

# SUPPLEMENTARY INFORMATION

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THIS OFFERING IS A SECOND TRANCHE DEBT SECURITIES OFFERING OF THE SHELF REGISTRATION DEBT SECURITIES OFFERING WHICH HAS BEEN DECLARED EFFECTIVE.



## PT BANK RAKYAT INDONESIA (PERSERO) TBK

Line of Business  
Banking

Domiciled in Central Jakarta, Indonesia

Head Office:  
Gedung BRI I  
Jl. Jend Sudirman No.44-46  
Jakarta 10210  
Tel: (021) 251-0244

As of 30 September 2015, the Company possesses 1 head office, 19 regional offices, 465 branch offices (including 3 foreign working units), 598 sub-branch offices, 982 cash offices, 2,544 Teras BRI, 611 Teras Kelling BRI, 5,331 BRI Unit and 21,685 ATM machines nationwide.

**SHELF REGISTRATION BOND I BANK BRI  
WITH TARGET FUNDS RAISED TO THE AMOUNT OF RP12,000,000,000,000 (TWELVE TRILLION RUPIAH)**  
In connection to the Shelf Registration Bond, the Company has issued:  
**SHELF REGISTRATION BOND I BANK BRI 1ST TRANCHE YEAR 2015 TO THE AMOUNT OF RP3.000.000.000.000 (THREE TRILLION RUPIAH)**  
In connection to the Shelf Registration Bond, the Company will issue and offer:  
**SHELF REGISTRATION BOND I BANK BRI 2ND TRANCHE YEAR 2016  
WITH A PRINCIPAL AMOUNT OF RP4,650,000,000,000 (FOUR TRILLION SIX HUNDRED FIFTY BILLION RUPIAH)**

This Bond is issued scripless and is offered at 100% of the principal amount of the Bond. The Bond is comprised of the following 3 (three) series:

- Serie A : Principal amount of Serie A Bond offered is to the amount of Rp808,000,000,000 (eight hundred eight billion Rupiah) with a fixed coupon rate of 8.50% (eight point five zero) per year, with a 370 (three hundred seventy) Calendar Days tenor from the Issuance Date. The payment for the principal amount of Serie A Bond will be done in full on the Serie A Bond Principal Repayment Date that is on 8 February 2017.
- Serie B : Principal amount of Serie B Bond offered is to the amount of Rp1,018,500,000,000 (one trillion eighteen billion five hundred million Rupiah) with a fixed coupon rate of 9.25% (nine point two five percent) per year, with a 3 (three) years tenor from the Issuance Date. The payment for the principal amount of Serie B Bond will be done in full on the Serie B Bond Principal Repayment Date that is on 4 February 2019.
- Serie C : Principal amount of Serie C Bond offered is to the amount of Rp2,823,500,000,000 (two trillion eight hundred twenty three billion five hundred million Rupiah) with a fixed coupon rate of 9.60% (nine point six zero percent) per year, with a 5 (five) years tenor from the Issuance Date. The payment for the principal amount of Serie C Bond will be done in full on the Serie C Bond Principal Repayment Date that is on 4 February 2021.

Coupon payments will be done quarterly, with the first coupon payment on 4 May 2016, the last coupon payment will be done on the maturity date of each Bond Series. Full repayment of the Bond will be done on the maturity date (bullet payment).

**Shelf Registration Bond I Bank BRI 3rd Tranche and/or subsequent Tranches (if any) will be announced at a later time.**

**IMPORTANT NOTICE**  
THIS BOND IS NOT GUARANTEED BY A SPECIAL COLLATERAL, BUT GUARANTEED WITH ALL OF THE COMPANY'S ASSETS, WHETHER EXISTING OR WILL EXIST IN THE FUTURE BECOMES A COLLATERAL FOR THE BONDHOLDERS IN ACCORDANCE TO ARTICLE 1131 AND 1132 OF THE CIVIL LAW. THE RIGHTS OF THE BONDHOLDERS ARE EQUAL TO THE RIGHTS OF THE COMPANY'S EXISTING OR FUTURE CREDITORS, EXCEPT FOR THE RIGHTS OF THE COMPANY'S CREDITORS WHICH HAS BEEN SPECIALLY GUARANTEED WITH THE COMPANY'S EXISTING AND FUTURE ASSETS.

THE COMPANY CAN DO A PARTIAL OR WHOLE BUYBACK OF BONDS WHICH HAVE NOT MATURED, WHICH CAN BE DONE AS A REPAYMENT OR TO BE KEPT AND SOLD AT MARKET PRICE ON A LATER DATE. THE BUYBACK CAN BE DONE STARTING 1 (ONE) YEAR AFTER THE DISTRIBUTION DATE. BUYBACK PLANS NEEDS TO BE ANNOUNCED ON AT LEAST 1 (ONE) INDONESIAN NATIONAL NEWSPAPER 2 (TWO) DAYS BEFORE THE BUYBACK STARTS AT THE LATEST. INFORMATION ON THE BUYBACK IS CONTAINED IN CHAPTER X OF THIS SUPPLEMENTARY INFORMATION

THE COMPANY WILL ONLY PRODUCE A JUMBO CERTIFICATE OF THE BOND, REGISTERED UNDER THE NAME OF PT KUSTODIAN SENTRAL EFEK INDONESIA ("KSEI") AND WILL BE DISTRIBUTED ELECTRONICALLY AND ADMINISTERED IN THE COLLECTIVE CUSTODY OF KSEI

IN CONNECTION WITH THE PUBLIC OFFERING, THE COMPANY HAS OBTAINED A RATING ON THE SHELF REGISTRATION BOND FROM PT PEMERINGKAT EFEK INDONESIA ("PEFINDO"):  
**idAAA (Triple A)**

THE POTENTIAL RISK FACED BY BUYER OF THE BONDS IS THE ILLIQUIDITY OF THE BONDS OFFERED IN THIS PUBLIC OFFERING, DUE TO THE LONG TERM INVESTMENT NATURE OF THE BOND

THE COMPANY'S MAIN RISK EXPOSURE IS THE RISK RELATING TO DISBURSED CREDIT, SINCE MAJORITY OF BANK BRI'S PRODUCTIVE ASSETS ARE IN THE FORM DISBURSED CREDIT.

The Bonds offered will be listed on the Indonesia Stock Exchange  
This Bond Offering is underwritten on a Full Commitment basis

JOINT LEAD UNDERWRITERS



PT Bahana Securities (Affiliated)



PT Danareksa Sekuritas (Affiliated)

INDOPREMIER

PT Indo Premier Securities



PT Standard Chartered Securities Indonesia

TRUSTEE

PT Bank Negara Indonesia (Persero) Tbk.

This Supplementary Information is published in Jakarta on 19 January 2016

**THIS DOCUMENT IS AN EXECUTIVE SUMMARY AND AN UNOFFICIAL TRANSLATION OF THE SUPPLEMENTARY INFORMATION. BEFORE MAKING INVESTMENT DECISION, INVESTOR IS REQUIRED TO READ FULL DISCLOSURE RELATED TO THE BOND OFFERING IN THE PROSPECTUS AND THE SUPPLEMENTARY INFORMATION.**

## TIMETABLE

Effective Date	:	25 June 2015
Estimated Offering Period	:	29 January and 1 February 2016
Estimated Allotment Date	:	2 February 2016
Estimated Electronic Distribution Date	:	4 February 2016
Estimated Listing Date	:	5 February 2016

## SHELF REGISTRATION OFFERING TRANCHE II

Following is a summary of the Bond:

### NAME

Shelf Registration Bond I Bank BRI 2<sup>nd</sup> Tranche Year 2016.

### TYPE OF BOND

This Bond is issued without certificate except for a jumbo certificate issued and registered under the name of KSEI as an evidence of indebtedness for the interest of bond holders through account holders and registered on the date the jumbo certificate is given to KSEI by the Company..Proof of ownership for bondholders is in the form of written statement issued by KSEI or account holder.

### OFFERING PRICE

This Bond is offered at 100% of the principal amount of the Bond on the issuance date..

### PRINCIPAL AMOUNT, COUPON AND MATURITY

This Bond is issued with a principal amount of Rp4,650,000,000,000 (four trillion six hundred fifty billion Rupiah), issued without certificate and offered at 100% value, divided in the following 3 (three) series:

- Serie A : Principal amount of Serie A Bond offered is to the amount of Rp808,000,000,000 (eight hundred eight billion Rupiah) with a fixed coupon rate of 8.50% (eight point five zero) per year, with a 370 (three hundred seventy) Calendar Days tenor from the Issuance Date. The payment for the principal amount of Serie A Bond will be done in full on the Serie A Bond Principal Repayment Date that is on 8 February 2017.
- Serie B : Principal amount of Serie B Bond offered is to the amount of Rp1,018,500,000,000 (one trillion eighteen billion five hundred million Rupiah) with a fixed coupon rate of 9.25% (nine point two five percent) per year, with a 3 (three) years tenor from the Issuance Date. The payment for the principal amount of Serie B Bond will be done in full on the Serie B Bond Principal Repayment Date that is on 4 February 2019.
- Serie C : Principal amount of Serie C Bond offered is to the amount of Rp2,823,500,000,000 (two trillion eight hundred twenty three billion five hundred million Rupiah) with a fixed coupon rate of 9.60% (nine point six zero percent) per year, with a 5 (five) years tenor from the Issuance Date. The payment for the principal amount of Serie C Bond will be done in full on the Serie C Bond Principal Repayment Date that is on 4 February 2021.

