

Supporting Material Annual General Meeting of Shareholders 2017

Jakarta, March 15



Agenda 1

Approval of the Company Annual Report and the ratification of the Company Consolidated Financial Statements, the Board of Commissioners Supervisory Actions Report and ratification of the Annual Report of Partnership and Community Development Program for the financial year of 2016 including submission of Accountability report for the use of proceeds from public offering of the Revolving Bond I of Bank BRI phase II and III 2016 by the number of emissions amounting IDR 9.000.000.000.000 (Nine Trillion Indonesian Rupiah) and Revolving Bond II Bank BRI phase I 2016 amounting IDR 4.600.000.000.000 (Four Trillion Six Hundred Billion Indonesian Rupiah) and granting full release and discharge (*volledig acquit et de charge*) to all members of the Board of Directors and Board of Commissioners from the management and supervisory actions carried out for the financial year ending December 31st 2016.

Laws & Regulations

1. Article 22 paragraph (1) point a Company's Article of Association
2. Article 69 Law No. 40 Year 2007 regarding Limited Liabilities Companies
3. Article 23 paragraph (1) Law No. 19 Year 2003 regarding State Owned Enterprises
4. Article 17 and article 18 Minister of State Owned Enterprises Regulation No. PER-03/MBU/12/2016 jo.PER-No. PER-09/MBU/07/2015 regarding the Partnership and Community Development Program of State owned Enterprises
5. Financial Services Authority Regulation ("POJK") No. 30/POJK.04/2015 on Report on Proceeds Use from Public Offering

Agenda 1

Objective and Reason

1. The Annual Report including the Board of Commissioners Supervisory Actions Reports, Company's Consolidated Financial Statements as well as Annual Report on the Partnership and Community Development Program of the financial year of 2016 to be validated in the 2017 Annual General Meeting of the Shareholders is available and can be retrieved from the company's website (www.bri.co.id) and Indonesia Stock Exchange's website (www.idx.co.id) on the day of invitation release.
2. Company's Consolidated Financial Statements for the financial year ended on Desember 31, 2016 is audited by the Public Accountant Firm Purwantono, Sungkoro dan Surja. The auditor's report with formal opinion "normal for all material issues" in accordance to Auditor report No. RPC-2879/PSS/2017 dated Januari 20, 2017 .
3. The Annual report on the Partnership and Community Development Program for the financial year ended on Desember 31, 2016 is audited by the Public Accountant Firm Purwantono, Sungkoro dan Surja (EY Member) with opinion "normal for all material issues" in accordance to Auditor report No. RPC-2966/PSS/2017/2017 dated February 25, 2017.
4. Accountability report for the use of proceeds from public offering of the Revolving Bond I of the Revolving Bond I of Bank BRI phase II and III 2016 by the number of emissions amounting IDR 9.000.000.000.000 (Nine Trillion Indonesian Rupiah) and Revolving Bond II Bank BRI phase I 2016 amounting IDR 4.600.000.000.000 (Four Trillion Six Hundred Billion Indonesian Rupiah) to meet the provision of article 7 paragraph (2) of Regulation of Financial Services Authority No. 30/POJK.04/2015 on report on proceeds Use from Public Offering.

Agenda 2

Approval of the use of the Net Profit of The Company for the financial year of 2016

Laws & Regulations

1. Article 22 paragraph (1) point b, article 27 paragraph (3), paragraph (4) and paragraph (7) Company's Article of Association.
2. Article 70 and Article 71 of the Law No. 40 Year 2007 regarding Limited Liabilities Companies

Objective and Reason

1. Dividend payments to Shareholders, 40% of net income as proposed by management, with the following allocation:
 - A. Government of The Republic of Indonesia as Shareholder: 56.75%
 - B. Public Shareholder: 43.25%
2. Retained Earnings: 60% of net income

Agenda 3

Approval on the salary of the Board of Directors, honorarium, tantiem and allowance for the Board Commissioners, as well as the facilities and other benefits for all members of the Board of Directors and Board of Commissioners of the Company.

