob Tyasika Ananta, as a Director;-----



- Mr. Imam Budi Sarjito, as a Director;-----
- Mr. Panji Irawan, as a Director;-----

3. To grant power and authority to the Company's Board of Directors with the substitution right to take all necessary actions relating to the resolution of this item on the agenda in accordance with the prevailing laws and regulations, including to state or to declare in a separate Notarial deed and to notify the Ministry of Laws and Human Rights of the Republic of Indonesia of the composition of the members of the Board of Commissioners and the members of the Board of Directors of the Company, as well as to request the Financial Services Authority (FSA) to carry out Fit & Proper Test to the candidate President Commissioner, candidate Commissioner and candidate Director of the Company mentioned above in accordance with the applicable provisions.-----

-Since there were no other matters to be discussed in the Meeting, the Chairperson of the Meeting closed the Meeting at 11.58 (two minutes to twelve) Western Indonesia Time.-----

-I, the Notary Public, have drawn up these Minutes of Meeting to be used as necessary.-----

-Those persons appearing before me were introduced to me, the Notary Public by two other persons appearing



before me.-----

----- IN WITNESS WHEREOF -----

-THIS DEED was made or drawn up as master of original copy and executed in Jakarta, on the day and date as mentioned in the preamble of this deed, in the presence of:-----

1. Mrs. SRI INDRAWATI, born in _____ on the

an Indonesian citizen,
residing in Jakarta,

-the holder of Resident's Identity Card with
the Population Registration Number:-----

2. Mrs. DIAH ARYANTI CHANDRA SARI, born in _____
on the

an Indonesian
citizen, residing in Jakarta,



-the holder of Resident's Identity Card with
the Population Registration Number:-----

both of whom are employees at my, the Notary's office,
as witnesses.-----

After this deed was read out by me, the Notary Public,
to those persons appearing before me and to the witnesses,
it was immediately signed by the person appearing
before me Mr. PRADJOTO mentioned above, by the witnesses
and by me, the Notary Public, whereas other persons who
were appearing before me had left the meeting room.----

-Made or drawn up with 2 (two) amendments, i.e. 1 (one)
crossing out without substitution, and 1 (one) crossing
out with substitution.-----

-The master of original copy of this deed has been duly
signed.-----

-Issued as a duplicate.-----

-Notary Public in Central Jakarta,

officially stamped stamp
by the Notary Public duty signed

(KRISTANTI SURYANI, SH., MKn) .-

*I, Manimbul Luhut Sitorus, certified, authorized and sworn translator, appointed by virtue of the Decree of the Governor of Jakarta Special Capital Region number 5226/1998 SK GUB DKI, dated June 17, 1998, hereby certify that to the best of my ability this translation is correct and true to the document written in the Indonesian language which was submitted to me.
Jakarta, February 2, 2016.*

