



**ANNOUNCEMENT
RESOLUTIONS OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
PT BANK CIMB NIAGA Tbk**

In the Annual General Meeting of Shareholders ("The Meeting") of PT Bank CIMB Niaga Tbk, located in South Jakarta ("Company") which was held on 15th April 2016 at The Financial Hall, Graha CIMB Niaga 2nd Floor, Jl. Jenderal Sudirman Kav. 58 South Jakarta 12190, following points had been decided:

1. a. To approve and duly accept the Annual Report of the Company for the financial year of 2015, including Supervisory Task Report of the Board of Commissioners and the Board of Sharia Supervisory, and to ratify the consolidated Financial Statements of the Company and its subsidiaries for financial year of 2015, which has been audited by the Public Accountant Firm "TANUDIREDDJA, WIBISANA, RINTIS & Rekan" (a member firm of PricewaterhouseCoopers Global in Indonesia), with the opinion that the consolidated financial statements present fairly, in all material aspects, the consolidated financial position of PT Bank CIMB Niaga Tbk and its subsidiaries ended on the December 31, 2015, financial performance, and consolidated cash flows for the year ended on that date, in accordance with Standard Financial Accounting in Indonesia, as stated in its report dated 24 February 2016.
- b. By the approval of the Annual Report for the financial year of 2015, and the ratification of the consolidated financial statements for the financial year of 2015, therefore in accordance with the provisions of Article 11 paragraph 11.6 of the articles of association of the Company, the Meeting also gives a complete acquittal and discharge to all members of Board of Directors of the Company (including member of Board of Directors that have been resigned within the financial year 2015) for all management actions during the financial year 2015, and all members of Board of Commissioners of the Company for all supervisory actions during the financial year 2015, as far as such actions were reflected in the Company's Annual Report and Consolidated Financial Statements for the financial year of 2015, except for the act of fraud, embezzlement and other criminal acts.
2. To approve the appropriation of Net Profit of the Company for financial year of 2015 in the total amount of more or less Rp427,831,000,000,- with the following descriptions:
 - a. Company does not set aside any amount of its net profit of 2015 financial year as statutory reserves fund, since the amount of statutory reserves fund of the Company have complied with the minimum required amount of statutory reserve fund in accordance with Article 70 of Law Number 40 Year 2007 concerning Limited Liability Company.
 - b. No distribution of dividend for the financial year of 2015.
Therefore the total Company's Net Profit for financial year of 2015 will be recorded as retained earnings, and will be used to strengthen the Company's capital in order to finance business activities of the Company.
3. a. To approve the reappointment of Public Accountant Firm "TANUDIREDDJA, WIBISANA, RINTIS & Rekan" (a member firm of PricewaterhouseCoopers Global in Indonesia) as Public Accountant Firm to audit Consolidated Financial Statements of the Company for the financial year of 2016, and to approve the delegation of authority to the Board of Commissioners of the Company to determine the honorarium and the other terms of the appointment of said Public Accountant Firm.
- b. To approve the delegation of authority to the Board of Commissioners of the Company to appoint other public accountant firm who will audit the Consolidated Financial Statements of the Company for financial year of 2016, in the event that:
 - i. There is objection from the Financial Services Authority ("OJK") on the appointment of said Public Accountant Firm "TANUDIREDDJA, WIBISANA, RINTIS & Rekan"; or,
 - ii. Public Accountant Firm "TANUDIREDDJA, WIBISANA, RINTIS & Rekan" has done a partnership restructuring therefore the Public Accountant Firm becomes a different Public Accountant Firm.
For the said delegation of authority the following terms shall apply:
 - a. One of the big four public accountant firm in Indonesia;
 - b. The honorarium and the other terms of appointment should be determined competitively and reasonably; and
 - c. Should not contradict with the applicable laws and regulations.
4. a. To ratify the resignations of Mr. Lo Nyen Khing from his position as Vice President Director of the Company to be effective as of July 31, 2015, and Mr. Harjanto Tanuwidjaja from his position as Director of the Company to be effective as of December 1, 2015.
- b. To approve the appointment of the Board of the Company to be effective as of the date as determined in the approval letter issued by OJK and/or when all requirement as set forth in the OJK approval letter have been fulfilled, except for the reappointment of the members of Board of Commissioners, Directors, and Board of Sharia Supervisory who have served before, which appointment will be effective after this meeting is closed ("**Effective Date**") up to the close of the fourth AGMS after the Effective Date, provided that in the event that OJK does not approve such appointment or the requirement determined by OJK could not be fulfilled, then such appointment shall be considered as null and void without any GMS' approval is required.

