

Throughout 2025, the Committee successfully executed all programs outlined in the 2025 Remuneration and Nomination Committee Work Plan. The achievement of Key Performance Indicators (KPI) was reflected in the relevance and quality of the Committee's recommendations, which served as a key consideration for the Board of Commissioners in making strategic decisions, particularly concerning nomination, remuneration, and leadership development policies.

Moreover, consistent communication between the Committee, the Board of Commissioners, and the Board of Directors throughout the year enhanced coordination on strategic issues and ensured timely and effective follow-up on recommendations. The evaluation results confirmed that the Remuneration and Nomination Committee performed optimally and contributed significantly to strengthening governance and supporting Bank Mandiri's sustainable performance.

Committee Remuneration

The remuneration of members of the Remuneration and Nomination Committee who are Independent Non-Commissioners is governed by the Board of Commissioners Decree No. KEP.KOM/034/2025 dated 28 May 2025 concerning the Remuneration of Supporting Organs of the Board of Commissioners of PT Bank Mandiri (Persero) Tbk, and is further stipulated in the respective assignment letters appointing them as Committee members under the Board of Commissioners, as issued by Bank Mandiri.

No.	Description	Non-Commissioner Committee Members
1.	Salary/Honorarium	At most 20% of President Director's Salary
2.	Post-Employment Compensation	Not provided
3.	Holiday Allowance	In accordance with Bank Mandiri employee stipulation
4.	Bonus/Tantiem	Not provided
	Facilities	
	- Transportation Allowance	Not provided
5.	- Health	Provided as per the Bank's Internal rules
	- Employment	Provided as per the Bank's Internal rules
	- Business Trips	In accordance with Bank Mandiri employee stipulation/equivalent to Group Head

BOARD OF DIRECTORS SUCCESSION POLICY

Bank Mandiri's succession policy for the Board of Directors is guided by the Minister of SOE Regulation No. PER-3/MBU/03/2023 regarding the Organs and Human Resources of State-Owned Enterprises. One of the core duties of the Remuneration and Nomination Committee is to develop a comprehensive nomination system for the selection of members of the Board of Commissioners and/or Directors. This nomination system forms an integral part of the Company's Good Corporate Governance Policy and serves as a key reference for the Board of Commissioners and the GMS in determining the appropriate processes for the nomination and remuneration of the Board of Commissioners and/or Directors. This system aims to ensure transparency, merit-based selection, and alignment with regulatory requirements.

Basic Principles

Requirements for Board of Directors and Board of Commissioners.

1. Candidates for Directors and Commissioners must meet the requirements determined in the Company's Articles of Association and the applicable laws and regulations.
2. Candidacy and Candidate Proposal for Board of Directors and Board of Commissioners.
3. Candidates for Directors and Commissioners are proposed through a selection by taking into account the set requirements.

Succession Management

In accordance with SOE Minister Regulation No. PER-3/MBU/03/2023 Article 30, the basis for Succession Management of Directors of State-Owned Enterprises. is as follows:

1. Succession management is the process of selecting SOE Directors from the Talent Pool of the Ministry of SOEs or other sources determined by the Minister.
2. Succession management is carried out by the Ministry of SOEs through the Fit and Proper Test mechanism by the Succession Committee and/or considering the results of Assessments from Professional Institutions.

Pursuant to Law No. 1 of 2025, the Ministry of State-Owned Enterprises has been transformed into the SOE Regulatory Agency. Nonetheless, Minister of SOEs Regulation No. PER-3/MBU/03/2023 on the Organs and Human Resources of State-Owned Enterprises remains effective until 31 December 2025.

Procedures

In the Nomination function, the Bank Mandiri Remuneration and Nomination Committee performs the following procedures:

1. Develop the composition and process of nominating the Directors and/or Commissioners.
2. Formulate policies and criteria of nominating process of candidates of Directors and/or Commissioners.
3. Identify candidates who meet the criteria.
4. Assist the performance assessment of the Board of Directors and/or Board of Commissioners.
5. Develop capacity building programs for the Directors and/or Commissioners.
6. Review and propose candidates that fulfils the requirements as Commissioners and/or prospective Directors to the Board of Commissioners for submission to the GMS.
7. The selection process is carried out prior to the tenure ends or is requested by the Board of Commissioners. or if there is a vacancy.

Requirements and Criteria

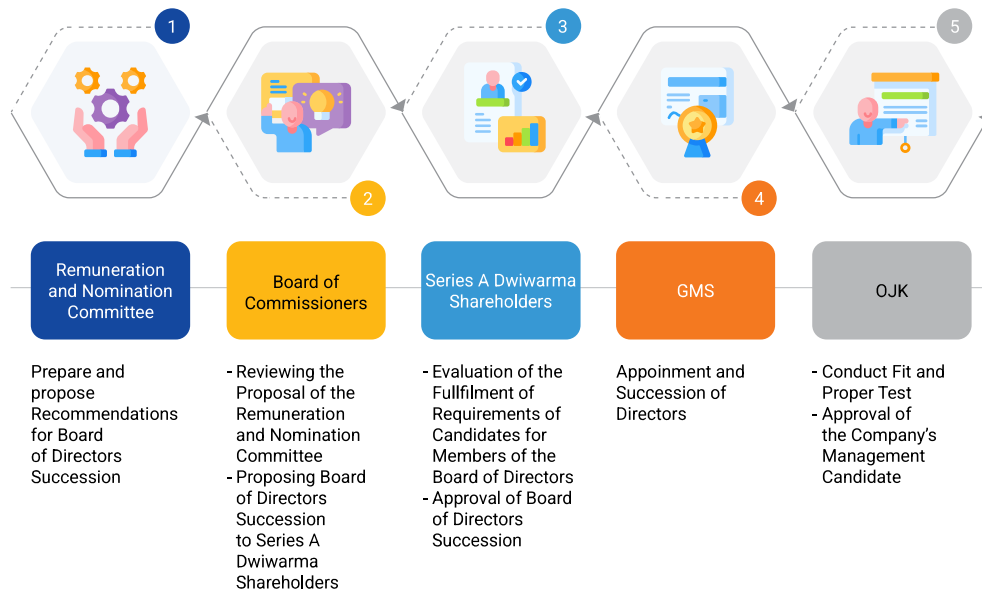
The requirements and criteria for candidates of Board of Directors and/or Commissioners are in accordance with the Company's Articles of Association and other applicable provisions. which are as follows:

1. The person eligible as a member of the Board of Directors and/or Commissioners is an individual with legal capacity and has never been declared bankrupt or convicted which cause bankruptcy of a company, or an individual who has never been sentenced for criminal offense which harm the State treasury within 5 (five) years prior to his/her appointment, one or the other by taking into account the prevailing laws and regulations.
2. Does not have family relations to third degree, both horizontally or vertically nor by marriage (in laws) with other Directors or Commissioners.
3. Does not listed in the banking blacklist as determined by bank supervisory authorities.
4. Has good integrity, in the sense of:
 - a. Having good character and morals.
 - b. Complying with prevailing laws and regulations.
 - c. Having high commitment to the development of sound bank operations.
 - d. Deemed fit and proper to be a member of Board of Directors and/or Commissioners.
5. Integrity assessment is conducted by evaluating the candidates in the sense that they have never done any of the following:

- a. Banking manipulation and practices that deviate from banking regulations.
 - b. Actions categorized as non-fulfilment of commitments to Bank Indonesia or Government.
 - c. Actions categorized as beneficial to Owner, Management, Employees, and or other parties that may detrimental or reduce bank's profit.
 - d. Actions categorized as violation of the provisions related to banking prudential principles.
 - e. Actions by Management and Executives categorized as not independent.
6. Fulfil the competence criteria, in the sense of having:
 - a. Adequate knowledge in Banking.
 - b. Experience and expertise in Banking and or Financial Institution.
 - c. Ability to perform strategic management for the development of sound Banks.
 - d. The ability to perform strategic management to develop a sound Bank
 7. Other than the above criteria, the following additional criteria are also required:
 - a. Having leadership skill supported by knowledge in economics, accounting and law.
 - b. For the Board of Commissioners, require having experience in banking or other financial institution supervisory.
 - c. For the Board of Directors, require having at least 3 (three) years' experience as Senior Management in banking or other financial institutions.

The candidates for the Board of Directors may be proposed by the Board of Commissioners following a thorough assessment, and if deemed eligible, the candidates can be recommended to the Minister of SOEs. Nominees for the position of Director must fulfill both formal and additional requirements as stipulated by the Regulation of the Minister of State-Owned Enterprises PER-3/MBU/03/2023 on the Organs and Human Resources of State-Owned Enterprises, and OJK Regulation No. 33/POJK.04/2014 regarding the Board of Directors and Board of Commissioners of Issuers or Public Companies. Moreover, all candidates must successfully pass the Fit and Proper Test conducted by the OJK.

Since 2021, Bank Mandiri submitted a list of top talent employees at the BoD-1 level to the Ministry of SOEs. The Ministry of SOEs will then evaluate the list and assign an accredited institution to conduct the talent assessment for prospective Directors. Candidates who receive a positive recommendation from the Assessor Service Company are reported by the Remuneration and Nomination Committee to the Board of Commissioners for consideration as nominees for submission to the GMS.



Remuneration and Nomination Committee Activities in 2025

Throughout 2025, the Remuneration and Nomination Committee of Bank Mandiri effectively carried out its duties and responsibilities as outlined in the Remuneration and Nomination Committee Charter. The Committee provided recommendations and nominations of qualified candidates for the Board of Commissioners and Board of Directors to the Board of Commissioners for submission to the GMS. These recommendations were developed through a structured process that included formulating policies, criteria, and qualification standards aligned with the Company's strategic direction. The Committee also assisted the Board of Commissioners in identifying and evaluating potential candidates from the executive talent pool one level below the Board of Directors, ensuring leadership continuity that is both capable and ethical.

In addition to its nomination duties, the Committee supported the Board of Commissioners in formulating an appropriate remuneration framework for both the Board of Directors and the Board of Commissioners. This included determining salary/honorarium structures, benefits and allowances packages, and bonus (tantiem) systems for 2025. The objective was to ensure a competitive, fair, and performance-based compensation system aligned with industry standards and the Company's strategic objectives, while fostering accountability and motivation across leadership levels at Bank Mandiri.

2026 Work Plans of the Remuneration and Nomination Committee

At the end of 2025, the Remuneration and Nomination Committee of Bank Mandiri prepared the 2026 Work Plan, which has been approved by the Board of Commissioners. The work plan outlines key activities grouped into four main focus areas: nomination function, remuneration function, discussion of specific strategic issues, and internal committee activities.

This work plan serves as a guideline for the Committee's activities throughout 2026 and forms part of the KPI used to evaluate the Committee's effectiveness in supporting the Board of Commissioners. With a structured and measurable plan, the Committee aims to further strengthen governance in nomination, remuneration, and leadership development, in alignment with Bank Mandiri's long-term strategic objectives.