



**Utiek R Abdulrahman, SH.,MLI.,M.Kn**

**NOTARY  
JAKARTA**

Decision of the Minister of Law and Human Rights of the Republic of Indonesia

Number: AHU-17.AH-02.02-Tahun 2011

Dated: 22 February 2011

Kebon Jeruk Business Park blok C 1-18, JL. Meruya Ilir Raya Kav. 88 Jakarta Barat 11620

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**DEED**

**MINUTES**

**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

**PERUSAHAAN PERSEROAN (PERSERO)**

**PT BANK MANDIRI Tbk.**

**Date: 21 October, 2020**

**Number : 16**

[TRANSLATION]

**MINUTES OF  
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF  
THE LIMITED LIABILITY COMPANY (PERSERO)  
PT BANK MANDIRI Tbk**

**Number : 16**

- On this day, Wednesday, 21-10-2020 (twenty first of October two thousand and twenty).
- At 14.27 WIB (twenty seven minutes past two p.m. of Western Indonesian Time Zone).
- I am, **UTIEK ROCHMULJATI ABDURACHMAN, Bachelor of Law, Master of Legal Institutions, Master of Notary**, Notary having jurisdictional area within Jakarta Capital City Special Territory Province, domiciled in West Jakarta Administrative City, in the presence of the witnesses whom I, Notary, am acquainted with and whose names shall be mentioned at the end of this Deed;
- At the request of the Board of Directors of the "**LIMITED LIABILITY COMPANY (PERSERO) PT BANK MANDIRI Tbk**" or abbreviated as "**PT BANK MANDIRI (PERSERO) Tbk**", domiciled in **South Jakarta** and having the registered office thereof at Plaza Mandiri, Jalan Jenderal Gatot Subroto, Kaveling 36-38, the Articles of Association of which have been amended entirely in order to adjust to Law Number 40 of 2007 (two thousand and seven) regarding Limited Liability Company (hereinafter

[TRANSLATION]

shall be referred to as “**Company Law**”), as set forth in the deed dated 25-6-2008 (twenty-fifth of June two thousand and eight) number 48, the minutes thereof was drawn-up before Doctor AMRUL PARTOMUAN POHAN, Bachelor of Law, Lex Legibus Magister, at that time was a Notary in Jakarta, whose files have been handed over to --ASHOYA RATAM, Bachelor of Law, Master of Notary, Notary in South Jakarta Administrative City; and has obtained approval from the Minister of Law and Human Rights of the Republic of Indonesia pursuant to Decree dated 8-7-2008 (eighth of July two thousand and eight) number AHU-39432.AH.01.02.Year 2008 and has been promulgated in the Official Gazette of the Republic of Indonesia dated 2-9-2008 (second of September two thousand and eight) number 71, Supplement number 16626/2008; and the latest aforesaid Articles of Association of the company have been re-amended which has been promulgated/set forth in:

- Official Gazette of the Republic of Indonesia dated 20-9-2013 (twentieth of September two thousand and thirteen) number 76, Supplement number 4029/L/2013;
- Official Gazette of the Republic of Indonesia dated 1-4-2014 (first of April two thousand and fourteen) number 26, Supplement number 3317/L/2014;
- Deed dated 19-3-2014 (nineteenth of March two thousand and

[TRANSLATION]

fourteen) number 29, which the notification on the amendment of the Articles of Association thereof has been received and recorded by the Minister of Law and Human Rights of the Republic of Indonesia according to its letter dated 21-4-2014 (twenty-first of April two thousand and fourteen) number AHU-AH.01.10-16389;

- The aforementioned Articles of Association of the company have been re-amended in order to adjust to the Regulation of the Indonesia Financial Service Authority (hereinafter shall be referred to as “**POJK**”) number 32/POJK.04/2014 regarding Plan and Organization of General Meeting of Shareholders of Public Limited Liability Companies, POJK number 33/POJK.04/2014 regarding Board of Directors and the Board of Commissioners of Issuers or Public Limited Liability Companies, which have been set forth in deed dated 14-4-2015 (fourteenth of April two thousand and fifteen) number 14 and the notification on the amendment of the Articles of Association thereof has been received and recorded by the Minister of Law and Human Rights of the Republic of Indonesia according to its letter dated 16-4-2015 (sixteenth of April two thousand and fifteen) number AHU-AH.01.03-0924779 and in line with the program of the Ministry of State-Owned Enterprises to carry out uniformity of the Articles of Association of the Public State-Owned Enterprises, which has been set forth in deed dated 12-4-2017 (twelfth of April two

[TRANSLATION]

thousand and seventeen) number 15, which has obtained approval from the Minister of Law and Human Rights of the Republic of Indonesia pursuant to Decree dated 12-5-2017 (twelfth of May two thousand and seventeen) number AHU-0010609.AH.01.02.Year 2017 and the notification on the amendment of the Articles of Association thereof has been received and recorded by the Minister of Law and Human Rights of the Republic of Indonesia according to its letter dated 12-5-2017 (twelfth of May two thousand and seventeen) number AHU-AH.01.03-0135829;

and was re-amended by:

- Deed dated 24-8-2017 (twenty-fourth of August two thousand and seventeen) number 36, which notification on the amendment of articles of association thereof has been received and recorded by the Minister of Law and Human Rights of the Republic of Indonesia according to its letter dated 29-8-2017 (twenty-ninth of August two thousand and seventeen) number AHU-AH.01.03-0166888.
- The latest amendment of the articles of association of the company shall be set forth in deed dated 11-4-2018 (eleventh of April two thousand and eighteen) number 21, which notification on the amendment of articles of association thereof has been received and recorded by the Minister of Law and Human Rights of the Republic of Indonesia according to its letter dated 30-4-2018 (thirtieth of April

[TRANSLATION]

two thousand and eighteen) number AHU-AH.01.03-0172245.

