

**CODE OF CONDUCT OF THE
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
PT BANK MANDIRI (PERSERO) Tbk
FRIDAY, DECEMBER 19, 2025**

1. The Extraordinary General Meeting of Shareholders (hereinafter referred to as the "**Meeting**") of PT Bank Mandiri (Persero) Tbk (hereinafter referred to as the "**Company**") will be held in Bahasa Indonesia.

2. The Meeting will be held on:

Day, date : Friday, December 19, 2025

Time : 15.00 WIB (Western Indonesian Time Zone) – finished

Place : South Jakarta.

Electronically through the Electronic General Meeting System facility of KSEI ("eASY.KSEI") via <https://akses.ksei.co.id>, provided by PT Kustodian Sentral Efek Indonesia ("KSEI")

This meeting will be held electronically with reference to the provisions of Financial Services Authority Regulation No. 15/POJK.04/2020 concerning the Plan and Implementation of General Meetings of Shareholders of Public Companies (hereinafter referred as "**POJK 15/2020**"), Financial Services Authority Regulation No. 14 of 2025 concerning the Implementation of General Meetings of Shareholders, General Meetings of Bondholders, and General Meetings of Sukuk Holders Electronically (hereinafter referred as "**POJK 14/2025**") and the Company's Articles of Association.

3. Meeting Participants:

- a. Pursuant to Article 25 paragraph (9) of the Company's Articles of Association and Article 23 paragraph (1) of POJK 15/2020, Shareholders whether by themselves or being represented by power of attorney are entitled to attend the Meeting, with due regard to the provisions of laws and regulations.
- b. Shareholders of the Company being entitled to attend or being represented in the Meeting (hereinafter referred as "**Shareholders**") are Shareholders whose names are listed in the Company's Shareholders Register and/or the Company's shareholders who are recorded in the securities account balance listed in the Collective Custody of PT Kustodian Sentral Efek Indonesia (hereinafter referred as "**KSEI**") on the closing date of stock trading day on Wednesday, November 26, 2025 until 16:00 WIB (Western Indonesia Time Zone).

- c. The meeting will be held electronically, except for shareholders in the form of certificates (scrip).
 - d. The Company has appointed an Independent Party to act and represent the Shareholders in submitting votes and questions at the Meeting, namely the representative of the Company's Securities Administration Bureau, PT Datindo Entrycom, which is located at Jl. Hayam Wuruk No. 28, Jakarta 10120.
4. Power of Attorney:
- In accordance with POJK 15/2020 and POJK 14/2025, Shareholders may appoint a proxy to attend the Meeting, subject to the following conditions for granting proxy:
- a. Shareholders grant proxies through eASY.KSEI provided by KSEI as an electronic proxy granting mechanism in the Meeting process (hereinafter referred to as “**e-Proxy**”);
 - b. Further guidelines for Shareholders' participation in the electronic Meeting can be downloaded from the eASY.KSEI website (<http://akses.ksei.co.id>) or the Company's website (<https://www.bankmandiri.co.id/web/gcg/extraordinary-general-meeting>).
5. Invitees shall be parties attending the Meeting based on invitation from the Company but do not have the right to raise questions, render opinions or cast a vote in the Meeting.
6. Chairman of the Meeting:
- a. In accordance with the provisions of Article 24 paragraph (1) of the Company's Articles of Association and Article 37 of POJK 15/2020, the Meeting is presided over by a member of the Board of Commissioners appointed by the Board of Commissioners. In the event that all members of the Board of Commissioners are unavailable or not available, the Meeting will be presided over by one of the members of the Board of Directors appointed by the Board of Directors. In the event that all members of the Board of Commissioners or all members of the Board of Directors are unavailable or not available, the Meeting will be presided over by a shareholder who is present in the Meeting appointed from and by the participants of the Meeting.
 - b. In accordance with the provisions of Article 24 paragraph (1) of the Company's Articles of Association and Article 38 of POJK 15/2020, in the event that the member of the Board of Commissioners appointed by the Board of Commissioners to preside over the Meeting bear a conflict of interest against the

Agenda to be resolved in the Meeting, the Meeting will be presided over by other member of the Board of Commissioners having no conflict of interest being appointed by the Board of Commissioners. In the event that all members of the Board of Commissioners have a conflict of interest, the Meeting shall be presided by one of the members of the Board of Directors appointed by the Board of Directors. In the event that one of the members of the Board of Directors appointed by the Board of Directors to chair the Meeting has a conflict of interest over the Agenda to be decided on the Meeting, the Meeting shall be presided by a member of the Board of Directors who does not have a conflict of interest.

