

**ANNOUNCEMENT SUMMARY OF MINUTES OF  
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
PT BANK CIMB NIAGA Tbk.**

PT Bank CIMB Niaga Tbk ("Company") hereby announces to the Shareholders that the Company has convened the Extraordinary General Meeting of Shareholders (the "Meeting") on Thursday, August 24<sup>th</sup>, 2017 EGMS at 2.15 p.m. to 3.25 p.m. (West Indonesia Time) located at Sasando Room, Graha CIMB Niaga M Floor, Jl. Jend. Sudirman Kav. 58, Jakarta Selatan 12190.

In relation to the Meeting, the Board of Directors of the Company conducted the following disclosures:

1. Notification of Meeting plan to Financial Services Authority ("OJK") and Indonesia Stock Exchanges ("IDX") on July 4<sup>th</sup>, 2017;
2. Announcement of the Company's plan to convene Meeting on July 11<sup>th</sup>, 2017 in the newspapers of Investor Daily as well as uploaded on the Company's website: [www.cimbniaga.com](http://www.cimbniaga.com) ("Company's website") and IDX via IDXNet on the same date;
3. Re-announce the announcement of the Company's plan to convene Meeting together with the Information Disclosure changes notification in connection with the changes on share buyback plan by the Company on July 18<sup>th</sup>, 2017
4. Invitation to attend the Meeting on July 26<sup>th</sup>, 2017 in the newspapers of Investor Daily as well as uploaded on the Company's website and IDX via IDXNet on the same date;
5. Uploaded the explanation of the Meeting, profile of the candidates for Director and Commissioner, the rules of conduct of the Meeting and other Meeting materials on the Company's website.

Meeting was chaired by Dato' Sri Nazir Razak as the President Commissioner of the Company, in accordance with the Article 12 paragraph 12.3 of the Articles of Association of the Company and Circular Resolutions of the Board of Commissioners.

Member of Board of Commissioners, member of Board of Directors, member of Audit Committee, and member of Sharia Supervisory Board who attended the Meeting:

Board of Commissioners	Board of Directors	Komite Audit	Dewan Pengawas Syariah
1. Dato' Sri Nazir Razak, President Commissioner	1. Tigor M. Siahaan, President Director	1. Zulkifli M. Ali, Chairman (Independent Commissioner)	1. Prof. Dr. M. Quraish Shihab, MA, Chairman
2. Glenn Muhammad Surya Yusuf, Vice President Commissioner	2. Wan Razly Abdullah, Director	2. Jeffrey Kairupan, Member (Independent Commissioner)	2. Dr. Yulizar Djamiludin Sanrego, M. EC, Member
3. Zulkifli M. Ali, Commissioner (Independent)	3. Rita Mas'Oen, Director	3. Yap Tjay Soen, Member (Independent Party)	
4. Pri Notowidigdo, Commissioner (Independent)	4. Megawati Sutanto, Director		
5. Armida Salsiah Alisjahbana, Commissioner (Independent)	5. Vera Handajani, Director		
6. Jeffrey Kairupan, Commissioner (Independent)	6. John Simon, Director		
7. David Richard Thomas, Commissioner	7. Lani Darmawan, Director		
8. Ahmad Zulqarnain Onn, Commissioner	8. Pandji Pratama, Director		
	9. Hedy Lapijan, Director		
	10. Fransiska Oei, Compliance Director (Independent)		

The Company has: (i) appointed Ashoya Ratam, SH, MKn. as Public Notary and PT Sirca Datapro Perdana as the Share Administration Bureau both as independent parties to calculate the quorum and voting tabulation; and (ii) provided an opportunity to the Shareholders to raise question and/or opinion for each Meeting agenda, there were 1 (one) Shareholder who raised questions in the third agenda of the Meeting.

In accordance with Company's Shareholders Registry as of July 25<sup>th</sup>, 2017, the number of eligible shares is 25.131.606.843 shares. The number of shares with voting rights to attend or represent in the Meeting is 23.683.336.462 shares or 94,24% of the total shares issued by the Company. Therefore, it is compliance with the required quorum for first agenda (ie. more than 1/2 of the total shares issued and paid up by the Shareholders with valid voting rights) and for the second and third agenda (ie. at least 2/3 of the total shares issued and paid up by the Shareholders with valid voting rights). Thereto, the Meeting is legitimate to hold and to take the following resolutions:

**First Agenda**

1. To approve the resignation of Ahmad Zulqarnain Onn from his position as Commissioner of the Company effectively since the end of the Meeting, with the expression of gratitude and highly appreciation for the contribution and dedication during his tenure as Commissioner of the Company.  
A complete acquittal and discharge for the supervisory actions which have been performed starting as of the last acquittal and discharge until the effective date of his resignation will be proposed to be approved at the Annual General Meeting of Shareholders ("AGMS") for the financial year 2017 to be held in 2018.

2. To approve the appointment of Tengku Dato' Sri Zafrul Tengku Abdul Aziz as Commissioner of the Company with effective term of office since the OJK Approval on the fit and proper test ("Effective Date") until the end of the fourth AGMS after the Effective Date, without prejudice the right of the General Meeting of Shareholders ("GMS") to terminate at any time in accordance with the provisions of Article 119 of the Company Law.  
In the event that the OJK does not give approval, or the requirements determined by the OJK for the appointment concerned could not be fulfilled, then the appointment shall be considered as null and void without any GMS's approval is required.

