

**HIGHLIGHTS OF
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
PT BANK MANDIRI (PERSERO) Tbk.
7 JANUARY 2019**

The Board of Directors of PT Bank Mandiri (Persero) Tbk., (hereinafter referred as the “**Company**”), having its domiciled in South Jakarta, hereby announces that the Company has convened the Extraordinary General Meeting of Shareholders (hereinafter referred as the “**Meeting**”) on:

Day/Date : Monday, 7 January 2019
Time : 15:39 to 16:18 Western Indonesia Time (WIB)
Venue : Auditorium Plaza Mandiri Lt.3 Jl. Jend. Gatot Subroto
Kaveling 36 - 38, South Jakarta

The Meeting was chaired by Mr Hartadi Agus Sarwono as President Commissioner/ Independent Commissioner based on resolution of the Meeting of the Board of Commissioners dated 20 December 2018 and attended by the following members of the Board of Directors and Board of Commissioners:

Board of Commissioners:

1. President Commissioner/ Independent Commissioner : Hartadi Agus Sarwono
2. Deputy President Commissioner : Imam Apriyanto Putro
3. Commissioner : Askolani
4. Independent Commissioner : Goei Siau Hong
5. Independent Commissioner : Bangun S. Kusmulyono
6. Independent Commissioner : Makmur Keliat
7. Commissioner : R. Widyo Pramono

* Ardan Adiperdana as member of the Board of Commissioners has informed the Company in writing on 4 January 2019 that he will not attend the Meeting and has stated his approval on all resolutions of the Meeting.

Board of Directors:

1. President Director : Kartika Wirjoatmodjo
2. Deputy President Director : Sulaiman Arif Arianto
3. Director of Corporate Banking : Royke Tumilaar
4. Director of Small Business and Network : Hery Gunardi
5. Director of Risk Management : Ahmad Siddik Badruddin
6. Director of Information Technology & Operation : Rico Usthavia Frans
7. Director of Treasury and International Banking : Darmawan Junaidi
8. Direktur of Institutional Relationship : Alexandra Askandar
9. Direktur of Compliance : Agus Dwi Handaya
10. Direktur of Finance : Panji Irawan
11. Director of Retail Banking : Donsuwan Simatupang

Audit Committee:

1. Head and Member of Audit Committee (Independent Commissioner) : Bangun S. Kusmulyono
2. Member (President Commissioner/ Independent Commissioner) : Hartadi Agus Sarwono
3. Member (Independent Commissioner) : Goei Siau Hong
4. Member (Independent Commissioner) : Makmur Keliat
5. Member (Independent Party) : Budi Sulistio
6. Member (Independent Party) : Bambang Ratmanto

and shareholders and/or their proxies/representatives representing 38,820,336,898 shares, including the series A Dwiwarna share, or constituting 83.19% of the total shares with valid voting rights that have been issued by the Company up to the date of Meeting, totaling 46,666,666,666 shares which consists of:

- 1 (one) series A Dwiwarna share; and
 - 46,666,666,665 (forty six billion six hundred sixty six million six hundred sixty six thousand six hundred sixty five) series B shares;
- with regard to the Company's Shareholders Registry dated 13 December 2018 at 16:00 WIB.

Meeting Agenda

The Meeting was convened with the following agenda:

1. Performance Presentation and Evaluation to the Third Quarter of 2018
2. Change in the Management of the Company

Question and Answer Session

There is no question and answer session for the first Meeting Agenda as it is only for report presentation. Opportunities were provided to the shareholders and its proxies/representatives to raise questions for the Second Meeting Agenda. There are 2 (two) questioners whose questions are relevant to the Agenda of the Meeting.

Meeting Resolution Mechanism

Meeting resolution is only for the Second Meeting Agenda on the Change in the Management of the Company. Meeting resolutions were resolved based on an amicable deliberation to reach a mutual consensus. In the event that the resolutions based on the amicable deliberation failed to be reached, the resolutions were resolved by way of closed voting. The voting is performed by vote cards and electronic counting.