The Bond's Coupon rate is a yearly percentage from the nominal amount, calculated based on Calendar Days with 1 (one) year equaling 360 (three hundred sixty) Calendar Days and 1 (one) month equaling 30 (thirty) Calendar Days. Coupon will be paid on a quarterly basis from the Issuance Date. The first Coupon payment will be made on 4 May 2016, while the last Coupon payment will be made on the same date of the full repayment of the Bond's principal amount.

The Bond will be repaid in full at the same price as the principal amount stated in the written statement owned by bondholders, in accordance to the Jumbo Certificate and the provisions of the Trustee Agreement.

The following table contains the estimated coupon payment schedule:

Coupon	Serie A	Serie B	Serie C
1	4 May 2016	4 May 2016	4 May 2016
2	4 August 2016	4 August 2016	4 August 2016
3	4 November 2016	4 November 2016	4 November 2016
4	8 February 2017	4 February 2017	4 February 2017
5	-	4 May 2017	4 May 2017
6	-	4 August 2017	4 August 2017
7	-	4 November 2017	4 November 2017
8	-	4 February 2018	4 February 2018
9	-	4 May 2018	4 May 2018
10	-	4 August 2018	4 August 2018
11	-	4 November 2018	4 November 2018
12	-	4 February 2019	4 February 2019
13	-	-	4 May 2019
14	-	-	4 August 2019
15	-	-	4 November 2019
16	-	-	4 February 2020
17	-	-	4 May 2020
18	-	-	4 August 2020
19	-	-	4 November 2020
20	-	-	4 February 2021

### SUBSCRIPTION AND MINIMUM ORDER

This Bond is issued in accordance to the provisions of the Trustee Agreement, the Bond can be transferred from one securities account to another at a book entry unit of Rp1 (one Rupiah) as governed in the Trustee Agreement. Every Rp1 (one Rupiah) of bond held entitles the bondholder to 1 (one) voting right in the General Meeting of Bondholders.

The minimal amount of order is in the multiple of Rp5.000.000 (five million Rupiah).

## DEBT SENIORITY RIGHTS

The rights of the bondholders are equal to the rights of the Company's other existing and future creditors, except for the rights of the Company's creditors which has been specially guaranteed with the company's existing and future assets.

## COLLATERAL

This Bond is not guaranteed by special collateral, but guaranteed with all of the company's assets, whether existing or will exist in the future becomes collateral for the bondholders in accordance to article 1131 and 1132 of the civil law. The rights of the bondholders are equal to the rights of the Company's other existing and future creditors, except for the rights of the Company's creditors which has been specially guaranteed with the company's existing and future assets.

## BOND BUYBACK

Following are the provisions in the event of Bond buyback by the Company:

- a. Bond buyback done as a repayment or to be kept and sold at market price on a later date.
- b. the Bond buyback can done through the stock exchange or not through the stock exchange.
- c. the Bond buyback can only be done starting 1 (one) year from the distribution date.
- d. the Bond buyback can not be done if it causes the Company to be unable to fulfill the provisions in the Trustee Agreement.
- e. the Bond buyback can not be done if the Company has committed a default as defined in the Trustee Agreement, unless it has received an approval from the General Meeting of Bondholders.
- f. the Bond buyback can only be done by the Company from unaffiliated parties.
- g. the Bond buyback plan needs to be reported to the OJK by the Company at the latest 2 (two) Working Days prior to the announcement of the buyback plan on newspaper.
- h. the Bond buyback can only be done after the announcement of the buyback. The announcement needs to be made on at least 1 (one) Indonesian national newspaper, 2 (two) Calendar Days before the buyback commences at the latest.

## BOND RATING

In accordance to Rule No.IX.C.1 regarding the Guideline on the Form and Content of the Registration Statement in the event of a Public Offering, Attachment of the Chairman of Bapepam No.KEP-42/PM/2000 dated 27 October 2000 and Rule No.IX.C.11 regarding the Rating of Debt Securities and/or Sukuk, Attachment of the Chairman of Bapepam and LK No.KEP-712/BL/2012 dated 26 December 2012 ("Rule No.IX.C.11"), the Company has procured a rating from Pefindo.

Based on the rating result as stipulated in Letter No.538/PEF-Dir/IV/2015 dated 7 April 2015 regarding Rating Certificate on Shelf Registration I Year 2015 PT Bank Rakyat Indonesia (Persero) Tbk., the rating result of the Company's Bond is:

**idAAA (Triple A)**

The rating above is valid for the period 7 April 2015 until 1 April 2016.

The Company does not have any affiliation with Pefindo who acted as the Rating Agency.

As stipulated in Rule No.IX.C.11, the Company will conduct rating on the Bond on a yearly basis over the life of the Bond. The Company is required to report the yearly rating result to OJK at the latest 10 (ten) working days after the expiry of the latest rating until the Company has finished all of the obligations arising from the issuance of the Debt Securities.

## PROVISION FOR THE REPAYMENT OF THE PRINCIPAL AMOUNT OF THE BOND

The Company is not allocating any funds for the repayment of this Bond, in order to optimize the use of the proceeds received from the public offering of the Bonds, which is inline with the proposed use of proceeds of this Bond public offering.

## TAX

Tax on income received from the ownership of the Bond will be calculated based on the prevailing Indonesian tax regulations.

## BOND SUBSCRIPTION TERMS

Terms on the bond subscription can be viewed in Chapter IX of the Supplementary Information.

## RIGHTS OF THE BONDHOLDERS

- a. Receive repayment on the principal amount of the Bonds and/or bond coupon payments from the Company, which is administered through KSEI as the Payment Agent on the corresponding Principal Repayment date and/or Coupon Payment date. The amount payable by the Company on the Principal Repayment date equals to the Principal amount stated in the Written Statement owned by bondholders on the Principal Repayment date.
- b. Bondholders who are entitled to Coupon Payments are Bondholders whose name are registered in the Account Holder List, 4 (four) Exchange Days prior to the the Coupon Payment date, unless determined otherwise by KSEI in accordance to the prevailing KSEI regulations.
- c. If the Company cannot provide sufficient funds for the coupon payment and principal repayment on the corresponding dates, the Company will be required to pay a Penalty. The Penalty is calculated on the number of days of late payment, whereby 1 (one) year equals to 360 (three hundred sixty) Calendar Days and 1 (one) month equals to 30 (thirty) Calendar Days. The Penalty paid by the Company to the Bondholders will be paid proportionally based on the amount of Bonds owned by the bondholders.
- d. Bondholders who individually or collectively represents more than 20% (twenty percent) of the outstanding amount of the Bond (including Bonds owned by Affiliated Companies of Republic of Indonesia, but not Bonds owned by the Company and/or the Company's Affiliates) can submit a Written Request to the Trustee to conduct a General Meeting of Bondholders. The request needs to state the requested event, KSEI will freeze the bond ownership from the date of the Written Request. The lifting of trading suspension is only in effect after receiving a written statement from the Trustee.
- e. Every Rp1 (one Rupiah) of the Bond has 1 (one) voting right in the General Meeting of Bondholders, thus every bondholder holds a voting right to the amount of bonds owned.

## METHOD AND PLACE FOR PRINCIPAL REPAYMENT AND COUPON PAYMENT

Bond Principal repayment and Coupon Payment will be administered by KSEI as the Payment Agent on behalf of the Company to the Account Holders in KSEI on the determined payment schedule. If the payment date falls on a non Exchange Day, then the payment will be done on the next Exchange Day.

## LIMITATIONS, OBLIGATIONS AND NEGLIGENCE

In accordance with the Trustee Agreement, there are limitations and obligations of the Company in relation to the public offering of the bonds, which is explained in detail in Chapter VIII of the Supplementary Information.

Other than limitations and obligations of the Company, the Trustee Agreement also governs the conditions and provisions in a default, which is explained in detail in Chapter VIII of the Supplementary Information.

#### GENERAL MEETING OF BONDHOLDERS

Further explanation on the General Meeting of Bondholders can be found in Chapter VIII of the Supplementary Information.

#### TRUSTEE

The Company has appointed PT Bank Negara Indonesia (Persero) Tbk. as the Trustee in accordance to the provisions of the Trustee Agreement.

As the Trustee, PT Bank Negara Indonesia (Persero) Tbk. is affiliated with the Company through the ownership of the Republic of Indonesia in both entities. In addition, PT Bank Negara Indonesia (Persero) Tbk., at the time of the execution of the Trustee Agreement does not have any credit relation with the Company.

