



**PEMANGGILAN
RAPAT UMUM PEMEGANG SAHAM TAHUNAN
PT BANK NEGARA INDONESIA (PERSERO) Tbk
("PERSEROAN")**

Direksi Perseroan dengan ini mengundang Pemegang Saham Perseroan untuk menghadiri Rapat Umum Pemegang Saham Tahunan ("Rapat") yang akan diselenggarakan pada:

Hari/Tanggal : Kamis / 10 Maret 2016
Waktu : Pukul 10:00 WIB s.d selesai
Tempat : Ruang Serba Guna, Gedung BNI Lantai 25
Jl. Jenderal Sudirman Kav. 1, Jakarta 10220

Mata Acara :

1. Persetujuan Laporan Tahunan dan Pengesahan Laporan Keuangan Konsolidasian Perseroan, Persetujuan Laporan Tugas Pengawasan Dewan Komisaris serta Pengesahan Laporan Tahunan Pelaksanaan Program Kemitraan & Bina Lingkungan Tahun Buku 2015 sekaligus pemberian pelunasan dan pembebasan tanggung jawab sepenuhnya (*acquitt et de charge*) kepada Direksi dan Dewan Komisaris Perseroan atas tindakan pengurusan dan pengawasan yang telah dijalankan selama Tahun Buku 2015.
Dasar usulan mata acara Rapat tersebut adalah Pasal 21 ayat (3) dan ayat (5) Anggaran Dasar Perseroan dan Pasal 22 ayat (2) Peraturan Menteri BUMN No. PER-07/MBU/05/2015.
2. Penetapan penggunaan Laba Bersih Perseroan untuk Tahun Buku 2015.
Dasar usulan mata acara Rapat tersebut adalah Pasal 21 ayat (3) Anggaran Dasar Perseroan.
3. Penetapan remunerasi (gaji/ honorarium, fasilitas dan tunjangan) Tahun Buku 2016 serta tantiem Tahun Buku 2015 bagi Direksi dan Dewan Komisaris Perseroan.
Dasar usulan mata acara Rapat tersebut adalah Pasal 11 ayat (17) dan Pasal 14 ayat (18) Anggaran Dasar Perseroan.
4. Penetapan Kantor Akuntan Publik untuk mengaudit Laporan Keuangan Perseroan dan Laporan Tahunan Pelaksanaan Program Kemitraan & Bina Lingkungan untuk Tahun Buku 2016.
Dasar usulan mata acara Rapat tersebut adalah Pasal 21 ayat (3) Anggaran Dasar Perseroan.
5. Persetujuan Program Kepemilikan Saham Manajemen dan Pegawai dengan menggunakan saham treasury (*treasury stock*).
Dasar usulan mata acara Rapat tersebut adalah untuk memenuhi Peraturan Menteri Badan Usaha Milik Negara No. Per-04/MBU/2014 tentang Pedoman Penetapan Penghasilan Direksi, Dewan Komisaris dan Dewan Pengawas Badan Usaha Milik Negara.
6. Perubahan Pengurus Perseroan.
Dasar usulan mata acara Rapat tersebut adalah untuk memenuhi ketentuan dalam Anggaran Dasar Perseroan dan Peraturan OJK No. 33/POJK.04/2014.

Catatan:

1. Perseroan tidak mengirimkan undangan tersendiri kepada Pemegang Saham, karena iklan Pemanggilan ini sudah merupakan undangan resmi.
2. Pemegang Saham atau kuasanya yang akan menghadiri Rapat diminta untuk menyerahkan fotocopy KTP atau tanda pengenal lain yang sah kepada petugas pendaftaran sebelum memasuki ruang Rapat. Bagi Pemegang Saham yang berbentuk Badan Hukum, agar membawa fotocopy dari Anggaran Dasarnya yang terakhir serta akta pengangkatan anggota Direksi dan Dewan Komisaris atau pengurus terakhir. Khusus untuk Pemegang Saham dalam Penitipan Kolektif PT Kustodian Sentral Efek Indonesia ("KSEI") diminta untuk memperlihatkan Konfirmasi Tertulis Untuk RUPS ("KTUR") kepada petugas pendaftaran sebelum memasuki ruang Rapat. Dalam hal Pemegang Saham tidak dapat memperlihatkan KTUR, maka Pemegang Saham tetap dapat menghadiri Rapat sepanjang namanya tercatat dalam Daftar Pemegang Saham dan membawa identitas diri yang dapat diverifikasi sesuai ketentuan yang berlaku.
3. Yang berhak hadir atau diwakili dalam Rapat adalah para pemegang saham yang nama-namanya tercatat dalam Daftar Pemegang Saham tanggal **16 Februari 2016 sampai dengan pukul 16.15 WIB**.
4. a) Pemegang Saham yang berhalangan hadir dapat diwakili oleh kuasanya dengan menyerahkan Surat Kuasa yang sah yang bentuknya ditentukan oleh Direksi Perseroan, dengan ketentuan para anggota Direksi, anggota Dewan Komisaris dan karyawan Perseroan boleh bertindak selaku kuasa dalam Rapat namun suara yang mereka keluarkan selaku kuasa tidak dihitung dalam pemungutan suara.
b) Formulir Surat Kuasa dapat diperoleh setiap hari kerja di Biro Administrasi Efek Perseroan yaitu PT. Datindo Entrycom, Puri Datindo, Jl. Jend. Sudirman Kav. 34, Jakarta 10220.
5. Bahan-bahan terkait mata acara Rapat tersedia dan dapat diperoleh di situs web Perseroan dan di kantor pusat Perseroan pada jam kerja Perseroan sejak tanggal **17 Februari 2016 sampai dengan 10 Maret 2016** salinan dokumen fisik dapat diberikan jika diminta secara tertulis oleh Pemegang Saham Perseroan, kecuali untuk bahan terkait mata acara Perubahan Pengurus Perseroan yang mana berdasarkan Peraturan Menteri BUMN Nomor: PER-02/MBU/02/2015 dan Nomor: PER-03/MBU/02/2015 tanggal 17 Februari 2015, akan tersedia paling lambat pada tanggal Rapat diselenggarakan.
6. Untuk mempermudah pengaturan dan demi tertibnya Rapat, Pemegang Saham atau kuasanya diminta sudah berada di tempat Rapat pada pukul **09:30 WIB**.

Jakarta, 17 Februari 2016
Direksi Perseroan

Investor Daily_3x_200_17 Februari 2016



**INVITATION
FOR SHAREHOLDERS MEETING
OF PT BANK NEGARA INDONESIA (PERSERO) Tbk**

The Board of Directors of PT Bank Negara Indonesia (Persero) Tbk ("the Company") hereby invites shareholders of the Company to attend the Annual General Meeting of Shareholders (the "Meeting") which will be convened on:

Day : Thursday
Date : March 10, 2016
Time : 10:00 AM
Venue : Multi Function Room, BNI Building 25th Floor
Jl. Jenderal Sudirman Kav. 1, Jakarta 10220

Agenda :

