

## Independent Party for Voting Count

The Company has appointed an independent party, i.e. Notary Utiek R. Abdurachman SH., MLI., MKn and PT Datindo Entrycom as Share Registrar for performing the votes count and/or validation.

## Meeting Resolutions

Performance of the Meeting and resolutions of each Meeting Agenda have been stated in the deed of "Minutes of the Annual General Meeting of Shareholders of the Limited Liability Company (Persero) PT Bank Mandiri Tbk" or abbreviated as PT Bank Mandiri (Persero) Tbk" dated 25 March 2025 Number 23, the minutes of which is drawn up before the Notary Utiek R. Abdurachman SH., MLI., MKn. that principally resolved the followings:

## RESOLUTIONS OF THE 2025 ANNUAL GMS

### AGENDA 1

Approval of the Annual Report and Ratification of the Company's Consolidated Financial Statements. Approval of the Board of Commissioners' Supervisory Duties Report as well as Ratification of the Financial Statements of the Micro and Small Business Funding Program ("PUMK") for the Financial Year of 2024, as well as the granting a full release and discharge (volledig acquit et de charge) to the Board of Directors for the management duties of the Company and to the Board of Commissioners for the supervisory duties of the Company that have been dedicated by them during the Financial Year of 2024.

### In the First Agenda of Meeting

Results of the votes count were as follows:

Results	Dissenting	Abstained	Affirmative (Including one Series A Dwiwarna Share)
Number of Shares	4,029,102	805,961,390	82,179,856,590
Percentage	0.0048549%	0.9711566%	99.0239885%

In accordance with the provisions of the Meeting Rules that shareholders who do not vote (abstain) are considered to have cast the same votes as the majority votes of shareholders who cast votes.

Therefore:

The Meeting with majority votes namely 82,985,817,980 shares or constitute of 99.9951451% of the total votes cast in the Meeting have resolved:

1. Approving the Company's Annual Report including the Board of Commissioners' Report on the Implementation of the Company's Supervisory Duties for the financial year ended on December 31, 2024.
2. Ratifying:
  - a. The Company's Consolidated Financial Statements for the financial year ended on December 31, 2024 which was audited by the Public Accounting Office Rintis, Jumadi, Rianto & Rekan (a member firm of the PricewaterhouseCoopers Global network) in accordance with its report Number 00031/2.1457/AU.1/07/0229-4/1/II/2025 dated February 5, 2025, with the unqualified opinion in all material respects; and
  - b. Financial Statements of the Micro and Small Business Funding Program (PUMK) which was audited by the Public Accounting Rintis, Jumadi, Rianto & Rekan (a member firm of the PricewaterhouseCoopers Global network) in accordance with its report Number 00025/2.1457/AU.2/07/0229-4/0/1/II/2025 dated February 3, 2025, with the unqualified opinion in all material respects.
3. By the approval of the Company's Annual Report including the Implementation of the Company's Board of Commissioners Supervisory Tasks Report, as well as the ratification of the Company's Consolidated Financial Statements for the Financial year ended on December 31, 2024, and the Financial Statements of the Micro and Small Business Funding Program (PUMK) for the Financial Year ended on December 31, 2024, the General Meeting of Shareholders grants a full a release and discharge (volledig acquit at de charge) to all members of the Board of Directors for the management duties of the Company and to the Board of Commissioners for the supervisory duties of the Company dedicated during the Financial Year of 2023 which was ended on December 31, 2024, to the extent that such actions do not constituting a crime and are reflected in the aforementioned reports.

### Follow-up

The Financial Statements and Annual Reports have been submitted to the OJK and the Indonesia Stock Exchange with the following information:

1. Submission of Financial Statements:  
The Financial Statements was also submitted through the OJK Electronic Reporting System and the Indonesia Stock Exchange.
2. Submission of Annual Report:
  - a. Submitted to the OJK through Letter No. CRL.CSC/CMA.884/2025 dated 3 March 2025 and the report is copied to the Indonesia Stock Exchange.
  - b. The annual report was also submitted through the OJK Electronic Reporting System and the Indonesia Stock Exchange.

**Status : Has been realized**

### AGENDA 2

Approval for the Use of the Company's Net Profits for the 2024 Financial Year.