Following is the address of the Trustee:

PT Bank Negara Indonesia (Persero) Tbk.  
Operational Division  
The Landmark Centre Tower A 19th Floor  
Jl. Jend. Sudirman No.1  
Jakarta 12910  
Tel.: (021) 25541229, 25541230  
Fax.: (021) 29411502, 29411512

### PLANNED USE OF PROCEEDS

Funds obtained from the offering, after deducting issuance costs, will entirely be used for business expansion through credit disbursement in accordance with prudent banking and good corporate governance principles.

### STATEMENT OF LIABILITY

The following liability statement is made using financial information taken from the Company's Unaudited Consolidated Statement for the 9 (nine) months period ending 30 September 2015. As of 30 September 2015, the Company has a total liability of Rp694.666.955 million, with the following details:

DESCRIPTION	<i>(in millions Rupiah)</i> AMOUNT
Liabilities Due Immediately	5,984,968
Deposits From Customers	
Demand Deposits	110,078,855
<i>Wadiah</i> Demand Deposits	1,119,116
Saving Deposits	234,098,351
<i>Wadiah</i> Saving Deposits	3,450,261
<i>Mudharabah</i> Saving Deposits	583,467
Time Deposits	272,907,626
<i>Mudharabah</i> Time Deposits	13,710,799
Total Deposits From Customers	635,948,475
Deposits From Other Banks and Financial Institutions	4,360,805
Securities Sold Under Agreement to Repurchase	8,409,770
Derivatives Payable	1,592,481
Acceptances Payable	7,277,601
Taxes Payable	468,227
Marketable Securities Issued	12,747,513
Fund Borrowings	6,245,379
Estimated Losses on Commitments and Contingencies	536
Liabilities for Employee Benefits	6,191,979
Other Liabilities	5,372,441
Subordinated Loans	66,780
<b>TOTAL LIABILITY</b>	<b>694,666,955</b>

### KEY FINANCIAL FIGURES

The following tables contains the key financial figures of the Company, based on the financial information from the Company's consolidated financial statements for the 9 (nine) months period ending 30 September 2015 and 2014, and years ending 31 December 2014, 2013, 2012, 2011 and 2010, all of which not contained in this Supplementary Information.

Financial numbers for the 9 (nine) months period ending 30 September 2015 and 2014 are taken from the Company's Unaudited Consolidated Statements.

Financial numbers for the years ending 31 December 2014 dan 2013 are taken from the Company's Audited financial statement, which has been audited by Kantor Akuntan Publik Purwanto, Suherman & Surja, member firm of Ernst & Young Global Limited which was signed by Sinarta, with an unqualified opinion.

Financial numbers for the years ending 31 December 2012 are taken from the Company's Audited financial statement, which has been audited by Kantor Akuntan Publik Purwanto, Suherman & Surja, member firm of Ernst & Young Global Limited which was signed by Peter Surja, with an unqualified opinion.

Financial numbers for the years ending 31 December 2011 dan 2010 are taken from the Company's Audited financial statements, which has been audited by Kantor Akuntan Publik Purwanto, Suherman & Surja, member firm of Ernst & Young Global Limited which was signed by Drs. Hari Purwanto, with an unqualified opinion.

## Statement of Financial Position

(in millions Rupiah)

Description	30 September		31 December			
	2015*	2014	2013	2012	2011	2010
<b>ASSETS</b>						
Cash	21,108,125	22,469,167	19,171,778	13,895,464	10,525,973	9,975,712
Current Accounts with Bank Indonesia	52,868,550	51,184,429	40,718,495	42,524,126	33,040,418	19,989,683
Current Accounts with Other Banks – nett	9,076,357	10,580,440	9,435,120	4,841,975	5,533,164	5,658,053
Placements with Bank Indonesia and other banks – nett	28,541,746	62,035,442	36,306,883	66,242,928	73,596,356	83,272,140
Securities – nett	108,796,735	84,168,460	42,673,665	41,136,880	33,917,516	22,514,663
Export bills - nett	11,036,677	10,527,985	8,926,072	5,934,772	4,828,569	734,339
Government Recapitalization Bonds	4,068,594	4,303,596	4,511,419	4,315,616	8,996,026	13,626,463
Securities Purchased Under Agreement to Resell	15,058,922	39,003,595	14,440,063	9,550,521	9,383,298	501,381
Derivatives Receivable	5,893	536	4,981	28,850	17,818	87,870
Loans – nett	506,976,817	479,211,143	419,144,730	336,081,042	269,454,726	232,972,784
Sharia Receivables and Financing – nett	16,072,347	15,322,903	13,782,030	11,010,636	8,970,274	5,413,592
Acceptances Receivable – nett	7,277,601	6,525,688	3,679,684	4,786,121	1,692,176	660,209
Investment in Associated Entities – nett	265,561	251,573	222,851	196,742	164,689	133,888
Fixed Assets:						
Cost	13,423,212	11,583,301	8,817,641	7,218,807	5,990,344	5,405,013
Accumulated Depreciation	(6,364,294)	(5,665,831)	(4,845,029)	(4,414,441)	(4,137,526)	(3,836,068)
Net Book Value	7,058,918	5,917,470	3,972,612	2,804,366	1,852,818	1,568,945
Deferred Tax Assets - nett	1,444,537	1,659,705	2,188,506	2,024,911	2,631,958	2,295,101
Other Assets - nett	12,641,754	8,792,889	7,004,037	5,961,840	5,293,505	4,880,779
<b>TOTAL ASSETS</b>	<b>802,299,134</b>	<b>801,955,021</b>	<b>626,182,926</b>	<b>551,336,790</b>	<b>469,899,284</b>	<b>404,285,602</b>
<b>LIABILITIES DAN EQUITY</b>						
<b>LIABILITIES</b>						
Liabilities Due Immediately	5,984,968	7,043,772	5,065,527	4,911,852	3,961,640	4,123,639
Deposits From Customers	635,948,475	622,321,846	504,281,382	450,166,383	384,264,345	333,652,397
Deposits From Other Banks and Financial Institutions	4,360,805	8,655,392	3,691,220	2,778,618	4,024,163	5,160,315
Securities Sold Under Agreement to Repurchase	8,409,770	15,456,701	-	-	102,681	526,365
Derivatives Payable	1,592,481	717,523	1,565,102	152,193	173,536	81,801
Acceptances Payable	7,277,601	6,525,688	3,679,684	4,786,121	1,692,176	666,878
Taxes Payable	468,227	59,805	1,266,018	895,695	1,105,997	1,930,923
Marketable Securities Issued	12,747,513	8,257,990	6,023,133	-	-	-
Fund Borrowings	6,245,379	24,986,862	9,084,913	10,888,755	13,097,916	9,454,545
Estimated Losses on Commitments and Contingencies	536	398	223	414	152	93,422
Liabilities for Employee Benefits	6,191,979	6,626,772	6,858,932	5,838,152	5,157,872	4,953,032
Other Liabilities	5,372,441	3,487,261	3,242,346	3,920,266	4,362,189	4,812,994
Subordinated Loans	66,780	77,582	2,097,024	2,116,562	2,136,288	2,156,181
<b>TOTAL LIABILITIES</b>	<b>694,666,955</b>	<b>704,217,592</b>	<b>546,855,504</b>	<b>486,455,011</b>	<b>420,078,955</b>	<b>367,612,492</b>
<b>EQUITY</b>						
Capital Stock	6,167,291	6,167,291	6,167,291	6,167,291	6,167,291	6,167,291
Additional paid-in capital	2,773,858	2,773,858	2,773,858	2,773,858	2,773,858	2,773,858
Differences arising from the translation of foreign currency financial statements	61,226	56,468	82,083	44,912	49,153	47,237
Unrealized Gain (Loss) on available for sale securities and Government Recapitalization Bonds – net of deferred tax	(1,753,956)	(198,888)	(727,644)	740,459	765,004	561,564
Retained Earnings:						
- Appropriated	18,115,741	15,449,160	11,005,528	8,412,595	8,261,766	7,974,956
- Unappropriated	81,636,322	73,312,528	59,862,555	46,667,643	31,757,488	19,148,204
Total retained earnings	99,752,063	88,761,688	70,868,083	55,080,238	40,019,254	27,123,160
Total Equity attributable to Equity Holders	107,455,570	97,560,417	79,163,671	64,806,758	49,774,560	36,673,110
Non-controlling interest	176,609	177,012	163,751	75,021	45,769	-
<b>TOTAL EQUITY</b>	<b>107,632,179</b>	<b>97,737,429</b>	<b>79,327,422</b>	<b>64,881,779</b>	<b>49,820,329</b>	<b>36,673,110</b>
<b>TOAL LIABILITIES AND EQUITY</b>	<b>802,299,134</b>	<b>801,955,021</b>	<b>626,182,926</b>	<b>551,336,790</b>	<b>469,899,284</b>	<b>404,285,602</b>

\*) Unaudited

## Statement of Comprehensive Income

(in millions Rupiah, unless stated otherwise)

