

ANNOUNCEMENT OF
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS' RESOLUTIONS, THE RATIFICATION OF THE FINANCIAL REPORT FOR THE FINANCIAL YEAR OF 2012
SCHEDULES AND PROCEDURES FOR THE PAYMENT OF CASH DIVIDEND FOR THE FINANCIAL YEAR OF 2012

ANNOUNCEMENT OF
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS' RESOLUTIONS
PT BANK MANDIRI (PERSERO) Tbk.
No. FST.CSC/CCM.006/2013

The Board of Directors of PT Bank Mandiri (Persero) Tbk (the "Company"), domiciled in Jakarta, hereby announces that the Annual General Meeting of Shareholders ("AGMS") of the Company that was convened on Tuesday, April 2, 2013 has decided the following resolutions:

1. **Resolution of the First Agenda:**
- 1) a. Approved The Company's Annual Report including The Board of Commissioners' Supervisory Report that has been executed by The Board of Commissioners for the financial year ended on December 31, 2012, and ratified The Consolidated Financial Report of the Company for the financial year ended on December 31, 2012 which has been audited by Tanudiredja, Wibisana & Rekan Public Accountant Office - a member firm of PwC Global Network, with unqualified opinion as stated in its report No. A130225001/DC2/LLS/1/2013.A dated February, 25 2013;
 - b. Ratified The Annual Report on the implementation of the Partnership and Community Development Program (*Program Kemitraan dan Bina Lingkungan*(PKBL)) for the financial year ended on December 31, 2012 which has been audited by Rama Wendra Accountant Office with unqualified opinion in accordance with audit report Rama Wendra Accountant Office No. A13-YB/BM/AUNI/1091 on March 20, 2013.
 - 2) Following the approval of the Company's Annual Report including The Board of Commissioners' Supervisory Report that has been executed by The Board of Commissioners and the ratification of the Consolidated Financial Report of the Company for the financial year ended on December 31, 2012, and the Annual Report on the Implementation of the Partnership and Community Development Program (*Program Kemitraan dan Bina Lingkungan*), therefore:
 - the AGMS grants full release and discharge (volledig acquit et de charge) to all members of the Board of Directors and the Board of Commissioners for their management and supervision actions during the financial year ended on December 31, 2012, as long as such actions are not considered as criminal actions and are reflected in the Consolidated Financial Report of the Company and the Annual Report of the Implementation of the Partnership and Community Development Program all of it for the financial year ended on December 31, 2012
 - Such release and discharge is also granted to Mr. Mahmuddin Yasin as a member of the Board of Commissioner for the term of office from January 1, 2012 until April 23, 2012.

2. **Resolution of the Second Agenda:**
- Approved and stipulated the use of the Company's Net Profit for the financial year of 2012, in the amount of Rp15.504.066.523.686,20 as follows:
- 1) 30% of the Company's Net Profit from the period of January 1, 2012 until December 31, 2012 or in the amount of Rp4.651.219.957.105,86 shall be distributed as cash dividend to the shareholders that will be paid with the following terms:
 - The Dividend of The Government of the Republic of Indonesia which originated from the 14 billion shares will be distributed to the State General Cash account in Indonesian currency No. 502.000000980 in Bank Indonesia
 - Grants full power and authority to arrange the payment procedures and execution of the distribution of the cash dividend and to announce it in accordance with the prevailing laws and regulations.
 - 2) 9,7% of the Company's net profit period of January 1, 2012 until December 31, 2012 or in the amount Rp1.503.894.452.797,56 will be used as appropriate reserves to support investment.
 - 3) 60,3% of the Company's net income period of January 1, 2012 until December 31, 2012 or in the amount Rp9.348.952.113.782,78 will be held as Retained Earning.

In the recent year AGMS of the Company does not allocate the Company's net profit of the 2012 financial year for Partnership and Community Development Program (*Program Kemitraan dan Bina Lingkungan*), however the Company will establish a reserve charge in 2013 for Company's Corporate Social Responsibility in the amount according to the needs and capability of the Company

3. **Resolution of the Third Agenda:**
- 1) Stipulate the Public Accountant Office of Tanudiredja, Wibisana & Rekan - a member firm of PwC Global Network as the Public Accountant Office to audit the Company's Consolidated Financial Report and the Annual Report on the Implementation of the Partnership and Community Development Program for the financial year ended on 31 December 2013.
 - 2) Grant power of attorney to the Board of Commissioners to determine the honorarium and other conditions applicable to the said Public Accountant Office and Public Accountant, and also to determine substitutive Public Accounting Office in the case the Public Accountant Office of Tanudiredja, Wibisana & Rekan - a member firm of PwC Global Network for any reason whatsoever fails to complete the Company's consolidated financial statement for the financial year ended on 31 December 2013.

