



GENERAL MEETING OF SHAREHOLDERS

As a Limited Liabilities Company, the General Meeting of Shareholders (GMS) is the highest organ in the Company with the rights and authorities not delegated to the Board of Commissioners and Board of Directors within the limit as specified in the regulations and Articles of Association of the Company.

In addition, the GMS also serves as a communication forum between the Board of Directors and Board of Commissioners, as well as the Company's shareholders in the form of discussion for all present shareholders in every GMS agenda. Implementation of GMS in Bank Mandiri refers to the following regulations:

1. Law No. 40 of 2007 concerning Limited Liability Company.
2. Financial Services Authority Regulation OJK No. 15/POJK.04/2020 concerning the Plan and Implementation of General Meeting of Shareholders of a Public Company.
3. OJK Regulation OJK No. 16/POJK.04/2020 concerning the Electronic Implementation of General Meeting of Shareholders of a Public Company.

Quorum Provision

The quorum provisions regarding the attendance and resolutions of GMS, in relation to matters that must be resolved, were executed as follows:

1. The meeting is attended by shareholders who represent more than 1/2 (one half) of the entire shares with valid voting rights, and resolutions are valid when agreed by more than 1/2 (one half) of the entire number of shares with voting rights which were present in the Meeting, unless the Law and/or Articles of Association of the Company determines a higher quorum.
2. In the event that presence quorum as specified is not achieved, the second GMS is valid and is entitled to make binding resolutions when attended by shareholders who represent minimum 1/3 (one third) of the entire shares with valid voting rights, and resolutions are valid when agreed by more than 1/2 (one half) of the entire number of shares with voting rights which were present in the Meeting, unless the Law and/or Articles of Association of the Company determines a higher quorum.

3. In the event that attendance rate of the second GMS as specified is not achieved, the third GMS can be held under the condition that it is valid and is entitled to make decisions when attended by shareholders of shares with valid voting rights, within a presence quorum and requirement to make decision that are determined by Financial Services Authority at the Company's request.

Decision Making Mechanism

The decision making mechanism in the meeting is conducted by deliberation to reach consensus. But if deliberation for consensus was not reached, then the decision making in the Meeting is conducted through voting. Voting is carried out verbally with shareholders who vote disagree or abstain being asked to submit the sound card. For the first to the eight meeting agenda, voting is carried out openly. As for the ninth meeting agenda, voting is carried out with a closed letter that is not signed and all shareholders present the voting card. Voting is done with a sound card the calculation is done electronically.

Process of GMS Implementation and Voting

