

**ANNOUNCEMENT OF
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS' RESOLUTIONS, THE RATIFICATION OF THE FINANCIAL REPORT FOR THE FINANCIAL YEAR OF 2013
SCHEDULES AND PROCEDURES FOR THE PAYMENT OF CASH DIVIDEND FOR THE FINANCIAL YEAR OF 2013**

**ANNOUNCEMENT OF
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS' RESOLUTIONS
PT BANK MANDIRI (PERSERO) Tbk.
No. FST.CSC/04/P/II/2014**

The Board of Directors of PT Bank Mandiri (Persero) Tbk (the "Company"), domiciled in Jakarta, hereby announces that the Annual General Meeting of Shareholders ("AGMS") of the Company that was convened on Monday, February 27, 2014 has decided the following resolutions:

1. Resolution of the First Agenda:

- 1) a. Approved the Company's Annual Report including the Report of Board of Commissioners' Supervisory that has been implemented by the Board of Commissioners for the financial year ended on 31 December 2013, and ratified the Consolidated Financial Report of the Company for the financial year ended on 31 December 2013 which has been audited by Tanudiredja, Wibisana & Rekan Public Accountant Office - a member firm of PwC Global Network, with unqualified opinion as stated in its report No. A140210003/DC2/HS/II/2014.A on February 10, 2014;
- b. Ratified the Annual Report on the Partnership and Community Development Program (*Program Kemitraan dan Bina Lingkungan (PKBL)*) for the financial year ended on 31 December 2013 which has been audited by Tanudiredja, Wibisana & Rekan Public Accountant Office - a member firm of PwC Global Network, with unqualified opinion as stated in its report No. A140217005/DC2/HS/II/2014 on February 17, 2014.
- 2) Following the approval of the Company's Annual Report including the Report of the Board of Commissioners' Supervisory that has been implemented by the Board of Commissioners and the ratification of the Consolidated Financial Report of the Company for the financial year ended on 31 December 2013, and the Annual Report on the Implementation of the Partnership and Community Development Program (*Program Kemitraan dan Bina Lingkungan*), therefore:
 - The AGMS grants full release and discharge (*volledig acquit et de charge*) to all members of the Board of Directors and the Board of Commissioners for their management and supervision actions during the financial year ended on 31 December 2013, as long as such actions are not considered as criminal actions and reflected in the Consolidated Financial Report of the Company and the Annual Report of the Implementation of the Partnership and Community Development Program for the financial year ended on 31 December 2013
 - Such release and discharge is also given to Mr. Zulkifli Zaini as the Company's President Director, Mr. Muchayat as the Company's Vice President Commissioner, and Mr. Cahyana Ahmadjayadi as the member of the Company's Board of Commissioners for term of office from January 1, 2013 until April 2, 2013.

2. Resolution of the Second Agenda:

Approved and determined the use of the Company's Net Profit for the financial year of 2013, in the amount of Rp18.203.753.301.421,70 as follows:

- 1) 30% of the Company's Net Profit from the financial year of 2013 or in the amount of Rp5.461.125.990.426,51 shall be distributed as cash dividend to the shareholders which will be paid under the following term:
 - The dividend for the Government of the Republic of Indonesia which originated from the 14 billion of shares will be distributed to the State Public Treasury Budget 422111.
 - Grants full power and authority for the Board of Directors to arrange the payment procedures and execution of the distribution of the cash dividend, including applying for dispensation of the distribution to the Ministry of Finance and announcing it in accordance with the prevailing laws and regulations.
- 2) 12,90% of the Company's net profit from the financial year of 2013 or in the amount Rp2.348.284.175.883,40 will be allocated for appropriated reserves in order to support the Company's investment.
- 3) 57,10% of the Company's net income from the financial year of 2013 or in the amount of Rp10.394.343.135.111,79 will be held (posted) as Retained Earning.