#### In the Second Agenda of Meeting

Results of the votes count were as follows:

Results	Dissenting	Abstained	Affirmative (Including one Series A Dwiwarna Share)
Number of Shares	71,022,747	848,772,238	82,070,052,097
Percentage	0.0855800%	1.0227423%	98.8916777%

In accordance with the provisions of the Meeting Rules, shareholders who do not vote (abstain) are considered to have cast the same votes as the majority votes of shareholders who cast votes.

Therefore:

The meeting with the majority votes namely 82,918,824,335 shares or constituting 99.9144200% of the total votes cast in the Meeting have resolved:

Approving the utilization of the Company's Consolidated Net Profit attributed to the owner of the parent entity for Financial Year of 2024 amounting to IDR 55,782,741,933,254.00 (fifty five trillion seven hundred eighty two billion seven hundred forty one million nine hundred thirty three thousand two hundred fifty four rupiah) as follows:

1. As many as 78% or a total of IDR 43,510,538,707,938.10 (forty three trillion five hundred ten billion five hundred thirty eight million seven hundred seven thousand nine hundred thirty eight rupiah ten cents) or IDR 466,184,343,305 (four hundred and sixty six point one eight four three four three three zero five rupiah) per share is determined as Cash Dividend. The distribution of which will be realized under the following conditions:
  - a. The dividend portion of the State of the Republic of Indonesia amounted to IDR22,625,480,128,713.50 (twenty-two trillion six hundred twenty five billion four hundred eighty million one hundred twenty eight thousand seven hundred thirteen rupiah and fifty cents) will be paid to the account which will be specified by the Minister of State-Owned Enterprises (BUMN)(Head of the SOE Regulatory Agency).
  - b. Dividends for Financial Year of 2024 will be distributed proportionally to each Shareholder whose name is recorded in the Shareholders Register on the recording date.
  - c. The Board of Directors is given a power and authority with the right of substitution to carry out:
    - i. Determination of the schedule and distribution procedures related to the payment of dividends for the Financial Year of 2024 in accordance with the applicable regulations.
    - ii. Withholding the Dividend tax in accordance with the applicable tax regulations.
    - iii. Others related to technical issues in accordance with the applicable regulations.
2. As many as 22% or a total of IDR12,272,203,225,315.90 (twelve trillion two hundred seventy two billion two hundred three million two hundred twenty five thousand three hundred fifteen rupiah and ninety cents) will be allocated as the retained earnings balance.

**Follow-up**

Bank Mandiri has announced the Schedule and Procedure for the Distribution of Cash Dividends for 2024 Financial Year on 26 March 2025 and has paid cash dividends to shareholders on 23 April 2025.

**Status : Has been realized**

**AGENDA 3**

Determination of salary/honorarium including facilities, and benefits of the Financial Year of 2025, as well as tantiem (bonus)/performance incentives/special incentives for the performance of the Financial Year of 2024 and/or long-term incentives for the period of years 2025-2027 for the Board of Directors and the Board of Commissioners of the Company.

**In the Third Agenda of Meeting**

Results of the votes count were as follows:

Results	Dissenting	Abstained	Affirmative (Including one Series A Dwiwarna Share)
Number of Shares	5,518,646,379	869,330,542	76,601,870,161
Percentage	6.6497850%	1.0475143%	92.3027007%

In accordance with the provisions of the Meeting Rules, shareholders who do not vote (abstain) are considered to have cast the same votes as the majority votes of shareholders who cast votes.

Therefore:

"The meeting with the majority votes, namely 77,471,200,703 shares or constituting 93.3502150% of the total votes cast in the Meeting have resolved:

1. Approving the granting of the power of attorney and authority the Dwiwarna series A Shareholder to determine for Members of the Board of Commissioners:
  - a. Tantiem (Bonus)/Performance Incentive/Special Incentive for the performance of the Financial Year of 2024 and/or Long-Term Incentive for the Period of Years of 2025-2027 in accordance with the applicable regulations; and
  - b. Salary including Benefits and Facilities for the Financial Year of 2025.
2. Approving the granting of the power of attorney and authority to the Board of Commissioners, subject to a prior written approval from Dwiwarna series A Shareholder to determine for Members of the Board of Directors:
  - a. Tantiem (Bonus)/Performance Incentive/Special Incentive for the performance of the Financial Year of 2024 and/or Long-Term Incentive for the Period of Years of 2025-2027 in accordance with the applicable regulations; and
  - b. Salary including Benefits and Facilities for Financial Year of 2025.