3. To approve the appointment of Rahardja Alimhamzah as Director of the Company with effective term of office since the end of the Meeting ("Effective Date") until the end of the fourth AGMS after the effective date of his appointment, without prejudice the right of the GMS to terminate at any time in accordance with the provisions of Article 105 of the Company Law.

Therefore the complete composition of the member of Board of Commissioners (since the effective appointment of Tengku Dato' Sri Zafrul Tengku Abdul Aziz) which is upon OJK approval and composition of the member of the Board of Directors (since the effective appointment of Rahardja Alimhamzah) shall be as follows:

Board of Commissioners	Board of Directors
1. Dato' Sri Nazir Razak, President Commissioner	1. Tigor M. Siahaan, President Director
2. Glenn Muhammad Surya Yusuf, Vice President Commissioner	2. Wan Razly Abdullah, Director
3. Zulkifli M. Ali, Commissioner (Independent)	3. Rita Mas'Oen, Director
4. Pri Notowidigdo, Commissioner (Independent)	4. Megawati Sutanto, Director
5. Armida Salsiah Alisjahbana, Commissioner (Independent)	5. Vera Handajani, Director
6. Jeffrey Kairupan, Commissioner (Independent)	6. John Simon, Director
7. David Richard Thomas, Commissioner	7. Lani Darmawan, Director
8. Tengku Dato' Sri Zafrul Tengku Abdul Aziz, Commissioner	8. Pandji Pratama, Director
	9. Hedy Lapijan, Director
	10. Fransiska Oei, Compliance Director (Independent)
	11. Rahardja Alimhamzah, Director

4. To approve the granting of authorities to the Board of Directors of the Company, with the right of substitution, to restate resolution regarding the change of composition of the Board of Commissioners and the Board of Directors of the Company in notarial deed and to report to the competent authority, and with due regard to the foregoing, to perform any acts as may be required with due regard to the laws and regulations.

The results of calculation voting card of The Resignation of Ahmad Zulqarnain Onn as Commissioner	Total Majority Votes: 23.681.567.184 shares or 99,992% (Agree)		
	Agree	Against	Abstain/No Votes <sup>1)</sup>
	23.567.104.718 shares or 99,51%	1.769.278 shares or 0,0075%	23.567.104.718 shares or 99,51%
The results of calculation voting card of The Appointment of Tengku Dato' Sri Zafrul Tengku Abdul Aziz as Commissioner	Total Majority Votes: 23.681.567.184 shares or 99,992% (Agree)		
	Agree	Against	Abstain/No Votes <sup>1)</sup>
	23.669.600.003 shares or 99,94%	1.769.278 shares or 0,0075%	11.967.181 shares or 0,05%
The results of calculation voting card of The Appointment of Rahardja Alimhamzah as Director	Total Majority Votes: 23.681.567.184 shares or 99,992% (Agree)		
	Agree	Against	Abstain/No Votes <sup>1)</sup>
	23.649.051.303 shares or 99,86%	1.769.278 shares or 0,0075%	32.515.881 shares or 0,14%

**Second Agenda**

1. To approve amendment of a number of articles of the Company's Articles of Association and subsequently restatement all the Articles of Association of the Company.
2. To approve the granting of authorities to the Board of Directors of the Company, with the right of substitution to restate the resolution regarding the amendment and restatement of Articles of Association in notarial deed and to report the same to the competent authority and with due regard to the foregoing to act whatever as may be required including making additions and/or adjustments with due regard to the laws and regulations.

The results of calculation voting card	Total Majority Votes: 23.664.443.894 shares or 99,92% (Agree)		
	Agree	Against	Abstain/No Votes <sup>1)</sup>
	23.661.379.108 shares or 99,91%	18.892.478 shares or 0,08%	3.064.876 shares or 0,01%

**Third Agenda**

1. To approve the changes on share buyback plan and the implementation of the stock-based loyalty program to management and employees (MESOP) which have been approved in the Extraordinary General Meeting of Shareholders on April 25<sup>th</sup>, 2017.
2. To approve the share buyback from public shareholder of up to a maximum 2% of Paid-up Capital or maximum of 503,000,000 (five hundred and three million) shares, with maximum cost IDR500,000,000,000.- (five hundred billion rupiahs) which includes broker's fee and any other related expenses, to be used for stock-based loyalty program to the management and employees in the Employee and Management Ownership Program in the form of: (i) Share Grant, and (ii) Management Employee Stock Option Plan ("MESOP").
3. To grant authority to the Board of Directors of the Company to conduct the share buyback in accordance to prevailing regulations including Capital Market regulations within no later than 12 months since the end of the Meeting.
4. To grant authority to the Board of Directors of the Company to determine the eligibility criteria along with the terms and conditions of the stock-based loyalty program.
5. In the event that the share buyback cannot be executed by any reason, including not obtaining approval from authority, this decision shall be void without approval from GMS.

The results of calculation voting card	Total Majority Votes: 23.681.567.184 shares or 99,992% (Agree)		
	Agree	Against	Abstain/No Votes <sup>1)</sup>
	23.682.776.608 shares or 99,9976%	474.878 shares or 0,0020%	84.976 shares or 0,0004%

**Notes:**

<sup>1)</sup> In accordance with Article 13 paragraph 13.4 Article of Association of the Company: Abstain or invalid votes is considered not exist and is not counted in determining the number of votes casted at the Meeting, provided that shareholders who do not cast the vote oblige to comply and respect the resolution passed made in relevant agenda of the Meeting.

Jakarta, August 25<sup>th</sup>, 2017

**Board of Directors**

PT Bank CIMB Niaga Tbk

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