



## GENERAL MEETING OF SHAREHOLDERS

### 2020 ANNUAL GMS IMPLEMENTATION AND REALIZATION

In 2020, the Company held 2 (two) GMS, the Annual GMS, which was held on February 19 2020, at the Plaza Mandiri Auditorium, Jakarta. The Annual GMS was carried out with the following results and realizations:

#### Decision and Realization of the 2020 Annual General Meeting of Shareholders

##### First Meeting Agenda

Approval of the Annual Report and Ratification of the Company's Consolidated Financial Statements, Approval of the Supervisory Report of the Board of Commissioners and Ratification of the Annual Report on the Implementation of the Partnership and Community Development Program for the financial year ending December 31, 2019, as well as granting full payment and discharge of responsibility (volledig acquit et de charge ) to the Board of Directors for the management of the Company and the Board of Commissioners for the Company's supervisory actions that had been carried out during the 2019 Financial Year.

##### Decision

Therefore:

Meeting with the most votes, namely 40,266,916,451 shares or representing 99.9916122% of the total number of votes cast in the Meeting decided:

1. Approving the Company's Annual Report including the approval of the Supervisory Task Report that had been carried out by the Company's Board of Commissioners for the Fiscal Year ending on December 31, 2019, and ratify the Company's Consolidated Financial Statements for the Financial Year ending on 21-12-2019 which had been audited by Public Accountant Firm Purwantono, Sungkoro & Surja according to their report Number 00018/2.1032/AU.1/07/0685- 2/1/I/2020 dated January 23, 2020 with a fair audit opinion in all material matters.
2. Ratifying the Annual Report on the Implementation of the Company's Partnership and Community Development Program for the Financial Year ending on 31-12-2019 which has been audited by Purwantono, Sungkoro & Surja Public Accountants Office according to its report Number 00076/2.1032/AU.2/10/0685-2/1/II/2020 dated February 14, 2020 with fair audit opinion in all material respects.
3. For the approval of the Company's Annual Report and Supervisory Task Report that had been carried out by the Board of Commissioners for the Financial Year ending on 31-12-2019, as well as the approval of the Company's Consolidated Financial Statements and the Company's Consolidated Financial Statements and the Annual Report on the Implementation of the Partnership and Development Program For the Company's Environment for the Financial Year ending on 31-12-2019, the meeting provided full repayment and release of responsibility (volledig acquit et de charge) to all members of the Board of Directors and Board of Commissioners of the Company for management and supervision actions that have been carried out during the current Financial Year. ended on 31-12-2019, as long as the act was not a criminal act and the action was reflected in the Company's Annual Report, Consolidated Financial Statements of the Company and the Annual Report on the Implementation of the Company's Partnership and Community Development Program for the Financial Year ending on 31-12- 20 19.
4. Repayment and discharge of the said responsibility were also given to:
  - a. Mr. Askolani, from 1-1-2019 to 28-8-2019 served as a member of the Board of Commissioners of the Company.
  - b. Mr. Kartika Wirjoatmodjo who from 1-1-2019 until 25-10-2019 served as a member of the Company's Board of Directors.
  - c. Mr. Imam Apriyanto Putro who served as a member of the Company's Board of Commissioners from 1-1-2019 to 18-11-2019.
  - d. Mr. Hartadi Agus Sarwono, pour Bangun Sarwito Kusmulyono and Mr. Goei Siau Hong who from 1-1-2019 to 9-12-2019 served as members of the Company's Board of Commissioners.

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### Follow up:

Financial Reports and Annual Reports had been submitted to the FSA and the Indonesia Stock Exchange with the following information:

1. Submission of Financial Statements
  - Submission of these reports was also done through the FSA Electronic Reporting System and the Indonesia Stock Exchange.
2. Submission of the Annual Report
  - Submitted to FSA through Letter No. BSJ.CSC/CMA/113/2020 dated January 28, 2020 and the report was copied to the Indonesia Stock Exchange.
  - Submission of annual reports was also done through the FSA Electronic Reporting System and the Indonesia Stock Exchange.

**Status :** Realized

### Second Meeting Agenda

Approval of the Use of the Company's Net Profits for the 2019 Financial Year.

