

**ANNOUNCEMENT SUMMARY OF MINUTES OF  
ANNUAL GENERAL MEETING OF SHAREHOLDERS AND  
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 Annual General Meeting of Shareholders ("AGMS") and Extraordinary General Meeting of Shareholders ("EGMS") (hereinafter referred as "Meeting") on Tuesday, April 25, 2017 AGMS at 2.18 p.m. to 3.30 p.m. and EGMS at 3.35 p.m. to 3.50 p.m. (West Indonesia Time) located at The Financial Hall, Graha CIMB Niaga 2<sup>nd</sup> 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 March 3<sup>rd</sup>, 2017;
2. Announcement of the Company's plan to convene Meeting on March 10<sup>th</sup>, 2017 in the newspapers of Bisnis Indonesia and The Jakarta Post as well as uploaded on the Company's website: [www.cimbniaga.com](http://www.cimbniaga.com) ("Company's website") on the same date;
3. Invitation to attend the Meeting on March 27<sup>th</sup>, 2017 in the newspapers of Bisnis Indonesia and The Jakarta Post as well as uploaded on the Company's website on the same date;
4. Uploaded the advertisement of announcement, invitation advertisement, explanation of the Meeting agenda and other Meeting materials on the IDX website: [www.idx.co.id](http://www.idx.co.id), through e-reporting IDXNet; and
5. Uploaded the explanation of the Meeting, profile of the Public Accountant and Public Accountant Firm, the rules of conduct of the Meeting and other Meeting materials on the Company's website on March 27<sup>th</sup>, 2017.

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 Associations 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	Audit Committee	Sharia Supervisory Board
1. Dato' Sri Nazir Razak, President Commissioner	1. Tigor M. Siahaan, President Director	1. Zulkifli M. Ali, Chairman	1. Prof. Dr. Fathurrahman Djamil, MA, Member
2. Glenn Muhammad Surya Yusuf, Vice President Commissioner	2. Wan Razly Abdullah, Director	2. Jeffrey Kairupan, Member	
3. Zulkifli M. Ali, Commissioner (Independent)	3. Rita Mas'Oen, Director	3. Mawar I.R. Napitupulu, Member (Independent Party)	
4. Pri Notowidigdo, Commissioner (Independent)	4. Megawati Sutanto, Director	4. Yap Tjay Soen, Member (Independent Party)	
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. Pandji Pratama, Director		
	9. Hedy Lopian, Director		
	10. Fransiska Oei, Compliance Director		

The Company has: (i) appointed Ashoya Ratam, SH, MKn. as Public Notary and PT Sirca Datapro Perdana as the Share Administration Bureau 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 2 (two) Shareholders who raised questions in the AGMS which is 1 (one) Shareholder who raised question in the second agenda and 1 (one) Shareholder who raised question in the fourth agenda of AGMS, also 1 (one) Shareholder who raised question in the EGMS.

In accordance with Company's Shareholders Registry as of March 24<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 represented in the AGMS is 23.802.538.103 shares or ± 94,71% of the total shares issued by the Company, while the number of shares with voting rights to attend or represented in the EGMS is 23.855.188.228 shares or ± 94,92% of the total shares issued by the Company. Therefore, it is compliance with the required AGMS quorum (ie. more than ½ of the total shares issued and paid up by the Shareholders with valid voting rights) and with the required EGMS quorum (ie. more than 2/3 of the total shares issued and paid up by the Shareholders with valid voting rights). Thereto, the Meeting is legitimate to held and to take the following resolutions:

**ANNUAL GENERAL MEETING OF SHAREHOLDERS ("AGMS")**

First Agenda			
1. To approve the Annual Report of 2016 and to ratify the Company's consolidated Financial Statements for financial year 2016, which was audited by the Public Accountant Firm of Tanudiredja, Wibisana, Rintis & Rekan (a member firm of PricewaterhouseCoopers Global in Indonesia) as stipulated in the report dated February 17, 2017 with opinion "The Consolidated Financial Statement present fairly, in all material respects, the consolidated financial position of PT Bank CIMB Niaga Tbk and its subsidiaries as at December 31, 2016, the consolidated performance, and their cash flows for the year then ended, in accordance with Indonesian Financial Accounting Standards";			
2. Ratify the annual Supervisory Report of the Board of Commissioners and the Sharia Supervisory Board of the Company for the financial year 2016; and			
3. Acquit and discharge ("volledig acquit et décharge") the members of the Board of Directors and the Board of Commissioners including the Sharia Supervisory Board of the Company for the management and supervision performed in the financial year 2016, provided that the management and supervision are reflected in the Company's annual report for the year ended 31 December 2016.			
The results of calculation voting card	Total Majority Votes and Agree Votes: 23.802.534.125 shares or 99,999%		
	Agree	Against	Abstain/No Votes <sup>1)</sup>
	23.799.927.057 shares or 99,989%	3.978 shares or 0,001%	2.607.068 shares or 0,010%

Second Agenda			
To approve the appropriation of Net Profit of the Company for financial year 2016 in the total amount of Rp2,081,687,000,000 with the following descriptions;			
1. No distribution of dividend for the financial year 2016;			
2. Company does not set aside any amount of its net profit for the financial year 2016 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.			
Therefore the total Company's Net Profit for financial year 2016 will be used to finance business activities of the Company.			
The results of calculation voting card	Total Majority Votes and Agree Votes: 23.799.477.818 shares or 99,987%		
	Agree	Against	Abstain/No Votes <sup>1)</sup>
	23.799.000.943 shares or 99,985%	3.060.285 shares or 0,013%	476.875 shares or 0,002%

