

## Bank Mandiri RUPS

As regulated under Law No. 40/2007 concerning Limited Liability Company, article 2 of POJK No. 32/POJK.04/2014 and article 10 of the Company's Articles of Association concerning the General Meeting of Shareholders, the RUPS is divided into 2 (two), namely Annual General Meeting of Shareholders (AGM) and other RUPS hereinafter referred to as Extraordinary General Meeting of Shareholders (EGM).

The RUPS held in 2015 was chaired by a BOC member designated by the BOC in a Meeting of the BOC. The Chair first read the code of conducts regulating the course of the meeting, which were incorporated into the Minutes. The Chair gave the shareholders or their proxies an opportunity to ask questions, give comments and/or come up with suggestions on each meeting agenda. The Chair, or a Director appointed by the Chair, answered or replied to the questions/comments of the shareholders in attendance. After all the questions were answered or responded to, voting took place and it was only shareholders or their authorized proxies entitled to cast votes. Each share conferred a right to casting one vote to its holder.

Throughout 2015, Bank Mandiri held 2 RUPS, namely Annual RUPS and RUPSLB for the fiscal year (FY) 2014. Bank Mandiri appointed independent parties, namely Notary Ashoya Ratam, S.H., M.Kn. and PT Datindo Entrycom, for counting and/or validating the votes.



## AGM

The AGM must be held at least 5 (five) months following the closing of the last fiscal year. In the meeting, BOD must submit the following:

- a. Annual Report;
- b. Comments with respect to profit allocation, if the Company records positive profit;
- c. Comments concerning appointment of public accountant to audit the Company's current fiscal year based on BOC's recommendation or the granting of power to BOC to appoint a public accountant;
- d. Other matters requiring approval of RUPS to the benefit of the Company with due observance to provisions of the Articles of Association.

Bank Mandiri Annual RUPS was held on March 16, 2015 at 09.45 WIB until 13.10 WIB in Auditorium Plaza Mandiri 3rd floor, Jl. Jend. Gatot Subroto Kavling 36-38, South Jakarta. The Meeting was attended by all BOC and BOD members, shareholders and/or their proxies/representatives of shareholders who altogether represented 19,770,767,838 shares including a Series A Dwiwarna Share or constituting 84.73% of the total shares with valid voting rights issued by the Company up to the day when the Meeting was held, i.e. 23,333,333,333 shares comprising:

- 1 (one) Series A Dwiwarna Share; and
- 23,333,333,332 (twenty three billion three hundred thirty three million three hundred thirty