

MINUTES
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
PERUSAHAAN PERSEROAN (PERSERO)
PT BANK MANDIRI Tbk

Number: 5

- On today, Monday, 9-12-2019 (ninth December two thousand nineteen).
- At 2:33 WIB (twenty seven minutes to three in the afternoon western Indonesia time).
- I, **UTIEK ROCHMULJATI ABDURACHMAN, Sarjana Hukum, Master of Legal Institutions, Magister Kenotariatan**, Notary with a work area in the Jakarta Special Capital Province, domiciled in West Jakarta municipality, in the presence of witnesses that I, Notary know and will be named at the end of this deed;
- At the request of the Board of Directors of the limited-liability company of "**PERUSAHAAN PERSEROAN (PERSERO) PT BANK MANDIRI Tbk**" or in short "**PT BANK MANDIRI (PERSERO) Tbk**", domiciled in South Jakarta and headquartered at Plaza Mandiri, Jalan Jenderal Gatot Subroto, Kaveling 36-38, which Articles of Association is completely amended to adjust to the Law on Limited-Liability Company No 40/2007 (two thousand seven) (hereinafter shall be referred to as "UUPT"), as contained in the deed dated 25-6-2008 (twenty fifth June two thousand eight) number 48, which minutes is prepared before Doctor AMRUL PARTOMUAN POHAN, Sarjana Hukum, Lex Legibus Magister, at the time a Notary in Jakarta, which protocols are delegated to ASHOYA RATAM, Sarjana Hukum, Magister Kenotariatan, Notary in the South Jakarta municipality; and already approved by the Minister of Justice and Human Rights of the Republic of Indonesia with Decree dated 8-7-2008 (eighth July two thousand eight) number AHU-39432.AH.01.02.Tahun 2008 and announced in State Gazette of the Republic of Indonesia dated 2-9-2008 (second September two thousand eight), Appendix No 16626/2008; and most recently the Articles of Association of the limited-liability company is amended as announced/ published in:
 - State Gazette of the Republic of Indonesia No 76 dated 20-9-2013 (twentieth September two thousand thirteen), Appendix No 4029/L/2013;
 - State Gazette of the Republic of Indonesia No 26 dated 1-4-2014 (first April two thousand fourteen), Appendix No 3317/L/2014;
 - Deed dated 19-3-2014 (nineteenth March two thousand fourteen) number 29, which announcement for the amendment of the Articles of Association is accepted and recorded by the Minister of Justice and Human Rights in letter dated 21-4-2014 (twenty first April two thousand fourteen) number AHU-AH.01.10-16389;
 - The Articles of Association of the limited-liability company is amended again to adjust to the regulations of the Financial Services Authority (hereinafter shall be referred to as "POJK") number 32/POJK.04/2014 on Plan and Organization of General Meeting of Shareholders of Public Company, POJK number 33/POJK.04/2014 on Board of Directors and Board of Commissioners of Stock Issuer or Public Company and POJK number 38/POJK.04/2014 on Capital Revision of Public

Company Without Preemptive Rights, as contained in the deed dated 14-4-2015 (fourteenth April two thousand fifteen) number 14, which the announcement on the amendment to the Articles of Association is received and recorded by the Minister of Justice and Human Rights of the Republic of Indonesia dated 16-4-2015 (sixteenth April two thousand fifteen) number AHU-AH.01.03-0924779 and then amended again for the program of the Ministry of State-Owned Enterprise for the uniformity of the Articles of Association of Public State-Owned Enterprises, as contained in the deed dated 12-4-2017 (twelfth April two thousand seventeen) number 15, which already approved by the Minister of Justice and Human Rights of the Republic of Indonesia with Decree dated 12-5-2017 (twelfth May two thousand seventeen) number AHU-0010609.AH.01.02.TAHUN 2017 and the announcement on the amendment to the Articles of Association is received and recorded by the Minister of Justice and Human Rights of the Republic of Indonesia in the letter dated 12-5-2017 (twelfth May two thousand seventeen) number AHU-AH.01.03-0135829;

and amended again by:

- Deed dated 24-8-2017 (twenty fourth August two thousand seventeen) number 36, which announcement on the amendment to the Articles of Association is received and recorded by the Minister of Justice and Human Rights of the Republic of Indonesia dated 29-8-2017 (twenty ninth August two thousand seventeen) number AHU-AH.01.03-0166888.
 - The most recent amendment to the Articles of Association of the limited-liability company is contained in the deed dated 11-4-2018 (eleventh April two thousand eighteen) number 21, which announcement on the amendment to the Articles of Association is received and recorded by the Minister of Justice and Human Rights of the Republic of Indonesia with letter dated 30-4-2018 (thirtieth April two thousand eighteen) number AHU-AH.01.03-0172245.
 - The last five deed minutes were prepared before ASHOYA RATAM, Sarjana Hukum, Magister Kenotariatan;
 - The latest composition of Board of Directors and Board of Commissioners of the limited-liability company is listed in the deed dated 28-8-2019 (twenty eighth August two thousand nineteen) number 59, which is related to deed dated 9-12-2019 (ninth December two thousand nineteen) number 5, the two deeds are prepared by UTIEK ROCHMULJATI ABDURACHMAN, Sarjana Hukum, Master of Legal Institutions, Magister Kenotariatan, a Notary in Jakarta;
- Hereinafter the **“PERUSAHAAN PERSEROAN (PERSERO) PT BANK MANDIRI Tbk”** or in short **“PT BANK MANDIRI PERSERO) Tbk”** shall be referred to as **“Company”**);
- Present at the Auditorium Plaza Mandiri Lantai 3 Plaza Mandiri, Jalan Jenderal Gatot Subroto Kaveling 36-38, Jakarta 12190.
 - to prepare records on all matters discussed and decided in the Extraordinary General Meeting of Shareholders of the Company (hereinafter shall be referred to as **“Meeting”**), as organized on the day, date, time and venue as mentioned at the beginning of this

deed.

- Present in this Meeting and therefore appear before I, Notary; members of the Board of Directors and Board of Commissioners and shareholders of the Company to be stated later, with the same following witnesses:

1. **HARTADI AGUS SARWONO**, born in Jakarta, on 10-8-1952 (tenth August one thousand nine hundred fifty two), Citizen of Indonesia, civil servant, domiciled in Jakarta, Jalan Rasamala V number 8, Rukun Tetangga 012, Rukun Warga 013, Kelurahan Menteng Dalam, Kecamatan Tebet, Jakarta Selatan, holder of Residential ID Card number 3174011008520011, which photocopy is attached to this minutes of deed;
 - according to his statement he attended the Meeting as President Commissioner and Independent Commissioner;
2. **BANGUN SARWITO KUSMULYONO**, born in Bogor, on 24-6-1943 (twenty fourth June one thousand nine hundred forty three), Citizen of Indonesia, private, domiciled in Jakarta, Jalan Kemang Timur V/28, Rukun Tetangga 009, Rukun Warga 004, Kelurahan Bangka, Kecamatan Mampang Prapatan, Jakarta Selatan, holder of Residential ID Card number 3174032406430001, which photocopy is attached to this minutes of deed;
 - according to his statement he attended the Meeting as Independent Commissioner of the Company;
3. **GOEI SIAUW HONG**, born in Jember, on 16-6-1964 (sixteenth June one thousand nine hundred sixty four), Citizen of Indonesia, private, domiciled in Jakarta, Jalan Ciranjang number 42, Rukun Tetangga 004, Rukun Warga 003, Kelurahan Rawa Barat, Kecamatan Kebayoran Baru, Jakarta Selatan, holder of Residential ID Card number 3174071606640004, which photocopy is attached to this minutes of deed;
 - according to his statement he attended the Meeting as Independent Commissioner of the Company;
4. **ARDAN ADIPERDANA**, born in Singkawang, on 16-6-1959 (sixteenth June one thousand nine hundred fifty nine), Citizen of Indonesia, civil servant, domiciled in Jakarta, Jalan Anggur V number 1, Rukun Tetangga 004, Rukun Warga 006, Kelurahan Cipete Selatan, Kecamatan Cilandak, Jakarta Selatan, holder of Citizen ID Card number 3174061606590003, which photocopy is attached to this minutes of deed;
 - according to his statement he attended the Meeting as Commissioner of the Company;
5. **MAKMUR KELIAT**, born in Medan on 15-8-1961 (fifteenth August one thousand nine hundred sixty one), Citizen of Indonesia, private, domiciled in Bogor, at Leg Wisata Vivaldi M.23/21-22, Rukun Tetangga 004, Rukun Warga 021, Kelurahan Wanaherang, Kecamatan Gunung Putri, Kabupaten Bogor, holder of Residential ID Card number 3201021508610007, which photocopy is attached to this

minutes of deed, temporarily reside in Jakarta;