- those five of the minutes of deed lastly mentioned hereinabove were drawn-up before the aforesaid Notary ASHOYA RATAM, Bachelor of Law, Master of Notary;

- The latest composition of members of the Board of Directors and the Board of Commissioners of such limited liability company shall be set forth in deed dated 7-10-2020 (seventh of October two thousand and twenty) number 10, drawn up before me, Notary, which notification on the company data change thereof has been received and recorded by the Minister of Law and Human Rights of the Republic of Indonesia according to its letter dated 13-10-2020 (thirteenth of October two thousand and twenty) number AHU-AH.01.03-0397318;

Hereinafter the **“LIMITED LIABILITY COMPANY (PERSERO) PT BANK MANDIRI Tbk”** or abbreviated as **“PT BANK MANDIRI ---PERSERO) Tbk”** shall be referred to as the **“Company”**);

- Taking place at the Auditorium Plaza Mandiri 3<sup>rd</sup> floor, Jalan Jenderal Gatot Subroto, Kaveling 36-38, South Jakarta;

- To make the minutes regarding all matters which were going to be discussed and resolved in the Extraordinary General Meeting of Shareholders of the Company (hereinafter shall be referred to as the **"Meeting"**), which was held on the day, date, time and place as

[TRANSLATION]

Association of the Company, the appearing person Mr. **MUHAMAD CHATIB BASRI** mentioned in his capacity as the President Commissioner/Independent Commissioner of the Company shall act as the Meeting Chairman in accordance with the Minutes of Meeting of the Board of Commissioners of PT BANK MANDIRI (PERSERO) Tbk., dated 4-9-2020 (fourth of September two thousand and twenty), Number DK.INT/20/9/2020. In the Meeting shall be first explained the matters as follows:

-Whereas notification, announcement and summons for Meeting have been carried out pursuant to the provisions of Article 23 paragraph (3), paragraph (4), paragraph (5) and paragraph (7) of the Articles of Association of the Company as well as Article 13 paragraph (1), Article 14 paragraph (1), and Article 17 paragraph (1) of Regulation of Indonesia Financial Service Authority Number 15/POJK.04/2020 regarding Plan and Organization of General Meeting of Shareholders of Public Limited Liability Companies (hereinafter shall be referred to as “**POJK 15**”) namely as follows:-

- (i) NOTIFICATION concerning the plan for performing the Meeting to the Indonesia Financial Service Authority (hereinafter shall be referred to as “**OJK**”) by virtue of Letter of the Company to OJK Number DCO/1498/2020 dated 4-9-2020 (fourth of September two thousand and twenty) regarding the Plan of Performance of

[TRANSLATION]

Extraordinary General Meeting of Shareholders of PT BANK MANDIRI (Persero) Tbk.

- (ii) ANNOUNCEMENT to Shareholders of the Company regarding the plan for performing the meeting has been made and announced in 2 (two) daily newspapers in Indonesian language namely consecutively Harian Kontan and Bisnis Indonesia, both were dated 14-9-2020 (fourteenth of September two thousand and twenty) number CSC.CSE/12/P/IX/2020.
- (iii) SUMMONS to Shareholders of the Company to attend the Meeting has been made and announced in 1 (one) daily newspaper in Indonesian language namely Harian Kontan dated 29-9-2020 (twenty-ninth of September two thousand and twenty) number CSC.CSE/15/P/IX/2020.
- (iv) Change on the Note of Summons has been announced in a daily newspaper in Indonesian language namely Harian Kontan dated 13-10-2020 (thirteenth of October thousand and twenty) number CSE.CSC/16/P/X/2020.
- (v) Company also uploaded the Announcement and Summons of Meeting as well as the Meeting Agenda on the Company's website (<http://www.bankmandiri.co.id>), the Indonesia Exchange's website (<http://idx.co.id>), and the Kustodian Sentral Efek Indonesia's website (<https://www.ksei.co.id>).



[TRANSLATION]

-Whereas in the Meeting were present and/or represented by the holder/owner of Dwiwarna Series A shares and Series B shares who jointly represent 39,931,692,744 (thirty-nine billion nine hundred and thirty-one million six hundred and ninety-two thousand seven hundred and forty-four) shares including the Dwiwarna Series A shares or constituting 85.6328717% (eighty five point six three two eight seven one seven percent) of the total shares having valid voting rights that have been issued by the Company until the Meeting day, namely in the total number of 46,666,666,666 (forty-six billion six hundred and sixty-six million six hundred and sixty-six thousand six hundred and sixty-six) shares consisting of:

- 1 (one) Dwiwarna Series A share; and
- 46,666,666,665 (forty-six billion six hundred and sixty-six million six hundred and sixty-six thousand six hundred and sixty-five) series B shares.

With due observance of the Shareholders Register dated 28-9-2020 (twenty-eight September two thousand and twenty) until 16.00 WIB (four p.m. of Western Indonesian Time Zone), so that accordingly the Meeting has complied with the quorum requirements as stipulated in Article 25 paragraph (4) letter (a) of Articles of Association of the Company.

- Thereafter the Meeting Chairman shall officially open the Meeting at 14.27 WIB (twenty-seven minutes past four p.m. of Western Indonesian

[TRANSLATION]

Time Zone).