Therefore the complete composition shall be as follows:

i. Board of Commissioners:

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| - Dato' Sri Nazir Razak, | President Commissioner |
| - Glenn Muhammad Surya Yusuf | Vice President Commissioner |
| - Zulkifli M. Ali | Commissioner, and Independent Commissioner |
| - Pri Notowidigdo | Commissioner, and Independent Commissioner |
| - Armida Salsiah Alisjahbana | Commissioner, and Independent Commissioner |
| - Jeffrey Kairupan | Commissioner, and Independent Commissioner |
| - David Richard Thomas | Commissioner |
| - Ahmad Zulqarnain Onn | Commissioner |

ii. Directors:

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|------------------------------|-----------------------------------|
| - Tigor M. Siahaan | President Director |
| - Wan Razly Abdullah | Director |
| - Rita Mas'Oen | Director |
| - Megawati Sutanto | Director |
| - Vera Handajani | Director |
| - John Simon | Director |
| - Lani Darmawan | Director |
| - Pandji Pratama Djajanegara | Director |
| - Frans Rahardja Alimhamzah | Director |
| - Hedy Maria Helena Lapian | Director |
| - Fransiska Oei Lan | Director, and Compliance Director |

iii. Board of Sharia Supervisory:

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| - M. Quraish Shihab | Chairman |
| - Fathurrahman Djamil | Member |
| - Yulizar Djamiluddin Sanrego | Member |

- c. To approve the delegation of authorities to the Board of Directors of the Company, with the right of substitution, to restate the resolution regarding the change of composition of the Board of Directors of the Company in notarial deed and report to the authority body, and related to that, to carry out necessary action in accordance to the prevailing regulations.
5. To approve the amount of salary/honorarium and other allowances of the Board of Commissioners, Directors, and Sharia Supervisory Board for the financial year of 2016 as follows:
- a. The amount of salary/honorarium and allowances for all members of the Board of Commissioners, is maximum of Rp20,765,983,144,- gross per year;
- b. To approve the delegation of authority to the Board of Commissioners of the Company to determine the amount of:
- i. salary/honorarium and allowances for all members of Sharia Supervisory Board for the financial year of 2016;
- ii. salary/honorarium and other allowances and the amount of bonus/tantiem which is budgeted for all members of the Board of Directors for financial year of 2016;
- provided that the Board of Commissioners shall consider the advice/opinion given by the Nomination and Remuneration Committee.
6. a. To approve the amendment of provision of Article 15 paragraph 15.5. of the Company's Articles of Association;
- b. To approve the delegation of authorities to the Board of Directors of the Company, with the right of substitution, to restate resolution regarding the amendment of Articles of Association of the Company in notarial deed and report the result to the authority body, and related to that, to carry out necessary action in accordance to the prevailing regulations.
7. a. In accordance to the Financial Services Authority (OJK) Regulation No.17/POJK.03/2014 and No.18/POJK.03/2014, the Company reports the establishment of the Integrated Financial Conglomeration of CIMB Indonesia;
- b. The Company reports the expiration of terms of office for the BOC Committees (Audit Committee, Risk Monitoring Committee, and Nomination and Remuneration Committee) and also reports the appointment of the BOC Committee members effective after the closing of the Meeting until the closing of the fourth AGMS.

The disclosure of the Resolution of the Meeting has also available on the Company's website (www.cimbniaga.com).

Jakarta, 18 April 2016

Directors of the Company