Independent Party for Vote Counting

The Company has appointed independent parties, which are Notary Utiek R. Abdurachman and PT Datindo Entrycom, to count and/or validate the votes.

Minutes/ Resolution of the Meeting

The Meeting and the Resolution for the Second Meeting Agenda are set forth in deed of “Minutes of the Extraordinary General Meeting of Shareholders of PERUSAHAAN PERSEROAN (PERSERO) of PT BANK MANDIRI Tbk” dated 7 January 2019 number 03, made by Notary Utiek R. Abdurachman, which summary is as follows:

In the First Meeting Agenda:

There was only Performance Presentation and Evaluation of the Company for the 2018 Financial Year to the Third Quarter of 2018 in the First Meeting Agenda.

In the Second Meeting Agenda:

The following result is obtained from the Second Meeting Agenda:

NON-AFFIRMATIVE	ABSTAIN	AFFIRMATIVE <small>(including one series A Dwiwarna share)</small>
24.68%	2.90%	72.42%

Therefore:

“Meeting by a majority vote, which is 29,239,662,419 shares or constitute of 75.32% of the total votes cast at the Meeting decided:

1. To add a nomenclature position for Member of the Board of Directors of the Company, which is the Director of Commercial Banking.
2. To appoint Riduan as Director of Commercial Banking.
3. The term of office of the Member of the Board of Directors as set out in paragraph 2 shall be in line with the provisions in the Articles of Association of the Company, by observing the laws and regulations in the Capital Market sector and without prejudice to the right of General Meeting of Shareholders to dismiss the member at any time.
4. With the addition of nomenclature position and appointment of Member of the Board of Directors as set out in paragraph 1 and 2, the composition of members of the Management (members of the Board of Directors and Board of Commissioners) of the Company shall be as follows:

Board of Directors

- | | | |
|---|---|-----------------------|
| 1) President Director | : | Kartika Wirjoatmodjo |
| 2) Deputy President Director | : | Sulaiman Arif Arianto |
| 3) Director of Corporate Banking | : | Royke Tumilaar |
| 4) Director of Commercial Banking | : | Riduan |
| 5) Director of Retail Banking | : | Dosuwan Simatupang |
| 6) Director of Treasury and International Banking | : | Darmawan Junaidi |
| 7) Director of Small Business and Network | : | Hery Gunardi |
| 8) Director of Finance | : | Panji Irawan |
| 9) Director of Information Technology and Operation | : | Rico Usthavia Frans |

- 10) Director of Risk Management : Ahmad Siddik Badruddin
- 11) Director of Compliance : Agus Dwi Handaya
- 12) Director of Institutional Relationship : Alexandra Askandar

Board of Commissioners

- 1) President Commissioner/ Independent Commissioner : Hartadi Agus Sarwono
 - 2) Deputy President Commissioner : Imam Apriyanto Putro
 - 3) Commissioner : Askolani
 - 4) Commissioner : Ardan Adiperdana
 - 5) Commissioner : R. Widyo Pramono
 - 6) Independent Commissioner : Bangun S. Kusmulyono
 - 7) Independent Commissioner : Goei Siau Hong
 - 8) Independent Commissioner : Makmur Keliat
5. Grant power and authority to the Board of Directors of the Company with the right of substitution to perform all necessary actions related with this Agenda resolution in accordance with the prevailing laws and regulations, including to state in a separate notarial deed and to notify the changes in composition of the Board of Directors and Board of Commissioners to the Ministry of Law and Human Rights of the Republic of Indonesia and to ask the Financial Services Authority to undergo a Fit and Proper Test to the Board candidate according to the applicable regulations.

Jakarta, 8 January 2019
PT Bank Mandiri (Persero) Tbk.
BOARD OF DIRECTOR

