

**INFORMATION DISCLOSURE TO THE SHAREHOLDERS REGARDING
THE PROPOSED SHARES BUYBACK
PT BANK CIMB NIAGA Tbk.
("Company")**

Domiciled in South Jakarta, Indonesia

Business Activity:

Engaged in the field of Banking

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A. Background

Herewith we announce to the shareholders of the Company, that the Company will hold an Extraordinary General Meeting of Shareholder ("**EGMS**") on Tuesday, 25 April 2017 in connection with the Company's plan to buy back the shares which has been issued by the Company and listed on PT Bursa Efek Indonesia ("**IDX**"). The buyback of Shares will be conducted with the prevailing regulations in the Republic of Indonesia, including Law No. 40 of 2007 regarding Limited Liability Company ("**Company Law**") and Regulation of Capital Market and Financial Institution Supervisory Agency No. IX.B.2., Attachment of Decree of Head of Capital Market and Financial Institution Supervisory Agency No. Kep-105/BL/2010 dated 13 April 2010 regarding Buy Back of Shares Which Has Been Issued By Issuer or Public Listed Company ("**Regulation No.XI.B.2**").

B. Estimated Schedule, Estimated Price of Shares Buy Back, and Estimated Amount of Nominal Value of Shares Buy Back.

Buy back of shares will be conducted at the latest within 18 (eighteen) month since the buyback of shares has been approved by the EGMS which is planned to be held on 25 April 2017 and the Approval by the Financial Service Authority (*Otoritas Jasa Keuangan*).

The estimated price for the shares repurchase is a maximum of Rp500.000.000.000,- (five hundred billion Rupiah) whereby the price has included the commission of the stockbroker and other relevant fees.

The price will be used to repurchase the shares of the Company at a maximum of 2,0% (two percent) of the total shares which has been fully issued and subscribed or a maximum of 503.000.000 (five hundred three million) shares.

C. Description, Consideration, and Reason to Conduct Buyback

In line with the Company's objective to improve its performance in the midst of fierce competition in the banking industry in Indonesia, it was felt necessary to make the ownership program by the management and employees of the Company (Management Employee Stock Option Plan/MESOP) as part of maintaining the Company's employee good performance. This program is also as one of the benefits from the buyback shares as stipulated in the Regulation No. IX.B.2.

This MESOP is a remuneration program with a variable nature in the form of shares. Currently the Company is working with the eligibility criteria of the MESOP Program's participants and the amount of option rights of each participant to be determined based on the duties and responsibilities and the significance and impact on the performance of the employee to the Company. The MESOP implementation will be carried out by the prevailing regulations and subject to the applicable law, including the regulations on affiliate transactions and conflict of interest of a particular transaction.

D. Estimated Decrease of the Company's Revenue as a Result of Execution Shares Buyback and the Impact of the Company's Fees.

The Company believes that the implementation of the Company's shares buy back transactions will not provide a material adverse effect on the business activities of the Company given the Company has sufficient working capital and cash flow to finance the transaction in accordance with the Company's business activities.

E. Pro Forma of Earnings per-Share of the Company After the Execution of Buyback Plan Within the Consideration of Decreasing Revenue

The Company's recorded net profit per share is Rp.82,83 (eighty two point eighty three rupiah), while pro forma net income per share after the share repurchase is Rp.84,52 (eighty four point fifty two Rupiah).

Description	31 December 2016 (in million Rupiah)		
	Before Buy back	Effect	After Buy back
Amount of asset	241,571,728	(500,000)	241,071,728
Net profit of main equity owner	2,081,687		2,081,687
Equity	34,207,622	(500,000)	33,707,622
Amount of shares circulated	25,132	(502.6)	24,629
Net profit per share	82,83		84.52
Return on asset	1.20%		1.21%
Return on equity	6.79%		6.90%

F. Limitation of Shares Price of the Shares Buy Back

The Company will conduct the shares buyback in accordance with the Regulation No. XI.B.2 with the following:

1. In the event that the shares buyback is conducted through the IDX, the offering price to buy back shares should be less or equal with the transaction price which has previously occurred; and
2. In the event that the shares buyback is conducted outside of the IDX and considering the Company's shares are listed and traded on the IDX, the price of the Company's shares buy back is a maximum of the average price of the closing price of daily trading on the IDX within the latest 90 (ninety) days prior the date of the share buyback of the Company.

G. Limitation of the Shares Buyback Period

The shares buy back is planned no later than 18 (eighteen) months since the date of EGMS's approval.

H. Shares Buyback Method

Based on Regulation No. XI.B.2, the Company will purchase the shares either in the IDX or outside the IDX.

I. Management Analysis and Discussion regarding the Effect of the Shares Buyback on the Company's Business Activity and Growth in the Future

The Company believes that the shares buy back execution will not affect the Company's business activity and operations. This is because the Company has a Capital Adequacy Ratio which is reasonably in accordance with the prevailing regulations.

Jakarta, 10 March 2017

Board of Directors of the Company