





<p style="text-align: center;"><b>PENJELASAN AGENDA DAN MATERI/BAHAN RAPAT UMUM PEMEGANG SAHAM LUAR BIASA (“RAPAT”) PT BANK TABUNGAN PENSIUNAN NASIONAL Tbk  (“PERSEROAN”)</b></p>	<p style="text-align: center;"><b>AGENDA DESCRIPTION AND MATERIALS OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  (“MEETING”) OF PT BANK TABUNGAN PENSIUNAN NASIONAL Tbk  (“COMPANY”)</b></p>
<p>Tanggal : 30 Desember 2014</p>	<p>Date : December 30 , 2014</p>
<p><b>A. Agenda 1</b> <b>Menyetujui perubahan anggota Dewan Komisaris Perseroan</b></p>	<p><b>1st Agenda</b> <b>To approve changes in members of the Board of Commissioners of the Company.</b></p>
<p>Pengangkatan anggota Komisaris baru yang diusulkan oleh Sumitomo Mitsui Banking Corporation selaku salah satu pemegang saham pengendali Perseroan sebesar 40%. Berikut daftar riwayat hidup dari masing-masing calon Komisaris baru.</p> <p><b>Chow Ying Hoong</b></p>  <p>Warga Negara Singapura, 54 tahun. Saat ini menjabat Director &amp; Deputy Head for Asia Pacific Division di Sumitomo Mitsui Banking Corporation (“SMBC) di Singapura. Di SMBC, beliau menjabat berbagai posisi yaitu Director and Executive Officer (April 2013), General Manager of Planning Department Asia Pacific Division (April 2011), General Manager of Debt Markets Department (April 2010). Sebelum bergabung dengan SMBC, beliau menjabat Branch Manager/ Managing Director di Societe Generale Bank (1997 – 2000) dan Head of Syndication for Asia di ABN Amro Singapura. Beliau merintis karir di United Overseas Bank pada tahun 1984.</p> <p>Meraih gelar Business Administration (Finance) dari National University of Singapore pada tahun 1984.</p>	<p><i>The appointment of new members of the Board of Commissioner which is proposed by Sumitomo Mitsui Banking Corporation as a one of the controlling shareholder of the Company amounted 40%. The following are curriculum vitae of each candidate of new members of the Board of Commissioners.</i></p> <p><b>Chow Ying Hoong</b></p>  <p><i>Singapore citizen, age 54. He is currently Director &amp; Deputy Head for Asia Pacific Division at Sumitomo Mitsui Banking Corporation (“SMBC) in Singapore. In SMBC he filled various roles as follows Director and Executive Officer (April 2013), General Manager of Planning Department Asia Pacific Division (April 2011), General Manager of Debt Markets Department (April 2010). Prior to joining SMBC, he was with Societe Generale Bank as Branch Manager/ Managing Director (1997 – 2000) and as Head of Syndication for Asia in ABN Amro in Singapore. He started his career with United Overseas Bank in 1984.</i></p> <p><i>He graduated from the National University of Singapore in 1984 with degree in Business Administration (Finance).</i></p>