- Whereas in order to comply with the provisions of Article 39 paragraph (3) of POJK 15, the Meeting Chairman shall expose the general condition of the Company briefly, namely as follows:

*"Company's performance until the second quarter of 2020 (two thousand and twenty), continues maintaining a good performance driven by sustainable growth.*

*Some of the Company's performance indicators on a consolidated basis that we may highlight are as follows:*

- *Total assets reached IDR 1,359.4 trillion (one thousand three hundred and fifty nine point four trillion Rupiah) or grew 10% (ten percent) Year over Year ("YoY") with credit growth of 4.38% (four point three eight percent) YoY to IDR 871.7 trillion (eight hundred seventy one point seven trillion Rupiah).*
- *Third Party Funds reached IDR 976.6 trillion (nine hundred seventy six point six trillion Rupiah) or grew by 15.8% (fifteen point eight percent) YoY.*
- *Annual Net Interest Margin ("NIM") decreased by 65 (sixty-five) Basis Points ("BPS") to 4.93% (four point nine three percent) due to the impact of the decreased interest income, especially from restructured debtors related to the Covid-19 pandemic.*
- *Credit quality is still well maintained with a Gross Non-*

[TRANSLATION]

*Performing Loan ratio of 3.28% (three point two eight percent).*

- *Net profit reached Rp.10.3 trillion (ten point three trillion Rupiah).*

*The decline in profits of 23.9% (twenty-three point nine percent)*

*YoY, among others, occurred due to an increase of cost of*

*Allowance for Impairment Losses ("CKPN") in anticipation of a*

*decline in credit quality and a decrease in income due to the*

*impact of Covid-19."*

- Whereas as announced through the Meeting Summons, the Agenda of the Meeting are as follows:

Change of Composition of Management of the Company.

- Thereafter the Meeting Chairman shall explain that there shall be no additional proposal for the Agenda of Meeting from the Board of Commissioners to the Board of Directors or from 1 (one) Shareholder or more who represent at least 1/20 (one twentieths) part of the total shares issued by the Company until the deadline specified in Article 23 paragraph (6) letter (a) Articles of Association of the Company, namely until 7 (seven) days prior to the date of the Meeting Summons.

Therefore the Agenda of the Meeting announced in the Meeting Summons shall be the sole discussion in the Meeting.

- In addition to the abovementioned matters, the Meeting Chairman also conveyed the resolution-making mechanism and quorum for the only Meeting Agenda regulated in the Articles of Association of the

[TRANSLATION]

Company as follows:

- Meeting resolution shall be taken based on deliberation to reach a mutual consensus and in the event that deliberation to reach a mutual consensus is not reached, the resolution shall be taken by voting.
- With due observance of the provisions of Article 25 paragraph (15) of Articles of Association of the Company, voting shall be conducted orally, unless the Meeting Chairman determines otherwise. Meeting Chairman shall further stipulate that voting for the Agenda of the Meeting, namely changes in the composition of the Company's management, shall be carried out using the unsigned closed ballot.
- Considering that the Agenda of the Meeting is a change in the composition of the Company's management, the Meeting may be held if it is attended by Dwiwarna Series A Shareholder and other Shareholders and/or their legitimate proxies who jointly represent more than 1/2 (a half) of the total number of shares with valid voting rights, and the resolution shall be approved by Dwiwarna Series A Shareholder and other Shareholders and/or their legitimate proxies who jointly represent more than 1/2 (a half) of the total number of shares with valid voting rights who present in the Meeting.

[TRANSLATION]

- Prior to the resolution making on the Agenda of the Meeting, 2 (two) question and answer sessions will be opened which will provide an opportunity for a maximum of 3 (three) Shareholders or Proxies of Shareholders to each submit 1 (one) question or opinion in writing. The second question and answer session will be opened if there are more than 3 (three) questioners and/or commentators in the first session. If in the first session there are no more than 3 (three) questioners and/or commentators, the question and answer session will end and continue to the resolution making session. Only questions and/or opinions that are directly related to the Agenda of the Meeting will be answered or responded to at the Meeting.
- Based on such matter, therefore this Meeting shall be legally held and may take binding resolutions.

**The performance of the Meeting:**

Entering the **only Agenda of the Meeting**, namely:

**“Change of Management of the Company.”**

- The Meeting Chairman shall deliver explanation as follows:

*"We may convey that at the Extraordinary General Meeting of Shareholders of PT BANK NEGARA INDONESIA (Persero) Tbk, on 2-9-2020 - (second of September two thousand and twenty), the President Director of the Company Mr. ROYKE TUMILAAAR and the*

[TRANSLATION]

*Director of Finance and Strategy of the Company Mr. -SILVANO WINSTON RUMANTIR have been appointed as members of the Board of Directors of PT BANK NEGARA INDONESIA (Persero) Tbk, therefore the positions of the people concerned will end from 2-9-2020 (second of September two thousand and twenty).*

*In connection with this matter, since 2-9-2020 (second September two thousand and twenty), the term of office of the President Director of the Company has become vacant, therefore with due observance of the provisions of the laws and provisions of the Articles of Association of the Company, the Company shall be obliged to hold a General Meeting of Shareholders ("GMS") within no later than 90 (ninety) days after the vacant position occurred.-*

*For this reason, on the occasion of this Meeting Agenda, the confirmation of the termination of the term of office of Mr. ROYKE TUMILAAAR as the President Director of the Company and Mr. SILVANO WINSTON RUMANTIR as the Director of Finance and Strategy of the Company.*

*The mechanism for the appointment and dismissal of the Board of Directors and / or the Board of Commissioners as stipulated in Article 11 paragraph (10) and Article 14 paragraph (12) of Articles of Association of the Company, that members of the Board of Directors and the Board of Commissioners shall be appointed and*

[TRANSLATION]

*dismissed by GMS, which is attended by Dwiwarna Series A Shareholder, and the Meeting Resolution shall be approved by Dwiwarna Series A Shareholder, with due observance of the provisions of Articles of Association of the Company. Members of the Board of Directors and the Board of Commissioners who are appointed by GMS shall be nominated as candidates proposed by Dwiwarna Series A Shareholder, which nomination shall bind GMS.*

*Meanwhile, regarding the nomenclature or authorities of the Board of Directors as regulated in Article 12 paragraph (19) of the Articles of Association of the Company, the duties and authorities of each member of the Board of Directors shall be determined by GMS. In the event the GMS does not determine the division of duties and authorities, the division of duties and authorities among the Board of Directors shall be determined based on the resolution of Meeting Board of Directors.*

- After the Meeting Chairman explained regarding the sole Agenda of the Meeting, thereafter the Meeting Chairman shall invite Mr. MUHAMMAD KHOERUR ROZIQIN, as the proxy of the Dwiwarna Series A Shareholder to submit proposal of the sole Agenda of the Meeting.