- according to his statement he attended the Meeting as Independent Commissioner of the Company;

6. **WIDYO PRAMONO**, born in Nganjuk, on 7-8-1957 (seventh August one thousand nine hundred fifty seven), Citizen of Indonesia, civil servant, domiciled in Jakarta, Jalan Kelapa Kuning Raya Blok AN 1/6, Rukun Tetangga 002, Rukun Warga 007, Kelurahan Pondok Kelapa, Kecamatan Duren Sawit, Jakarta Timur, holder of Residential ID Card number 3175070708570002, which photocopy is attached to this minutes of deed;

- according to his statement he attended the Meeting as Commissioner of the Company;

7. **RIONALD SILABAN**, born in Riau, on 23-04-1966 (twenty third April one thousand nine hundred sixty six), Citizen of Indonesia, civil servant, domiciled in Jakarta, Jalan Panglima Polim IV number 14, Rukun Tetangga 007, Rukun Warga 004, Kelurahan Melawai, Kecamatan Kebayoran Baru, Jakarta Selatan, holder of Citizen ID Card number 3174072304660004, which photocopy is attached to this minutes of deed;

- according to his statement he attended the Meeting as Commissioner of the Company;

8. **SULAIMAN ARIF ARIANTO**, born in Boyolali, on 2-8-1958 (second August one thousand nine hundred fifty eight), Citizen of Indonesia, private, domiciled in Depok, Jalan Maribaya G III number 4 Puri Cinere, Rukun Tetangga 006, Rukun Warga 005, Kelurahan Pangkalan Jati, Kecamatan Cinere, Kota Depok, holder of Residential ID Card dated 17-6-2013 (seventeenth June two thousand thirteen) number 3276090208580002, which photocopy is attached to this minutes of deed, temporarily reside in Jakarta;

- according to his statement he attended the Meeting as Vice President Director of the Company;

9. **ROYKE TUMILAAAR**, born in Manado, on 21-3-1964 (twenty first March one thousand nine hundred sixty four), Citizen of Indonesia, private, domiciled in Jakarta, Komplek Billy & Moon Blok L 5/10, Rukun Tetangga 007, Rukun Warga 010, Kelurahan Pondok Kelapa, Kecamatan Duren Sawit, Jakarta Timur, holder of Residential ID Card number 3175072103640004, which photocopy is attached to this minutes of deed;

- according to his statement he attended the Meeting as Director of Corporate Banking of the Company;

10. **HERY GUNARDI**, born in Bengkulu, on 26-6-1962 (twenty sixth June one thousand nine hundred sixty two), Citizen of Indonesia, private, domiciled in Jakarta, Jalan Taman Empu Sendok number 31, Rukun Tetangga 008, Rukun Warga 003, Kelurahan Selong, Kecamatan Kebayoran Baru, Jakarta Selatan, holder of Residential ID Card number 3173062606620002, which photocopy is

attached to this minutes of deed;

- according to his statement he attended the Meeting as Director of Business and Network of the Company;

11. **AHMAD SIDDIK BADRUDDIN** (the Residential ID Cards shows **AHMAD SIDIK BADRUDDIN**), born in Bandung, on 5-6-1965 (fifth June one thousand nine hundred sixty five), Citizen of Indonesia, private, domiciled in Jakarta, Jalan Suryo number 38, Rukun Tetangga 001, Rukun Warga 003, Kelurahan Rawa Barat, Kecamatan Kebayoran Baru, Jakarta Selatan, holder of Residential ID Card number 3174070506650010, which photocopy is attached to this minutes of deed;

- according to his statement he attended the Meeting as Director of Risk Management of the Company;

12. **RICO USTHAVIA FRANS**, born in Kebumen, on 31-5-1970 (thirty first May one thousand nine hundred seventy), Citizen of Indonesia, private, domiciled in Jakarta, Kembang Harum II Blok C.6 number 6, Rukun Tetangga 004, Rukun Warga 004, Kelurahan Kembangan Selatan, Kecamatan Kembangan, Jakarta Barat, holder of Citizen ID Card number 3173083105700005, which photocopy is attached to this minutes of deed;

- according to his statement he attended the Meeting as Director of Information Technology and Operation of the Company;

13. **DARMAWAN JUNAIDI**, born in Palembang, on 25-6-1966 (twenty fifth June one thousand nine hundred sixty six), Citizen of Indonesia, private, domiciled in Jakarta, Jalan Mini III, Rukun Tetangga 003, Rukun Warga 003, Kelurahan Bambu Apus, Kecamatan Cipayung, Jakarta Timur, holder of Citizen ID Card number 3175102506660007, which photocopy is attached to this minutes of deed;

- according to his statement he attended the Meeting as Director of Treasury and International Banking of the Company;

14. **ALEXANDRA ASKANDAR** (the Residential ID Cards shows **ALEXANDRA**), born in Medan, on 9-1-1972 (ninth January one thousand nine hundred seventy two), Citizen of Indonesia, private, domiciled in Jakarta, Jalan Lamandau II No 3-5, Rukun Tetangga 002, Rukun Warga 007, Kelurahan Kramat Pela, Kecamatan Kebayoran Baru, Jakarta Selatan, holder of Residential ID Card number 3174044901720007, which photocopy is attached to this minutes of deed;

- according to her statement she attended the Meeting as Director of Institutional Relationship of the Company;

15. **AGUS DWI HANDAYA**, born in Medan, on 17-8-1970 (seventeenth August one thousand nine hundred seventy), Citizen of Indonesia, private, domiciled in Tangerang, Kebayoran Residences, Jalan Gandaria VI E-35, Rukun Tetangga 003, Rukun Warga 013, Kelurahan Pondok Aren, Kecamatan Pondok Aren, Kota Tangerang Selatan, holder of Residential ID Card number 3674051708700010, which photocopy is attached to this minutes of deed;

- according to his statement he attended the Meeting as Director of Compliance and Human Resources of the Company;
16. **PANJI IRAWAN**, born in Jakarta, on 16-10-1965 (sixteenth October one thousand nine hundred sixty five), Citizen of Indonesia, private, domiciled in Jakarta, Jalan Cipete VII/89.A, Rukun Tetangga 003, Rukun Warga 004, Kelurahan Cipete Selatan, Kecamatan Cilandak, Jakarta Selatan, holder of Residential ID Card number 3174061610650001;
- according to his statement he attended the Meeting as Director of Finance and Strategy of the Company;
17. **DONSUWAN SIMATUPANG**, born in Medan, on 27-1-1961 (twenty seventh January one thousand nine hundred sixty one), Citizen of Indonesia, private, domiciled in Jakarta, Jalan Giro No 2, Rukun Tetangga 007, Rukun Warga 006, Kelurahan Cipete Selatan, Kecamatan Cilandak, Jakarta Selatan, holder of Residential ID Card number 3171052701610001, which photocopy is attached to this minutes of deed;
- according to his statement he attended the Meeting as Director of Retail Banking of the Company;
18. **RIDUAN**, born in Palembang, on 5-11-1970 (fifth November one thousand nine hundred seventy), Citizen of Indonesia, employee of State-Owned Enterprise, domiciled in Jakarta, Komplek Bank Mandiri, Jalan TABANAS/1-B, Rukun Tetangga 008, Rukun Warga 013, Kelurahan Cilandak Barat, Kecamatan Cilandak, Jakarta Selatan, holder of Residential ID Card number 3174060511701001, which photocopy is attached to this minutes of deed;
- according to his statement he attended the Meeting as Director of Commercial Banking of the Company;
19. **YUNI SURYANTO**, born in Yogyakarta, on 3-6-1964 (third June one thousand nine hundred sixty four), Citizen of Indonesia, civil servant, domiciled in Depok, Pesona Khayangan Blok L number 6, Rukun Tetangga 002, Rukun Warga 029, Kelurahan Mekarjaya, Kecamatan Sukmajaya, Kota Depok, holder of Residential ID Card number 3276050306640007, which photocopy is attached to this minutes of deed, temporarily reside in Jakarta;
- based on "Proxy" dated 4-12-2019 (fourth December two thousand nineteen) number SKU-227/MBU/12/2019, unofficially prepared, which original with sufficient stamp duty is attached on the minutes of this deed; as proxy of:
 - **ERICK THOHIR**, the Minister of State-Owned Enterprise of the Republic of Indonesia ("SOE Minister"), born in Jakarta, on 30-5-1970 (thirtieth May one thousand nine hundred seventy), Citizen of Indonesia, private employee, domiciled in Jakarta, Gd. Peluru Blok A/25, Rukun Tetangga 001, Rukun Warga 003, Kelurahan Kebon Baru, Kecamatan Tebet, Jakarta Selatan, holder of Residential ID Card number 3174013005700004, which photocopy is attached to this minutes of deed;