Description	9 months period ending		Years ended 31 December				
	2015*	2014*	2014	2013	2012	2011	2010
<b>INCOME AND EXPENSES FROM OPERATIONS</b>							
Interest, Investment and Sharia Income							
Interest and investment	61,500,067	52,897,165	73,065,777	57,720,831	48,272,021	47,296,178	43,971,493
Sharia income	1,836,407	1,536,417	2,056,436	1,740,253	1,338,400	868,170	643,669
Total Interest, Investment and Sharia Income	63,336,474	54,433,582	75,122,213	59,461,084	49,610,421	48,164,348	44,615,162

(in millions Rupiah, unless stated otherwise)

Description	9 months period ending		Years ended 31 December				
	30 September						
	2015*	2014*	2014	2013	2012	2011	2010
Interest, other financing and sharia expense:							
Interest, expense	(19,663,553)	(15,742,741)	(22,684,979)	(14,590,223)	(12,599,060)	(13,275,304)	(11,448,953)
Sharia expense	(772,159)	(766,596)	(994,824)	(764,590)	(527,595)	(461,968)	(277,606)
Total Interest, other financing and sharia expense	(20,435,712)	(16,509,337)	(23,679,803)	(15,354,813)	(13,126,655)	(13,737,272)	(11,726,559)
<b>Net Interest Income</b>	<b>42,900,762</b>	<b>37,924,245</b>	<b>51,442,410</b>	<b>44,106,271</b>	<b>36,483,766</b>	<b>34,427,076</b>	<b>32,888,603</b>
Other operating income:							
Other fees and commissions	5,225,256	4,235,115	6,072,460	4,862,438	3,929,559	3,368,821	2,812,508
Recovery of assets written-off	1,588,789	1,383,935	2,100,676	1,948,158	2,258,387	1,797,048	1,525,143
Gain on foreign exchange – net	568,432	243,106	237,304	477,524	428,800	35,521	773,019
Dain on sale of securities and Government Recapitalization bonds – net	70,395	106,598	121,575	78,252	42,670	132,246	152,888
Unrealized gain on changes in fair value of securities Government Recapitalization Bonds – net	-	3,856	6,400	-	13,371	13,651	3,321
Others	1,041,439	742,203	760,725	982,087	1,716,945	428,688	277,654
<b>Total Other Operating Income</b>	<b>8,494,311</b>	<b>6,714,813</b>	<b>9,299,140</b>	<b>8,348,459</b>	<b>8,389,732</b>	<b>5,775,975</b>	<b>5,544,533</b>
Provision for impairment losses on financial assets – net	(7,092,630)	(4,939,920)	(5,721,905)	(3,947,875)	(2,668,177)	(5,791,658)	(7,880,536)
(Provision for) reversal of allowance for estimated losses on commitments and contingencies – net	-	-	(175)	191	(262)	93,623	8,315
Reversal of allowance for impairment losses on non-financial assets – net	(571)	-	2,721	1,309	(31,489)	164,841	(45,222)
<b>Other Operating Expenses:</b>							
Salaries and employee benefits	(11,826,456)	(11,094,976)	(14,111,461)	(12,231,994)	(9,605,547)	(8,700,847)	(8,675,721)
General and administrative	(7,507,147)	(6,219,988)	(9,184,155)	(7,518,886)	(6,343,661)	(5,678,786)	(4,711,444)
Premium paid to Government Guarantee Program	(1,246,679)	(774,237)	(1,030,657)	(911,957)	(749,297)	(624,057)	(523,991)
Unrealized loss on changes in fair value of securities and Government Recapitalization Bonds – net	(36,572)	-	-	(13,208)	-	-	-
Others	(2,305,240)	(1,456,658)	(2,334,041)	(1,704,733)	(2,792,527)	(2,081,937)	(2,202,536)
<b>Total Other Operating Expenses</b>	<b>(22,922,094)</b>	<b>(19,545,859)</b>	<b>(26,660,314)</b>	<b>(22,380,778)</b>	<b>(19,491,032)</b>	<b>(17,085,627)</b>	<b>(16,113,692)</b>
<b>OPERATING INCOME</b>	<b>21,379,778</b>	<b>20,153,279</b>	<b>28,361,877</b>	<b>26,127,577</b>	<b>22,682,538</b>	<b>17,584,230</b>	<b>14,402,001</b>
<b>NON OPERATING INCOME – NET</b>	<b>1,240,908</b>	<b>2,286,701</b>	<b>2,497,196</b>	<b>1,782,489</b>	<b>1,177,034</b>	<b>1,171,650</b>	<b>506,229</b>
<b>INCOME BEFORE TAX EXPENSE</b>	<b>22,620,686</b>	<b>22,439,980</b>	<b>30,859,073</b>	<b>27,910,066</b>	<b>23,859,572</b>	<b>18,755,880</b>	<b>14,908,230</b>
<b>TAX EXPENSE</b>	<b>(4,197,129)</b>	<b>(4,372,860)</b>	<b>(6,605,228)</b>	<b>(6,555,736)</b>	<b>(5,172,192)</b>	<b>(3,667,884)</b>	<b>(3,435,845)</b>
<b>INCOME FOR THE YEAR</b>	<b>18,423,557</b>	<b>18,067,120</b>	<b>24,253,845</b>	<b>21,354,330</b>	<b>18,687,380</b>	<b>15,087,996</b>	<b>11,472,385</b>
<b>Other Comprehensive Income:</b>							
Exchange rate differences on translation of foreign currency financial statements	4,758	(28,824)	(25,615)	37,171	(4,241)	1,916	(42,710)
Unrealized gain (loss) on available for sale securities and Government Recapitalization Bonds – net, including the amounts transferred to profit or loss in respect of fair value changes of available for sale securities and Government Recapitalization Bonds	(2,078,914)	458,226	709,619	(1,966,470)	(33,481)	274,402	172,101
Deferred tax relating to components of other comprehensive income	850,784	(178,467)	(177,850)	491,623	11,350	(67,813)	(43,025)
Other comprehensive income for the year after deferred taxes	(1,223,372)	250,935	506,154	(1,437,676)	(26,372)	208,505	86,366
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	<b>17,200,185</b>	<b>18,318,055</b>	<b>24,759,999</b>	<b>19,916,654</b>	<b>18,661,008</b>	<b>15,296,501</b>	<b>11,558,751</b>
<b>Basic Earnings per share attributable to equity holders of the parent entity (in full Rupiah)</b>	<b>746,55</b>	<b>732,06</b>	<b>982,67</b>	<b>865,22</b>	<b>757,26</b>	<b>628,91</b>	<b>478,36</b>

\*) Unaudited

**Growth**

Description	9 months period ended 30 September 2015*	Years ended 31 December				
		2014	2013	2012	2011	2010
		Assets	0.04%	28.07%	13.58%	17.33%
Liability	(1.36%)	28.78%	12.42%	15.80%	14.27%	26.90%
Equity	10.12%	23.21%	22.26%	30.23%	35.85%	34.54%
Net interest income	13.12%	16.63%	20.89%	5.97%	4.68%	42.69%
Other operating income	26.50%	11.39%	(0.49%)	45.25%	4.17%	69.58%
Other operating expenses	17.27%	19.12%	14.83%	14.08%	6.03%	34.74%
Income for the year	1.97%	13.58%	14.27%	23.86%	31.52%	56.98%

\*) Unaudited

**Financial Ratios\*\***

(in percentage)

Uraian	9 months period ended 30 September 2015***	Years ended 31 December				
		2014	2013	2012	2011	2010
		<b>Capital</b>				
Capital Adequacy Ratio*	20.59%	18.31%	16.99%	16.95%	14.96%	13.76%
<b>Earning Assets</b>						
Non Performing Earning Assets and Non-Earning Assets to Total Earning Assets and Non-Earning Assets	1.44%	1.09%	1.06%	1.19%	1.79%	2.19%
Non Performing Earning Assets to Total Earning Assets	1.71%	1.26%	1.28%	1.46%	1.85%	2.24%
Allowance for possible losses to earning assets	2.57%	2.40%	2.90%	3.43%	4.51%	4.58%
NPL - gross	2.24%	1.69%	1.55%	1.78%	2.30%	2.78%
NPL - net	0.59%	0.36%	0.31%	0.34%	0.42%	0.74%
<b>Profitability</b>						
Return on Asset	3.95%	4.74%	5.03%	5.15%	4.93%	4.64%
Return on Equity	29.60%	31.22%	34.11%	38.66%	42.49%	43.83%
Net Interest Margin	8.08%	8.51%	8.55%	8.42%	9.58%	10.77%
Operating Expens to Operating Income	69.40%	65.37%	60.58%	59.93%	66.69%	70.86%
<b>Liquidity</b>						
Loan to Deposit Ratio	84.89%	81.68%	88.54%	79.85%	76.20%	75.17%
<b>Compliance</b>						
Statutory Reserves	8.01%	8.07%	8.02%	10.64%	9.33%	8.05%
Net Open Position	3.38%	3.86%	3.15%	3.00%	5.49%	4.45%
Violation of Legal Lending Limit						
- Related Parties	Nil	Nil	Nil	Nil	Nil	Nil
- Unrelated Parties	Nil	Nil	Nil	Nil	Nil	Nil
Excess of Legal Lending Limit						
- Related Parties	Nil	Nil	Nil	Nil	Nil	Nil
- Unrelated Parties	Nil	Nil	Nil	Nil	Nil	Nil