- Thereafter Mr. MUHAMMAD KHOERUR ROZIQIN shall submit a letter in a closed envelope to the Meeting Chairman. The Meeting Chairman

[TRANSLATION]

shall open the envelope and read the letter from the Minister of State-Owned Enterprise (“SOE”) as the Dwiwarna Series A Shareholder namely the letter Number SR-898/MBU/10/2020, dated 19-10-2020 (nineteenth of October two thousand and twenty), regarding proposal of Change of Management of PT BANK MANDIRI (Persero) Tbk, which principally contains the following:

*“1. Confirming the respectful dismissal of the names listed below as members of the Board of Directors of the Company:*

*1) Mr. ROYKE TUMILAAAR as the President Director of the Company, who was appointed based on the Resolution of the Annual General Meeting of Shareholders for the Financial Year 2015 (two thousand and fifteen), commencing from 2-9-2020 (second September two thousand and twenty);*

*2) Mr. SILVANO WINSTON RUMANTIR as the Director of Finance and Strategy of the Company, appointed based on the Resolution of the Extraordinary GMS 2019 (two thousand and nineteen), commencing from 2-9-2020 (second September two thousand and twenty);*

*with gratitude for the contribution of energy and thoughts devoted by them during their tem of office as members of the Board of Directors of the Company*



[TRANSLATION]

2. *Respectfully dismiss the names listed below as members of the Board of Directors of the Company:*

- 1) *Mr. HERY GUNARDI as the Vice President Director;*
- 2) *Mr. DONSUWAN SIMATUPANG as the Director of Institutional Relations;*

*whom respectively was appointed based on the Resolution of the Annual General Meeting of Shareholders of the Financial Year 2017 (two thousand and seventeen), with gratitude for the contribution of energy and thoughts devoted by them during their term off office as members of the Board of Directors of the Company*

3. *Changing the nomenclature of the positions of the members of the Board of Directors of the Company as follows:*

- 1) *Previously, the Director of Treasury, International Banking and Special Asset Management to become the Director of Treasury and International Banking;*
- 2) *Previously, the Director of Business and Networks to become the Director of Network and Retail Banking.*

4. *Transferring the assignments of the names below as members of the Board of Directors of the Company:*

- 1) *Mr. DARMAWAN JUNAIDI previously as the Director of Treasury and International Banking to become the President*

[TRANSLATION]

*Director;*

2) *Mrs. ALEXANDRA ASKANDAR previously as the Director of Corporate Banking to become the Vice President Director;*

3) *Mr. AQUARIUS RUDIANTO previously as the Director of Business and Network to become the Director of Network and Retail Banking;*

4) *Mr. PANJI IRAWAN previously as the Director of Operation to become the Director of Treasury and International Banking;*

*Who were appointed respectively based on the Resolution of the Extraordinary GMS 2017 (two thousand and seventeen), Resolution of the Annual GMS for the Financial Year 2017 (two thousand and seventeen), Resolution of the Annual GMS for Financial Year 2019 (two thousand and nineteen) and the Annual GMS for the Financial Year 2017 (two thousand and seventeen), with the term of office to continue the remaining respective terms of office, in accordance with the resolution of the GMS for the appointment of the relevant persons.*

5. *Appointing the names below as members of the Board of Directors of the Company:*

1) *Mr. SIGIT PRASTOWO as the Director of Finance and Strategy;*

2) *Mrs. SUSANA INDAH KRIS as the Director of Corporate*

[TRANSLATION]

*Banking;*

3) *Mr. TONI EKO BOY SUBARI as the Director of Operation;*

4) *Mr. ROHAN HAFAS as the Director of Institutional Relations.*

6. *The term of office of the appointed members of the Board of Directors as referred to in number 5 (five), shall be in accordance with the provisions of the Articles of Association of the Company, with due observance of laws and regulations in the Capital Market sector and without prejudice to the rights of the GMS to dismiss them at any time.*

7. *By confirmation of dismissal, change in nomenclature of positions, assignment of duties, and appointment of members of the Board of Directors of the Company as referred to in numbers 1 (one), 2 (two), 3 (three), 4 (four), and 5 (five), the membership composition of the Board of Directors of the Company shall be as follows:*

*Board of Directors:*

1. *President Director : Mr. DARMAWAN JUNAIDI;*

2. *Vice President Director : Mrs. ALEXANDRA  
ASKANDAR;*

3. *Director of Corporate : Mrs. SUSANA INDAH-  
Banking KRIS;*

4. *Director of Commercial : Mr. RIDUAN;*

*Banking*

[TRANSLATION]

5. *Director of Treasury and International Banking* : Mr. PANJI IRAWAN;
  6. *Director of Network and Retail Banking* : Mr. AQUARIUS RUDIANTO;
  7. *Director of Operation* : Mr. TONI EKO BOY SUBARI;
  8. *Director of Compliance and Human Capital* : Mr. AGUS DWI HANDAYA;
  9. *Director of Institutional Relations* : Mr. ROHAN HAFAS;
  10. *Director of Risk Management* : Mr. AHMAD SIDDIK--- BADRUDDIN;
  11. *Director of Information Technology* : Mr. RICO USTHAVIA-- FRANS;
  12. *Director of Finance and Strategy* : Mr. SIGIT PRASTOWO;
8. *Members of the Board of Directors who are appointed as referred to in number 5 (five) may only carry out their duties as members of the Board of Directors after obtaining approval from the Financial Services Authority..*
9. *Members of the Board of Directors who are appointed as referred to in number 5 (five) who are still holding other*

[TRANSLATION]

*positions are prohibited by laws and regulations from concurrently serving as members of the Board of Directors of the State-Owned Enterprises, shall resign or be dismissed from such his/her/their other position(s).*

*10. Conferring a power of attorney with the substitution rights to the Board of Directors of the Company to restate the resolutions of this GMS in the form of a Notarial deed and to appear before the Notary or other authorized officials, and make adjustments or corrections as required by the competent authority for the purpose of implementation of the contents of the Meeting resolutions. "*

-After the Meeting Chairman read the content of the letter from the Minister of SOE, then the Meeting Chairman shall deliver to the Meeting that the Curriculum Vitae of the candidate members of the Board of Directors of the Company as proposed by the Dwiwarna Series A Shareholder, shall be displayed on the presentation screen and then asked the presenter to read it.