**Follow-up**

Determination of salaries for the Board of Directors and honorarium for the Board of Commissioners, and allowances, facilities, and/or other benefits for 2025, as well as determination of bonuses for the performance of the Board of Directors and Board of Commissioners for the financial year ended 31 December 2024 have been carried out by the Board of Commissioners with prior approval from the Ministry of SOEs.

**Status : Has been realized**

**AGENDA 4**

Determination of the Public Accountant and/or Public Accounting Office for performing an audit of the Company's Consolidated Financial Statements and Financial Statements of the Micro and Small Business Funding Program (PUMK) for the Financial Year of 2025.

**In the Fourth Agenda of Meeting**

Results of the votes count were as follows:

Results	Dissenting	Abstained	Affirmative (Including one Series A Dwiwarna Share)
Number of Shares	5,632,202	778,679,490	82,205,535,390
Percentage	0.0067866%	0.9382828%	99.0549305%

In accordance with the provisions of the Meeting Rules, shareholders who do not vote (abstain) are considered to have cast the same votes as the majority votes of shareholders who cast votes.

Therefore:

The meeting with the majority votes namely 82,984,214,880 shares or constituting 99.9932134% of the total votes cast in the Meeting have resolved:

1. Approving the appointment of the Public Accounting Office Purwantono, Sungkoro & Surja (a member firm of Ernst & Young Global Limited) which will carry out an audit of the Company's Consolidated Financial Statements, Financial Statements of the Company's Micro and Small Business Funding Program (PUMK) for Financial Year of 2025;
2. Approving the granting of the power of attorney authority to the Board of Commissioners of the Company to carry out:
  - a. Appointment of the Public Accountant and/or Public Accounting Office to carry out an audit of the Company's Consolidated Financial Statements for other periods in the Financial Year of 2025 for the purposes and interests of the Company; and
  - b. Determination of the audit service fees and other requirements for the Public Accountant and/or Public Accounting Office, as well as appointing the Substitute Public Accounting and/or Public Accounting Office in the event the Public Accounting Office Puwantono, Sungkoro & Surja (a member firm of Ernst & Young Global Limited), due to any reasons, whatsoever, is unable to accomplish the audit service of the Company's Consolidated Financial Statements for Financial Year of 2025 and/or other periods in the Financial Year of 2025, as well as the Financial Statements of the Micro and Small Business Funding Program for Financial Year of 2024, including determining the audit fees and other requirements for he Substitute Public Accountant and/or the Public Accounting Office.

#### Follow-up

The appointment of Public Accountant Firm Purwantono, Sungkoro & Surja (formerly Purwantono, Sungkoro & Surja Rekan (a member firm of Ernst & Young Global Limited)) as the Public Accountant Firm and Yovita as the Public Accountant has been reported to OJK through the Financial Services Authority's Online Reporting Application (APOLO OJK).

**Status : Has been realized**

#### AGENDA 5

Approval of the Company's Recovery Plan update.

#### In the Fifth Agenda of Meeting

Results of the votes count were as follows:

Results	Dissenting	Abstained	Affirmative (Including one Series A Dwiwarna Share)
Number of Shares	71,023,147	812,228,990	82,106,594,945
Percentage	0.0855805%	0.9787089%	98.9357106%

In accordance with the provisions of the Meeting Rules, shareholders who do not vote (abstain) are considered to have cast the same votes as the majority votes of shareholders who cast votes.

Therefore:

The meeting with the majority votes namely 82,918,823,935 shares or constituting 99.9144195% of the total votes cast in the Meeting have resolved:

1. Approving the Company's Recovery Plan update in order to comply with the provisions of the Financial Service Regulation Number 5 of 2024 concerning Determination of Under Supervision Status dan Handling Commercial Bank Issues as submitted by the Company to the Financial Service Authority (OJK).
2. In relation to resolution of point 1, the Board of Commissioners and the Board of Directors shall carry out each and all necessary actions in connection with the implementation of the Company's Recovery Action Plan in accordance with their authority.