\*) Has accounted for market risk since 2004, operational risk has been accounted for since 2010

\*\*) Financial ratios do not include subsidiaries

\*\*\*) Unaudited

**ADDITIONAL DESCRIPTION OF THE COMPANY**

**1. Brief History of the Company**

The Company was established in Purwewerto, Central Java by Raden Aria Wirjaatmadja under the name of *De Poerwokertosche Hulp en Spaarbank der Inlandsche Hoofdeen* or Help and Savings Bank owned by the Indonesian Prijajis (native). This bank was established on December 16, 1895, which is used as the birthday of BRI

In the period after independence, based on Government Regulation No.1 year 1946 Article 1, states that the Company is the first state-owned banks in the Republic of Indonesia. In the presence of the war of independence in 1948, the activities of the Company was stopped for a while and started to be active again after the Renville agreement in 1949 to change its name to Bank Rakyat Indonesia Serikat. At that time, through PERPU 41 1960, was established Farmers and Fishermen Cooperative Bank (BKTN) which is a merger of Bank BRI, Farmers and Fishermen Bank and the Nederlandsche Maatschappij (NHM). Based on Presidential Decree (Presidential Edict) No. 9, year 1965, BKTN merged into Bank Indonesia under the name of Bank Indonesia Affairs Cooperative Farmers and Fishermen.

After one month, the Government issued a Presidential Decree No. 17 year 1965, regarding to establishment of a single bank under the name of Bank Negara Indonesia. In the new regulation, Bank Indonesia Affairs Cooperative Farmers and Fishermen (formerly BKTN) is integrated under the name of Bank Negara Indonesia Unit II Rural Affairs, while NHM became Bank Negara Indonesia Unit II Export Import Affairs.

Based on Law No. 14 year 1967 regarding Law of the Republic of Indonesia regarding Banking and Law of the Republic of Indonesia No. 13 year 1968 regarding the Law of Central Bank, Bank Indonesia restored its function as the Central Bank, and Bank Negara Indonesia Unit II Rural Affairs and Export Import was each separated into two banks, namely Bank Rakyat Indonesia and the Bank Ekspor Impor Indonesia. Furthermore, under Law No. 21 year 1968, the Company's main responsibility as a commercial bank was set back.

Since ratified by Law of the Republic of Indonesia No. 21 year 1968 dated 18 December 1968, based on Article 45 of Law of the Republic of Indonesia No. 14 year 1967 dated 30 December 1967 regarding Banking jo. Article 55 of Law of the Republic of Indonesia No. 7 year 1992 dated 25 March 1992 as amended by Law No. 10 of 1998; the Company can carry out its business activities in banking.

Under the Banking Law of the Republic of Indonesia No. 7 year 1992 and Government Regulation of the Republic of Indonesia No. 21 year 1992, the Company's status was changed to PT Bank Rakyat Indonesia (Persero) and 100% of its shares were still owned by the Republic of Indonesia.

The Company's change of status to PT Bank Rakyat Indonesia (Persero) was stated in Deed of Establishment No. 133 dated 31 July 1992, drawn up before Muhani Salim, S.H., Notary in Jakarta, which was approved by the Minister of Law and Human Rights of the Republic of Indonesia (formerly the Ministry of Justice) based on Decree No. C2-6584.HT.01.01.TH.92 dated 12 August 1992, and was registered in the Company Register of Central Jakarta District Court under No. 2155/1992 dated 15 August 1992, and was published in the Official Gazette of the Republic of Indonesia No. 73 dated 11 September 1992, Supplement No. 3A.

The Company's Deed of Establishment, which includes its Articles of Association, has been amended several times. The amendment was to conform to Law No. 40 year 2007 regarding Limited Liability Company and Bapepam-LK Regulation No.IX.J.1 dated 14 May 2008 regarding Principles of Articles of Association of Companies Conducting Initial Public Offering of Equity Securities and Public Company which was stated in Deed of Resolutions of the Shareholders No. 51 dated 26 May 2008 drawn up before Fathiah Helmi, S.H., Notary in Jakarta, which was published in the Official Gazette of the Republic of Indonesia No. 68 dated 25 August 2009, Supplement No. 23079.

After the Deed No. 51 dated 26 May 2008, the Company's Articles of Association has been amended several times. The last amendment of the Company's capital structure was stated in Deed of Resolutions of the Shareholders No. 38 dated 24 November 2010 drawn up before Fathiah Helmi, S.H., Notary in Jakarta, which was approved and recorded in the database of the Legal Entities Administration System of the Ministry of Law and Human Rights of the Republic of Indonesia, under No.AHU-AH.01.10-33481 dated 29 December 2010.

Furthermore, the Company's Article of Association was amended with Deed of Resolutions of the Annual General Meeting of Shareholders No. 8 dated 10 July 2014 drawn up before Fathiah Helmi, S.H., Notary in Jakarta, which was approved and recorded in the database of the Legal Entities Administration System of the Ministry of Law and Human Rights of the Republic of Indonesia, under No.AHU-04154.40.21.2014 dated 11 July 2014, and the last amendment of the Company's Article of Association was amended with Deed No. 1 dated 1 April 2015 drawn up before Fathiah Helmi, S.H, which was approved and recorded in the database of the Legal Entities Administration System of the Ministry of Law and Human Rights of the Republic of Indonesia, under No.AHU-AH.01.03-0054353 dated 8 April 2015.

As of 30 September 2015, the Company has 1 head office, 19 regional offices, 465 branch offices (including 3 foreign working units), 598 sub-branch offices, 982 cash offices, 2,544 Teras BRI, 611 Teras Keliling BRI, 5,331 BRI Unit and 21,685 ATM machines nationwide.

## 2. Development of Shareholding in the Company

Development of the shareholding in the Company until the date of December 31, 2014 have been disclosed in the prospectus issued on June 26, 2015 in order to Shelf Registration Bond I Bank BRI 1<sup>st</sup> Tranche Year 2015.

The composition of the authorized, issued and fully paid capital of the Company as of September 30, 2015 is as follows:

Description	Nominal Value Rp250 per share		(% )
	Number of shares	Total Shares Value (Rp)	
<b>Authorized Capital</b>			
- Series A Dwiwarna Shares	1	250	0.00
- Series B Common Shares	59,999,999,999	14,999,999,999,750	100.00
<b>Total Authorized Capital</b>	<b>60,000,000,000</b>	<b>15,000,000,000,000</b>	<b>100.00</b>
<b>Issued and Paid-Up Capital</b>			
Republic of Indonesia			
- Series A Dwiwarna Shares	1	250	0.00
- Series B Common Shares	13,999,999,999	3,499,999,999,750	56.75
Public			
- Series B Common Shares (masing-masing dibawah 5%)	10,669,162,000	2,667,290,500,000	43.25
<b>Total Issued and Paid-Up Capital</b>	<b>24,669,162,000</b>	<b>6,167,290,500,000</b>	<b>100.00</b>
<b>Shares in Portfolio</b>	<b>35,330,838,000</b>	<b>8,832,709,500,000</b>	

As of the date of this Supplementary Information published, there is no change in the capital structure and shareholding in the Company.

## 3. Management & Supervisory Board

Pursuant to Notarial Deed No. 13 dated 12 August 2015 drawn up before Fathiah Helmi, S.H., Notary in Jakarta, as notified to the Minister of Law and Human Rights, which notification has been acknowledged in the Letter of the Minister of Law and Human Rights No. AHU-AH.01.03-0987652 dated 14 December 2015, the composition of the Board of Commissioners and Directors are as follows:

### Board of Commissioners

President Commissioner	:	Mustafa Abubakar
Vice President Commissioner	:	Gatot Trihargo
Independent Commissioner	:	A. Fuad Rahmany
Independent Commissioner	:	Ahmad Fuad
Independent Commissioner	:	Adhyaksa Dault
Independent Commissioner	:	A. Sonny Keraf
Commissioner	:	Vincentius Sonny Loho
Commissioner	:	Jeffrey J. Wurangian

### Directors

President Director	:	Asmawi Syam
Vice President Director	:	Sunarso
Director	:	Gatot Mardiwastito
Director	:	A. Toni Soetirto
Director	:	Randi Anto
Director	:	Susy Liestiwaty
Director	:	Zulhelfi Abidin
Director	:	Donsuwan Simatupang
Director	:	Haru Koesmahargyo
Director	:	Mohammad Irfan
Director	:	Kuswiyoto



#### 4. Summary Information on Subsidiaries and Associates of the Company

On publication date of this Supplementary Information, the Company has 4 (four) subsidiaries owned directly with more than 50% ownership and is consolidated to the financial statements, and 1 (one) Associated Entity where the Company has an investment in. Following are the companies:

##### Subsidiaries

No.	Subsidiaries	Line of Business	Ownership	Investment Year	Operational Status
1	PT Bank BRISyariah	Syariah Banking	99.99%	2007	Operational
2	PT Bank Rakyat Indonesia Agroniaga Tbk	Bankin	80.43%	2011	Operational
3	BRI Remittance Co. Ltd	Remittance	100%	2011	Operational
4	PT Asuransi Jiwa Bringin Jiwa Sejahtera	Insurance	91.001%	2015	Operational

##### Associated Entities

No.	Associated Entity	Line of Business	Ownership	Investment Year	Operational Status
1	PT BTMU – BRI Finance	Multifinance	45.00%	1983	Operational

##### Additional Information on direct Subsidiaries / Consolidated in the Company's Financial Statements (ownership above 50%)

##### PT Asuransi Jiwa Bringin Jiwa Sejahtera ("BRIngin Life")

On 29 December 2015, the Company has acquired the shares of PT Asuransi Jiwa Bringin Jiwa Sejahtera from Bank Rakyat Indonesia Pension Fund in the amount of 2,002,022 (two million two thousand twenty two) shares, which represents 91.001% shares of PT Asuransi Jiwa Bringin Jiwa Sejahtera. Following is summary information of PT Asuransi Jiwa Bringin Jiwa Sejahtera.

##### Establishment and Articles of Association

BRIngin Life was established based on Deed No. 116 dated 28 October 1987 which was amended with Deed of Amendment No.102 dated 16 June 1988, both drawn up in the presence of Poerbaningsih Adi Warsito, S.H., Notary in Jakarta, which has been approved by the Minister of Law and Human Rights by virtue of Decree No.C2.6645.HT.01.01.TH.88 dated 2 August 1988, and was registered in the Company Registration Office of Central Jakarta under No.1464/1990 and No.1465/1990 dated 12 July 1990, and was announced in State Gazette of the Republic of Indonesia No. 71 dated 4 September 1990, Supplement No.3188.

The Deed of Establishment contains the Articles of Association of BRIngin Life which has been amended several times. The last amendment of the Articles of Association was to conform to the provisions of Law No.40 Year 2007 regarding Limited Liability Company as contained in Deed of Minutes of Meeting No.49 dated 15 August 2008 drawn up in the presence of Esther Mercia Sulaiman, S.H., Notary in Jakarta, which has been approved by the Minister of Law and Human Rights by virtue of Decree No.AHU-80551.AH.01.02.Year 2008 dated 31 October 2008, and was announced in the State Gazette of the Republic of Indonesia No.48 dated 16 June 2009, Supplement No.15842.

After Deed No.49 dated 15 August 2008, BRIngin Life's Articles of Association has been amended several times. Last amended with Deed of Circular Resolutions No.15 dated 13 July 2015 drawn up in the presence of H. Yulizar Azhar, S.H., M.Kn., Notary di South Jakarta, of which the amendment has been received and registered in the Legal Entity Administration System of the Ministry of Law and Human Rights based on Letter No.AHU-AH.01.03-0956295 dated 12 August 2015.

##### Line of Business

Based on Article 3 of BRIngin Life's Articles of Association, as stipulated in Deed of Minutes of Meeting No.49 dated 15 August 2008 drawn up in the presence of Esther Mercia Sulaiman, S.H., Notary in Jakarta, which has been approved by the Minister of Law and Human Rights by virtue of Decree No.AHU-80551.AH.01.02.Year 2008 dated 31 October 2008, and was announced in the State Gazette of the Republic of Indonesia No.48 dated 16 June 2009, Supplement No.15842, BRIngin Life's purpose is as follows:

1. Conduct business in the insurance field.
2. To achieve the above purpose, BRIngin Life can conduct the following insurance business activities:
  - life insurance;
  - health insurance;
  - personal accident insurance;
  - annuity;
  - syariah based insurance;
  - syariah based pension fund;
  - to establish and manage pension fund.

##### Capital

BRIngin Life's capital structure is contained in Deed of Minutes of Meeting No.1 dated 1 April 2008 drawn up in the presence of Esther Mercia Sulaiman, S.H., Notary in Jakarta, which has been approved by Minister of Law and Human Rights by virtue of Decree No.AHU-24612.AH.01.02.Year 2008 dated 12 May 2008, and was announced in State Gazette No.45 dated 3 June 2008, Supplement No.7810, and Deed of Minutes of Meeting No.62 dated 22 June 2009 drawn up in the presence of Yatty Srijati Suhadiwiraatmaja, S.H., M.Kn., M.Hm., Notary in Jakarta, and the announcement of the amendment has been received and registered in the database of Legal Entity Administration System of the Ministry of Law and Human Rights based on Letter No.AHU-AH.01.10-15207 dated 10 September 2009, and was announced in State Gazette of the Republic of Indonesia No.63 dated 6 August 2010, Supplement No.675, whereas the shareholding composition of BRIngin Life was last contained in Deed of Minutes of Meeting No.40 dated 28 Desember 2015 drawn up in the presence of H. Yulizar Azhar, S.H., M.Kn., Notary in South Jakarta and Deed of Share Acquisition No.41 dated 29 December 2015 drawn up in the presence of Fathiah Helmi, S.H., Notary di Jakarta, of which the announcement has been received and registered in the database of Legal Entity Administration System of the Ministry of Law and Human Rights based on Letter No.AHU-AH.01.03-0000524 dated 6 January 2016.

Based on the information above, capital structure and shareholding composition of BRIngin Life is as follows:

Description	Nominal Value Rp100,000 per share		Jumlah Nilai Nominal (%)
	Jumlah Saham	Jumlah Nilai Nominal (Rp)	
Authorized Capital	3,000,000	300,000,000,000	
<b>Paid-up Capital</b>			
PT Bank Rakyat Indonesia (Persero) Tbk	2,002,022	200,202,200,000	91.001
Yayasan Kesejahteraan Pekerja BRI	197,978	19,797,800,000	8.999
<b>Total Paid-up Capital</b>	<b>2,200,000</b>	<b>220,000,000,000</b>	<b>100.000</b>
Shares in Portfolio	800,000	80,000,000,000	

### Management and Supervision

The composition of BRIngin Life's Board of Commissioners and Board of Directors are as follows:

#### Board of Commissioners

Chairman of the Commissioner	: Ali Mudin
Commissioner	: Sony Harsono Widyo Santoso
Independent Commissioner	: Mohammad Ridwan Rizqi Ramadhani Nasution

#### Board of Directors

Acting President Director	: Nandi Hendrian Hamaki
Director	: Dr. Ir. Sugeng Sudibjo, MSc

### Key Financial Figures

The following table summarizes the key financial figures of BRIngin Life. The key financial figures are gathered from the unaudited consolidated statement of BRIngin Life dated 30 September 2015, Audited consolidated statements dated 31 December 2014 which has been audited by Kantor Akuntan Publik Ichwan, Kurniawan & Rekan, and 31 December 2013 which has been audited by Kantor Akuntan Publik Rasin, Ichwan dan Rekan, based on auditing standards by Institut Akuntan Publik Indonesia ("IAPI"), both of which have unqualified opinion.

#### FINANCIAL POSITION

Description	30 September 2015*	31 December		
		2014	2013	2012
Assets	4,683,821	4,609,582	3,897,520	3,593,106
Liabilities	3,660,855	3,387,734	3,084,768	2,879,756
Tabarru Funds	8,055	6,072	5,316	6,369
Temporary Syirkah Fund	43,592	42,853	40,641	53,009
Equity	971,319	1,172,922	766,796	653,973

\*) Unaudited

#### FINANCIAL PERFORMANCE

Description	9 months period ended 30 September 2015*	Years ended 31 December		
		2014	2013	2012
Net Premium Income	1,672,607	1,830,284	1,802,767	1,580,710
Other Income	119,035	417,066	42,898	305,302
Claim and Benefits expenses	(1,410,528)	(1,480,497)	(1,308,741)	(1,380,538)
Operating Expense	(251,016)	(303,220)	(261,986)	(269,545)
Total Comprehensive Income (Loss)	(18,648)	441,190	155,525	179,999

\*) Unaudited

#### Analysis on the changes in in BRIngin Life financials:

- a. Assets  
Total Assets on 30 September 2015 to the amount of Rp4,683,821 million is an increase by 1.61% when compared to 31 December 2014. The increase in Total Assets was primarily due to the increase in mutual fund investment.

Total Assets on 31 December 2014 to the amount of Rp4,609,582 million is an increase of 18.27% when compared to 31 December 2013. The increase in Total Assets was primarily due to the increase in mutual fund investment.

Total Assets on 31 December 2013 to the amount of Rp3,897,520 million is an increase of 8.47% when compared to 31 December 2012. The increase in Total Assets was primarily due to the increase in mutual fund investment.

- b. Liabilities  
Total Liabilities on 30 September 2015 to the amount of Rp3,660,855 million is an increase of 8.06% when compared to 31 Desember 2014. The increase in Total Liabilities was primarily due to the increase in liabilities for future policy benefits.