- In order to comply with the provisions of Article 11 paragraph (15) of the Articles of Association of the Company, members of the Board of Directors who are dismissed based on the resolution of the GMS are rendered the opportunity to provide opinions regarding the respective dismissals. For the opportunity rendered by the Meeting Chairman, Mr. HERY GUNARDI, who also represents Mr. DONSUWAN SIMATUPANG,

[TRANSLATION]

delivered a word or two to the forum of this Meeting, which contained the following: -

*"Thank you, Mr. Chairman of the Meeting. Ladies and gentlemen, the Board of Commissioners, the Board of Directors, and the Shareholders and distinguished guests, Peace be with you and May God Almighty bestows on you His Mercy and Blessings/Assalamu'alaikum warahmatullahi wabarakatuh. Good evening, best wishes to all of us. I and representing one of my colleague Mr. DONSUWAN SIMATUPANG, of course, on this occasion, there is nothing we can convey in connection with the Shareholder's resolution that was just read out, but accepting it properly, of course, accompanied by an apology if while carrying out the mandate there are mistakes or inconvenience or not in accordance with the aspirations of the Shareholders and other stakeholders.*

*For me, this year is the 29<sup>th</sup> (twenty nine) year serving in the Company, including with the legacy of BANK PEMBANGUNAN INDONESIA ("BAPINDO"). Then almost 8 (eight) years on the Board of Directors ("BOD") starting from the Senior Executive Vice President ("SEVP"), Director, Vice President Director, until the Acting ("PLT") President Director. For Mr. DONSUWAN SIMATUPANG, he has served as a BOD Company for approximately 3 (three) years, which previously came from BANK RAKYAT INDONESIA ("BRI").*

[TRANSLATION]

*Now is the time for us to leave this beautiful big house called BANK MANDIRI. Of course, during this long journey, there was much grief and joy that we dealt with and felt. We also take this opportunity to express our gratitude to the BOC and the SEVP Directors for their cooperation, trust and support so far. And we apologize to ladies and gentlemen the Members of Board of Commissioners, Board of Directors and all MANDIRI employees throughout Indonesia, if we interact with things that may not be pleasing, but believe me what we do is all for the benefit of BANK MANDIRI.*

*Also on this occasion, I would like to advise all of you to maintain solidarity, build collaboration, and we are sure that MANDIRI will become one of the best, leading banks in Indonesia and remain the pride of Indonesia. That's all Mr. CHATIB BASRI that we can convey, thank you again. Peace be with you, and May God Almighty bestow on you His Mercy and Blessings/Wassalamu'alaikum warahmatullahi wabarokatuh. "*

- Thereafter the Meeting Chairman shall provide opportunity to the Shareholders and their Proxy to ask question or render opinion. The Meeting Chairman then informed that question or opinion will be delivered in 2 (two) question and answer sessions to render opportunity to maximum 3 (three) Shareholders and Proxies of Shareholders to respectively ask 1 (one) question or render opinion in writing. The second

[TRANSLATION]

question and answer session will be opened if there are more than 3 (three) questioners and/or commentators in the first session. If in the first session there are no more than 3 (three) questioners and/or commentators, the question and answer session ends and continues to the resolution making session. In this question and answer session, the questions that will be read and answered or responded to are the questions that are relevant to this Meeting Agenda.

- As there were no Shareholders and Proxy of Shareholders asked questions or opinions on the matters related to the sole Agenda in this Meeting, the question and answer session forum was ended.
- With the end of the question and answer session, the Meeting Chairman proposed to Shareholders and Proxy of Shareholders to approve through deliberation to reach a mutual consensus on the proposal of the Dwiwarna Series A Shareholder which had been read out.
- As deliberation to reach a mutual consensus was not reached, the resolution shall be made by voting. In this Meeting, the Meeting Chairman has determined that voting for the Agenda of this Meeting will be conducted using the unsigned closed ballot.
- Thereafter the Meeting Chairman shall ask me, Notary to count the votes, and the results obtained shall be as follows:

1. A total of 9,379,899,768 (nine billion three hundred and seventy-nine million eight hundred and ninety-nine thousand



[TRANSLATION]

seven hundred and sixty eight) shares or constituting 23.4898626% (twenty three point four eight nine eight six two six percent) of the total votes cast in the Meeting cast **Dissenting** votes;

2. A total of 1,576,618,660 (one billion five hundred and seventy-six million six hundred and eighteen thousand six hundred and sixty) shares or constituting 3,9482891% (three point nine four eight two eight nine one percent) of the total votes cast in the Meeting cast the **Abstain** votes;
3. A total of 28,975,174,316 (twenty eight billion nine hundred and seventy-five million one hundred and seventy-four thousand three hundred and sixteen) shares or constituting 72.5618483% (seventy two point five six one eight four eight three percent) of the total votes cast in the Meeting, including 1 (one) Dwiwarna Series A Share cast **Affirmative** votes;-

Pursuant to Article 47 POJK 15, the abstain votes shall be deemed to cast the same votes with the majority votes legally cast in the Meeting. Therefore, the Approving votes shall become 30,551,792,976 (thirty billion five hundred and fifty-one million seven hundred and ninety-two thousand nine hundred and seventy-six) shares or constitutes 76.5101374% (seventy-six point five-one zero one three seven four percent), including 1 (one) Dwiwarna

[TRANSLATION]

Series A Share, of all the votes cast in the Meeting.