- Therefore the proxy is acting for and on behalf of and validly represented the Republic of Indonesia, which in this event is represented as holder/owner of 1 (one) A Dwiwarna series share and 27,999,999,999 (twenty-seven billion nine hundred ninety-nine million nine hundred ninety-nine thousand nine hundred ninety-nine) B series shares in the Company;

20. **The Public** as holder/owner of 10,946,269,369 (ten billion nine hundred forty-six million two hundred sixty-nine thousand three hundred sixty-nine) B series shares in the Company whose names shall be detailed in a list which after given a sufficient stamp duty shall be an inseparable part of this minutes of deed.

- The appearers whom I, Notary, known.

- The appearer **HARTADI AGUS SARWONO** in his capacity as President Commissioner/ Independent Commissioner of the Company is acting as the Chairperson of the Meeting in line with the minutes of meeting of the Board of Commissioners of PT BANK MANDIRI (PERSERO) Tbk dated 30-10-2019 (thirtieth December two thousand nineteen).

The following matters are disclosed prior to the Meeting:

- Whereas the announcement and invitation for the Meeting have been conducted in accordance with the provisions in Article 23 paragraph (3), paragraph (4), paragraph (5) and paragraph (7) of the Articles of Association of the Company and Article 10 paragraph (4) of the Regulation of Financial Services Authority number 32/POJK.04/2014 on Plan and Organization of the General Meeting of Shareholders for Public Company (hereinafter shall be referred to as "**POJK 32**") as follows:

(i) ANNOUNCEMENT on the plan to organize the Meeting to the Financial Services Authority (hereinafter shall be referred to as "**OJK**") with letter number HBK/1867/2019 dated 30-10-2019 (thirtieth October two thousand nineteen).

(ii) ANNOUNCEMENT to shareholders of the Company on the plan to organize the Meeting has been carried out by placing advertisement in 1 (one) daily newspaper in Indonesian language: Harian Republika, dated 31-10-2019 (thirty first October two thousand nineteen).

(iii) INVITATION to shareholders of the Company to attend the Meeting has been carried out by placing advertisement in 1 (one) daily newspaper in Indonesian language: Harian Republika, dated 15-11-2019 (fifteenth November two thousand nineteen).

- whereas in the Meeting were present and/or represented shareholders of A series Dwiwarna share and B series shares who jointly control 38,946,269,369 (thirty-eight billion nine hundred forty-six million two hundred sixty-nine thousand three hundred sixty-nine) shares including the A series Dwiwarna share which represent 83.4562915% (eighty three percent point four five six two nine one five percent) of all issued shares with valid vote by the Company to the day of the Meeting, of 46,666,666,666 (forty-six billion six hundred sixty-six million six hundred sixty-six thousand six hundred sixty-six) shares consisting of:

- 1 (one) share of A series Dwiwarna; and

- 46,666,666,665 (forty-six billion six hundred sixty-six million six hundred sixty-six thousand six hundred sixty-five) shares of B series;
- By considering the Shareholder Register of the Company as of 14-11-2019 (fourteenth November two thousand nineteen) at 4:00 pm (four pm western Indonesia time), thus the Meeting has met the quorum requirement as stipulated in Article 25 paragraph (4) section (a), paragraph (15), paragraph (16), and paragraph (17) of the Articles of Association of the Company.
- Whereas to meet the stipulation in Article 24 paragraph (3) of POJK, the Chairperson of the Meeting briefly described the following general condition of the Company:

“On the performance of the Company as of the third quarter of 2019 (two thousand nineteen), Bank Mandiri continued to maintain good performance as driven by sustainable growth.

A number of consolidated performance indicators of the Company that could be highlighted are:

1. *Total assets reached Rp 1,275.7 trillion (one thousand two hundred seventy-five point seven trillion Rupiah), a growth of 8.69% (eight point six nine percent) Year on Year (hereinafter shall be referred to “YoY”), due to credit growth which on average grew 11.53% (eleven point five three percent) YoY with an ending balance at Rp 841.9 trillion (eight hundred forty-one point nine trillion Rupiah).*
2. *Third-party Fund grew on average of 6.13% (six point one three percent) YoY with an ending balance of Rp 891.2 trillion (eight hundred ninety-one point two trillion Rupiah).*
3. *Net Interest Margin (hereinafter shall be referred to “NIM”) dropped 8 bps (eight basis points) to 5.58% (five point five eight percent) on annual basis, due to shifting in credit portfolio to less risky segment. The drop in NIM is still relatively better than the drop in the NIM of the national banking industry.*
4. *Credit quality improved with Gross Non Performing Loan at 2.53% (two point five three percent), a drop of 48 bps (forty eight basis points) from previous year.*
5. *Net income grew 11.93% (eleven point nine three percent) YoY to Rp 20.3 trillion (twenty point three trillion Rupiah). The growth was inseparable from the increase in interest income, management of operational costs, and improvement in credit quality, as marked by a decrease in the cost of Allowance for Impairment Loss (hereinafter shall be referred to “CKPN”).*

In addition to the above, there is a plan to implement the Statement of Financial Accounting Standards 71 (hereinafter shall be referred to “PSAK 71”) on Financial Instruments including credit and securities as of 1-1-2020 (first January two thousand twenty) as already conveyed by the Company on the Annual General Meeting of Shareholders on 16-5-2019 (sixteenth May two thousand

nineteen) and Extraordinary General Meeting of Shareholders on 28-8-2019 (twenty eighth August two thousand nineteen), that the amount of Retained Earnings to be allocated as CKPN shall be determined at the end of financial year of 2019 (two thousand nineteen) as currently there are ongoing processes of granting new loans and paying off existing loans, credit restructuring, and sale and purchase of financial asset instruments transactions.

The Company also received a number of accolades for its achievements, including:

- *First prize of the Annual Report Award for the Listed Financial State-Owned Enterprise from the Financial Services Authority, Ministry of State-Owned Enterprise, Ministry of Finance, Governance Policy National Committee, Institute of Chartered Accountants of Indonesia, Indonesia Stock Exchange and Bank Indonesia.*
- *Very Good Bank for 10 (ten) consecutive years in the InfoBank Awards of 2019 (two thousand nineteen).*
- *Most Efficient Bank for Bank Buku IV category from the Bisnis Indonesia magazine in the Bisnis Indonesia Financial Awards of 2019 (two thousand nineteen).*
- *Bank Mandiri also won 3 (three) awards in the Bank Indonesia Awards event, including:*
 1. *The Best Conventional Bank in Supporting Rupiah and Foreign Currency Monetary Control;*
 2. *The Best Bank in Supporting Money Market Deepening;*
 3. *The Best Cash Deposit Management Bank Offices in Disadvantaged, Frontier and Outermost regions (for Sorong branch office)".*

- Whereas as stated on the Meeting invitation, the Meeting Agenda is as follows:

- Change in the Management of the Company.