1. The approval of the Company's Annual Report and validation of the Company's Consolidated Financial Statements, approval of the Board of Commissioners Supervisory Actions Report as well as validation of the Annual Report of Partnership & Community Development Program for the financial year 2014 along with granting full release and discharge (*acquitt et de charge*) to all members of the Board of Directors from the management actions and to all members of the Board of Commissioners from the supervisory actions carried out for the financial year 2015.
The underlying rationales of the proposed meeting agenda are Article 21 paragraph (3) and paragraph (5) Company's Articles of Association and Article 22 paragraph (2) Minister of State-Owned Enterprise Regulation No. PER-07/MBU/05/2015.
2. The determination of the use of the Net Profits of the Company's for the financial year 2015.
The underlying rationales of the proposed meeting agenda are Article 21 paragraph (3) Company's Articles of Association.
3. The determination of the remuneration (salary, allowance, and facilities) for the Board of Directors and Board of Commissioners of the Company for the year 2016 as well as tantiem for the year 2015.
The underlying rationales of the proposed meeting agenda are Article 11 paragraph (17) and Article 14 paragraph (18) Company's Articles of Association.
4. The appointment of a Registered Public Accountants Firm to perform the audit on the Company's Financial Statements and the Annual Report of Partnership & Community Development Program for the financial year 2016.
The underlying rationales of the proposed meeting agenda are Article 21 paragraph (3) Company's Articles of Association.
5. The approval of Management and Employee Stock Ownership Program using the treasury stock.
The underlying rationales of the proposed meeting agenda are to comply with Ministry of State Owned Enterprises Regulation No. PER-04/MBU/2014 regarding the Guidance for Determination of the Board of Directors, the Board of Commissioners and the Supervisory Board of the State Owned Enterprises Remuneration.
6. The amendment of the member of the Board of Commissioners and/or Board of Directors of the Company.
The underlying rationales of the proposed meeting agenda are Company's Articles of Association and the OJK Rule No. 33/POJK.04/2014.

Notes:

1. The Company will not send separate invitations to the Shareholders, therefore this invitation shall be treated as an official invitation.
2. The Shareholders or their proxies who will attend the Meeting are requested to present the copy of their Kartu Tanda Penduduk (KTP) or the copy of a valid identity card to the registration officer before entering the Meeting room. The Shareholders of the Company in the form of Legal Entity are requested to submit a copy of the most recent Articles of Association accompanied by the latest deed of appointment of the members of the Board of Directors and the Board of Commissioners or members of the Management. Shareholders whose shares has been included in the Collective Deposit of PT Kustodian Sentral Efek Indonesia ("KSEI") are requested to present Written Confirmation for a General Meeting of Shareholders ("Konfirmasi Tertulis untuk Rapat / KTUR") to the registration officer before entering the Meeting room. In the event that the shareholders cannot present the KTUR, the shareholders can still attend the Meeting as long as their names are included in the Register of Shareholders and present valid identity card that can be verified in accordance with the prevailing provisions.
3. Those who are entitled to attend or be represented in the Meeting are the Shareholders of the Company whose names are included in the Company's Register of Shareholders on February 16th, 2016 by 4.15 p.m.
4. a) The Shareholders who are unable to attend the meeting may be represented by their proxies by submitting lawful Written Power of Attorney, the form of which shall be determined by the Company's Board of Directors, with the provisions that the member of the Board of Directors, the member of the Board of Commissioners and the Employee of the Company may act as Proxies in the Meeting, however any vote cast by them in the meeting as proxies shall not be counted in the casting of votes.
b) The form of Written Power of Attorney is available during working hours at the Company's Stock Administration Bureau i.e. PT Datindo Entrycom, Puri Datindo, Jl. Jend. Sudirman Kav. 34, Jakarta 10220.
5. Materials of the Meeting are available at the Company's Head Office and may be retrieved from the Company website, during the Company's working hours from February 17th, 2016 until March 10th, 2016, copy of the documents will be available if requested in writing by the Company Shareholders. Except for the materials related with the amendment of the member of the Board of Commissioners and/or Board of Directors of the Company which in compliance with the Minister of State Owned Enterprises Regulation No. PER-02/MBU/02/2015 and PER-03/MBU/02/2015 dated 17 February 2015 will be available at the latest on the day of the Meeting.
6. To facilitate the arrangement and for the orderliness of the Meeting, the Shareholders or their Proxies are requested to be present on the Meeting venue at 09.30 WIB.

Jakarta, February 17th, 2016
The Board of Directors of the Company

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