- Based on the results of the votes counted, the Meeting Chairman shall conclude that in the sole Agenda for this Meeting:

*"The Meeting with the majority votes, namely 30,551,792,976 (thirty billion five hundred and fifty-one million seven hundred and ninety-two thousand nine hundred and seventy-six) shares or constituting 76.5101374% (seventy six point five one zero one three seven four percent), including 1 (one) Dwiwarna Series A Share, of the total votes cast in the Meeting shall decide:*

*"1. Confirming the respectful dismissal of the names listed hereunder as members of the Board of Directors of the Company:*

*1) Mr. ROYKE TUMILAAAR as the President Director of the Company, who was appointed based on the Resolution of the Annual General Meeting of Shareholders for the Financial Year 2015 (two thousand and fifteen), commencing from 2-9-2020 (second September two thousand and twenty);*

*2) Mr. SILVANO WINSTON RUMANTIR as the Director of Finance and Strategy of the Company, appointed based on the Resolution of the Extraordinary GMS 2019 (two thousand and nineteen), commencing from 2-9-2020 (second*

[TRANSLATION]

*September two thousand and twenty);*

*with the expression of gratitude for the contribution of energy and thought rendered during the service as members of the Board of Directors of the Company*

2. *Respectfully dismiss the names listed below as members of the Board of Directors of the Company:*

*1) Mr. HERY GUNARDI as Vice President Director;*

*2) Mr. DONSUWAN SIMATUPANG as the Director of Institutional Relations;*

*each of whom is appointed based on the Resolution of the Annual General Meeting of Shareholders of the Financial Year 2017 (two thousand and seventeen), with gratitude for the contribution of energy and thoughts rendered during the service as members of the Board of Directors of the Company*

3. *Changing the nomenclature of the positions of the members of the Board of Directors of the Company as follows:*

*1) Previously, the Director of Treasury, International Banking and Special Asset Management to become the Director of Treasury and International Banking;*

*2) Previously, the Director of Business and Networks to become the Director of Network and Retail Banking.*

4. *Transferring the assignments of the names below as members of*

[TRANSLATION]

*the Board of Directors of the Company:*

*1) Mr. DARMAWAN JUNAIDI previously as the Director of Treasury and International Banking to become the President Director;*

*2) Mrs. ALEXANDRA ASKANDAR previously as the Director of Corporate Banking to become Vice President Director;*

*3) Mr. AQUARIUS RUDianto previously as the Director of Business and Network to become the Director of Network and Retail Banking;*

*4) Mr. PANJI IRAWAN previously as the Director of Operation to become Director of Treasury and International Banking;*

*Who were appointed respectively based on the Resolution of the Extraordinary GMS 2017 (two thousand and seventeen), Resolution of the Annual GMS for the Financial Year 2017 (two thousand and seventeen), Resolution of the Annual GMS for Financial Year 2019 (two thousand and nineteen) and the Annual GMS for the Financial Year 2017 (two thousand and seventeen), with the term of office to continue the remaining respective terms of office, in accordance with the resolution of the GMS for the appointment of the relevant persons.*

*5. Appointing the names below as members of the Board of Directors of the Company:*

[TRANSLATION]

- 1) *Mr. SIGIT PRASTOWO as the Director of Finance and Strategy;*
- 2) *Mrs. SUSANA INDAH KRIS as the Director of Corporate Banking;*
- 3) *Mr. TONI EKO BOY SUBARI as the Director of Operation;*
- 4) *Mr. ROHAN HAFAS as the Director of Institutional Relations.*
6. *The term of office of the appointed members of the Board of Directors as referred to in number 5 (five), shall be in accordance with the provisions of the Articles of Association of the Company, with due observance of laws and regulations in the Capital Market sector and without prejudice to the rights of the GMS to dismiss them at any time.*
7. *By confirmation of dismissal, change in nomenclature of positions, assignment of duties, and appointment of members of the Board of Directors of the Company as referred to in numbers 1 (one), 2 (two), 3 (three), 4 (four), and 5 (five), then the composition of membership of the Board of Directors of the Company shall be as follows:*

*Board of Directors:*

- 1) *President Director : Mr. DARMAWAN JUNAIDI,*  
*Bachelor of Law*  
*aforementioned;*

[TRANSLATION]

2) *Vice President Director* : Mrs. ALEXANDRA  
ASKANDAR (in Residential  
Identity Card is written  
ALEXANDRA)  
aforementioned;

3) *Director of Corporate  
Banking* : Mrs. SUSANA INDAH-  
KRIS; (in Residential Identity  
Card is written SUSANA  
INDAH KRIS INDRIATI), born in  
Semarang, on 10-9-1965 (tenth  
of September one thousand  
nine hundred and sixty-five),  
Indonesian Citizen, Private  
Employee, residing in Depok  
City, Jalan Mawar number 8,  
Rukun Tetangga 002, Rukun  
Warga 008, Depok Village,  
Pancoran Mas Sub-Regency,  
holder of Residential Identity  
Card with Main Population  
Number (NIK)-  
3201025009650004;

[TRANSLATION]

4) *Director of Commercial*

*Banking:* *Mr. RIDUAN aforementioned;*

5) *Director of Treasury* : *Mr. Engineer PANJI IRAWAN*

*and International* *aforementioned;*

*Banking*

6) *Director of Network* : *Mr. Doktorandus*

*and Retail Banking* *AQUARIUS RUDIANTO*  
*aforementioned;*

7) *Director of Operation* : *Mr. TONI EKO BOY*

*SUBARI, born in Magetan, on*  
*31-12-1964 -(thirty-first of*  
*December one thousand nine*  
*hundred and sixty-four),*  
*Indonesian Citizen, Private*  
*Employee, residing in Jakarta,*  
*Jalan Cempaka Putih Tengah,*  
*Rukun Tetangga 002, Rukun*  
*Warga 005, Cempaka Putih*  
*Timur Village, Cempaka Putih*  
*Sub-Regency, Central Jakarta,*  
*holder of Residential Identity*