#### Decision

Therefore:

The meeting with the most votes, namely 39,961,837,627 shares or 99.2340344% of the total votes cast in the Meeting decided:

To approve and determine the use of the Company's Net Profits for the Financial Year ending on December 31, 2019 amounting to IDR27,482,133,229,323.20 (twenty-seven trillion four hundred eighty-two billion one hundred thirty-three million two hundred twenty-nine thousand three hundred and two thirty three rupiahs and twenty cents) as follows:

1. As much as 60% of the Company's net profit for the financial year 2019 or in the amount of IDR16,489,279,937,593.92 (sixteen trillion four hundred eighty- nine billion two hundred seventy-nine million nine hundred thirty-seven thousand five hundred ninety-three rupiah and ninety-two cents) distributed as cash dividends to shareholders and special dividends for the Government/State of the Republic of Indonesia for ownership of 60% shares amounting to IDR9,893,567,936,000.00 (nine trillion eight hundred ninety-three billion five hundred sixty-seven million nine hundred thirty six thousand rupiah) will be deposited into the State General Treasury Account.
2. To grant power and authority to the Board of Directors of the Company to regulate the procedure and implementation of the cash dividend payment and subsequently announce it in accordance with applicable regulations.
3. As much as 40% or IDR10,992,853,291,729.28 (ten trillion nine hundred ninety-two billion eight hundred fifty-three million two hundred ninety-one thousand seven hundred twenty-nine rupiah and twenty-eight cents) was determined as Retained Earnings.

### Follow-up

Bank Mandiri announced the schedule and procedures for the distribution of dividends for the 2019 financial year on March 4, 2020 and paid cash dividends to shareholders on March 20, 2020 and March 27, 2020.

**Status :** Realized

### Third Meeting Agenda

Determination of the remuneration (salary/honorarium, facilities, allowances, and other benefits) for the 2020 financial year and the 2019 financial year bonus for the Company's Directors and Board of Commissioners.



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### Decision

Therefore:

The meeting with the most votes, namely 39,135,505,909 shares or representing 97.1820709% of the total votes cast in the Meeting decided:

1. Giving authority and power to the Series A Dwiwarna Shareholders of the Company to determine the amount of tantiem for the financial year ending on December 31, 2019, as well as determining the honorarium, allowances, facilities and other benefits for members of the Company's Board of Commissioners for the 2020 financial year.
2. Giving authority and power to the Board of Commissioners of the Company by first obtaining written approval from the Series A Dwiwarna Shareholder to determine the amount of tantiem for the financial year ending on December 31, 2019, as well as to determine the salary, allowances, facilities and other benefits for members of the Company's Board of Directors for the 2020 financial year.

### Follow-up

Determining salaries for members of the Board of Directors and honoraria for members of the Board of Commissioners, and provision of allowances, facilities and/or other benefits for the 2020 financial year, as well as determining tantiem for the performance of members of the Board of Directors and Board of Commissioners for the financial year ending on December 31, 2019 had been carried out by the Board of Commissioners by first obtaining approval from the Ministry of SOEs.

**Status :** Realized

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### Fourth Meeting Agenda

Determination of a Public Accountant Firm (KAP) to audit the Company's Financial Statements and Annual Report on the Implementation of the Partnership and Community Development Program for 2020.

### Decision

Therefore:

The meeting with the most votes, namely 39,136,157,231 shares or 97.1836883% of the total votes cast in the Meeting decided to approve:

1. To appoint Purwantono, Sungkoro & Surja Public Accountants Firm as a Public Accounting Firm that would audit the Company's Consolidated Financial Statements and Financial Statements for the Implementation of the Company's Partnership and Community Development Program for the financial year ending on December 31, 2020.
2. To give power to the Board of Commissioners of the Company to determine the honorarium and other requirements for the Public Accounting Firm, as well as assign a replacement Public Accountant Firm in the case of Purwantono, Sungkoro & Surja Public Accountants Firm, for whatever reason it could not complete the audit of the Company's Consolidated Financial Statements and Reports. Finance Implementation of the Company's Partnership and Community Development Program for the financial year ending on December 31, 2020.

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### 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.