Jakarta, February 28 2014
PT Bank Mandiri (Persero) Tbk.
The Board of Directors

3. Resolution of the Third Agenda:

- 1) Appointed the Public Accountant Office of Tanudiredja, Wibisana & Rekan - a member firm of PwC Global Network as the Public Accountant Office to audit the Company's Consolidated Financial Report and the Financial Report of the Implementation of the Partnership and Community Development Program for the financial year of ended on 31 December 2014.
- 2) Grant power of attorney to the Board of Commissioners to determine the honorarium and other conditions applicable to the appointed Public Accountant Office and Auditor, and also to determine the substitution of the Public Accountant Office in the case that the Public Accountant Office of Tanudiredja, Wibisana & Rekan - a member firm of PwC Global Network for any reasons whatsoever fails to complete the Company consolidated financial statement and the Annual Report on the Partnership and Community Development Program, for the financial year ended on 31 December 2014.

4. Resolution of the Fourth Agenda:

Grant authority and power to the Board of Commissioners with prior approval from the Seri A Dwiwarna shareholders to determine the amount of *tantieme* which will be given to the members of Board of Directors and the Board of Commissioners for financial year 2013 and also to determine the amount of salary, honorarium, allowance, facilities and also other benefits for the members of Board of Directors and the Board of Commissioner for the year of 2014.

5. Resolution of the Fifth Agenda:

Approved the acquisition plan of PT Asuransi Jiwa InHealth Indonesia ("InHealth") in the value of Rp1,75 Trillion, reduced by 2013 interim dividend of Rp100 Billion whereby the transactions will be carried out in two phases, in which for Phase 1 Bank Mandiri's shares ownership portion will be 60% of InHealth's total issued and paid-up capital and for Phase 2 Bank Mandiri's shares ownership portion will be 80% of InHealth's total issued and paid-up capital.

6. Resolution of the Sixth Agenda:

1. Approve the amendment of Article 5 of the Company's Articles of Association, by adding 1 (one) paragraph as the tenth paragraph as follows:
Article 5. Shares and Shares Certificate
"(9) ...
(10) a. Series B share, which owned by the public shareholders, is obligated to be deposited in the Collective Custody at the Clearing and Guarantee Institution and recorded for trading at the stock exchange in Indonesia.
b. The implementation of the Company's public shareholders' right who owned the Series B shares must be in accordance with the provisions of Article 8 of the Company's Articles of Association."
2. In the event that the amendment to Company's Articles of Association as stated above is deemed contravene with the laws regarding the matter in the future, such amended provisions shall be amended in the nearest Company's General Meeting of Shareholders.
3. Grant the power and authority, with a substitution right, to the Board of Directors of the Company to declare and accommodate the resolutions regarding amendment to the Company's Articles of Association in the form of notarial deed and also to notify such amendment to the authorized institutions and to conduct any actions required in connection with such amendment to the Company's Articles of Association, in accordance with the prevailing laws and regulations

**ANNOUNCEMENT OF
THE RATIFICATION OF THE FINANCIAL REPORT FOR THE FINANCIAL YEAR OF 2013
PT BANK MANDIRI (PERSERO) Tbk.
No. FST.CSC/05/P/II/2014**

In accordance to Article 68 paragraph 4 of Law No. 40 of 2007 concerning Limited Liability Companies, The Board of Directors of PT Bank Mandiri (Persero) Tbk. (hereinafter refer to as the "Company"), having its domicile in Jakarta, hereby announce that the Company's Annual General Meeting of Shareholders, which was convened on Thursday, February 27 2014 has ratified the Company's Financial Report for the financial year of 2013, which has been audited by the Public Accountant Office of Tanudiredja, Wibisana & Rekan - a member firm of PwC Global Network and has been published on February 11, 2014, without any modification nor note.

Jakarta, February 28, 2014
PT Bank Mandiri (Persero) Tbk.
The Board of Directors

**ANNOUNCEMENT OF
THE SCHEDULES AND PROCEDURES
OF CASH DIVIDEND PAYMENT FOR THE FINANCIAL YEAR 2013
PT BANK MANDIRI (PERSERO) Tbk.
No. FST.CSC/06/P/II/2014**

In accordance to the resolutions of the Annual General Meeting of Shareholders of PT Bank Mandiri (Persero) Tbk (hereinafter referred to as the "Company"), that was convened on February 27, 2014, the Company hereby announces that it has determined final dividend from the Company's Net Profit for the period of 1 January 2013 until 31 December 2013 in the amount of Rp5.461.125.990.426,51 or Rp234,04825 per share which will be distributed to approximately 23.333.333.333 shares of the Company.