[TRANSLATION]

*Card with Main Population  
Number (NIK)*

*3171053112640012;*

8) *Director of Compliance : Mr. AGUS DWI  
and Human Capital HANDAYA, Bachelor of  
Economics aforementioned;*

9) *Director of Institutional  
Relations : Mr. ROHAN HAFAS, born in  
Jakarta, on 2-6-1961 (second  
of June one thousand nine  
hundred and sixty-one),  
Indonesian Citizen, Private  
Employee, residing in Jakarta,  
-Jalan Warung Jati Timur  
number 42, Rukun Tetangga  
001, Rukun Warga 009,  
Kalibata Village, Pancoran  
Sub-Regency, South Jakarta,  
pemegang holder of  
Residential Identity Card with  
Main Population Number (NIK)  
-3174080206610004;*



[TRANSLATION]

- 10) *Director of Risk Management* : *Mr. AHMAD SIDDIK BADRUDDIN (in Residential Identity Card is written AHMAD SIDIK BADRUDDIN) aforementioned;*
- 11) *Director of Information Technology* : *Mr. RICO USTHAVIA FRANS aforementioned;*
- 12) *Director of Finance and Strategy* : *Mr. SIGIT PRASTOWO, born in Cilacap, on 1-12-1971 (first December one thousand nine hundred and seventy-one), Indonesia Citizen, Employee of State-Owned Enterprise, residing in Tangerang, Jalan Baitis Salmah 1 number 16A, Rukun Tetangga 002, Rukun Warga 007, Sawah Baru Village, Ciputat Sub-Regency, South Tangerang City, - holder of Residential Identity Card with*

[TRANSLATION]

*Main Population Number (NIK)-*

*-3674060112710017;---*

- 8. Members of the Board of Directors who are appointed as referred to in number 5 (five) may only carry out their duties as members of the Board of Directors after obtaining approval from the Financial Services Authority.*
  - 9. Members of the Board of Directors who are appointed as referred to in number 5 (five) who are still holding other positions prohibited by laws and regulations from concurrently serving as members of the Board of Directors of State-Owned Enterprises, shall resign or be dismissed from such his/her/their other position(s).*
  - 10. Conferring the power of attorney with the substitution rights to the Board of Directors of the Company to declare the resolutions of GMS in a Notarial deed and to appear before the Notary or any authorized official, and make adjustments or corrections as required by the competent authority for the purpose of implementation of the contents of the Meeting resolutions.”*
- Before closing the Meeting, the Meeting Chairman asked me, Notary, to read out the results of the resolution of the Meeting. At the request of the Chairperson of the Meeting, I, Notary, shall read out the results of the resolution of the Meeting as follows:-

[TRANSLATION]

*"The Meeting with the majority votes, namely 30,551,792,976 (thirty billion five hundred and fifty-one million seven hundred and ninety-two thousand nine hundred and seventy-six) shares or constituting 76.5101374% (seventy six point five one zero one three seven four percent), including 1 (one) Dwiwarna Series A Share, of the total votes cast in the Meeting shall decide:*

*"1. Confirming the respectful dismissal of the names listed below as members of the Board of Directors of the Company:*

*1) Mr. ROYKE TUMILAAAR as the President Director of the Company, who was appointed based on the Resolution of the Annual General Meeting of Shareholders for the Financial Year 2015 (two thousand and fifteen), commencing from 2-9-2020 (second September two thousand and twenty);*

*2) Mr. SILVANO WINSTON RUMANTIR as the Director of Finance and Strategy of the Company, appointed based on the Resolution of the Extraordinary GMS 2019 (two thousand and nineteen), commencing from 2-9-2020 (second September two thousand and twenty);*

*with gratitude for the contribution of energy and thought rendered during the service as members of the Board of Directors of the Company*

[TRANSLATION]

2. *Respectfully dismiss the names listed below as members of the Board of Directors of the Company:*

- 1) *Mr. HERY GUNARDI as the Vice President Director;*
- 2) *Mr.DONSUWAN SIMATUPANG as the Director of Institutional Relations;*

*each of whom is appointed based on the Resolution of the Annual General Meeting of Shareholders of the Financial Year 2017 (two thousand and seventeen), with gratitude for the contribution of energy and thoughts rendered during the service as members of the Board of Directors of the Company*

3. *Changing the nomenclature of the positions of the members of the Board of Directors of the Company as follows:*

- 1) *Previously, the Director of Treasury, International Banking and Special Asset Management to become the Director of Treasury and International Banking;*
- 2) *Previously, the Director of Business and Networks to become the Director of Network and Retail Banking.*

4. *Transferring the assignments of the names below as members of the Board of Directors of the Company:*

- 1) *Mr. DARMAWAN JUNAIDI previously as the Director of Treasury and International Banking to become the President Director;*

[TRANSLATION]

- 2) *Mrs. ALEXANDRA ASKANDAR previously as the Director of Corporate Banking to become the Vice President Director;*
- 3) *Mr. AQUARIUS RUDIANTO previously as the Director of Business and Network to become the Director of Network and Retail Banking;*
- 4) *Mr. PANJI IRAWAN previously as the Director of Operation to become the Director of Treasury and International Banking;*

*Who were appointed respectively based on the Resolution of the Extraordinary GMS 2017 (two thousand and seventeen), Resolution of the Annual GMS for the Financial Year 2017 (two thousand and seventeen), Resolution of the Annual GMS for Financial Year 2019 (two thousand and nineteen) and the Annual GMS for the Financial Year 2017 (two thousand and seventeen), with the term of office to continue the remaining respective terms of office, in accordance with the resolution of the GMS for the appointment of the relevant persons.*

5. *Appointing the names below as members of the Board of Directors of the Company:*

- 1) *Mr. SIGIT PRASTOWO as the Director of Finance and Strategy;*

[TRANSLATION]

