

INVITATION TO THE EXTRAORDINARY MEETING OF SHAREHOLDERS OF PT BANK MANDIRI (PERSERO) Tbk. No. CSC.CSE/15/P/IX/2020

The Board of Directors of PT Bank Mandiri (Persero) Tbk. (hereinafter referred to as the “**Company**”), having its domicile in South Jakarta, hereby invites the Shareholders of the Company to attend the Company’s Extraordinary General Meeting of Shareholders (hereinafter referred to as the “**Meeting**”), which will be held on the day and at time and venue as follows:

Day/Date : Wednesday/October 21, 2020
Time : 14.00 Western Indonesian Time (WIB) - finish
Venue : Plaza Mandiri Auditorium, 3rd floor
Plaza Mandiri, Jl. Jend. Gatot Subroto Kav 36-38,
Jakarta 12190

Agendum:

Change in the Company’s Management Composition.

This agendum is put forward to comply with, among other things, Article 4 paragraph (3) of Financial Services Authority Regulation No. 55/POJK.03/2016 on Good Corporate Governance for Commercial Banks and Article 11 paragraph (20) point b of the Company’s Articles of Association in relation to the Company’s President Director position being vacant, and Article 11 paragraph (10) and Article 14 paragraph (12) of the Company’s Articles of Association governing that members of the Board of Directors and the Board of Commissioners should be appointed and terminated by General Meetings of Shareholders.

Notes:

1. The Company did not send a separate invitation to its Shareholders given that this invitation constitutes an official invitation to the Company’s Shareholders to attend the Meeting.
2. The Shareholders that are entitled to attend or be represented at the Meeting are those whose names are recorded in the Shareholders Register of the Company on **Monday, 28 September 28 at 16.00 Western Indonesian Time (“WIB”)**, meanwhile for the Shareholders whose shares are at the collective depository of PT Kustodian Sentral Efek Indonesia (“KSEI”) according to the collective deposit accounts at the closing on **Monday, 28 September 2020 at 16.00 WIB (“the Eligible Shareholders”)**.
3. In order to prevent the spread of COVID-19, we suggest that the Eligible Shareholders attend the Meeting by giving power of attorney to an independent proxy that’s is appointed by the Company (“**Proxy**”) through the KSEI Electronic General Meeting System Facility (“**eASY.KSEI**”), with the following procedures:
 - a. Shareholders must first be registered at the KSEI Securities Ownership Reference facility (“**KSEI AKSes**”). If the Shareholders are not registered yet, please do so by visiting the website access.ksei.co.id;
 - b. Shareholders that have been registered as KSEI AKSes users, can provide their power electronically through eASY.KSEI by logging in first to KSEI AKSes (akses.ksei.co.id);
 - c. The period of time that the Shareholders can declare their proxies and votes, change the appointment to the Proxy and/or change the votes for agenda of the Meeting, as well as revoke the power of attorney, is from the date of the invitation to the Meeting until not later than 1 (one) working day before the date of the meeting before 12 p.m.;
 - d. Guidelines for registration, usage, and further explanation regarding eASY.KSEI can be seen on the Company’s website (www.bankmandiri.co.id).
4. The Eligible Shareholders that desires physical attendance in the Meeting but are unable to attend may be represented by their proxy based on a valid Power of Attorney provided that the members of the Board of Directors, Board of Commissioners, and employees of the Company may act as proxy of Shareholders in the Meeting but are prohibited from acting as proxy in the voting of this Meeting. The form of Power of Attorney may be downloaded in the Company’s website (www.bankmandiri.co.id).
5. The Eligible Shareholders or their proxy that will physically attend the Meeting are required to submit copy of their Identity Cards (*Kartu Tanda Penduduk*) or other forms of valid identification before entering the Meeting room. Shareholders which are legal entities are required to submit copy (or copies) of their latest articles of association, and

documents evidencing their latest compositions of the management of the company (Board of Directors and Board of Commissioners). Shareholders of the Company whose shares are at the collective depository of KSEI are required to show written confirmations (KTUR or *Konfirmasi Tertulis Untuk RUPS*) to the registration officer before entering the Meeting room. If the Shareholders cannot present the KTUR, the Shareholders can still attend the Meeting as long as their names are included in the Register of Shareholders and present valid identity card that can be verified by the prevailing provisions.

6. The Eligible Shareholders or the proxies who will physically present at the Meeting, must follow and pass the safety and health protocols applicable at the Meeting venue, as follows:
 - a. For purposes of collective safety and health, the Company requires every Shareholder or its proxy to obtain a Rapid Test or Swab Test Statement Letter from a hospital, public health center, or clinic doctor, at least in the form of rapid or swab test examination with a COVID-19 non-reactive or negative result issued 3 days prior to the Meeting. The Shareholder or its proxy which is unable to present its original COVID-19 non-reactive or negative result of the rapid test or swab test shall be required to take part in rapid test conducted by doctor/health officers provided by the Company. If the result of rapid test is reactive of COVID-19, the Shareholder or its proxy shall be required to provide a power of attorney through the eASY.KSEI without prejudice to the Shareholders’ right to submit a question, opinion and/or vote and to cast a vote in the Meeting and the vote which is cast through its proxy in the Meeting shall be calculated in the votes.
 - b. Wearing a mask at the Meeting’s avenue.
 - c. Detecting and monitoring body temperature to ensure that Shareholders or the proxies are not having a body temperature above normal (or higher than 36,5° Celsius).
 - d. Following the direction of the meeting committee in implementing the physical distancing policy at the meeting venue before the meeting starts, at the meeting, and after the meeting is over.
 - e. Following the COVID-19 prevention and prevention protocol and procedure that is determined by the Company.
 - f. The Company will announce again if there are changes and/or additional information regarding the procedures for holding the Meeting with reference to the latest conditions and developments regarding integrated handling and control to prevent the spread of COVID-19.
 - g. For health reasons and in the context of controlling and preventing the spread of the COVID-19, the Company does not provide food and drinks, goody bag products/souvenirs.
7. The Company shall limit the physical attendance of participants (including representatives of the Company and supporting professions of the Meeting) in the Meeting room on a first come first served basis, and in the event the established quota has been fulfilled (in accordance with the room’s capacity upon implementation of physical distancing), the Shareholders that are unable to enter the Meeting room shall be directed to provide a power of attorney through the eASY.KSEI without prejudice to the Shareholders’ right to submit a question, opinion and/or vote and to cast a vote in the Meeting and the vote which is cast through its proxy in the Meeting shall be calculated in the votes.
8. The Meeting’s materials are available in the Company’s website (www.bankmandiri.co.id) provided that the curriculum vitae of the Company’s prospective Management to be appointed will be available at the latest at the start of the Meeting.
9. In order to ensure the orderliness of the Meeting, the Shareholders of the Company or their certified proxies are required to be present at the venue of the Meeting no later than thirty (30) minutes before the commencement of the Meeting.

**Jakarta, September 29, 2020
PT Bank Mandiri (Persero) Tbk.**

The Board of Directors