Third Agenda			
1. To approve the appointment of Angeliq Dewy Daryanto, SE.,CPA, as public accountant and Public Accountant Firm "Tanudiredja, Wibisana, Rintis & Rekan" (a member firm of PricewaterhouseCoopers Global in Indonesia) as a Public Accounting Firm that listed in the Financial Services Authority or other public accountant from same accounting firm in the absence of the respective person to conduct audit of the Company's financial statement for financial year 2017;			
2. Delegation of the AGMS to the Board of Commissioners to appoint another Public Accounting Firm, if there is an objection from the OJK to the appointment of Public Accounting Firm "Tanudiredja, Wibisana, Rintis & Rekan" or the Public Accountant Firm to restructure the partnership to become different Public Accounting Firm;			
3. To approve determine the Public Accountant Firm's honorarium for the financial year 2017 as follows:			
a. Annual audit fee of the Company is Rp7,220,000,000;			
b. Audit fee for subsidiary (PT CIMB Niaga Auto Finance) is Rp1,080,000,000;			
4. Delegation of authority to the Board of Directors of the Company to carry out the things that are necessary in connection with the appointment of a Public Accountant including but not limited to the implementation process of the AGMS and the signing of the letter of appointment to the Public Accountant and Public Accountant Firm.			
The results of calculation voting card	Total Majority Votes and Agree Votes: 23.603.335.290 shares or 99,163%		
	Agree	Against	Abstain/No Votes <sup>1)</sup>
	23.602.194.276 shares or 99,158%	199.202.813 shares or 0,837%	1.141.014 shares or 0,005%

Fourth Agenda			
1. To approve and determine the amount of remuneration or honorarium and/or other allowances for the Board of Commissioners and the Sharia Supervisory Board of the Company for financial year 2017:			
a. for all members of the Board of Commissioners maximum Rp19,300,000,000 (gross) per year;			
b. for all members of the Sharia Supervisory Board maximum Rp1,800,000,000 (gross) per year;			
c. to delegate the authority to the President Commissioners to determine the amount of remuneration or honorarium and other allowances for each members of the Board of Commissioners and the Sharia Supervisory Board of the Company for financial year 2017;			
2. To approve the amount of the tantieme/bonus including holiday allowance to all members of the Board of Directors for financial year 2016 maximum Rp67,386,431,863 (gross) per year;			
3. To approve the delegation of authority to the Board of Commissioners of the Company to determine the amount of remuneration or honorarium, bonus/tantieme and other allowances for the Board of Directors and each Director of the Company for financial year 2017 provided that the Board of Commissioners shall consider the advice/opinion given by the Nomination and Remuneration Committee.			
The results of calculation voting card	Total Majority Votes and Agree Votes: 23.786.974.204 shares or 99,934%		
	Agree	Against	Abstain/No Votes <sup>1)</sup>
	23.786.057.258 shares or 99,931%	15.563.899 shares or 0,065%	916.946 shares or 0,004%

Fifth Agenda			
Others:			
1. According to Financial Services Authority Regulation Number 30/POJK.04/2015, the AGMS reported the accountability of the use of the proceeds from the Public Offering of the Shelf Registration Bond II Bank CIMB Niaga Stage I Year 2016 ("PUB II 2016"). As per the report that was submitted to the OJK Capital Market and IDX that until 31 December 2016 all funds obtained from the PUB II 2016 amounted to Rp1,000,000,000,000 entirely have been used for loan expansion in accordance with the plan of funds usage as disclosed in the Prospectus of PUB II 2016.			
2. The Company reaffirmed that all of the Board of Directors of the Company do not have affiliation with the Controlling Shareholders or other member of the Board of Commissioners and other Directors, do not have concurrent position other than subsidiaries controlled, and not an insider person in the institution or supporting professionals of the Capital Markets whose services are used by the Company, but in order to comply with IDX regulation No. I-A concerning Registration of Shares and Equity In addition of Shares Issued by the Listed Company, it is informed that Director whose selected and appointed as Independent Director is Fransiska Oei, Compliance Director.			

**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ("EGMS")**

1. To approve the share buyback from public shareholders and Khazanah Nasional Berhad in the maximum amount of 2% of the Paid Up Capital to be used as a shares based loyalty program to the management and employees (MESOP) with the aim, among others, as an effort to increase productivity and performance of the management and employees and also to increase the sense of ownership towards the Company;			
2. To approve the delegation of authority to the Board of Directors to execute the share repurchase not later than 18 months from the approval of the EGMS, subject to approval of the authorities, and at the price that is considered good by the Company, but not exceeding the maximum amount of Rp500,000,000,000 including broker dealer commissions and other related costs;			
3. In the event that the share repurchase could not be implemented, including caused by not obtaining approval from the authorities, then the decision of the share repurchase be canceled without requiring the approval from GMS.			
The results of calculation voting card	Total Majority Votes and Agree Votes: 23.855.184.256 shares or 99,999%		
	Agree	Against	Abstain/No Votes <sup>1)</sup>
	23.854.235.635 shares or 99,996%	3.978 shares or 0,001%	948.621 shares or 0,003%

Notes:  
1) 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, April 26<sup>th</sup>, 2017

**Board of Directors**

PT Bank CIMB Niaga Tbk

Address: Corporate Secretary, Graha CIMB Niaga 16<sup>th</sup> Floor, Jl. Jend. Sudirman Kav. 58 – Jakarta Selatan  
Telp. (021) 250 5252, fax. (021) 252 6749, e-mail: [corporate.secretary@cimbniaga.co.id](mailto:corporate.secretary@cimbniaga.co.id); website: [www.cimbniaga.com](http://www.cimbniaga.com)