4. **Resolution of the Fourth Agenda:**
- 1) Resolves the Salary of the Board of Directors and the honorarium of the Board of Commissioners and also allowances and facilities of the Board of Directors and the Board of Commissioners for the financial year 2013 is similar to the salary of the Board of Directors and the honorarium of the Board of Commissioners and also allowances and facilities of the Board of Directors and the Board of Commissioners for the financial year of 2012
 - 2) Grants authority and power to the Board of Commissioners with prior approval from the Seri A Dwiwarna shareholders to determine the amount of tantieme which is given to the Board of Directors and to the Board of Commissioners for the financial year of 2012 and also other benefits for the member of the Board of Directors and the Board of Commissioners for the financial year of 2013.

5. **Resolution of the Fifth Agenda:**
- 1) Approved the increase of the pension benefit of the participants of Dana Pensiun Bank Mandiri Satu, Dana Pensiun Bank Mandiri Dua, Dana Pensiun Bank Mandiri Tiga and Dana Pensiun Bank Mandiri Empat which will be implemented from January 1, 2013 in the amount of the following:
 - Dana Pensiun Bank Mandiri Satu with an increase of Rp200,000,00;
 - Dana Pensiun Bank Mandiri Dua with an increase of Rp275,000,00;
 - Dana Pensiun Bank Mandiri Tiga with an increase of Rp110,000,00;
 - Dana Pensiun Bank Mandiri Empat with an increase of Rp240,000,00;
 - 2) Approved to grant a one-time other benefits in the year of 2013 to the participants that have been effectively retired as of the time when such other benefits is paid, in the amount of the following:
 - Dana Pensiun Bank Mandiri Satu in the amount of Rp1.000.000,00;
 - Dana Pensiun Bank Mandiri Dua in the amount of Rp1.000.000,00;
 - Dana Pensiun Bank Mandiri Tiga in the amount of Rp1.000.000,00;
 - Dana Pensiun Bank Mandiri Empat in the amount of Rp1.000.000,00;
 - 3) The implementation of the increase of pension benefit and/or the grant of other benefits are implemented due to the adjustment and/or addition of article in the Dana Pensiun Bank Mandiri Satu, Dana Pensiun Bank Mandiri Dua, Dana Pensiun Bank Mandiri Tiga and Dana Pensiun Bank Mandiri Empat regulations and have been legalized by the Financial Service Authority (Otoritas Jasa Keuangan).
 - 4) Approved the authority to determine the increase of the pension benefit and/or the grant of other benefits, to be further delegated to the Board of Commissioner of the founder based on and with due observance to the proposal of the Board of Directors of the founder, provided that at least the following requirements are met:
 - a. Fund Adequacy Ratio after the increase of pension benefit and/or the grant of other benefits is not less than 115%
 - b. Shall not incur any obligation to subsequent contribution and any accounting PSAK No.24 obligation/encumbrance.The implementation of the increase of pension benefit and/or the grant of others benefit is based on the provision of the Law no. 11 year 1992 concerning Pension Funds and its implementing regulations jo. Law No. 21 year 2011 concerning Financial Service Authority (Otoritas Jasa Keuangan).