Laws & Regulations

1. Article 11 paragraph (18) and Article 14 paragraph (27) Company's Article of Association
2. Article 96 and 113 of Law No. 40 Year 2007 regarding Limited Liabilities Companies
3. Regulation of Minister of State Owned Enterprises No. PER-02/MBU/06/2016 regarding Guidance for Determination of Remuneration for the Board of Directors, the Board of Commissioners and the Supervisory Board of the State Owned Enterprises on Amendment to Regulation of Minister of State Owned Enterprises No. PER-04/MBU/2014 regarding Guidance for Determination of Remuneration for the Board of Directors, the Board of Commissioners and the Supervisory Board of the State-Owned Enterprises.

Objective and Reason

In accordance to the Company's Article of Association, salary/honorarium and allowance for the member of the Board of Directors and the Board of Commissioners shall be determined by General Meeting of Shareholders, where the authority of General Meeting of Shareholders may be delegated to the Board of Commissioners.

Agenda 4

The appointment of Public Accountant Firm to audit the Company's Financial Report and the Financial Report on the Partnership and Community Development Program for the financial year of 2017.

Laws & Regulations

Article 11 paragraph (18) and Article 14 paragraph (27), Article 22 paragraph (1) point c Article of Association

Objective and Reason

In accordance to Company's Article of Association, the Annual General Meeting of Shareholders determines the Public Accountant Firm to audit on going Company Report based on proposal from Board of Commissioners or conferral of power on the Board of Commissioners to determine Public Accountant Firm

Agenda 5

Approval on the enactment of Regulation of Ministry of State-Owned Enterprises No. PER-03/MBU/12/2016 on Amendment to Regulation of Ministry of State-Owned Enterprises No. PER-09/MBU/07/2015 regarding The Partnership Program and Community Development Program of State-Owned Enterprises on December 2016.

Laws & Regulations

Regulation of Ministry of State-Owned Enterprises No. PER-03/MBU/12/2016 on Amendment to Regulation of Ministry of State-Owned Enterprises No. PER-09/MBU/07/2015 regarding Partnership Program and Community Development Program of State-Owned Enterprises on 16 December 2016

Objective and Reason

In accordance to Regulation of Ministry of State-Owned Enterprises No. PER-03/MBU/12/2016 on Amendment to Regulation of Ministry of State-Owned Enterprises No. PER-09/MBU/07/2015 regarding Partnership Program and Community Development Program of State-Owned Enterprises, the amount of fund for Partnership and Community Development Program (PKBL) may be allocated from:

1. Net Profit Allocation
2. Expenses

Agenda 6

Approval on the Amendment to the Articles of Association of the Company

Laws & Regulations

Letter From Minister State Owned Enterprise No: SR-118/MBU/02/2017 on Februari 13, 2017 regarding proposal for additional Agenda for Annual General Meeting of Shareholders 2017

Objective and Reason

1. Amendment of the Article of Association is conducted to accommodate the letter of the Ministry of State Owned Enterprises on standardization of Article of Association of public State Owned Enterprises.
2. Changes to Article of Association, among others are as follows:
 - a. Special rights of the A Series Dwiwarna Shareholders
 - b. Responsibilities of the Board of Directors and Board of Commissioners.

Agenda 7

Change of the member of the Board of Commissioners and/or Board of the Company.

Laws & Regulations

1. Article 5, Article 11 paragraph (7), Article 11 paragraph (9), Article 14 paragraph (9) and Article 14 paragraph (11) Company's Article of Association
2. Article 16 paragraph (4) and Article 28 paragraph(3) Law No. 19 Year 2003 regarding State Owned Enterprises
3. Financial Service Authority Regulation No.33/POJK.04/2014 regarding Board of Directors and Board of Commissioners of Issuers or Public Company.

Objective and Reason

1. To appoint new members of Board of Directors and/ or Board of Commissioners
2. Board of Directors and Board of Commissioners of the State Owned Enterprises term of service is set for 5 (five) years and can be re-appointed for 1 (one) term of service in accordance to Company's Article of Association and the prevailing laws, with still considering the right of General Meeting of Shareholders to terminate at any time.
3. As State Owned Enterprises and in accordance to Company's Article of Association, holders of Serial A Dwiwarna shares hold the right to nominate, appoint and terminate the members of the Board of Directors and/or Board of Commission



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