**Follow-up**

Referring to OJK Regulation No. 14/POJK.03/2017 concerning the Recovery Plan for Systemically Important Banks. Bank Mandiri has updated the Recovery Plan documents for 2024-2025 and submitted to OJK via Letter No. CEO/247/2024 tanggal 7 November 2024.

**Status : Has been realized**

**AGENDA 6**

Approval of Amendment to the Company's Articles of Association.

**In the Sixth Agenda of Meeting**

Results of the votes count were as follows:

Results	Dissenting	Abstained	Affirmative (Including one Series A Dwiwarna Share)
Number of Shares	20,811,792,841	2,070,503,097	60,107,551,144
Percentage	25.0775168%	2.4948872%	72.4275960%

In accordance with the provisions of the Meeting Rules, shareholders who do not vote (abstain) are considered to have cast the same votes as the majority votes of shareholders who cast votes.

Therefore:

The meeting with the majority votes namely 62,178,054,241 shares, including Series A Dwiwarna shareholders, or constituting 74.9224832% of the total votes cast in the Meeting have resolved:

1. Approving the changes to the Company's Articles of Association in order to comply with the Financial Services Authority Regulation Number 17 of 2023 concerning the Implementation of Governance for Commercial Banks.
2. Approving to re-arrange all provisions of the Company's Articles of Association in connection with the adjustment as referred to in point 1 (one) above of which the entire articles of association is attached to the minutes of the notarial deed.
3. Granting the power of attorney and authority to the Board of Directors with the right of substitution to carry out all necessary actions related to the resolutions of the Meeting, including but not limited to arrange and restate the entire Company's Articles of Association in a Notarial Deed, adjusting the amendment to the Company's Articles of Association if being required by the authority and submitting it to the authority to obtain approval and a receipt of notification of changes to the Company's Articles of Association, as well as carrying out all actions as deemed necessary and useful for those purposes with no exception.

**Follow-up**

The amendments to the Company's Articles of Association have been reported to OJK through Letter No. CRL.CSC/CMA.1690/2025 dated 28 April 2025 and Indonesia Stock Exchange through Letter No. CRL.CSC/CMA.1691/2025 dated 28 April 2025.

**Status : : Has been realized**

**AGENDA 7**

Approval of Buyback Plan of the Company's shares and the Transfer of the Shares resulted from the Buyback which are kept as the Treasury Stock.

**In the Seventh Agenda of Meeting**

Results of the votes count were as follows:

Results	Dissenting	Abstained	Affirmative (Including one Series A Dwiwarna Share)
Number of Shares	7,946,647,986	786,891,490	74,256,307,606
Percentage	9.5754460%	0.9481780%	89.4763760%

In accordance with the provisions of the Meeting Rules, shareholders who do not vote (abstain) are considered to have cast the same votes as the majority votes of shareholders who cast votes.

Therefore:

The meeting with the majority votes namely 75,043,199,096 shares including Series A Dwiwarna Shareholders, or constituting 90.4245540% of the total votes cast in the Meeting have resolved:

1. Approving the buyback of the Company's shares that have been issued and listed on the Indonesia Stock Exchange in the maximum amount of IDR 1,170,000,000,000.00 (one trillion one hundred and seventy billion Rupiah) including costs related to the implementation of the share buyback by taking into account licenses and the provisions of the applicable laws and regulations.
2. Approving the transfer of the shares resulted from the buyback of the Company's share which are kept as the treasury stocks for the implementation of the Employees and/or the Board of Directors and the Board of Commissioners Share Ownership Program who meet the requirements to own shares of the Company and/or for other transfers in accordance with the approval of the OJK and the provisions and the laws and regulations.
3. To grant the power of attorney and authority to implement the buyback of the Company's shares, including the termination of its implementation, to the Company's Board of Directors, with due observance of the laws and regulations.
4. Approving the granting of the power of attorney and authority to implement the transfer of shares resulted from the buyback which are kept as the treasury stocks to:
  - a. The Company's Board of Directors for the Employees Stock Ownership Program and/or for other transfers.
  - b. The Board of Directors of the Company with due regard to the approval of Series A Dwiwarna Shareholders for the Directors and Board of Commissioners Share Ownership Program; with due observance of the laws and regulation.

