

GENERAL MEETING OF SHAREHOLDERS

Follow-up

The appointment of Purwanto, Sungkoro & Surja Public Accountants had been reported to FSA through Letter No. CEO/22/2020 dated February 27, 2020.

Status : Realized

Fifth Meeting Agenda

Changes in the Composition of the Management of the Company.

Decision

Therefore:

The meeting with the most votes, namely 31,123,968,317 shares or 77.2876606% of the total votes cast in the Meeting decided to approve:

1. To honorably confirm the dismissal of the names as follows:
 - a. Mr. Kartika Wirjoatmodjo - as President Commissioner;
 - b. Mr. R. Widyo Pramono - as Commissioner; and
 - c. Mr. Robertus Billitea - as Independent Commissioner;

who were appointed based on the Resolutions of the Extraordinary GMS of 2019 dated December 9, 2019, the Resolutions of the 2017 Extraordinary GMS dated August 21, 2017, and the Resolutions of the 2019 Extraordinary GMS dated December 9, 2019, starting from February 18, 2020 and 11 February 2020, with gratitude for the contribution of energy and thoughts given during the tenure as the Company's Management.
2. To honorably dismiss the names as follows:
 - a. Mr. Makmur Keliat - as Independent Commissioner;
 - b. Mr. Sulaiman Arif Arianto - as Deputy President Director; and
 - c. Mr. Ahmad Siddik Badruddin - as Director of Risk Management;

who were appointed based on the resolutions of the Annual GMS for Fiscal Year 2016, Resolutions of the Annual GMS for Fiscal Year 2014, and Resolutions at the Annual GMS for Fiscal Year 2014, with gratitude for the contribution of energy and thoughts given during the tenure as the Company's Management

3. To change the nomenclature of the positions of the Company's Directors, from Director of Consumer and Retail Transaction to Director of Business and Networks.
4. To transfer the assignments of the names as follows as Management of the Company:

No.	Name	Originally	After
1.	Muhamad Chatib Basri	Vice President Commissioner and concurrently Independent Commissioner	President Commissioner concurrently as Independent Commissioner
2.	Hery Gunardi	Director of Consumer and Retail Transaction	Vice President Director

who was appointed respectively based on the Resolution of the Extraordinary GMS for 2019 and the Resolution of the Annual GMS for Fiscal Year 2017, with the term of office continuing the remaining term of office of each, in accordance with the decision of the AGMS for the appointment concerned.



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5. To appoint the names as follows:
 - a. Mr. Andrinof A. Chaniago - as Deputy President Commissioner concurrently as Independent Commissioner;
 - b. Ms. Nawal Nely - as Commissioner;
 - c. Mr. Faried Utomo - as Commissioner;
 - d. Mr. Arif Budimanta - as Commissioner;
 - e. Mr. Boedi Armanto - as Independent Commissioner;
 - f. Ms. Loeke Larasati Agoestina - as Independent Commissioner;
 - g. Mr. Ahmad Siddik Badruddin - as Director of Risk Management;
 - h. Mr. Aquarius Rudianto - as Director of Business and Network.
6. The term of office of the appointed members of the Board of Commissioners and Directors as referred to in number 5, was in accordance with the provisions of the Company's Articles of Association, with due observance of laws and regulations in the Capital Market sector and without prejudice to the right of the GMS to dismiss at any time.
7. With the confirmation of dismissal and change in nomenclature of positions, assignment of duties, and appointment of the Management of the Company as referred to in numbers 1,2,3, 4, and 5, the membership composition of the Company's Board of Commissioners and Board of Directors will be as follows:
 - a. Board of Commissioners
 - 1) President Commissioner/Independent: Muhamad Chatib Basri
 - 2) Vice President Commissioner/Independent: Andrinof A. Chaniago
 - 3) Commissioner: Ardan Adiperdana
 - 4) Commissioner: Rionald Silaban
 - 5) Commissioner: Nawal Nely
 - 6) Commissioner: Arif Budimanta
 - 7) Commissioner: Faried Utomo
 - 8) Independent Commissioner: Boedi Armanto
 - 9) Independent Commissioner: Mohamad Nasir
 - 10) Independent Commissioner: Loeke Larasati Agoestina
 - b. Board of Directors
 - 1) President Director: Royke Tumilaar
 - 2) Deputy President Director: Hery Gunardi
 - 3) Director of Corporate Banking: Alexandra Askandar
 - 4) Director of Commercial Banking: Riduan
 - 5) Director of Treasury, International Banking, and Special Asset Management: Darmawan Junaidi
 - 6) Director of Business and Network: Aquarius Rudianto
 - 7) Director of Operation: Panji Irawan
 - 8) Director of Compliance and HC: Agus Dwi Handaya
 - 9) Director of Institutional Relations: 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
8. To appoint members of the Board of Commissioners and Directors as referred to in number 5 to carry out their duties as members of the Board of Commissioners and members of the Board of Directors after obtaining the approval of the Financial Services Authority.
9. Members of the Board of Commissioners and Directors who were appointed as referred to in number 5 who were still holding other positions which were prohibited by laws and regulations from concurrently serving as members of the Board of Commissioners or members of the Board of Directors of State- Owned Enterprises, the concerned must resign or dismissed from the post.