- 2) *Mrs. SUSANA INDAH KRIS as the Director of Corporate Banking;*
  - 3) *Mr. TONI EKO BOY SUBARI as the Director of Operation;*
  - 4) *Mr. ROHAN HAFAS as the Director of Institutional Relations.*
6. *The term of office of the appointed members of the Board of Directors as referred to in number 5 (five), shall be in accordance with the provisions of the Articles of Association of the Company, with due observance of laws and regulations in the Capital Market sector and without prejudice to the rights of the GMS to dismiss them at any time.*
7. *By confirmation of dismissal, change in nomenclature of positions, assignment of duties, and appointment of members of the Board of Directors of the Company as referred to in numbers 1 (one), 2 (two), 3 (three), 4 (four), and 5 (five), then the membership composition of the Board of Directors of the Company shall be as follows:*

*Board of Directors:*

- 1) *President Director : Mr. DARMAWAN  
JUNAIDI, Bachelor of Law  
aforementioned;*
- 2) *Vice President Director : Mrs. ALEXANDRA*

[TRANSLATION]

- ASKANDAR (*in Residential Identity Card if written ALEXANDRA*)  
*aforementioned;*
- 3) *Director of Corporate Banking* : Mrs. SUSANA  
*INDAH KRIS (in Residential Identity Card if written SUSANA INDAH KRIS INDRIATI) aforementioned;*
- 4) *Director of Commercial Banking* : Mr. RIDUAN *mentioned;*
- 5) *Director of Treasury and International Banking* : Mr. Engineer PANJI  
*IRAWAN aforementioned;*
- 6) *Director of Network and Retail Banking* : Mr. Doktorandus--  
*AQUARIUS RUDIANTO aforementioned;*
- 7) *Director of Operation* : Mr. TONI EKO  
*BOY SUBARI aforementioned;*
- 8) *Director of Compliance dan SDM* : Mr. AGUS DWI  
*HANDAYA, Bachelor of Economics mentioned;*

[TRANSLATION]

- 9) *Director of Institutional Relations* : Mr. ROHAN HAFAS  
*aforementioned;*
- 10) *Director of Risk Management* : Mr. AHMAD SIDDIK  
*BADRUDDIN (in Residential Identity Card if written AHMAD SIDIK BADRUDDIN)*  
*aforementioned;*
- 11) *Director of Information Technology* : Mr. RICO USTHAVIA  
*FRANS aforementioned;*
- 12) *Director of Finance And Strategy* : Mr. SIGIT PRASTOWO  
*aforementioned;*
8. *Members of the Board of Directors who are appointed as referred to in number 5 (five) may only carry out their duties as members of the Board of Directors after obtaining approval from the Financial Services Authority.*
9. *Members of the Board of Directors who are appointed as referred to in number 5 (five) who are still holding other positions prohibited by laws and regulations from concurrently serving as members of the Board of Directors of State-Owned Enterprises, shall resign or be dismissed from such his/her/their other position(s).*



[TRANSLATION]

*10. Conferring a power of attorney with the substitution rights to the Board of Directors of the Company to restate the resolutions of this GMS in the form of a Notarial deed and to appear before the Notary or other authorized officials, and make adjustments or corrections as required by the competent authority for the purpose of implementation of the contents of the Meeting resolutions. "*

- After reading out the resolutions of the meeting by me, Notary and as there were no more matters to discuss or to ask or to speak, the Meeting shall then be closed by the Meeting Chairman at 15.11 WIB (eleven minutes past three p.m. of Western Indonesian Time Zone).

- Then I, Notary, shall make this Minutes of Meeting to be known and used as an evidence if necessary.

- The appearing persons shall hereby warrant the veracity, authenticity and completeness of the identity of the parties whose names are mentioned in this deed and all documents based on which this deed is made -without exception, which are submitted to me, Notary, therefore if it is later on as of the signing date of this deed, there is any dispute with any kind and in any form whatsoever due to this deed, then the parties who made the statement shall hereby promise and bind themselves to be responsible and are available to bear the risks that arise and hereby the parties shall expressly state to hold me, the Notary

[TRANSLATION]

and the witnesses harmless and indemnified from any charges and joint responsibility and to bear either any part or all parts of legal consequences arising from the aforementioned dispute.

**IN WITNESS WHEREOF**

- This Deed is made as minutes and executed in Jakarta, on the day, date and time mentioned at the preamble of this Deed, in the presence of:

1. Miss **DIYAN PRATIWI, Bachelor of Law, Master of Notary**, born in Jakarta, on 1-11-1992 (first of November one thousand nine hundred and ninety-two), Indonesian Citizen, Student, residing in Jakarta, --Kavling Polri Blok E II/1296, Rukun Tetangga 002, Rukun Warga 002, Jelambar Village, Grogol Petamburan Sub-Regency, West Jakarta, holder of Residential Identity Card with Main Population Number (NIK) 3173024111920006; and
2. Miss **MELANIA ADRIANI, S Bachelor of Law, Master of Notary**, born in Jakarta, on 15-5-1995 (fifteenth of May one thousand nine hundred and ninety-five), Indonesian Citizen, Student, residing in Jakarta, Puri Kencana Blok K5/24, Rukun Tetangga 001, Rukun Warga 007, Kembangan Selatan Village, Kembangan Sub-Regency, West Jakarta, holder of Residential Identity Card with Main Population Number (NIK) 3173085505951001.

-both persons are Notary office staff as the witnesses.

[TRANSLATION]

-Promptly after I, Notary, completed preparing this Deed, and then I, Notary, read out this deed to the witnesses, then this deed shall be duly signed by the witnesses and me, Notary, while the appearing persons have left the Meeting room before I, Notary, completed the preparation of this deed.

-Executed without any alterations.

*Translated by Amri Agus, S.H,  
English-Indonesian Sworn  
Translator, under the Decree of the  
Governor of Jakarta Capital Special  
Territory Province Number  
2228/2001 dated July 31, 2001.*