

**ANNOUNCEMENT OF
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS' RESOLUTIONS, THE RATIFICATION OF THE FINANCIAL REPORT FOR THE FINANCIAL YEAR OF 2010
SCHEDULES AND PROCEDURES FOR THE PAYMENT OF CASH DIVIDEND FOR THE FINANCIAL YEAR OF 2010**

**ANNOUNCEMENT OF
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS' RESOLUTIONS
PT BANK MANDIRI (PERSERO) Tbk.
No. FST.CSC/014/P/V/2011**

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 was convened on Monday, 23 May 2011 and adopted the following resolutions:

1. Resolution on the First Agenda:

- 1) a. Approved The Company's Annual Report including The Supervisory Duty Report that has been executed by The Board of Commissioners for the financial year ended on 31 December 2010, and ratified The Consolidated Financial Statements of the Company for the financial year ended on 31 December 2010 which has been audited by Tanudiredja, Wibisana & Partners Public Accountant Office - a member firm of PricewaterhouseCoopers Global Network, with an unqualified opinion as stated in its report No. A110330003/DC2/HS/II/2011.A on March, 30 2011;
- b. Ratified The Annual Report on the Partnership and Community Development Program (*Program Kemitraan dan Bina Lingkungan (PKBL)*) for the financial year ended on 31 December 2010 which has been audited by the Financial and Development Supervisory Board (Badan Pengawasan Keuangan dan Pembangunan (BPKP)) Representative of BPKP of the DKI Jakarta II Province (*BPKP Perwakilan Propinsi DKI Jakarta II*), with the conclusion "in general the management of the Partnership and Community Development Program in PT. Bank Mandiri (Persero) Tbk has been performed in accordance with the Ministerial Regulation No. PER-05/MBU/2007 on April 27, 2007 " as stated in the world Evaluation Result Report of the implementation of the partnership and community development program of PT Bank Mandiri (Persero) Tbk. Financial Year 2010 No. LHE-1814/PW30/4/30/4/2011 on April 27, 2011. as well as to ratify the financial statement audit result of PKBL with an unqualified opinion in accordance with Badan Pengawasan Keuangan dan Pembangunan (BPKP) Perwakilan Propinsi DKI Jakarta II reports No. LHA-1812/PW30/4/2011 on April, 27 2011.
- 2) With the approval of the Company's Annual Report including the Supervisory Duty Report that has been executed by the Board of Commissioners and the ratification of the Consolidated Financial Statements of the Company for the financial year ended on 31 December 2010, and the Annual Report on the Implementation of the Partnership and Community Development Program (*Program Kemitraan dan Bina Lingkungan*), then:
 - the AGMS granted a full release and discharge (volledig acquit et de charge) to all of the members of the Board of Directors and the Board of Commissioners for their management and supervision actions during the financial year ended on 31 December 2010, as long as such actions are not considered as criminal actions and reflected in the Annual Report, the Consolidated Financial Statements 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 31 December 2010

Such release and discharge was also given to Mr. Soedarjono, Mr. Wayan Agus Mertayasa, Mr. Sasmita and Mr. Bambang Setiawan for the period of 1 January 2010 until 17 May 2010 and also to Mr. Agus D. W. Martowardojo for the period of 1 January 2010 until 20 May 2010.

2. Resolution on the Second Agenda:

Approved and stipulated the use of the Company's Net Profit for the financial year of 2010, in the amount of Rp9.218.297.786.087,18 to be utilized as follows:

- 1) 35% of the Company's Net Profit for the period of January 1, 2010 until December 31, 2010 or in the amount of **Rp3.226.404.225.130,51** shall be distributed as cash dividend to the shareholders. In December, 30 2010 the Company has paid Interim dividend in the amount of Rp412.431.206.707,87 with the remaining amount in the amount of **Rp2.813.973.018.422,64** to be paid with as a final dividend with the following requirements:
 - The dividend of the Government of the Republic of Indonesia deriving from its 14 billion shares will be transferred to the General Cash account of Republic of Indonesia in Indonesian currency No. 502.000009080 in Bank Indonesia
 - Granted full power and authority to the Board of Directors to arrange the payment procedures and execution of such cash dividend payment, including applying for dispensation of the payment distribution to the ministry of finance and announcing it in accordance with the prevailing laws and regulations.
- 2) 4% of the Company's net profit for the period of January 1, 2010 until December 31, 2010 or in the amount Rp368.731.911.443,49 will be allocated for the Partnership and Community Development Program (PKBL), with the following details: 0,5% of the Company's net profit period of January 1, 2010 until December 31, 2010 or in the amount of Rp46.091.488.930,44 will be allocated for the Partnership Program and 3,5 % of the Company's net profit for the period of January 1, 2010 until December 31, 2010 or in the amount of Rp322.640.422.513,05 will be allocated for the Community Development Program. The utilization of the said Partnership Program and the Community Development Program's funds must be reported to the next Company's AGMS
- 3) 2,4% of the Company's net profit for the period of January 1, 2010 until December 31, 2010 or in the amount Rp220.347.310.460,38 will be used as mandatory reserves in accordance with article 70 of the Company Law.
- 4) 58,6% of the Company's net profit for the period of January 1, 2010 until December 31, 2010 or in the amount Rp5.402.814.339.052,80 will be held as Retained Earning.