- Whereas there is no other additional Meeting Agenda as proposed by the Board of Commissioners or other shareholders and/or their proxies, thus the Meeting Agenda as stated in the invitation will be discussed in the Meeting.

The meeting resolution mechanism and the resolution quorum for the Meeting Agenda as stipulated in the Articles of Association of the Company are as follows:

- Meeting resolution was resolved based on an amicable deliberation to reach a mutual consensus. In the event that the resolution based on the amicable deliberation failed to be reached, the resolution was resolved by way of voting.
- In relation to the provision of Article 25 paragraph (15) of the Articles of Association, the voting is carried out verbally, unless determined otherwise by the Chairperson of the Meeting. I as the Chairperson of the Meeting decided that voting for the Meeting Agenda, which is the change in management of the Company, will be performed by using closed and unsigned vote card.
- Meeting resolution shall be binding if approved by the A series Dwiwarna

shareholder and other shareholders/ valid proxies who together represented more than ½ (one half) of the total shares with voting rights present at the Meeting.

- To ensure the fulfilment of Meeting quorum as stipulated in the Articles of Association of the Company, the Chairperson of the Meeting then asked I, Notary, to inform to the Meeting about the number of shares that are present or represented in the Meeting, and whether the number has reached the quorum for Meeting organization.

- At the request of the Chairperson of the Meeting, I, Notary, reported that in this Meeting, total shareholders of the Company who are present or represented stood at 38,946,269,369 (thirty-eight billion nine hundred forty-six million two hundred sixty-nine thousand three hundred sixty-nine) shares, including the A series Dwiwarna shareholder, or 83.4562915% (eighty-three point four five six two nine one five percent) of all shares as issued by the Company as of the date of the Meeting, of 46,666,666,666 (forty six billion six hundred sixty six million six hundred sixty six thousand six hundred sixty six) shares, following the attendance register as received by the Meeting dated 14-11-2019 (fourteenth November two thousand nineteen) at 4:00 pm (four pm Western Indonesian Time), therefore the Meeting is valid and shall be able to take valid and binding resolutions.

- The Chairperson of the Meeting officially opened the Meeting at 3:12 pm (twelve minutes past three pm Western Indonesia time).

Meeting progress

- Entering **the sole Meeting Agenda**, which is:

“Change in the Management of the Company.”

- The Chairperson of the Meeting provided the following elucidation:

“We informed that the position of President Director of the Company is vacant from 25-10-2019 (twenty fifth October two thousand nineteen) and regarding the vacant position, the Company is required to hold a General Meeting of Shareholders (GMS) no later than 90 (ninety) days after the position became vacant.

Moreover, on 18-11-2019 (eighteenth November two thousand nineteen), IMAM APRIYANTO PUTRO also resigned from his position as Vice President Commissioner of the Company in relation to his assignment to other State-Owned Enterprise (SOE).

In this Meeting Agenda, the termination of the terms of office of KARTIKA WIRJOATMODJO as President Director of the Company and IMAM APRIYANTO PUTRO as Vice President Commissioner of the Company shall also be confirmed.

The appointment and dismissal mechanisms for members of the Board of Directors and/ or Board of Commissioners are stipulated in Article 11 paragraph (10) and Article 14 paragraph (12) of the Articles of Association of the Company, whereas members of the Board of Directors and Board of Commissioners shall be appointed and dismissed by the General Meeting of

Shareholders which is attended by the A series Dwiwarna shareholder and the meeting resolution shall be approved by the A series Dwiwarna shareholder by observing the provisions in the Articles of Association. Members of the Board of Directors and Board of Commissioners shall be appointed by General Meeting of Shareholders from the candidates as nominated by the A series Dwiwarna shareholder, and such candidacy is binding to the General Meeting of Shareholders.

On the nomenclature or position of the Board of Directors as stipulated in Article 12 paragraph (19) of the Articles of Association states duties and authorities of each member of the Board of Directors shall be determined by the General Meeting of Shareholders. In the event the General Meeting of Shareholders did not determine such duties and authorities, the duties and authorities between the Directors shall be determined by resolution of meeting of the Board of Directors.”

- After the Chairperson of the Meeting provided elucidation on the Meeting Agenda, the Chairperson of the Meeting invited the representative of the A series Dwiwarna shareholder to provide the proposal on the Meeting Agenda. **YUNI SURYANTO** as the representative of the A series Dwiwarna shareholder, then presented a letter from the Minister of State-Owned Enterprise to the Chairperson of the Meeting in a closed envelope. The Chairperson of the Meeting then read the letter, as follows:

Letter number: SR-904/MBU/12/2019, dated 9-12-2019 (ninth December two thousand nineteen)

Attachment: one file

Proposal for the Change in the Management of PT BANK MANDIRI (Persero) Tbk is as follows:

“In view of the provisions in the Articles of Association of PT Bank Mandiri (Persero), Tbk/ “Company”, hereby we as the A series Dwiwarna shareholder proposed to the General Meeting of Shareholders of the Company to perform the following changes to the management of the Company:

1. *Confirm the cordial dismissal of the following names from the management of the Company:*
 - 1) *KARTIKA WIRJOATMODJO as President Director of the Company, who was appointed based on the resolution of the General Meeting of Shareholders for the financial year of 2014 (two thousand fourteen), starting from 25-10-2019 (twenty fifth October two thousand nineteen);*
 - 2) *IMAM APRIYANTO PUTRO as Vice President Commissioner of the Company, who was appointed based on the resolution of the General Meeting of Shareholders for the financial year of 2014 (two thousand fourteen), starting from 18-11-2019 (eighteenth November two thousand nineteen);*

With gratitude for the contribution during the terms as member of the management of the Company.

2. *Cordially dismissed the following names as members of the Board of Commissioners of the Company:*

- | | |
|--------------------|------------------|
| 1) HARTADI AGUS | - as President |
| SARWONO | Commissioner; |
| 2) BANGUN SARWITO | - as Independent |
| KUSMULYONO | Commissioner |
| 3) GOEI SIAUW HONG | - as Independent |
| | Commissioner |

Who were appointed based on the resolution of the Extraordinary General Meeting of Shareholders of 2017 (two thousand seventeen), resolution of the General Meeting of Shareholders for the financial year of 2014 (two thousand fourteen) and resolution of the General Meeting of Shareholders for the financial year of 2014 (two thousand fourteen), with gratitude for the contribution during the terms as members of the Board of Commissioners of the Company.

3. *Change the following nomenclature of the position of the members of the Board of Directors of the Company:*

- 1 From the Director of Retail Banking to Director of Consumer and Retail Transaction*
- 2 From the Director of Treasury and International Banking to Director of Treasury, International Banking, & Special Asset Management*
- 3 From the Director of Information Technology and Operation to Director of Information Technology*
- 4 Add a nomenclature of position of member of the Board of Directors of the Company, which is the Director of Operation*
- 5 From the Director of Business and Network to none;*

4. *Change the position of the following members of the Board of Directors of the Company:*

- 1 ROYKE TUMILAAAR from Director of Corporate Banking to President Director;*
- 2 ALEXANDRA ASKANDAR from Director of Institutional Relationship to Director of Corporate Banking;*
- 3 DONSUWAN SIMATUPANG from Director of Retail Banking to Director of Institutional Relationship*
- 4 PANJI IRAWAN from Director of Finance and Strategy to Director of Operation;*
- 5 HERY GUNARDI from Director of Business and Network to Director of Consumer and Retail Transaction;*