Total Liabilities on 31 December 2014 to the amount of Rp3,387,734 million is an increase of 9.82% when compared to 31 Desember 2013. The increase in Total Liabilities was primarily due to the increase in liabilities for future policy benefits.

Total Liabilities on 31 December 2013 to the amount of Rp3,084,768 million is an increase of 7.12% when compared to 31 December 2012. The increase in Total Liabilities was primarily due to the increase in liabilities for future policy benefits.

c. Equity

Total Equity on 30 September 2015 to the amount of Rp971,319 million is a decrease of 17.19% when compared to 31 December 2014. The decrease in Total Equity was primarily due to the decrease in retained earnings.

Total Equity on 31 December 2014 to the amount of Rp1,172,922 million is an increase of 52.96% when compared to 31 December 2013. The increase in Equity was primarily due to the increase in retained earnings.

Total Equity on 31 December 2013 to the amount of Rp766,796 million is an increase of 17.25% when compared to 31 December 2012. The increase in Equity was primarily due to the increase in retained earnings.

d. Net Premium Income

Total net premium income on 31 December 2014 to the amount of Rp1,830,284 million is an increase of 1.53% when compared to 31 December 2013. The increase in net premium income was primarily due to the increase in premium income.

Total net premium income on 31 December 2013 to the amount of Rp1,802,767 million is an increase of 14.05% when compared to 31 December 2012. The increase in net premium income was primarily due to the increase in premium income.

e. Other Income

Total other income on 31 December 2014 to the amount of Rp417,066 million is an increase of 872.23% when compared to 31 December 2013. The increase in other income was primarily due to the increase in return from investments.

Total other income on 31 December 2013 to the amount of Rp42,898 million is a decrease of 85.95% when compared to 31 December 2012. The decrease in other income was primarily due to the decrease in return from investments.

f. Claim and Benefits Expense

Total claim and benefits expense on 31 December 2014 to the amount of Rp1,480,497 million is an increase of 13.12% when compared to 31 December 2013. The increase in claim and benefits expenses was primarily due to the increase in future policy benefits liabilities.

Total claim and benefits expense on 31 December 2013 to the amount of Rp1,308,741 million is a decrease of 5.20% when compared to 31 December 2012. The decrease in claim and benefits expenses was primarily due to the decrease in the increase of future policy benefits liabilities.

g. Operating Expenses

Total operating expenses on 31 December 2014 to the amount of Rp303,220 million is an increase of 15.74% when compared to 31 December 2013. The increase in operating expenses was primarily due to the increase in general and administrative expenses.

Total operating expenses on 31 December 2013 to the amount of Rp261,986 million is a decrease of 2.80% when compared to 31 December 2012. The decrease in operating expenses was primarily due to the decrease in acquisition expenses.

h. Comprehensive Income (Loss)

Total comprehensive income on 31 December 2014 to the amount of Rp441,190 million is an increase of 183.68% when compared to 31 December 2013. The increase in total comprehensive income was primarily caused by the increase in income after tax.

Total comprehensive income on 31 December 2013 to the amount of Rp155,525 million is a decrease of 13.60% when compared to 31 December 2012. The decrease in total comprehensive income was primarily caused by the increase in other comprehensive expense.

## UNDERWRITING

In accordance with the terms and conditions set forth in the Deed of Underwriting Agreement for Shelf Registration Bond I Bank BRI 2<sup>nd</sup> Tranche Year 2016 No. 13 dated 18 January 2016, drawn up before Farhiah Helmi S.H, Notary in Jakarta, the Joint Lead Underwriters and Underwriters whose name are listed below, for and on behalf of the Company, agreed to offer and sell the Bond to the public amounted to Rp4.650.000.000.000 (four trillion six hundred fifty billion Rupiah) with full commitment underwriting basis, thus binding it to purchase the remaining Bond which is not sold at the offering price on the closing date of the Offering Period based on each Joint Lead Underwriters' underwriting portion.

This Underwriting Agreement represents the complete agreement and eliminates similar written or unwritten pre-existing agreements as well as any agreement that may exist in the future between the Company and the Underwriters which content is contrary to this agreement.

The composition and total of underwriting portion as well as percentage of each member of the Joint Lead Underwriters in this Bond Offering are as follows:

No	Joint Lead Underwriters	Underwriting Portion				Amount (Rp)	(%)
		Serie A (Rp)	Serie B (Rp)	Serie C (Rp)			
1.	PT Danareksa Sekuritas (Affiliated)	270,000,000,000	453,000,000,000	854,500,000,000	1,577,500,000,000	33.92%	
2.	PT Indo Premier Securities	158,000,000,000	293,500,000,000	796,000,000,000	1,247,500,000,000	26.83%	
3.	PT Bahana Securities (Affiliated)	40,000,000,000	179,500,000,000	880,000,000,000	1,099,500,000,000	23.65%	
4.	PT Standard Chartered Securities Indonesia	340,000,000,000	92,500,000,000	293,000,000,000	725,500,000,000	15.60%	
<b>TOTAL</b>		<b>808,000,000,000</b>	<b>1,018,500,000,000</b>	<b>2,823,500,000,000</b>	<b>4,650,000,000,000</b>	<b>100.00%</b>	

Furthermore, each member of the Joint Lead Underwriters indicated on the Company's Underwriting Agreement has agreed to carry out its duties in accordance with Regulation IX.A.7, Attachment to the Decision of the Chairman of Bapepam-LK No. No. Kep 691/BL/2011 dated 30 December 2011 regarding Subscription and Allotment of Securities in Initial Public Offering.

Based on Indonesian Capital Market Law (UUPM), affiliates means a party (individual, company, joint venture, association, or organized groups) which has:

- a. Family relationships by marriage and descendants to the second degree, both horizontally and vertically;
- b. Relationship between any of the parties and any of employees, directors or commissioners of the parties;
- c. Relationship between the two (2) companies where 1 (one) or more directors or commissioners of the companies is/are the same person(s);
- d. Relationship between the company and a party who, either directly or indirectly, controls or is controlled by the company;
- e. Relationship between two (2) companies that are controlled either directly or indirectly, by the same party; or

f. Relationship between the company and major shareholders.

PT Bahana Securities and PT Danareksa Sekuritas as part of the Joint Lead Underwriters is affiliated either directly or indirectly to the Company through the share ownership of Republic of Indonesia as such term is defined in Capital Market Law. PT Indo Premier Securities and PT Standard Chartered Securities Indonesia are not affiliated with the Company either directly or indirectly to the Company as such term is defined in Capital Market Law.

Republic of Indonesia owns 46,107,154 (forty six million one hundred seven thousand one hundred and fifty four) shares or 100% (one hundred percent) of the shares with a nominal value of Rp1,000,000 (one million Rupiah) per share or 100% (one hundred percent) of the issued and paid-up capital in the Company.

Republic of Indonesia owns 35,192 (thirty five thousand one hundred and ninety-two) shares or 100% (one hundred percent) of the issued and paid-up capital in PT Danareksa (Persero), while PT Danareksa (Persero) owns 27,000,000 (twenty seven million) shares or 100% (one hundred percent) of the issued and paid-up capital in PT Danareksa Sekuritas.

Republic of Indonesia owns 100% (one hundred percent) of the issued and paid-up shares in PT Bahana Pembinaan Usaha Indonesia, while PT Bahana Pembinaan Usaha Indonesia owns 99,99% (ninety nine point ninety nine percent) of the issued and paid-up capital in PT Bahana Securities.

Thus, the Company is indirectly affiliated with PT Bahana Securities and PT Danareksa Securities through the share ownership of Republic of Indonesia.