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10. To ask the Board of Directors to submit a written application to the Financial Services Authority for the implementation of the Fit and Proper Test of the appointed members of the Board of Commissioners and Directors as referred to in number 5.
11. To grant power of attorney with substitution rights to the Board of Directors of the Company to declare that the GMS decided in the form of a notary deed and before the Notary or authorized official, and made adjustments or corrections as required by the competent authority for the purposes of implementing the contents of the meeting resolutions.

Follow-up

1. Changes in the nomenclature of positions of the Company's Directors, from Director of Consumer and Retail Transaction to Director of Business and Networks.
2. Transfer of assignments of the Board of Directors and members of the Board of Commissioners.
3. Mr. Andrinof A. Chaniago obtained FSA approval for the Fit and Proper Test assessment as stated in the Decree of the FSA Board of Commissioners No. 41/ KDK.03/2020 dated June 17, 2020 and FSA Letter No. SR-163/PB.12/2020 dated June 19, 2020, and the appointment of the person concerned as Independent Deputy President Commissioner was declared effective as of June 23, 2020 as stated in Bank Mandiri Letter No. KPS/1106/2020 dated June 23, 2020.
4. Mr. Hery Gunardi obtained FSA approval for the Fit and Proper Test assessment as stated in the Decree of the FSA Board of Commissioners No. 27/KDK.03/2020 dated May 27, 2020 and FSA Letter No. SR-141/PB.12/2020 dated May 27, 2020, and the appointment of the person concerned as Deputy President Director would be declared effective as of May 29, 2020 as stated in Bank Mandiri Letter No. KPS/915/2020 dated May 29, 2020.
5. Mr. Muhamad Chatib Basri obtained FSA approval for the Fit and Proper Test assessment as stated in the Decree of the FSA Board of Commissioners No. 28/ KDK.03/2020 dated May 27, 2020 and FSA Letter No. SR-141/PB.12/2020 dated May 27, 2020, and the appointment of the person concerned as President/ Independent Commissioner was declared effective as of May 29, 2020 as stated in Bank Mandiri Letter No. KPS/915/2020 dated May 29, 2020.
6. Mrs. Nawal Nely obtained FSA approval for the Fit and Proper Test assessment as stated in the Decree of the FSA Board of Commissioners No. 62/KDK.03/2020 dated August 14, 2020 and FSA Letter No. SR-257/ PB.12/2020 dated August 19, 2020, as well as the appointment of the person concerned as a Member of the Board of Commissioners declared effective as of August 24, 2020 as stated in Bank Mandiri Letter No. KPS/1446/2020 dated August 24, 2020.
7. Mr. Faried Utomo obtained FSA approval for the Fit and Proper Test assessment as stated in the Decree of the FSA Board of Commissioners No. 55/KDK.03/2020 dated July 27, 2020 and FSA Letter No. SR-227/ PB.12/2020 dated July 30, 2020, and the appointment of the person concerned as a Member of the Board of Commissioners was declared effective as of August 4, 2020 as stated in Bank Mandiri Letter No. KPS/1356/2020 dated August 4, 2020.
8. Mr. Arif Budimanta obtained FSA approval for the Fit and Proper Test assessment as stated in the Decree of the FSA Board of Commissioners No. 56/ KDK.03/2020 dated July 27, 2020 and FSA Letter No. SR-227/ PB.12/2020 dated July 30, 2020, and the appointment of the person concerned as a Member of the Board of Commissioners was declared effective as of August 4, 2020 as stated in Bank Mandiri Letter No. KPS/1356/2020 dated August 4, 2020.
9. Mr. Boedi Armanto obtained FSA approval for the Fit and Proper Test assessment as stated in the Decree of the FSA Board of Commissioners No. 43/ KDK.03/2020 dated June 26, 2020 and FSA Letter No. SR-176/PB.12/2020 dated June 29, 2020, and the appointment of the person concerned as Independent Commissioner was declared effective as of July 3, 2020 as stated in Bank Mandiri Letter No. KPS/1241/2020 dated July 3, 2020.
10. Mrs. Loeke Larasati Agoestina obtained FSA approval for the Fit and Proper Test as stated in the Decree of the FSA Board of Commissioners No. 66/KDK.03/2020 dated August 28, 2020 and FSA Letter No. SR-277/PB.12/2020 dated September 1, 2020, and the appointment of the person concerned as Independent Commissioner was declared effective as of September 2, 2020 as stated in Bank Mandiri Letter No. KPS/1493/2020 dated September 2, 2020.