- 6 *DARMAWAN JUNAI*DI from Director of Treasury and International Banking to Director of Treasury, International Banking, and Special Asset Management;
- 7 *RICO USTHAVIA FRANS* from Director of Information Technology and Operation to Director of Information Technology;
- who were appointed based on the resolution of the General Meeting of Shareholders for the financial year of 2016 (two thousand sixteen), General Meeting of Shareholders for the financial year of 2017 (two thousand seventeen), General Meeting of Shareholders for the financial year of 2017 (two thousand seventeen), General Meeting of Shareholders for the financial year of 2017 (two thousand seventeen), Extraordinary General Meeting of Shareholders of 2017 (two thousand seventeen), and General Meeting of Shareholders for the financial year of 2016 (two thousand sixteen), respectively, with the terms of office continuing the remaining respective terms of office, in accordance with the resolutions of the General Meeting of Shareholders which appointed them.
5. Appoint the following names as the management of the Company:
- 1) *KARTIKA WIRJOATMODJO* as President Commissioner;
 - 2) *MUHAMAD CHATIB BASRI* as Vice President Commissioner/ Independent Commissioner;
 - 3) *MOHAMAD NASIR* as Independent Commissioner;
 - 4) *ROBERTUS BILITEA* as Independent Commissioner;
 - 5) *SILVANO WINSTON RUMANTIR* as Director of Finance and Strategy;
6. The terms of office of the appointed members of the Board of Directors and Board of Commissioners as set out in paragraph 5 are in line with the stipulations in the Articles of Association of the Company, by observing the laws and regulations in the Capital Market and without impairing the right of the General Meeting of Shareholders for immediate dismissal.
7. With the confirmation of dismissal, dismissal, change in position nomenclature, position transfer and the appointment of the management of Company as set out in paragraph 1, 2, 3, 4 and 5, the composition of the Board of Directors and Board of Commissioners of the Company is as follows:
- a. BOARD OF DIRECTORS
- 1) President Director : *ROYKE TUMILAA*R;
 - 2) Vice President Director : *SULAIMAN ARIF ARIANTO*;
 - 3) Director of Corporate Banking : *ALEXANDRA ASKANDAR*;
 - 4) Director of Commercial Banking : *RIDUAN*;
 - 5) Director of Treasury, : *DARMAWAN*

- | | | | |
|-----|--|---|------------------------------|
| | <i>International and Special Asset Management</i> | | JUNAIDI; |
| 6) | <i>Director of Consumer and Retail Transaction</i> | : | HERY
GUNARDI; |
| 7) | <i>Director of Operation</i> | : | PANJI IRAWAN; |
| 8) | <i>Director of Compliance and Human Resources</i> | : | AGUS DWI
HANDAYA; |
| 9) | <i>Director of Institutional Relationship</i> | : | DONSUWAN
SIMATUPANG; |
| 10) | <i>Director of Risk Management</i> | : | AHMAD SIDDIK
BADRUDDIN; |
| 11) | <i>Director of Information Technology</i> | : | RICO
USTHAVIA FRANS; |
| 12) | <i>Director of Finance and Strategy</i> | : | SILVANO
WINSTON RUMANTIR. |

b. BOARD OF COMMISSIONERS

- | | | | |
|----|--|---|--------------------------|
| 1) | <i>President Commissioner</i> | : | KARTIKA WIRJOATMODJO; |
| 2) | <i>Vice President Commissioner/
Independent Commissioner</i> | : | MUHAMAD
CHATIB BASRI; |
| 3) | <i>Commissioner</i> | : | ARDAN ADIPERDANA; |
| 4) | <i>Commissioner</i> | : | WIDYO PRAMONO; |
| 5) | <i>Commissioner</i> | : | RIONALDO SILABAN; |
| 6) | <i>Independent Commissioner</i> | : | MAKMUR KELIAT; |
| 7) | <i>Independent Commissioner</i> | : | MOHAMAD NASIR; |
| 8) | <i>Independent Commissioner</i> | : | ROBERTUS BILITEA. |
8. *The appointed members of the Board of Directors and Board of Commissioners as set out in paragraph 5 shall be effective as members of the Board of Directors and Board of Commissioners upon receiving approval from the Financial Services Authority.*
 9. *Any appointed member of the Board of Directors and Board of Commissioners as set out in paragraph 5 who is still in another position that is prohibited by the legislation to be held in concurrent position as a member of the Board of Directors or Board of Commissioners of a State-Owned Enterprise, the person concerned must resign or be dismissed from the position.*
 10. *Grant power to the Board of Directors of the Company with the right of substitution to state the resolution of the General Meeting of Shareholders in a separate notarial deed and appear before a Notary or authorized officer, and make necessary adjustments or corrections if required by the competent authority for the purpose of carrying out the resolution of the meeting.*

- The Chairperson of the Meeting informed that based on the letter of the A series Dwiwarna shareholder, a change in management of the Company is proposed, including with nomenclature adjustments.
- The Chairperson of the Meeting informed the Meeting that on the presentation screen the curriculum vitae of the candidate members of the Board of Directors and Board of Commissioners as proposed by the A series Dwiwarna shareholder are presented and asked the moderator to read them.
- The Chairperson of the Meeting informed that based on the letter of the A series Dwiwarna shareholder, a change in management of the Company is proposed, including with nomenclature adjustments.
- To meet the provisions in Article 11 paragraph 15 and Article 14 paragraph 18 of the Articles of Association of the Company, opportunity is provided to the dismissed members of the Board of Commissioners due to the resolution of the General Meeting of Shareholders to express their opinions regarding the matter.
- The Chairperson of the Meeting represented the dismissed members of the Board of Commissioners due to the resolution of the General Meeting of Shareholders to express their statements in the Meeting forum:

"I would like to give first appreciation to a member of the Board of Commissioners who also represent his term of office, Bangun Sarwito Kusmulyono, as the Head of Audit Committee, Independent Commissioner Goei Siau Hong, as the Head of Risk Monitoring Committee and the Head of Integrated Governance Committee, for the good cooperation to date and successfully improved the performance of Bank Mandiri, the achievement is also from you, who succeeded from the success and performance of Bank Mandiri. For new members of the Board of Directors, we also wish good luck for Royke Tumilaar, have a good work on the assignment with difficult challenges, but with the assistance of President Commissioner and other Commissioners, with extraordinary Curriculum Vitae and work experiences, I am sure that ladies and gentlemen of the shareholders will agree that in the future we can be better and provide supports to the performance of Bank Mandiri."

- Then the Chairperson of the Meeting provided the opportunity to shareholders and/or shareholder proxies to ask question and/or response in writing on the elucidation of the Meeting Agenda. Then the Chairperson of the Meeting informed that question or response for the Meeting Agenda shall be in 1 (one) session and is open for no more than 3 (three) questioners, with each questioner is limited to no more than 1 (one) question. In the question and answer session, questions that will be read and answered or responded to are those that are relevant to the Meeting Agenda. Shareholders who want to ask questions or express opinions, shall raise their hands, and officers will distribute question sheets to be filled out. Questions to be answered or responded to are questions that are relevant to the Meeting Agenda after being read

out by I, Notary. Then the Chairperson of the Meeting asked the President Director to delegate the answering and responding in the Meeting Agenda to AGUS DWI HANDAYA, the Director of Compliance and Human Resources, and to return the Meeting Forum to the Chairperson of the Meeting once the question and answer session is concluded.

– As there was no question nor any response on the question and answer session, the question and answer forum is then concluded.

– With the conclusion of the question and answer session, the Chairperson of the Meeting proposed to the Shareholders or Shareholders Proxies to approve the proposal from the A series Dwiwarna shareholder by deliberation to reach consensus.

Then with regard to proposal from the A series Dwiwarna shareholder, the Chairperson of the Meeting asked the Meeting to approve the following matters by deliberation to reach consensus:

1. Confirm the cordial dismissal of the following names from the management of the Company:

- 1) KARTIKA WIRJOATMODJO as President Director of the Company, who was appointed based on the resolution of the General Meeting of Shareholders for the financial year of 2014 (two thousand fourteen), starting from 25-10-2019 (twenty fifth October two thousand nineteen);
- 2) IMAM APRIYANTO PUTRO as Vice President Commissioner of the Company, who was appointed based on the resolution of the General Meeting of Shareholders for the financial year of 2014 (two thousand fourteen), starting from 18-11-2019 (eighteenth November two thousand nineteen);

With gratitude for the contribution during the terms as member of the management of the Company.

