

- i. In the event that the GMS revokes the temporary dismissal or circumstances as referred to in letter e prevail, the concerned member shall remain to perform his/her tasks;
- j. If the GMS outcome reinforces the decision of the temporary dismissal, then the member is dismissed permanently;
- k. If the member who is subjected to temporary dismissal does not attend the GMS after being summoned in written, the member shall be considered to have neglected his/her rights to defend himself/herself in the GMS and agree to the GMS decision.
- l. The Company is obliged to conduct information transparency to the public and submit it to the Financial Services Authority regarding:
 - › The decision of temporary dismissal; and
 - › The results of GMS either to revoke or reinforce the temporary dismissal decision as referred to in letter “d”, or any information regarding the cancellation of the temporary dismissal by the Board of Commissioners due to the absence of the GMS until the due date as referred to in letter e of this article, no later than 2 (two) working days from such happening.

DISMISSAL OR REPLACEMENT OF MEMBERS OF THE BOARD OF DIRECTORS

Pursuant to SEOJK No.14/2025, the dismissal or replacement of members of the Board of Directors at Bank Mandiri is carried out by prioritising the Bank’s best interests and business continuity, dismissal, including temporary suspension, is executed under the authority of the Board of Commissioners in accordance with applicable regulations. Any early dismissal or replacement of the President Director or the Director overseeing the compliance function requires prior approval from OJK before being submitted to the GMS. Requests must be submitted at least one month before the planned GMS and include the justification, supporting documents, and the profile of any proposed replacement. The Nomination Committee prepares the supporting documentation, which must be approved by the majority of the Board of Commissioners, OJK will assess the plan and may approve or reject it. If OJK rejects the plan but the GMS has already proceeded, the Bank must convene another GMS to revoke the decision. OJK also retains the authority to evaluate dismissals, replacements, or resignations of Directors.

POLICIES RELATED TO RESIGNATION OF THE BOARD OF DIRECTORS DUE INVOLVEMENT IN FINANCIAL CRIMES

Bank Mandiri has in place the policy on resignation of member of the Board of Directors when involved in financial crime as stated in the Bank’s Articles of Association.

Referring to the Article 14 paragraph (26) letter f of the Bank’s Articles of Association, the tenure of member of the Board of Directors is ended if no longer meet the requirements as member of the Board of Directors based on the Articles of Association and other laws and regulations, including involvement in financial crime. In the event that a member of the Board of Directors is resigning including if involved in the financial crime, thus a concerned member of the Board of Directors shall inform in writing regarding his/her intention to the Bank, and the Bank shall convene the GMS to take decision on the resignation of a member of the Board of Directors within 90 days after the acceptance of the resignation.

MANAGEMENT OF THE BOARD OF DIRECTORS CONFLICT OF INTEREST

The management of conflicts of interest for the Board of Directors is regulated under the Bank Mandiri Policy Architecture. Bank Mandiri Policy Architecture serves as a hierarchy/structure of policies providing fundamental framework and governance for formulation of policies and implementation of the Bank’s activities. In addition, relevant provisions are also stipulated in the Board of Directors Work Guidelines and Code of Conduct. The management of conflicts of interest of the Board of Directors includes, among others:

1. The Board of Commissioners, the Board of Directors, and Executives shall commit to prevent any forms of conflict of interest.
2. In the event that the Board of Directors member(s) has a personal Interests in a transaction, contract or contracts proposed in which one of the parties is the Bank, the interest shall be mentioned in the Board of Directors Meeting and the concerned Board of Directors member has no authority to take a vote.
3. Periodically, at least 1 (once) in a year, every member of the Board of Commissioners, the Board of Directors and the Executives are required to make a statement regarding conflict of interests with the Bank activities.
4. Members of the Board of Commissioners, the Board of Directors and the Executives are prohibited from having concurrent positions as specified in the applicable regulations.

BOARD OF DIRECTORS AFFILIATIONS

Affiliation refers to the relationships that may exist between members of the Board of Directors, the Board of Commissioners, and the Main or Controlling Shareholders of the Company. These relationships can arise from family ties, business interests, or professional associations. By identifying and disclosing potential affiliations, the Company can proactively mitigate conflicts of interest, ensure fair decision-making, and uphold the trust of stakeholders. These relationships may take the form of:

- › Family relationship due to marriage and descent to the second degree either horizontal or vertical.
- › Management or oversight relationship with Main/Controlling Shareholder.
- › Share ownership by each member of the Board of Directors and Board of Commissioners to the Main/Controlling Shareholders as legal entity.

The Board of Directors of Bank Mandiri have no financial relations, management relations, shareholding and/or family relations with other members of the Board of Commissioners, the Board of Directors and/or Controlling Shareholders or relation with the Bank, which helps in carrying out their tasks and responsibility independently.

The affiliations of the Board of Directors are shown in the following table:

Affiliations of The Board of Directors

Name	Position	Financial, Family, and Management Relations of the BOD													
		Financial Relations With						Family Relations With						Management Relations	
		BOC		BOD		Controlling Shareholders		BOC		BOD		Controlling Shareholders		BOC	
		Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
Riduan	President Director	✓		✓		✓		✓		✓		✓		✓	
Henry Panjaitan	Vice President Director	✓		✓		✓		✓		✓		✓		✓	
Timothy Utama	Operations Director	✓		✓		✓		✓		✓		✓		✓	
Eka Fitria	Human Capital and Compliance Director	✓		✓		✓		✓		✓		✓		✓	
Danis Subyantoro	Risk Management Director	✓		✓		✓		✓		✓		✓		✓	
Totok Priyambodo	Commercial Banking Director	✓		✓		✓		✓		✓		✓		✓	
Mochamad Rizaldi	Corporate Banking Director	✓		✓		✓		✓		✓		✓		✓	
Saptari	Consumer Banking Director	✓		✓		✓		✓		✓		✓		✓	
Ari Rizaldi	Treasury and International Banking Director	✓		✓		✓		✓		✓		✓		✓	
Novita Widya Anggraini	Finance and Strategy Director	✓		✓		✓		✓		✓		✓		✓	
Jan Winston	Network and Retail Funding Director	✓		✓		✓		✓		✓		✓		✓	
Sunarto	Information Technology Director	✓		✓		✓		✓		✓		✓		✓	