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11. Appointment of Mr. Ahmad Siddik Badruddin as Director of Risk Management for the second term;
12. Mr. Aquarius Rudianto obtained FSA approval for the Fit and Proper Test assessment as stated in the Decree of the FSA Board of Commissioners No. 67/KDK. 03/2020 dated August 28, 2020 and FSA Letter No. SR-277/PB.12/2020 dated September 1, 2020, and the appointment of the person concerned as Director of Business and Networks was declared effective as of September 2, 2020 as stated in Bank Mandiri Letter No. KPS/1493/2020 dated September 2, 2020.
13. The Board of Directors of Bank Mandiri took all necessary actions in relation to the decisions on this agenda in accordance with the prevailing laws and regulations.

Status : Realized

2020 Extraordinary GMS Implementation and Realization

The decision and realization of the Extraordinary General Meeting of Shareholders on 21 October 2020 are as follows.

Meeting Agenda

Changes in the Management Structure of the Company

Decision

Thus, the

The meeting with the most votes, which is 30.551.792.976 shares or represents 76,5101374% of the total votes issued in the Meeting decided:

1. Confirming the dismissal with respect to the following names as a member of the Board of Directors of the Company:
 - a. Mr. Royke Tumilaar as President Director of the Company, appointed based on the resolution of the 2015, Annual General Meeting of Shareholders, starting from September 2 2020;
 - b. Mr. Silvano Winston Rumantir as The Company's Director of Finance and Strategy, appointed based on the 2019, Extraordinary General Meeting of Shareholders Decree, as of September 2 2020; with gratitude for the contribution of energy and thoughts given during his tenure as a Member of the Board of Directors of the Company.
2. Respectfully dismiss the following names as members of the Board of Directors of the Company:
 - a. Mr. Hery Gunardi as Vice President Director;
 - b. Mr. Donsuwan Simatupang as Director of Institutional Relations; respectively appointed, based on the Resolution of the 2017 Annual General Meeting of Shareholders, with gratitude for the contribution of energy and thoughts given during his tenure as Members of the Board of Directors of the Company.
3. Change the nomenclature of the positions of members of the Board of Directors of the Company as follows:
 - a. Originally Director of Treasury, International Banking, and Special Asset Management became Director of Treasury and International Banking;
 - b. Originally The Director of Business and Network became Director of Network and Retail Banking.

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4. Transfer the assignment of the following names as the Board of Directors of the Company:
 - a. Mr. Darmawan Junaidi was originally Director of Treasury and International Banking as President Director;
 - b. Mrs. Alexandra Askandar was originally Director of Corporate Banking to become Vice President Director;
 - c. Mr. Aquarius Rudianto was originally Director of Business and Network to become Director of Network and Retail Banking;
 - d. Mr. Panji Irawan was originally Director of Operations as Director of Treasury and International Banking; respectively, based on the Resolution of the Extraordinary GMS in 2017, the Resolution of the Annual GMS for The Year of 2017, the Resolution of the Annual GMS for The Year of 2019 and the Annual GMS of The Year 2017, with the term of office continuing the remainder of their respective term of office, in accordance with the Resolutions of the GMS of the relevant appointment.
5. To appoint the following names as Members of the Board of Directors of the Company:
 - a. Mr. Sigit Prastowo as Director of Finance and Strategy;
 - b. Mrs. Susana Indah Kris as Director of Corporate Banking;
 - c. Mr. Toni Eko Boy Subari as Director of Operations;
 - d. Mr. Rohan Hafas as Director of Institutional Relations.
6. The term of office of the members of the Board of Commissioners and Board of Directors appointed as referred to in number 5, in accordance with the provisions of the Articles of Association of the Company, taking into account the laws and regulations in the capital market and without compromising the right of the GMS to dismiss at any time.
7. With the confirmation of dismissal, change of position nomenclature, transfer of duties, and appointment of Members of the Board of Directors of the Company as referred to in numbers 1, 2, 3, 4 and 5, the composition of the Board of Directors of the Company becomes as follows:

Board of Directors

 - a. President Director: Mr. Darmawan Junaidi
 - b. Vice President Director: Mrs. Alexandra Askandar
 - c. Director of Risk Management: Mr. Ahmad Siddik Badruddin
 - d. Director of Information Technology: Mr. Rico Usthavia Frans
 - e. Director of Compliance and Human Resources: Bpk. Agus Dwi Handaya
 - f. Director of Treasury and International Banking: Mr. Panji Irawan
 - g. Director of Commercial Banking: Mr. Riduan
 - h. Director of Network and Retail Banking: Mr. Aquarius Rudianto
 - i. Director of Operations: Mr. Toni Eko Boy Subari
 - j. Director of Institutional Relations: Mr. Rohan Hafas
 - k. Director of Corporate Banking: Mrs. Susana Indah Kris
 - l. Director of Finance and Strategy: Mr. Sigit Prastowo
8. Members of the BOD appointed as referred to in number 5 can 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 appointed as referred to in number 5 who are still serving in other positions prohibited by the law to be held with the position of members of the Board of Directors of State-Owned Enterprises, then the concerned party must resign or be dismissed from his/her position.
10. To grant power of attorney with substitution rights to the Board of Directors of the Company to declare the decision of this GMS in the form of Notarial deed and to the notary public or authorized officials, and to make adjustments or improvements necessary if required by the authorized parties for the purposes of implementing the contents of the meeting decision.



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Follow up

1. Change in nomenclature of Members of the Company Board of Directors.
2. Mr. Darmawan Junaidi has obtained OJK approval for the assessment of Capability and Propriety Test as stated in the Decree of the OJK Board of Commissioners No. 109/KDK.03/2020 dated December 21 2020 and OJK Letter No. SR-415/PB.12/2020 dated December 22 2020, as well as the appointment of the president director effective as of December 23 2020 as stated in Bank Mandiri Letter No. HBK. CSC/CMA.1107/2020 dated December 23 2020.
3. Mrs. Alexandra Askandar has obtained OJK approval for the assessment of Capability and Propriety Test as stated in the Ojk Board of Commissioners Decree No. 108/KDK.03/2020 dated December 21 2020 and OJK Letter No. SR-415/PB.12/2020 dated December 22 2020, and the appointment of the relevant Vice President Director is effective as of December 23 2020 as stated in Bank Mandiri Letter No. HBK. CSC/CMA.1107/2020 dated December 23 2020.
4. Mr. Toni Eko Boy Subari has obtained OJK approval for the assessment of Capability and Propriety Test as stated in the Decree of the OJK Board of Commissioners No. 1/KDK.03/2021 dated January 12 2021 and OJK Letter No. SR-8/PB.12/2021 dated January 14 2021, as well as the appointment of the relevant Director of Operations was declared effective as of January 15 2021 as stated in Bank Mandiri Letter No. KPS/51/2021 dated January 15 2021.
5. Mr. Sigit Prastowo has obtained OJK approval for the assessment of Capability and Propriety Test as stated in the Decree of the OJK Board of Commissioners No. 110/KDK.03/2020 dated 23 December 2020 and OJK Letter No. SR-422/PB.12/2020 dated December 23 2020) as Director of Finance and Strategy, as well as the appointment of the concerned Director are declared effective as of December 23 2020 as stated in Mandiri Bank Letter No. HBK. CSC/CMA.1111/2020 dated December 28 2020.
6. Mr. Rohan Hafas has obtained OJK approval for the assessment of Capability and Propriety Test as stated in the Decree of the OJK Board of Commissioners No. 111/KDK.03/2020 dated December 23 2020 and OJK Letter No. SR-422/PB.12/2020 dated December 23 2020) as Director of Institutional Relations, as well as the appointment of the concerned Director effective as of December 23 2020 as stated in Bank Mandiri Letter No. HBK. CSC/CMA.1111/2020 dated December 28 2020.
7. The addition of nomenclature of the composition structure of the members of the Board of Directors has been implemented.
8. The Board of Directors of Bank Mandiri has taken all necessary actions related to the decision of this event in accordance with the prevailing laws and regulations.

Status: Realized