7. Shareholder Registration

- a. Shareholders must first register with the KSEI Securities Ownership Reference Facility ("AKSes KSEI"). Shareholders are requested to register via the website <https://akses.ksei.co.id>.
- b. Shareholders who register their attendance electronically are required to register their attendance on the date of the Meeting from 11:00 a.m. to 2:30 p.m. Western Indonesian Time with the following explanation:
 - 1) Shareholders who have submitted a declaration of attendance or proxy to an Independent Representative or Individual Representative and have cast their vote for the Meeting Agenda in eASY.KSEI by the specified deadline are not required to register their attendance electronically in eASY.KSEI.
 - 2) Local individual shareholders who have not submitted a declaration of attendance or power of attorney in eASY.KSEI by the specified deadline and wish to attend the Meeting electronically.
- c. Any delay or failure in the electronic registration process for any reason will result in the Shareholder or their Proxy being unable to attend the Meeting electronically, and their shares will not be counted towards the attendance quorum.
- d. Guidelines for registration, use, and further explanations regarding eASY.KSEI and AKSes KSEI can be found on the websites <https://easy.ksei.co.id> and/or <https://akses.ksei.co.id>.
- e. Shareholders who hold shares in the form of certificates (scrip) may attend the Meeting in person.

8. Quorum of Meeting Attendance:

- a. Based on Article 25 paragraph (5) of the Company's Articles of Association and Article 42 of POJK 15/2020, the 1st Meeting Agenda may be held if attended by the Series A Dwiwarna Shareholder and other Shareholders and/or their authorized representatives who together represent at least 2/3 (two-thirds) of the total number of shares with valid rights;
- b. Based on Article 25 paragraph (1) of the Articles of Association and Article 41 of POJK 15/2020, the 2nd Meeting Agenda can be held if attended by Shareholders or their authorized representatives who together represent more than ½ of the total number of shares with valid voting rights; and
- c. Pursuant to Article 11 paragraph (10), Article 14 paragraph (12), and Article 25 paragraph (4) of the Company's Articles of Association and Article 41 of POJK 15/2020, the 3rd Meeting Agenda concerning changes to the composition of the Company's management may be held if attended by the Series A Dwiwarna Shareholder and other Shareholders and/or their authorized representatives who together represent more than 1/2 (one half) of the total number of shares with valid voting rights.

9. Discussion of the Meeting Agenda will be performed with the following mechanism:

- a. The Chairman of the Meeting will open, preside over the Meeting and close the Meeting.
- b. The Chairman of the Meeting may request for assistance of members of the Board of Commissioners or members of the Board of Directors or other parties appointed by members of the Board of Directors to convey explanations in the Meeting Agenda.

10. Questions and Answers Session:

- a. The Chairman of the Meeting will provide an opportunity to the Shareholders or their proxies to raise questions and/or opinions in connection with the Meeting Agenda before resolutions being taken.
- b. The Chairman of the Meeting may request for assistance of members of the Board of Commissioners or members of the Board of Directors to lead the questions and answers session (hereinafter referred to as the "**Appointed Chairman of the Meeting**"), provided that the authority to preside over the Meeting shall be handed back by the Appointed Chairman of the Meeting the Chairman of Meeting prior to the commencement of adoption of resolution process.

- c. Only the Shareholders or their authorized proxies will be entitled to raise questions and/or express opinions on the Meeting Agenda electronically.
- d. Unless the Chairman of Meeting or the Appointed Chairman of the Meeting determines otherwise, the submission of questions and/or opinions in the Meeting Agenda consist of 1 (one) session and will be given the opportunity to a maximum of 3 (three) questioners provided that each questioner will be entitled to raise only 1 (one) question or opinion.
- e. If there are no questions and/or opinions, the questions and answers session will be closed and will be continued with the adoption of resolution session.
- f. For Shareholders of the Company or proxies of Shareholders who attend the Meeting electronically may only raise questions and/or opinions through the chat feature in the 'Electronic Opinions' column available in the E-meeting Hall screen on the eASY.KSEI application. Questions and/or opinions may be raised to the extent [the status of the meeting implementation in the 'General Meeting Flow Text' column] is "Discussion started for agenda item no. []".
- g. Shareholders or their proxies who hold share certificates (scrip) and are physically present at the Meeting and wish to ask questions and/or express their opinions are requested to raise their hands, and an officer will then provide them with a question sheet to fill in with the shareholder's name, the number of shares represented, and their questions or opinions. The question sheet must be submitted to the officer, and the Notary will examine the validity or authority of the questioner.
- h. Questions or opinions submitted orally will not be responded.
- i. The Chairman of the Meeting shall read out questions and/or opinions related to the Agenda of the Meeting to be answered by the Chairman of the Meeting or the Appointed Chairman of the Meeting without prejudice to the right of the Chairman of the Meeting or the Appointed Chairman of the Meeting to refuse to answer if, in the opinion of the Chairman of the Meeting or the Appointed Chairman of the Meeting, the questions and/or opinions submitted are deemed irrelevant or unrelated to the Agenda of the Meeting being discussed or comments submitted are deemed unrelated or irrelevant to the Agenda Item being discussed.
- j. The Chairman of the Meeting or Appointed Chairman of the Meeting shall read and answer questions/respond to opinions one by one. If necessary, the Chairperson or the Designated Chairperson may invite members of the Board of Commissioners, members of the Board of Directors, executive officers of the

Company, or Meeting Support Professionals to answer or respond to questions and/or opinions.