Jakarta, 2 April 2013
PT Bank Mandiri (Persero) Tbk.
Board of Directors

- 5) Grant power of attorney to the Board of Directors of the Company to implement the amendment of the Pension Fund Regulations from Dana Pensiun Bank Mandiri Satu, Dana Pensiun Bank Mandiri Dua, Dana Pensiun Bank Mandiri Tiga, and Dana Pensiun Bank Mandiri Empat in accordance with the amendment of the mentioned Pension Fund Regulation and other matters required in Law No. 11 year 1992 concerning Pension Funds jo. Law No. 21 year 2011 concerning Financial Service Authority.
6. **Resolution of the Sixth Agenda:**
- Ratified the application of Minister of State-owned Enterprise Regulation No PER-12/MBU/2012 regarding Stated Owned Enterprises Supporting Organ Board of Commissioners / Board of Trustees, with transition period at least 12 month and shall be effected since the resolution of this AGMS.
7. **Resolution of the Seventh Agenda:**
- Confirm of the amount (ceiling) for non-collectable receivables that has been determined by the Extraordinary General Meeting of Shareholders in 2003 and 2005 in the amount of Rp5 billion, net of realization from non-collectable receivables that has been approved by the Minister of Finance in the amount of Rp7.688.045.964,46, then the availability ceiling balance that can be used for subsequent non-collectable receivables in the amount of Rp4.992.311.954.035,54. Such ceiling will be used to execute the principle of non-collectable receivables of the bad receivable based on the policy prior to the approval of the Board of Commissioner, inter alia debtor affected by natural disasters that meet certain criteria, as determined by the Government and / or any Regulator, including natural disaster in Yogyakarta.
8. **Resolution of the Eight Agenda**
- 1. Approve the amendment of Company's Articles of Association in particular of Article 16 paragraph (5) (f) to be amended as follow:
 - 5. The following acts hereunder of the Board of Directors shall obtain written approval from the Board of Commissioners
 - f. Any Action to assign, including to sell, to waive the right to collect and/or not to collect of:
 - 1). the principle of the bad receivables which have been written off for the purpose of credit settlement, either in whole or in part;
 - 2). The difference between the principal amount to the value of the assignment including sale or with the value of the waiver of right,
 - shall be executed based on the policy of the Board of Directors which has been approved by the Board of Commissioners and within the ceiling (limit) of the non-collectable receivables that has been determined by the General Meetings of Shareholders which will continuously prevail until the determination of the new ceiling (limit) by the General Meetings of Shareholder.
 - 2. Grant power and authority with substitution right to Directors of the Company to declare and accommodate the resolution concerning the amendment of Company's Articles of Association in the deeds to present before the Notary, and also notify it to authorized officials and to conduct any actions required in connection with such amendment to the Articles of Association of the Company.
9. **Resolution of the Ninth Agenda:**
- Approve
- 1. The honorable discharge of:
 - a. Mr. Muchayat as Vice President Commissioner
 - b. Mr. Cahyana Ahmadiyadji as member of the Board of Commissioners
 - c. Mr. Zulkifli Zaini as President Director of the Company, that his term of office is terminated until the closing of this AGMSThe abovementioned discharge will be effective as of the closing of this Meeting, with gratitude for services given by them during their term of office.
- The full release and discharge (volledig acquit et de charge) in term of office from January 1, 2013 until April 2, 2013 will be given on the next AGMS.
- 2. Assignment of Mr. Budi Gunadi Sadikin's position from the Director of the Company to become the President Director of the Company, with the term of office until the closing of the AGMS which will be held in 2016 and effective after obtaining the approval from Bank Indonesia on the fit and proper test.
 - 3. the appointments of:
 - a. Mr. Agus Suprijanto as member of the Board of Commissioners
 - b. Mr. Rudi Rubiandini as member of the Board of Commissioners
 - c. Mr. Abdul Aziz as member of the Board of Commissioners
 - d. Mr. Ogi Prastomiyono as member of Directors
 - e. Mr. Heri Gunardi as member of the Board of DirectorsThe Appointment of the member of the Board of Commissioners and the member of Directors, except Mr. Ogi Prastomiyono shall be effective after obtaining the approval from Bank Indonesia on the fit and proper test and comply with the prevailing law and regulations. Where as the appointment of Mr. Ogi Prastomiyono shall be effective as of the closing of this Meeting.
- The tenure of such appointed the member of Director is until the closing of the fifth Annual General Meeting of Shareholders after their appointment and without prejudice to the right of the General Meeting of Shareholders to dismiss them at any time
- Accordingly, the composition of the Board of Commissioners and Director of the Company as follows:
- THE BOARD OF COMMISSIONERS**
- | | |
|--|-------------------|
| President Commissioner concurrently Independent Commissioner | : Edwin Gerungan |
| Independent Commissioner | : Gunarni Soeworo |
| Independent Commissioner | : Pradjoto |
| Independent Commissioner | : Krisna Wijaya |
| Commissioner | : Wahyu Hidayat |
| Commissioner | : Agus Supriyanto |
| Commissioner | : Rudi Rubiandini |
| Commissioner | : Abdul Aziz |
- DIRECTOR**
- | | |
|-------------------------|-----------------------|
| President Director | : Budi Gunadi Sadikin |
| Vice President Director | : Riswinandi |
| Director | : Abdul Rachman |
| Director | : Sentot A. Sentausa |
| Director | : Ogi Prastomiyono |
| Director | : Pahala N. Mansury |
| Director | : Francisca N. Mok |
| Director | : Sunarso |
| Director | : Kresno Sedjarsi |
| Director | : Royke Tumilaar |
| Director | : Heri Gunardi |
- 4. Grant the authority with substitution rights to the Company Board of Directors to state the Decision of this Meeting in the separate deed before a Notary Public and notify it to authorize officials and also to take all actions necessary relating to the above mentioned decisions in accordance with prevailing regulations.

ANNOUNCEMENT OF
THE RATIFICATION OF THE FINANCIAL REPORT FOR THE FINANCIAL
YEAR OF 2012
PT BANK MANDIRI (PERSERO) Tbk.
No. FST.CSC/CCM.007/2013

In accordance to Article 68 paragraph 4 of Law No. 40 of 2007 concerning Limited Liability Companies, The Board of Directors of PT Bank Mandiri (Persero) Tbk. (hereinafter refer to as the "Company"), having its domicile in Jakarta, hereby announce that the Company's Annual General Meeting of Shareholders, which was convened on Tuesday, 2 April 2013 has ratified the Company's Financial Report for the financial year of 2012, which has been audited by the Public Accountant Office of Tanudiredja, Wibisana & Rekan - member of PricewaterhouseCoopers Global Networks and has been published on 26 February 2013, without any modification nor note.