2. Cordially dismissed the following names as members of the Board of Commissioners of the Company:

- 1) HARTADI AGUS SARWONO - as President Commissioner;
- 2) BANGUN SARWITO - as Independent
KUSMULYONO Commissioner
- 3) GOEI SIAUW HONG - as Independent
Commissioner

Who were appointed based on the resolution of the Extraordinary General Meeting of Shareholders of 2017 (two thousand seventeen), resolution of the General Meeting of Shareholders for the financial year of 2014 (two thousand fourteen) and resolution of the General Meeting of Shareholders for the financial year of 2014 (two thousand fourteen), with gratitude for the contribution during the terms as members of the Board of Commissioners of the Company.

3. Change the following nomenclature of the position of the members of the Board of Directors of the Company:

- 1 From the Director of Retail Banking to Director of Consumer and Retail Transaction

- 2 From the Director of Treasury and International Banking to Director of Treasury, International Banking, & Special Asset Management
 - 3 From the Director of Information Technology and Operation to Director of Information Technology
 - 4 Add a nomenclature of position of member of the Board of Directors of the Company, which is the Director of Operation
 - 5 From the Director of Business and Network to none;
4. Change the position of the following members of the Board of Directors of the Company:
- 1 ROYKE TUMILAAAR from Director of Corporate Banking to President Director;
 - 2 ALEXANDRA ASKANDAR from Director of Institutional Relationship to Director of Corporate Banking;
 - 3 DONSUWAN SIMATUPANG from Director of Retail Banking to Director of Institutional Relationship;
 - 4 PANJI IRAWAN from Director of Finance and Strategy to Director of Operation;
 - 5 HERY GUNARDI from Director of Business and Network to Director of Consumer and Retail Transaction;
 - 6 DARMAWAN JUNAIDI from Director of Treasury and International Banking to Director of Treasury, International Banking, and Special Asset Management;
 - 7 RICO USTHAVIA FRANS from Director of Information Technology and Operation to Director of Information Technology;
- who were appointed based on the resolution of the General Meeting of Shareholders for the financial year of 2016 (two thousand sixteen), General Meeting of Shareholders for the financial year of 2017 (two thousand seventeen), General Meeting of Shareholders for the financial year of 2017 (two thousand seventeen), General Meeting of Shareholders for the financial year of 2017 (two thousand seventeen), General Meeting of Shareholders for the financial year of 2017 (two thousand seventeen), Extraordinary General Meeting of Shareholders of 2017 (two thousand seventeen), and General Meeting of Shareholders for the financial year of 2016 (two thousand sixteen), respectively, with the terms of office continuing the remaining respective terms of office, in accordance with the resolutions of the General Meeting of Shareholders which appointed them.
5. Appoint the following names as the management of the Company:
- 1) KARTIKA WIRJOATMODJO as President Commissioner;
 - 2) MUHAMAD CHATIB BASRI as Vice President Commissioner/ Independent Commissioner;
 - 3) MOHAMAD NASIR as Independent Commissioner;
 - 4) ROBERTUS BILITEA as Independent Commissioner;
 - 5) SILVANO WINSTON RUMANTIR as Director of Finance and Strategy;

6. The expiration of the terms of office of the appointed members of the Board of Commissioners and Board of Directors as set out in paragraph 5 shall be by the adjournment of the fifth Annual General Meeting of Shareholders since their appointment, which is the Annual General Meeting of Shareholders to be organized in 2024, by observing the laws and regulations in the Capital Market and without impairing the right of the General Meeting of Shareholders for immediate dismissal.
7. With the confirmation of dismissal, dismissal, change in position nomenclature, position transfer and the appointment of the management of Company as set out in paragraph 1, 2, 3, 4 and 5, the composition of the Board of Directors and Board of Commissioners of the Company is as follows:
 - a. BOARD OF DIRECTORS
 - 1) President Director : ROYKE TUMILAAAR;
 - 2) Vice President Director : SULAIMAN ARIF ARIANTO;
 - 3) Director of Corporate Banking : ALEXANDRA ASKANDAR;
 - 4) Director of Commercial Banking : RIDUAN;
 - 5) Director of Treasury, International : DARMAWAN
and Special Asset Management JUNAIDI;
 - 6) Director of Consumer : HERY GUNARDI;
and Retail Transaction
 - 7) Director of Operation : PANJI IRAWAN;
 - 8) Director of Compliance and : AGUS DWI
Human Resources HANDAYA;
 - 9) Director of Institutional : DONSUWAN
Relationship SIMATUPANG;
 - 10) Director of Risk Management : AHMAD SIDDIK BADRUDDIN;
 - 11) Director of Information : RICO USTHAVIA
Technology FRANS;
 - 12) Director of Finance and : SILVANO WINSTON
Strategy RUMANTIR.
 - b. BOARD OF COMMISSIONERS
 - 1) President Commissioner : KARTIKA WIRJOATMODJO;
 - 2) Vice President Commissioner/
Independent Commissioner : MUHAMAD CHATIB
BASRI;
 - 3) Commissioner : ARDAN ADIPERDANA;
 - 4) Commissioner : WIDYO PRAMONO;
 - 5) Commissioner : RIONALD SILABAN;
 - 6) Independent Commissioner : MAKMUR KELIAT;
 - 7) Independent Commissioner : MOHAMAD NASIR;
 - 8) Independent Commissioner : ROBERTUS BILITEA.

8. The appointed members of the Board of Directors and Board of Commissioners as set out in paragraph 5 shall be effective as members of the Board of Directors and Board of Commissioners upon receiving approval from the Financial Services Authority.
9. Any appointed member of the Board of Directors and Board of Commissioners as set out in paragraph 5 who is still in another position that is prohibited by the legislation to be held in concurrent position as a member of the Board of Directors or Board of Commissioners of a State-Owned Enterprise, the person concerned must resign or be dismissed from the position.
10. Grant power to the Board of Directors of the Company with the right of substitution to state the resolution of the General Meeting of Shareholders in a separate notarial deed and appear before a Notary or authorized officer, and make necessary adjustments or corrections if required by the competent authority for the purpose of carrying out the resolution of the meeting.
 - Next entering the decision-making for the Meeting agenda, the Chairperson of the Meeting through I, Notary, asked the Shareholders or Proxies of Shareholders to cast votes in favor, not in favor and/or blank votes for the proposal in the Meeting Agenda, and put the vote cards into the box as provided by the officials.
 - After vote counting, there are Shareholders or Proxies of Shareholders in the Meeting who did not agree and who casted blank votes for the approval of the Meeting Agenda, with the following results:
 - a. Shareholders or Proxies of Shareholders of the Company who control 7,822,137,611 (seven billion eight hundred twenty-two million one hundred thirty-seven thousand six hundred eleven) shares or 20.0844336% (twenty point zero eight four four three three six percent) of the total votes casted in the Meeting voted against the proposal;
 - b. Shareholders or Proxies of Shareholders of the Company who control 840,948,218 (eight hundred forty million nine hundred forty-eight thousand two hundred eighteen) shares or 2.1592523% (two point one five nine two five two three percent) of the total votes casted in the Meeting abstained;
 - c. Shareholders or Proxies of Shareholders of the Company who control 30,283,183,540 (thirty billion two hundred eighty-three million one hundred eighty-three thousand five hundred forty) shares or 77.7563141% (seventy seven point seven five six three one four one percent) of the total votes casted in the Meeting including 1 (one) A series Dwiwarna share voted in favor of the proposal;
 - Based on Article 30 of POJK 32, Shareholders with valid voting rights who are present at the General Meeting of Shareholders but abstaining (not voting) are considered to cast the same vote as the votes of the majority of shareholders who casted votes, thus from the vote counting results, the Chairperson of the Meeting concluded that for the Meeting Agenda:

“The Meeting, with a majority vote of 31,124,131,758 (thirty-one billion one hundred twenty-four million one hundred thirty-one thousand seven hundred fifty-eight) shares or 79.9155664% (seventy nine point nine one five five six six four percent) of the total votes casted in the Meeting, has decided to approve:

1. Confirm the cordial dismissal of the following names from the management of the Company:

1) KARTIKA WIRJOATMODJO as President Director of the Company, who was appointed based on the resolution of the General Meeting of Shareholders for the financial year of 2014 (two thousand fourteen), starting from 25-10-2019 (twenty fifth October two thousand nineteen);

2) IMAM APRIYANTO PUTRO as Vice President Commissioner of the Company, who was appointed based on the resolution of the General Meeting of Shareholders for the financial year of 2014 (two thousand fourteen), starting from 18-11-2019 (eighteenth November two thousand nineteen);

With gratitude for the contribution during the terms as member of the management of the Company.