3. Resolution on the Third Agenda:

Approved:

- 1) The appointment of Tanudiredja, Wibisana & Partners Public Accountant Office - a member firm of PricewaterhouseCoopers Global Network as the Public Accountant Office to audit the Company's Consolidated Financial Statements for the financial year of ended on 31 December 2011.
- 2) The appointment of the Financial and Development Supervisory Board (*Badan Pengawasan Keuangan dan Pembangunan (BPKP)*) representatives of BPKP of DKI Jakarta II Province (*Perwakilan BPKP Propinsi DKI Jakarta II*) as the Auditor to audit the Annual Report of the Implementation of the Partnership and Community Development Program for the financial year ended on 31 December 2011.
- 3) The granting of a power of attorney to the Board of Commissioners to determine the honorarium and other conditions applied to the said Public Accountant Office and Auditor, and also to determine the substitute Public Accountant Office in the event that Tanudiredja, Wibisana & Partners Public Accountant Office - a member firm of PricewaterhouseCoopers Global Network for any reason whatsoever fails to complete the Company's consolidated financial statements for the financial year ended on 31 December 2011.

4. Resolution on the Fourth Agenda:

Approved the granting of authority and power of attorney to the Board of Commissioners with prior approval from the Dwiwarna A Series Shareholders (Pemegang Saham Seri A Dwiwarna) to determine the amount of tantieme which will be given to the members of the Board of Directors and Board of Commissioners for financial year 2010 and also to determine the amount of salary, honorarium, allowance and the facilities of the Board of Directors and Board of Commissioner in the year of 2011.

5. Resolution on the Fifth Agenda:

Approved the acquisition by the Company of 120.000 new shares which will be issued by PT Asuransi Dharma Bangsa which representing 60% of the entire issued and paid-up shares of PT Asuransi Dharma Bangsa after the acquisition and approved the Acquisition Plan which mainly described in the abridged Acquisition Plan as previously announced by the Company in Suara Pembaruan and Sinar Harapan daily newspapers on April 5, 2011

6. Resolution on the Sixth Agenda:

- 1) Approved an increase of the pension benefit of the participants of Dana Pensiun Bank Mandiri Satu until Dana Pensiun Bank Mandiri Empat as of January 1, 2011 as follow:
 - Dana Pensiun Bank Mandiri Satu with an increase of Rp135,000.00;
 - Dana Pensiun Bank Mandiri Dua with an increase of Rp135,000.00;
 - Dana Pensiun Bank Mandiri Tiga with an increase of Rp130,000.00;
 - Dana Pensiun Bank Mandiri Empat with an increase of Rp110,000.00;
 - 2) Grant authorization and power of attorney to the Board of Directors of the Company to implement the amendment of the following Pension Fund Regulations:
 - Dana Pensiun Bank Mandiri Satu No. KEPDIR/171/2010 dated 28 June 2010;
 - Dana Pensiun Bank Mandiri Dua No. KEPDIR/172/2010 dated 28 June 2010;
 - Dana Pensiun Bank Mandiri Tiga No. KEPDIR/173/2010 dated 28 June 2010;
 - Dana Pensiun Bank Mandiri Empat No. KEPDIR/174/2010 dated 28 June 2010;
- in order to increase the pension benefits and approve the Founding Affidavit in accordance with the said changes to the Pension Fund Regulation mentioned above as well as other action as required under Law No. 11 of 1992 on Pension Funds, and its implementing regulations.

7. Resolution on the Seventh Agenda:

Approved:

1. The honorable discharge, due to the completed terms of office, of:
 - a. Mr. Sentot A. Sentausa as a Director of the Company
 - b. Mr. Thomas Arifin as a Director of the Company
 - c. Mr. Budi Gunadi Sadikin as a Director of the Company

Effective as of the closing of this Meeting, the shareholders expressed their gratitude for the given energy and thoughts during their term of office as Director of the Company.