## BOND SUBSCRIPTION REQUIREMENTS

1. **Eligible Subscribers**  
Indonesian citizen or foreign citizen, Indonesian entity or foreign entities wherever they domiciled are entitled to subscribe the Bond in accordance with provisions in local jurisdiction.
2. **Subscription of the Bond**  
Subscription of the Bond must be done in accordance with the provision stipulated in the Supplementary Information. Subscription of the Bond shall be done by using original Bond Subscription Form (FPPO) which specifically printed for the Bond Offering and the submitted subscription cannot be canceled by the Subscriber. Subscription which are not in accordance with the provision stated above will not be accepted.
3. **Number of Subscription**  
Subscription of the Bond shall be submitted for a minimum of 1 (one) trading unit consisting of Rp5,000,000 (five million Rupiah) or its multiple.
4. **Public Offering Period**  
The Public Offering Period will start on 29 January 2016 and will be closed on 1 February 2016 at 16.00 West Indonesia Time
5. **Registration of the Bond Into The Collective Depository**  
The Bond offered by the Company through this Public Offering has been registered with KSEI in accordance with Agreement of Bond Registration with KSEI. With the Bond being registered with KSEI, therefore the following provisions shall apply on the Bond
  - a. The Company did not issue the Bond in a Certificate except for the Jumbo Certificate which is registered under the name of KSEI for the benefit of the Bondholders. The Bond will be electronically administered in Collective Depository at KSEI. The Bond will be credited into the Securities Account on the Issuance Date at the latest.
  - b. KSEI will issue Written Confirmation to the Securities Company or Custodian Bank as a proof of Bond registration on the Securities Account at KSEI. The Written Confirmation constitute as a valid proof of bond ownership registered in the Securities Account.
  - c. Assignment of ownership of the Bond shall be conducted through transfer between Securities Account at KSEI, which shall be confirmed by KSEI to the owner of the account.
  - d. Bondholders registered in the Securities Account shall be entitled to receive coupon payment of the Bond, the principal payment of the Bond, cast votes in the GMB (General Meeting of Bondholders) (except bond of the Company or Affiliated Company or Subsidiary of the Company of the bondholders), and other rights attached to the Bond.
  - e. Bond coupon payment and principal payment will be paid by KSEI as the Paying Agent of the Company to the Bondholders through the Securities Account in accordance with the coupon payment schedule and principle payment schedule as stipulated in the Trustee Agreement and Paying Agent Agreement. The Company will pay the coupon and principal payment of the Bond to the Bondholders in accordance with the Bond ownership data submitted by KSEI. The coupon payment shall be received by the Bondholders that are registered in the Bond ownership list at 4 (four) bourse days prior the coupon payment date.
  - f. The Bondholders that are eligible to attend the GMB are the Bondholders whose name are registered on the bond ownership list at 3 (three) working days before the date of GMB and the Bondholders must show the KTUR issued by KSEI to the Trustee.
  - g. Bond that are registered at KSEI will not be able to be transferred to other party 3 (three) days prior to the date of GMB until the date of GMB which is verified by the announcement from the trustee or after the approval of trustee, for any Bond transaction settlement that falls on those date, the settlement will be conducted 1 (one) day after the GMB.
  - h. Parties who wish to subscribe the Bond shall have a Securities Account in the Securities Company or Custodian that are registered at KSEI as Securities Account Holder.
6. **Submission of Bond Subscription**  
Before the closing of the offering periode, Applicant shall submit the FPPO during the working hours to the Underwriters or the Selling Agent on the venue where the FPPO are obtained.
7. **Proof of Receipt**  
The Underwriters and the Selling Agent will give the subscriber, a copy of FPPO that has been signed as a Bond Subscription Receipt. The Bond subscription receipt is not a guarantee for the fulfillment of the order.
8. **Allotment**  
Allotment will be conducted in accordance with the Regulation No.IX.A.7 attachment of the Chairman of Bapepam dan LK Decree No.KEP-691/BL/2011 dated 30 December 2011 regarding Subscription and Allotment on the Public Offering. The Allotment date is 2 February 2016 and the allotment will be conducted at 17.00 West Indonesia Time.

The Underwriters shall submit report of the Public Offering to OJK 5 (five) working days after the Allotment Date.

Allotment Manager will submit auditor report regarding the fairness of the allotment in accordance with Bapepam Regulation No.VIII.G.12 regarding Guideline on the Securities Subscription and Allotment or Bonus Shares Audit and Bapepam Regulation No.IX.A.7 regarding Subscription and Allotment on the Public Offering, maximum 30 (thirty) days after the Offering Period.

#### 9. Payment of Subscription

After receiving notification on the Allotment, subscribers shall immediately transfer the funds or paid in cash to the relevant Underwriters to the account below:

**PT BAHANA SECURITIES**  
Bank BRI  
Cabang Bursa Efek Indonesia  
Account Number: 0671-01-000311-30-3

**PT DANAREKSA SEKURITAS**  
Bank BRI  
Cabang Khusus Sudirman  
Account Number: 0206-01-005396-30-5

**PT INDO PREMIER SECURITIES**  
Bank BRI  
Kantor Cabang Khusus  
Account Number: 0206-01-005364-30-8

**PT STANDARD CHARTERED SECURITIES INDONESIA**  
Bank BRI  
Kantor Cabang Khusus  
Account Number: 0206-01-005728-30-8

If payment is made by check or bank draft, the check and bank draft shall be redeemable immediately on the 3 February 2016 (in good funds) on the accounts above.

All cost associated with the payment process shall be borne by the subscriber. The subscription will be cancelled if the requirements are not fulfilled.

#### 10. Bond Electronic Distribution

At the issuance date, the Company shall issued a Jumbo Certificate that will be submitted to KSEI and instruct KSEI to credit the Bond to the designated Securities Account of Underwriters at KSEI. With the execution of this instruction, the responsibility to distribute of the Bond shall be borne by of the Lead Underwriters.

If the Company is late or unable to issue the Jumbo Certificate or to instruct KSEI to credit the Bond to the designated account of the Lead Underwriters at KSEI, the Company shall pay a fine to the Lead Underwriters of 2% (two percent) per month for each of delay day of the Bond that cannot be distributed to the Bondholders.

Immediately after the Bond has been credited to the Lead Underwriters Securities Account, the Lead Underwriters shall instruct KSEI to distribute the Bond to the Securities of the Underwriters in accordance with the payment made by the Underwriters and the underwriting portion. With the execution of this instruction, the responsibility to distribute of the Bond shall be borne by of the Underwriters.

#### 11. Postponement and Cancellation of Public Offering

Dalam jangka waktu sejak efektifnya Pernyataan Pendaftaran sampai dengan berakhirnya masa Penawaran Umum, Perseroan dapat menunda masa Penawaran Umum untuk masa paling lama 3 (tiga) bulan sejak efektifnya Pernyataan Pendaftaran atau membatalkan Penawaran Umum, dengan mengikuti ketentuan sebagaimana diatur dalam Peraturan Bapepam dan LK No.IX.A.2 tentang Tata Cara Pendaftaran Dalam Rangka Penawaran Umum, dengan ketentuan:

In the period since the Registration Statement becomes effective until the end of the Public Offering, the Company may postpone the Public Offering for a maximum period of 3 (three) months after the Registration Statements becomes effective, in accordance with Bapepam and LK Regulation No.IX.A.2 regarding the Procedure for Public Offering Registration, under the condition as follows:

- a. There is force major as follows:
  - i) Jakarta Composite Index fall more than 10% (ten percent) for 3 (three) consecutive Bourse Days;
  - ii) Natural disasters, wars, riots, fire, strikes that significantly affect the Company's business continuity and/or
  - iii) Other events that significantly affect the Company's business continuity established by OJK based on the Form specified in Regulation No.IX.A.2.
- b. The Company shall fulfill the following conditions:
  - i) announce the postponement of the public offering period or the cancelation public offering in at least one Indonesian nation wide newspaper, at the latest one working day after the postponement or cancellation. Other than the newspaper announcement requirement, the Company can also announce the information in other mass media;;
  - ii) submit an information on the postponement or cancellation of public offering to OJK on the same day as the announcement in point a) above;
  - iii) submit an evidence of announcement in point a) above to OJK, at the latest one working day after the said announcement; and
  - iv) the Company who postpones the public offering or cancels an ongoing public offering, whereby payment for orders has been made, then the Company shall return the funds to the buyer at the latest 2 (two) Working Days after the decision for the postponement or cancelation is in effect.

#### 12. Others

The Underwriters reserves the right to accept or reject the subscription of Bonds in whole or in part by observing the applicable regulations.

### PAYMENT AGENT

**PT Kustodian Sentral Efek Indonesia**  
Gedung Bursa Efek Indonesia, Tower I, Lantai 5  
Jalan Jenderal Sudirman, Kav. 52-53  
Jakarta 12190  
Tel: (021) 5299 1099  
Fax: (021) 5299 1199

## DISTRIBUTION OF SUPPLEMENTARY INFORMATION AND BOND SUBSCRIPTION FORM

The Supplementary Information and the Bond Subscription Form can be obtained in the offices of the Joint Lead Underwriters:

### JOINT LEAD UNDERWRITERS

**PT Bahana Securities**  
Graha Niaga Lantai 19  
Jl. Jenderal Sudirman Kav.58  
Jakarta 12190  
Tel: (021) 250 5081  
FaX: (021) 522 5869

**PT Indo Premier Securities**  
Wisma GKBI Lantai 7 Suite 718  
Jl. Jend. Sudirman No.28  
Jakarta 10210  
Tel: (021) 57931168  
Fax: (021) 57931167

**PT Danareksa Sekuritas**  
Gedung Danareksa Lantai 1  
Jl. Medan Merdeka Selatan No.14  
Jakarta 10110  
Tel: (021) 29 555 777 / 29 555 888  
Fax: (021) 350 1817

**PT Standard Chartered Securities Indonesia**  
Menara Standard Chartered Lantai 3  
Jl. Prof Dr Satrio No.164  
Jakarta 12930  
Tel: (021) 2555 1877  
Fax: (021) 571 9734

**EVERY POTENTIAL INVESTORS ARE EXPECTED TO READ ADDITIONAL INFORMATION ON THIS PUBLIC OFFERING CONTAINED IN THE SUPPELEMENTARY INFORMATION BOOK**