2. Cordially dismissed the following names as members of the Board of Commissioners of the Company:

1) HARTADI AGUS SARWONO - as President Commissioner

2) BANGUN SARWITO KUSMULYONO - as Independent Commissioner

3) GOEI SIAUW HONG - as Independent Commissioner

Who were appointed based on the resolution of the Extraordinary General Meeting of Shareholders of 2017 (two thousand seventeen), resolution of the General Meeting of Shareholders for the financial year of 2014 (two thousand fourteen) and resolution of the General Meeting of Shareholders for the financial year of 2014 (two thousand fourteen), with gratitude for the contribution during the terms as members of the Board of Commissioners of the Company.

3. Change the following nomenclature of the position of the members of the Board of Directors of the Company:

1 From the Director of Retail Banking to Director of Consumer and Retail Transaction

2 From the Director of Treasury and International Banking to Director of Treasury, International Banking, & Special Asset Management

3 From the Director of Information Technology and Operation to Director of Information Technology

4 Add a nomenclature of position of member of the Board of Directors of the Company, which is the Director of Operation

5 From the Director of Business and Network to none;

4. Change the position of the following members of the Board of Directors of the Company:

- 1 ROYKE TUMILAAAR from Director of Corporate Banking to President Director;
- 2 ALEXANDRA ASKANDAR from Director of Institutional Relationship to Director of Corporate Banking;
- 3 DONSUWAN SIMATUPANG from Director of Retail Banking to Director of Institutional Relationship
- 4 PANJI IRAWAN from Director of Finance and Strategy to Director of Operation;
- 5 HERY GUNARDI from Director of Business and Network to Director of Consumer and Retail Transaction;
- 6 DARMAWAN JUNAIDI from Director of Treasury and International Banking to Director of Treasury, International Banking, and Special Asset Management;
- 7 RICO USTHAVIA FRANS from Director of Information Technology and Operation to Director of Information Technology;

- who were appointed based on the resolution of the General Meeting of Shareholders for the financial year of 2016 (two thousand sixteen), General Meeting of Shareholders for the financial year of 2017 (two thousand seventeen), General Meeting of Shareholders for the financial year of 2017 (two thousand seventeen), General Meeting of Shareholders for the financial year of 2017 (two thousand seventeen), General Meeting of Shareholders for the financial year of 2017 (two thousand seventeen), Extraordinary General Meeting of Shareholders of 2017 (two thousand seventeen), and General Meeting of Shareholders for the financial year of 2016 (two thousand sixteen), respectively, with the terms of office continuing the remaining respective terms of office, in accordance with the resolutions of the General Meeting of Shareholders which appointed them.

5. Appoint the following names as the management of the Company:
 - 1) KARTIKA WIRJOATMODJO as President Commissioner;
 - 2) MUHAMAD CHATIB BASRI as Vice President Commissioner/ Independent Commissioner;
 - 3) MOHAMAD NASIR as Independent Commissioner;
 - 4) ROBERTUS BILITEA as Independent Commissioner;
 - 5) SILVANO WINSTON RUMANTIR as Director of Finance and Strategy;
6. The expiration of the terms of office of the appointed members of the Board of Commissioners and Board of Directors as set out in paragraph 5 shall be by the adjournment of the fifth Annual General Meeting of Shareholders since their appointment, which is the Annual General Meeting of Shareholders to be organized in 2024, by observing the laws and regulations in the Capital Market and without impairing the right of the General Meeting of Shareholders for immediate dismissal.

7. With the confirmation of dismissal, dismissal, change in position nomenclature, position transfer and the appointment of the management of Company as set out in paragraph 1, 2, 3, 4 and 5, the composition of the Board of Directors and Board of Commissioners of the Company is as follows:

a. BOARD OF DIRECTORS

- | | | |
|---|---|------------------------------|
| 1) President Director | : | ROYKE TUMILAAAR; |
| 2) Vice President Director | : | SULAIMAN ARIF -ARIANTO; |
| 3) Director of Corporate Banking | : | ALEXANDRA ASKANDAR; |
| 4) Director of Commercial Banking | : | RIDUAN; |
| 5) Director of Treasury,
International and
Special Asset Management | : | DARMAWAN
JUNAIDI; |
| 6) Director of Consumer
and Retail Transaction | : | HERY GUNARDI; |
| 7) Director of Operation | : | PANJI IRAWAN; |
| 8) Director of Compliance
and Human Resources | : | AGUS DWI
HANDAYA; |
| 9) Director of Institutional
Relationship | : | DONSUWAN
SIMATUPANG; |
| 10) Director of Risk Management | : | AHMAD SIDDIK BADRUDDIN; |
| 11) Director of Information
Technology | : | RICO USTHAVIA
FRANS; |
| 12) Director of Finance and
Strategy | : | SILVANO WINSTON
RUMANTIR. |

b. BOARD OF COMMISSIONERS

- | | | |
|---|---|--------------------------|
| 1) President Commissioner | : | KARTIKA WIRJOATMODJO; |
| 2) Vice President Commissioner/
Independent Commissioner | : | MUHAMAD CHATIB
BASRI; |
| 3) Commissioner | : | ARDAN ADIPERDANA; |
| 4) Commissioner | : | WIDYO PRAMONO; |
| 5) Commissioner | : | RIONALD SILABAN; |
| 6) Independent Commissioner | : | MAKMUR KELIAT; |
| 7) Independent Commissioner | : | MOHAMAD NASIR; |
| 8) Independent Commissioner | : | ROBERTUS BILITEA. |

8. The appointed members of the Board of Directors and Board of Commissioners as set out in paragraph 5 shall be effective as members of the Board of Directors and Board of Commissioners upon receiving approval from the Financial Services Authority.

9. Any appointed member of the Board of Directors and Board of Commissioners as set out in paragraph 5 who is still in another position that is prohibited by the legislation to be held in concurrent position as a member of the Board of

Directors or Board of Commissioners of a State-Owned Enterprise, the person concerned must resign or be dismissed from the position.

- 10. Grant power to the Board of Directors of the Company with the right of substitution to state the resolution of the General Meeting of Shareholders in a separate notarial deed and appear before a Notary or authorized officer, and make necessary adjustments or corrections if required by the competent authority for the purpose of carrying out the resolution of the meeting.**

– Thus the resolution for the Meeting Agenda and prior to the adjournment of the Meeting, the Chairperson of the Meeting asked I, Notary, to read all resolutions of the Meeting.

– I, Notary, read the following Meeting resolutions:

For the sole Meeting Agenda:

“The Meeting, with a majority vote of 31,124,131,758 (thirty-one billion one hundred twenty-four million one hundred thirty-one thousand seven hundred fifty-eight) shares or 79.9155664% (seventy nine point nine one five five six six four percent) of the total votes casted in the Meeting, has decided to approve:

1. Confirm the cordial dismissal of the following names from the management of the Company:
 - 1) KARTIKA WIRJOATMODJO as President Director of the Company, who was appointed based on the resolution of the General Meeting of Shareholders for the financial year of 2014 (two thousand fourteen), starting from 25-10-2019 (twenty fifth October two thousand nineteen);
 - 2) IMAM APRIYANTO PUTRO as Vice President Commissioner of the Company, who was appointed based on the resolution of the General Meeting of Shareholders for the financial year of 2014 (two thousand fourteen), starting from 18-11-2019 (eighteenth November two thousand nineteen);

With gratitude for the contribution during the terms as member of the management of the Company.