Jakarta, 2 April 2013
PT Bank Mandiri (Persero) Tbk.
Board of Directors

ANNOUNCEMENT OF
THE SCHEDULES AND PROCEDURES OF CASH DIVIDEND PAYMENT
FOR THE FINANCIAL YEAR 2012
PT BANK MANDIRI (PERSERO) Tbk.
No. FST.CSC/CCM.008/2013

In accordance to the resolutions of the Annual General Meeting of Shareholders of PT Bank Mandiri (Persero) Tbk (hereinafter refer to as the "Company"), that was convened on 2 April 2013, the Company hereby announces that it shall pay cash dividend from the Company's Net Profit for the period of 1 January 2012 until 31 December 2012 in the amount of Rp4.651.219.957.105,86 or approximately Rp199,33799 per share which will be distributed to 23.333.333.333 shares of the Company.

In accordance to the above, the Company hereby announces the schedules and procedures for the distribution of the cash dividend for the financial year of 2012 as follow:

A. SCHEDULES

No.	ACTIVITIES	DATE
1.	Last Date of the trading period of the Company's shares on the stock exchange with dividend rights (cum dividend) <ul style="list-style-type: none">• Regular and Negotiation Market• Cash Market	26 April 2013 01 May 2013
2.	First Date of the trading period of the Company's shares on the stock exchange without dividend rights (ex dividend) <ul style="list-style-type: none">• Regular and Negotiation market• Cash Market	29 April 2013 02 May 2013
3.	Recording Date	01 May 2013
4.	Payment Date	16 May 2013

B. PROCEDURES OF CASH DIVIDEND PAYMENT

- 1. The Cash Dividend will be paid to the shareholders whose names are registered in the Shareholders Register of the Company on 01 May 2013 as at 16.00 WIB (Western Indonesian Time) and/or in the sub securities account in PT Kustodian Sentral Efek Indonesia ("KSEI") at the closing of the Indonesian Stock Exchange trading session on 01 May 2013 (recording date).
- 2. For those shareholders whose shares are deposited in KSEI, the Cash Dividend shall be paid through KSEI and distributed to the sub securities account of the Securities Companies and/or Custodian Banks in KSEI on 16 May 2013. The receipt of the payment of the Cash Dividend shall be given by KSEI to the Securities Companies or the Custodian Banks where the shareholders have opened their account. For shareholders whose shares are not deposited in the collective deposit in KSEI, the Cash Dividend will be transferred directly to the shareholders account.
- 3. The Cash Dividend is subject to taxes as regulated under the prevailing laws and regulations. The amount of tax that will be borne by the relevant shareholder and the amount of Cash Dividend received by the shareholders will be in the amount after being deducted by applicable tax.
- 4. For shareholders considered as on shore Tax Payer in the form of entity, they should registered their Tax Register Number (Nomor Pokok Wajib Pajak/NPWP) to KSEI or the Company Share Registrar PT Datindo Entrycom, Puri Datindo - Wisma Sudirman, Jl. Jend Sudirman Kav. 34 Jakarta 10220 at the latest on 01 May 2013 at 16.00 WIB. If as of the said date KSEI or the Company Registrar has not received the NPWP, the Cash Dividend will be subject to with withholding tax at the rate of 30%.
- 5. For shareholders who are considered as offshore Tax Payer which will use the Tax Treaty under the Agreement on the Prevention of the Imposition of Dual Taxes (P3B) it has to comply with article 26 of Law No. 36 Year 2008 regarding The Fourth Amendment to the Law No. 7 of year 1983 on Income Tax and must submit its copy of the Certificate of Domicile using the form at required under the Regulation of the Directorate General of Tax No. 61/PJ/2009, dated 5 November 2009, that has been legalized by the Indonesian Tax Service Office for Public to KSEI in accordance with the prevailing regulations imposes by KSEI as stipulated under Circular Letter No. SE-001/DIR-eks/0110, dated 11 January 2010 or Company Share Registrar at the latest on 01 May 2013 at 16.00 WIB. If as the said date, KSEI or the Company Registrar has not received the Certificate of Domicile in the required form, the Cash Dividend will be subject to withholding tax at the rate of 20%.
- 6. For shareholders whose shares are deposited in KSEI, as of 10 June 2013 may collect their Cash Dividend Tax Deductions Slip at the Securities Company or the Custodian Banks where the shareholders have opened their securities account.

Jakarta, 2 April 2013
PT Bank Mandiri (Persero) Tbk.
The Board of Directors