2. The appointment of:
 - a. Mr. Sentot A. Sentausa as a Director of the Company
 - b. Mr. Budi Gunadi Sadikin as a Director of the Company
 - c. Mr. Royke Tumilaar as a Director of the Company

The Appointment of the member of Director will be effective as of the closing of this Meeting, except the appointment of Mr. Royke Tumilaar should be considered to be effective after obtaining the approval from Bank Indonesia on the fit and proper test and comply with the provision of prevailing law and regulations.

The tenure of such appointed the member of Director is until the closing of the fifth Annual General Meeting of Shareholders after their appointment.

**Jakarta, 25 May 2011
PT Bank Mandiri (Persero) Tbk.
Board of Directors**

**ANNOUNCEMENT OF
THE RATIFICATION OF THE FINANCIAL REPORT FOR THE FINANCIAL YEAR OF 2010
PT BANK MANDIRI (PERSERO) Tbk.
No. FST.CSC/015/P/V/2011**

In accordance with Article 68 paragraph 4 of Law No. 40 year 2007 on 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 announces that the Company's Annual General Meeting of Shareholders, which was convened on Monday, 23 May 2011 has ratified the Company's Financial Statements for the financial year of 2010, which has been audited by the Public Accountant Office of Tanudiredja, Wibisana and Partners - member of PricewaterhouseCoopers Global Networks and has been published on 31 March 2011, without any modification nor note thereto.

**Jakarta, 25 May 2011
PT Bank Mandiri (Persero) Tbk.
Board of Directors**

**ANNOUNCEMENT OF
THE SCHEDULES AND PROCEDURES OF CASH DIVIDEND PAYMENT
FOR THE FINANCIAL YEAR 2010
PT BANK MANDIRI (PERSERO) Tbk.
No. FST.CSC/016/P/V/2011**

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 23 May 2011, the Company hereby announces that it shall pay cash dividend from the Company's Net Profit for the period of 1 January 2010 until 31 December 2010 in the amount of Rp3.226.404.225.130,51. On December 30, 2010, The Company has distributed Interim Dividend in the amount of Rp 412.431.206.707,87 So that the remaining cash dividend which will be paid is the amount of Rp2.813.973.018.422,64 or Rp120,59884 per share which will be distributed to approximately 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 2010 as follow:

A. SCHEDULES

No.	DESCRIPTIONS	DATE
1.	Last Date of the trading period of the shares with dividend rights (cum dividend) <ul style="list-style-type: none">• Regular and Negotiation Market• Cash Market	15 June 2011 20 June 2011
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	16 June 2011 21 June 2011
3.	Recording Date	20 June 2011
4.	Cash Dividend Payment Date for the Financial Year 2010	30 June 2011

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 20 June 2011 as at 16.00 WIB (Western Indonesian Time) and/or to the share owners of the Company in the sub securities account in PT Kustodian Sentral Efek Indonesia ("KSEI") at the closing of the Indonesian Stock Exchange trading session on 20 June 2011 (recording date).
2. For those shareholders whose shares are deposited in the collective deposit of KSEI, the Cash Dividend shall be paid through KSEI and distributed to the securities account of the Securities Companies and/or Custodian Banks on 30 June 2011. The receipt of the payment of the Cash Dividend shall be given by KSEI to the Securities Companies or the Banks of the Securities Company or the Custodian Banks where the shareholders have opened their account. For shareholders whose shares are not deposited in the collective deposit of 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 imposed tax shall be borne by the relevant shareholder and will be deducted from the amount of Cash Dividend that will be received by the shareholders.
4. For shareholders considered as Onshore Taxpayer in the form of entity, they should registered their Taxpayer 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 20 June 2011 at 16.00 WIB. Without stating the NPWP, the Cash Dividend will be subject to withholding tax at the rate of 30%.
5. For shareholders who are considered as Offshore Taxpayer which will use the Tax Treaty under the Agreement on the Prevention of the Imposition of Dual Taxes (P3B) 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 the Certificate of Domicile, that has been legalized by the Indonesian Tax Service Office for Public Company to KSEI or Company's Share Registrar at the latest on 20 June 2011 at 16.00 WIB. Without such Certificate of Domicile the Cash Dividend will be subject to withholding tax at the rate of 20%.
6. For shareholders whose shares are deposited in the collective deposit of KSEI, the Cash Dividend Tax Deductions Slip may be collected at the Securities Company and/or the Custodian Banks where the shareholders opened their securities account and for script shareholder's the Cash Dividend Tax Deduction Slip may be collected at the Company's Share Registrar starting from July 10, 2011.

**Jakarta, 25 May 2011
PT Bank Mandiri (Persero) Tbk
The Board Of Directors**

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