2. Cordially dismissed the following names as members of the Board of Commissioners of the Company:
 - 1) HARTADI AGUS SARWONO - as President Commissioner
 - 2) BANGUN SARWITO KUSMULYONO - as Independent Commissioner
 - 3) GOEI SIAUW HONG - as Independent Commissioner

Who were appointed based on the resolution of the Extraordinary General Meeting of Shareholders of 2017 (two thousand seventeen), resolution of the General Meeting of Shareholders for the financial year of 2014 (two thousand fourteen) and resolution of the General Meeting of Shareholders for the financial year of 2014 (two thousand fourteen), with gratitude for the contribution during the terms as members of the Board of Commissioners of the Company.

3. Change the following nomenclature of the position of the members of the Board of Directors of the Company:

- 1 From Director of Retail Banking to Director of Consumer and Retail Transaction
 - 2 From Director of Treasury and International Banking to Director of Treasury, International Banking, & Special Asset Management
 - 3 From Director of Information Technology and Operation to Director of Information Technology
 - 4 Add a nomenclature of position of member of the Board of Directors of the Company, which is the Director of Operation
 - 5 From Director of Business and Network to none;
4. Change the position of the following members of the Board of Directors of the Company:
- 1 ROYKE TUMILAAAR from Director of Corporate Banking to President Director;
 - 2 ALEXANDRA ASKANDAR from Director of Institutional Relationship to Director of Corporate Banking;
 - 3 DONSUWAN SIMATUPANG from Director of Retail Banking to Director of Institutional Relationship
 - 4 PANJI IRAWAN from Director of Finance and Strategy to Director of Operation;
 - 5 HERY GUNARDI from Director of Business and Network to Director of Consumer and Retail Transaction;
 - 6 DARMAWAN JUNAIDI from Director of Treasury and International Banking to Director of Treasury, International Banking, and Special Asset Management;
 - 7 RICO USTHAVIA FRANS from Director of Information Technology and Operation to Director of Information Technology;
- who were appointed based on the resolution of the General Meeting of Shareholders for the financial year of 2016 (two thousand sixteen), General Meeting of Shareholders for the financial year of 2017 (two thousand seventeen), General Meeting of Shareholders for the financial year of 2017 (two thousand seventeen), General Meeting of Shareholders for the financial year of 2017 (two thousand seventeen), General Meeting of Shareholders for the financial year of 2017 (two thousand seventeen), Extraordinary General Meeting of Shareholders of 2017 (two thousand seventeen), and General Meeting of Shareholders for the financial year of 2016 (two thousand sixteen), respectively, with the terms of office continuing the remaining respective terms of office, in accordance with the resolutions of the General Meeting of Shareholders which appointed them.
5. Appoint the following names as the management of the Company:
- 1) KARTIKA WIRJOATMODJO as President Commissioner;
 - 2) MUHAMAD CHATIB BASRI as Vice President Commissioner/ Independent Commissioner;
 - 3) MOHAMAD NASIR as Independent Commissioner;
 - 4) ROBERTUS BILITEA as Independent Commissioner;

- 5) SILVANO WINSTON RUMANTIR as Director of Finance and Strategy;
6. The expiration of the terms of office of the appointed members of the Board of Commissioners and Board of Directors as set out in paragraph 5 shall be by the adjournment of the fifth Annual General Meeting of Shareholders since their appointment, which is the Annual General Meeting of Shareholders to be organized in 2024, by observing the laws and regulations in the Capital Market and without impairing the right of the General Meeting of Shareholders for immediate dismissal.
7. With the confirmation of dismissal, dismissal, change in position nomenclature, position transfer and the appointment of the management of Company as set out in paragraph 1, 2, 3, 4 and 5, the composition of the Board of Directors and Board of Commissioners of the Company is as follows:
- a. BOARD OF DIRECTORS
- | | | |
|---|---|------------------------------|
| 1) President Director | : | ROYKE TUMILAAAR; |
| 2) Vice President Director | : | SULAIMAN ARIF -ARIANTO; |
| 3) Director of Corporate Banking | : | ALEXANDRA ASKANDAR; |
| 4) Director of Commercial Banking | : | RIDUAN; |
| 5) Director of Treasury,
International and
Special Asset Management | : | DARMAWAN
JUNAIDI; |
| 6) Director of Consumer
and Retail Transaction | : | HERY GUNARDI; |
| 7) Director of Operation | : | PANJI IRAWAN; |
| 8) Director of Compliance
and Human Resources | : | AGUS DWI
HANDAYA; |
| 9) Director of Institutional
Relationship | : | DONSUWAN
SIMATUPANG; |
| 10) Director of Risk Management | : | AHMAD SIDDIK BADRUDDIN; |
| 11) Director of Information
Technology | : | RICO USTHAVIA
FRANS; |
| 12) Director of Finance and
Strategy | : | SILVANO WINSTON
RUMANTIR. |
- b. BOARD OF COMMISSIONERS
- | | | |
|---|---|--------------------------|
| 1) President Commissioner | : | KARTIKA WIRJOATMODJO; |
| 2) Vice President Commissioner/
Independent Commissioner | : | MUHAMAD CHATIB
BASRI; |
| 3) Commissioner | : | ARDAN ADIPERDANA; |
| 4) Commissioner | : | WIDYO PRAMONO; |
| 5) Commissioner | : | RIONALD SILABAN; |
| 6) Independent Commissioner | : | MAKMUR KELIAT; |
| 7) Independent Commissioner | : | MOHAMAD NASIR; |

8) Independent Commissioner : ROBERTUS BILITEA.

8. The appointed members of the Board of Directors and Board of Commissioners as set out in paragraph 5 shall be effective as members of the Board of Directors and Board of Commissioners upon receiving approval from the Financial Services Authority.
 9. Any appointed member of the Board of Directors and Board of Commissioners as set out in paragraph 5 who is still in another position that is prohibited by the legislation to be held in concurrent position as a member of the Board of Directors or Board of Commissioners of a State-Owned Enterprise, the person concerned must resign or be dismissed from the position.
 10. Grant power to the Board of Directors of the Company with the right of substitution to state the resolution of the General Meeting of Shareholders in a separate notarial deed and appear before a Notary or authorized officer, and make necessary adjustments or corrections if required by the competent authority for the purpose of carrying out the resolution of the meeting.
- As there is no more matter related to the Meeting agenda to be discussed by the shareholders, the Chairperson of the Meeting officially adjourned the Meeting at 3:12 pm (twelve minutes past three in the afternoon Western Indonesia time) after the Chairperson of the Meeting invited I, Notary, to read the complete resolutions of the Meeting.

IN WITNESS WHEREOF, THIS DEED

is made and officiated in Jakarta, on day, date, time and venue as described in the beginning of this deed, and witnessed by:

1. **DALYATI**, born in Jakarta, on 04-06-1971 (fourth June one thousand nine hundred seventy one), private employee, Citizen of Indonesia, domiciled in Jakarta, Jalan Haji Hasan number 8, Rukun Tetangga 003, Rukun Warga 009, Kelurahan Baru, Kecamatan Pasar Rebo, Jakarta Timur, holder of Citizen ID Card with registration number (NIK) of 3171054406710001, with lifetime validity; and
2. **DIYAN PRATIWI, Sarjana Hukum, Magister Kenotariatan**, born in Jakarta, on 01-11-1992 (first November one thousand nine hundred ninety two), private employee, Citizen of Indonesia, domiciled in Jakarta, Kavling Polri Blok E II/1296, Rukun Tetangga 002, Rukun Warga 002, Kelurahan Jelambar, Kecamatan Grogol Petamburan, Jakarta Barat, holder of Citizen ID Card with registration number (NIK) 3173024111920006, with lifetime validity, as stipulated in the Decree of the Minister of Home Affairs of the Republic of Indonesia dated 29-01-2016 (twenty ninth January two thousand sixteen) number 470/296/SJ;

- The two persons are employees in Notary office, as witnesses.

- Immediately after the completion of this deed by I, Notary, and read by I, Notary, to the witnesses, the deed is signed by the witnesses and I, Notary, and the appearers have left the Meeting room before the deed is completed by I, Notary.

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