#### Follow-up

The Buyback Plan of the Company's shares and the Transfer of the Shares resulted from the Buyback which are kept as the Treasury Stock has been reported to OJK through Letter No. CRL. CSC/CMA.600/2025 dated 14 February 2025 and Letter No. CRL/CSC/CMA.1239/2025 dated 20 March 2025. The Buyback Results Report has been reported to OJK through Letter No. DCO/1392/2025 dated 11 July 2025.

**Status : Has been realized**

## AGENDA 8

Changes in the Composition of the Company's Board of Management.

### In the Eighth Agenda of Meeting

Results of the votes count were as follows:

Results	Dissenting	Abstained	Affirmative (Including one Series A Dwiwarna Share)
Number of Shares	18,931,026,050	2,071,095,152	61,987,725,880
Percentage	22.8112555%	2.4956006%	74.6931439%

In accordance with the provisions of the Meeting Rules, shareholders who do not vote (abstain) are considered to have cast the same votes as the majority votes of shareholders who cast votes.

Therefore:

The meeting with the majority votes namely 64,058,821,032 shares, including Series A Dwiwarna Shareholders, or constituting 77.1887445% of the total votes cast in the Meeting have resolved:

1. a. To respectfully dismiss the names mentioned below as the Board of Commissioners of the Company:
  - 1) Commissioner: Faried Utomo
  - 2) Independent Commissioner: Rr. Loeke Larasati Agoestina
  - 3) Commissioner: Arif Budimanta

Each of them was appointed based on the Decision of the Annual GMS for the 2019 Financial Year dated February 19, 2020, effective from February 19, 2025, with gratitude for the contribution of energy and thoughts given during their tenure as the Company's Board of Commissioners.

b. All actions of the members of the Board of Commissioners as referred to in number 1 letter a, in their position as such from the date of the end of their term of office until the date of the closing of this Meeting are declared valid as long as such actions are reflected in the annual report and annual calculations by observing the applicable provisions.

2. Confirming the honorable dismissal of the following names as Directors of the Company:

- 1) Director of Network and Retail Banking: Aquarius Rudianto
- 2) Director of Institutional Relations: Rohan Hafas
- 3) Director of Compliance and HR: Agus Dwi Handaya

who were appointed based on the 2020 Extraordinary General Meeting of Shareholders Resolution dated 21 October 2020 and the 2022 Annual General Meeting of Shareholders Resolution dated 14 March 2023, effective 19 February 2025, and 24 March 2025, respectively, with gratitude for their contributions during their tenure as Directors of the Company.

3. To honorably dismiss the names below as Directors of the Company:

- 1) Vice President Director: Alexandra Askandar
- 2) Financial and Strategic Director: Sigit Prastowo
- 3) Operation Director: Toni Eko Boy Subari
- 4) President Commissioner/Independent: Muhamad Chatib Basri
- 5) Independent Commissioner: Muliadi Rahardja
- 6) Commissioner: Tedi Bharata
- 7) Independent Commissioner: Heru Kristiyana
- 8) Commissioner: Rionald Silaban

who were appointed respectively based on the Resolution of the Annual GMS for the 2022 Financial Year dated March 14, 2023, the Resolution of the Extraordinary GMS for the 2020 Financial Year dated October 21, 2020, the Resolution of the Annual GMS for the 2023 Financial Year dated March 7, 2024, the Resolution of the Annual GMS for the 2021 Financial Year dated March 10, 2022, effective as of the closing of this Meeting, with gratitude for the contribution of energy and thoughts given during their tenure as the Company's Management.

4. Changing the nomenclature of positions of members of the Company's Board of Directors as follows:

No.	Before	After
1)	Director of Compliance and HR	Human Capital and Compliance Director
2)	Director of Finance and Strategy	Finance and Strategy Director
3)	Director of Network and Retail Banking	Network and Retail Funding Director
4)	Director of Risk Management	Risk Management Director
5)	Director of Institutional Relations	-
6)	-	Consumer Banking Director

5. Transferring the assignment of the names mentioned below as members of the Board of Directors of the Company as follows:

No.	Name	Before	After
1)	Riduan	Director of Corporate Banking	Deputy President Director
2)	Eka Fitria	Director of Treasury and International Banking	Human Capital and Compliance
3)	Danis Subyantoro	Director of Risk Management	Risk Management Director