- k. The Chairman of the Meeting begins the session for the submission of proposed decisions and decision-making after questions or opinions being responded.
- l. For time efficiency, the questions and answers session will be allocated at a maximum of 15 (fifteen) minutes.

11. Meeting Resolutions:

- a. Decisions are made based on deliberation to reach consensus, taking into account Article 40 of POJK 15/2020. In the event that deliberation to reach consensus is not achieved, a vote shall be taken.
- b. Voting must meet the following requirements:
 - i. Based on Article 25 paragraph (5) of the Company's Articles of Association and Article 42 POJK 15/2020, for 1st Meeting Agenda, the decision must be approved by the Series A Dwiwarna Shareholder and other Shareholders and/or their authorized representatives who together represent more than 2/3 (two-thirds) of the total number of voting shares present at the Meeting.
 - ii. Based on Article 25 paragraph (1) of the Company's Articles of Association and Article 41 of POJK 15/2020, for 2nd Meeting Agenda, the decision is valid if approved by more than ½ (one half) of the total number of voting shares present at the Meeting.
 - iii. Based on Article 11 paragraph (10), Article 14 paragraph (12), and Article 25 paragraph (4) of the Company's Articles of Association and Article 41 POJK 15/2020, for 3rd Meeting Agenda, the decision is valid if approved by the Series A Dwiwarna Shareholder and other Shareholders and/or their authorized representatives who together represent more than half (½) of the total number of voting shares present at the Meeting.

12. Voting Procedures:

- a. Shareholders who hold more than 1 (one) share are only entitled to cast the same vote on all shares held by them and the Shareholders are not entitled to authorize more than 1 (one) proxy for a certain portion of the number of their own shares for casting different votes, except for (i) the Custodian Bank or Securities Company as a Custodian representing its customers as the

shareholders of the Company's shares, and (ii) Investment Manager representing the interests of the Mutual Fund under its management.

- b. In accordance with Article 47 of POJK 15/2020, Article 26 paragraph (6) of POJK 14/2025 and Article 25 paragraph (13) of the Company's Articles of Association, abstentions are considered to be votes cast in favor of the majority of Shareholders who cast their votes.
- c. The electronic voting process takes place on the eASY.KSEI application in the E-meeting Hall menu, Live Broadcasting submenu.
- d. Shareholders who attend the Meeting by themselves or represented by the proxies but have yet to cast their votes on the Meeting Agenda on the eASY KSEI application until the deadline no later than 12.00 noon WIB (Western Indonesia Time Zone) on 1 (one) business day prior to the date of the Meeting, such Shareholders or proxies shall be given an opportunity to cast their votes directly during the voting period through the E-Meeting Hall screen on the eASY.KSEI application opened by the Company, accordingly. On commencement of the electronic voting period for each meeting agenda, the system will automatically run the voting time by counting for a maximum of 5 (five) minutes. During the electronic voting process, you will see the status "*Voting for agenda item no [] has started*" in the '*General Meeting Flow Text*' column. If the shareholders or their proxies do not cast votes for a particular Meeting Agenda until the status of the meeting as seen in the '*General Meeting Flow Text*' column will change to "*Voting for agenda item no [] has ended*", they will be deemed to have cast Abstained votes for the related Meeting Agenda.
- e. At the closing of the voting count, the Notary will announce the results of the voting.

13. Meeting Live Broadcast:

- a. Shareholders who have been registered with eASY.KSEI within no later than the specified deadline can watch the meeting via Zoom *webinar* by accessing the eASY.KSEI menu, a submenu of GMS Broadcast located at the AKSes (<https://akses.ksei.co.id/>) facility.
- b. Shareholders who do not have the opportunity to watch the Meeting through the GMS Broadcast are deemed to be legally present electronically, and their share ownership and voting options will be taken into account in the Meeting, to the extent they have been registered in eASY.KSEI.

- c. Shareholders who only watch the Meeting through the GMS Broadcast, but are not registered as present electronically on the eASY.KSEI application, will not be counted in the quorum of the Meeting attendance accordingly.
- 14. The Chair of the Meeting, the Board of Directors and Board of Commissioners, as well as capital market supporting professions that assist in the implementation of the Meeting, shall attend the Meeting in person at the Company's Head Office.
- 15. Other matters that have yet to be stipulated in this Code of Conduct will be stipulated later by the Chairman of the Meeting.

PT Bank Mandiri (Persero) Tbk
Jakarta, November 27, 2025