<p><b>Hiroshi Higuma</b></p>  <p>Warga Negara Jepang, 46 tahun. Saat ini menjabat sebagai Joint General Manager of Emerging Markets Business Division at Sumitomo Mitsui Banking Corporation (“SMBC”) di Singapura. Di SMBC, beliau menjabat berbagai posisi antara lain Joint General Manager of the Emerging Markets Business Division di Tokyo (April 2013), Joint General Manager of the Corporate Planning Department (Juli 2012), Joint General Manager of the Corporate Banking Department – Americas Division (April 2012), Joint General Manager of the Specialized Finance Department – America Division (2009 – 2011), Vice President of the Capital Management at SMBC dan Senior Vice President at Sumitomo Mitsui Financial Group (“SMFG”), Corporate Planning Department (April 1997), Corporate Research Department (Maret 1996).</p> <p>Meraih gelar Bachelor of Laws dari University of Tokyo pada tahun 1991 dan Master of Laws (LL.M) dari University of Michigan Law School (1995). Beliau memiliki ijin New York State Bar Association sejak 1997.</p>	<p><b>Hiroshi Higuma</b></p>  <p><i>Japanese citizen, age 46. He is currently holding a position of Joint General Manager of Emerging Markets Business Division at Sumitomo Mitsui Banking Corporation (“SMBC”) in Singapore. In SMBC he filled various roles among others Joint General Manager of Emerging Markets Business Division in Tokyo (April 2013), Joint General Manager of Corporate Planning Department (July 2012), Joint General Manager of Corporate Banking Department-I, Americas Division (April 2012), Joint General Manager of Specialized Finance Department, America Division (2009 – 2011), Vice President and Senior Vice President of Corporate Planning Department at SMBC and Sumitomo Mitsui Financial Group (“SMFG”)(1997-2009), Corporate Research Department (March 1996).</i></p> <p><i>He received his Bachelor of Laws from the University of Tokyo in 1991 and Master of Laws (LL.M) from the University of Michigan Law School (1995). He has been admitted to the New York State Bar Association since 1997.</i></p>
<p><b>B. Agenda 2</b>  <b>Menyetujui penetapan anggota Direksi Independen Perseroan dalam rangka melaksanakan Peraturan Bursa Efek Indonesia.</b></p>	<p><b>2<sup>nd</sup> Agenda</b>  <b>To approve determination of independent members of the Board of Directors of the Company in implementation of the Regulation of the Indonesian Stock Exchange.</b></p>
<p>Mengacu pada Peraturan Bursa No.I-A tentang Pencatatan Saham dan Efek Bersifat Ekuitas Selain Saham Yang Diterbitkan oleh Perusahaan Terdaftar khususnya mengenai pemenuhan ketentuan terkait Direktur Independen, Perseroan telah menunjuk Jerry Ng dan Anika Faisal masing-masing dalam jabatannya sebagai Direktur Utama dan Direktur Perseroan sesuai dengan rekomendasi dari Komite Remunerasi dan Nominasi sebagai mana tertuang dalam Sirkuler Komite Remunerasi dan Nominasi Perseroan No.</p>	<p><i>Referring to the Exchange Rules No.I-A concerning the Listing of Shares (Stock) and Equity Type Securities Other Than Stock Issued by The Listed Company, especially regarding compliance with relevant provisions of the Independent Directors, the Company has appointed Jerry Ng and Anika Faisal each in his position as President Director and Director of the Company in accordance with recommendation from the Remuneration and Nomination Committee which is stated in the Circular Remuneration and Nomination Committee Company No. PS / RNC / 003 / V / 2014 dated</i></p>

	<p>PS/RNC/003/V/2014 tanggal 6 Mei 2014 yang telah mendapat persetujuan dari Dewan Komisaris sebagaimana tertuang dalam Sirkuler Dewan Komisaris Perseroan No. PS/BOC/006/V/2014, merupakan Direktur Independen yang telah memenuhi persyaratan untuk selanjutnya disetujui dalam Rapat Umum Pemegang Saham Luar Biasa.</p>	<p><i>May 6, 2014 and has been approved by the Board of Commissioners which is stated in Circular No. PS / BOC / 006 / V / 2014, the Independent Directors who have met the requirements for approval in Extraordinary General Meeting of Shareholders.</i></p>
<b>C.</b>	<p><b>Agenda 3</b>  <b>Menyetujui perubahan dan pernyataan kembali Anggaran Dasar Perseroan.</b></p>	<p><b>3<sup>rd</sup> Agenda</b>  <b><i>To approve amendments to, and restatement of, the Articles of Association of the Company.</i></b></p>
	<p>Pernyataan kembali perubahan ketentuan Anggaran Dasar Perseroan sehubungan dengan Pemisahan Unit Usaha Syariah Perseroan.</p>	<p><i>Restatement of the amendment of Article of Association of the Company, among others in connection with the Spin-off of the Sharia Business Unit of the Company.</i></p>