In accordance to the above, the Company hereby announces the schedules and procedures for the distribution of the cash dividend for the financial year of 2013 as follow:

A. SCHEDULES

No.	ACTIVITIES	DATE
1.	Last Date of the trading period of the Company's shares on the stock exchange with dividend rights (cum dividend) <ul style="list-style-type: none"> • Regular and Negotiation Market • Cash Market 	March 26, 2014 April 1, 2014
2.	First Date of the trading period of the Company's shares on the stock exchange without dividend rights (ex dividend) <ul style="list-style-type: none"> • Regular and Negotiation Market • Cash Market 	March 27, 2014 April 2, 2014
3.	Recording Date	April 1, 2014
4.	Payment Date	April 15, 2015

B. PROCEDURES OF CASH DIVIDEND PAYMENT

1. The Cash Dividend will be paid to the shareholders whose names are registered in the Shareholders Register of the Company on April 1, 2014 as at 16.00 WIB (Western Indonesian Time) and/or in the sub securities account in PT Kustodian Sentral Efek Indonesia ("KSEI") at the closing of the trading session on April 1, 2014 (recording date).
2. For those shareholders whose shares are deposited in KSEI, the Cash Dividend shall be paid through KSEI and distributed to the sub securities account of the Securities Companies and/or Custodian Banks in KSEI on April 15, 2014. The receipt of the payment of the Cash Dividend shall be given by KSEI to the Securities Companies or the Custodian Banks where the shareholders have opened their account. For shareholders whose shares are not deposited in the collective deposit in KSEI, the Cash Dividend will be transferred directly to the shareholders account.
3. The Cash Dividend is subject to taxes as regulated under the prevailing laws and regulations. The amount of tax that will be borne by the relevant shareholder and the amount of Cash Dividend received by the shareholders will be in the amount after being deducted by applicable tax.
4. For shareholders considered as on shore Tax Payer in the form of entity, they should registered their Tax Register Number (Nomor Pokok Wajib Pajak/NPWP) to KSEI or the Company Share Registrar PT Datindo Entrycom, Puri Datindo - Wisma Sudirman, Jl. Jend Sudirman Kav. 34 Jakarta 10220 at the latest on April 1, 2014 at 16.00 WIB. If as of the said date KSEI or the Company Registrar has not received the NPWP, the Cash Dividend will be subject to withholding tax at the rate of 30%.
5. For shareholders who are considered as offshore Tax Payer which will use the Tax Treaty under the Agreement on the Prevention of the Imposition of Dual Taxes (P3B) it has to comply with article 26 of Law No. 36 Year 2008 regarding The Fourth Amendment to the Law No. 7 of year 1983 on Income Tax and must submit its copy of the Certificate of Domicile using the form at required under the Regulation of the Directorate General of Tax No. 61/PJ/2009, dated 5 November 2009, that has been legalized by the Indonesian Tax Service Office for Public to KSEI in accordance with the prevailing regulations imposes by KSEI as stipulated under Circular Letter No. SE-001/DIR-eks/0110, dated 11 January 2010 or Company Share Registrar at the latest on April 1, 2014 at 16.00 WIB. If as the said date, KSEI or the Company Registrar has not received the Certificate of Domicile in the required form, the Cash Dividend will be subject to withholding tax at the rate of 20%.
6. For shareholders whose shares are deposited in KSEI, as of May 10, 2014 may collect their Cash Dividend Tax Deductions Slip at the Securities Company or the Custodian Banks where the shareholders have opened their securities account.

Jakarta, February 28, 2014
PT Bank Mandiri (Persero) Tbk.
The Board of Directors