

**CODE OF CONDUCT
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
PT BANK NEGARA INDONESIA (Persero) Tbk
Jakarta, August 31, 2022**

1. The Extraordinary General Meeting of Shareholders (hereinafter referred to as the “**Meeting**”) of PT Bank Negara Indonesia (Persero) Tbk (hereinafter referred to as the “**Company**”) will be held in Indonesian on:

Day/date : Wednesday, August 31, 2022
Time : 14.00 WIB – Finished
Place : Ballroom – Menara BNI Lt. 6
Jalan Pejompongan Raya No. 7
Bendungan Hilir, Central Jakarta

This meeting was held physically and electronically according to Article 11 Financial Services Authority Regulation No. 15/POJK.04/2020 concerning the Plan and Organizing of the General Meeting of Shareholders of a Public Company (“**POJK 15/2020**”), Article 3 Financial Services Authority Regulation No. 16/POJK.04/2020 concerning the Electronic Implementation of the General Meeting of Shareholders of Public Companies (“**POJK 16/2020**”), and the Company's Articles of Association.

2. Chairperson of the Meeting

- a. The Chairperson of the Meeting is a member of the Board of Commissioners appointed by the Board of Commissioners. If all members of the Board of Commissioners are absent or unable to attend, the Meeting shall be chaired by a member of the Board of Directors appointed by the Board of Directors. If all members of the Board of Commissioners or members of the Board of Directors are absent or unable to attend, the Meeting shall be chaired by the Shareholders present at the Meeting appointed from and by the participants of the Meeting.
- b. The Chairperson of the Meeting is responsible for the smooth running of the Meeting. If there are parties who are not in an orderly manner in the Meeting so that it interferes with the conduct of the Meeting, the Chairperson of the Meeting has the right to take decisive action as needed.
- c. The Chairperson of the Meeting has the right to take steps that are deemed necessary, including but not limited to deciding the Meeting procedures that have not been regulated or have not been sufficiently regulated in these Rules.
- d. If a member of the Board of Commissioners appointed by the Board of Commissioners to chair the Meeting has a conflict of interest with the Agenda to be decided at the Meeting, the Meeting shall be chaired by another member of the Board of Commissioners who does not have a conflict of interest appointed by the Board of Commissioners.
- e. If all members of the Board of Commissioners have a conflict of interest, the Meeting shall be chaired by a member of the Board of Directors appointed by the Board of Directors. If a member of the Board of Directors appointed by the Board of Directors to chair the Meeting has a conflict of interest on the Agenda to be decided at the Meeting, the Meeting shall be chaired by a member of the Board of Directors who does not have a conflict of interest.
- f. If all members of the Board of Directors have a conflict of interest, the Meeting shall be chaired by a non-controlling Shareholder who is elected by the majority of the other Shareholders present at the Meeting.

3. Meeting Participant

- a. Those entitled to participate in the Meeting are Shareholders whose names are recorded in the Company's Register of Shareholders on August 8, 2022 until 16.15 WIB or their legal proxies.
- b. Shareholders or their legal proxies who come after the closing of the registration period can still attend the Meeting but their votes are not counted and cannot ask questions or opinions in the question and answer session.
- c. Meeting participants are required to follow and comply with the security and health protocols that apply at the Meeting venue.

4. Meeting Participant Restrictions

- a. The Company will limit the number of Shareholders who are physically present and urge Shareholders to attend the Meeting electronically or provide their power of attorney electronically through the KSEI Electronic General Meeting System facility (hereinafter referred to as "eASY.KSEI") through the website <https://akses.ksei.co.id> or give written authorization to an Independent Party appointed by the Company.
- b. The Company has appointed an Independent Party to act and represent the Shareholders in submitting votes and questions at the Meeting.
- c. The Independent Party appointed by the Company is a representative from the Company's Securities Administration Bureau, PT Datindo Entrycom, having its address at Jl. Hayam Wuruk No. 28, Jakarta, 10120.
- d. For the health and safety of all Parties, the Company may prohibit the Shareholders or their Proxies from attending/entering the building area or being in the Meeting room where the Meeting is being held, in the event that the Shareholders or their Proxies do not comply with the required safety and health protocols, and if there are certain conditions that According to the Company's considerations, it is necessary to do this as a form of implementing health and order protocols.
- e. Shareholders who have been present at the Meeting venue but are prohibited from attending or unable to enter the Meeting room due to the reasons stated in this Code of Conduct, may exercise their rights by granting power of attorney (to attend and cast their votes in each Meeting Agenda) to an Independent Party who appointed by the Company, by filling out and signing the Power of Attorney form provided by the Company at the Meeting venue.

5. Letter of Proxy

Shareholders may appoint Their Proxies to attend the Meeting, with the following conditions:

- a. Shareholders may grant their letter of proxy to other parties as designated by them subject to form and substances as determined by the Company that can be downloaded on the Company's website; or
- b. Shareholders may grant their letter of proxy through eASY.KSEI provided by KSEI as an electronic letter of proxy granting mechanism in the process of performing the Meeting (hereinafter referred to as "**e-Proxy**").

6. Invitation to Other Parties by the Company

- a. The Company may invite other parties related to the items on the Agenda of the Meeting.
- b. Other Parties as referred to in point a above do not have the rights to raise questions and/or express opinions and/or to cast vote in the Meeting.

7. Health and Safety Protocols at the Meeting Place

According to Minister of Health Decree No. HK.01.07/MENKES/382/2020 on Health Protocols for Communities In Public Places and Facilities In The Context Of Prevention And Control of Covid-19, Shareholders or the proxies who will remain physically present at the Meeting, must follow and pass the safety and health protocols applicable at the Meeting venue, as follows:

- a. Use a mask.
 - b. Detection and monitoring of body temperature to ensure that the Shareholders or Shareholders' Proxies have a normal body temperature (not more than 37.5°C) and are not having symptoms of cough, runny nose, sore throat.
 - c. Bring Certificate (print-out/PDF document) Rapid Antigen Test (non-reactive) (on the day of the Meeting) or PCR Swab Test (negative) Covid-19 1 (one) day before the Meeting) obtained from the hospital doctor, health center, or clinic.
 - d. Show proof of certificate having carried out the Covid-19 vaccination through the Peduli Protect application in accordance with applicable regulations.
 - e. Following the direction of the meeting committee in implementing physical distancing policies at the meeting place, either before the meeting begins, during the meeting, or after the meeting is over.
 - f. The Company will announce if there are changes and/or additional information regarding the procedures for conducting the Meeting by referring to the latest conditions and developments regarding integrated handling and control to prevent the spread of Covid-19.
8. During the Meeting, Meeting Participants are expected to follow the Meeting in an orderly manner by not activating or applying silent mode or airplane mode on the mobile phone and/or other electronic devices that may interfere with the Meeting.
9. The Quorum of attendance and resolution
- a. The First Agenda is the Company's Performance Presentation, in the First Agenda there is no decision-making session.
 - b. Provisions for Quorum of Attendance and Quorum of Decisions for the Second Meeting Agenda are the Meeting attended by the Series A Dwiwarna Shareholder and other Shareholders and/or their legal representatives who together represent more than (one half) of the total shares with valid voting rights, and the decision must be approved by the Series A Dwiwarna Shareholder and other Shareholders and/or their legal representatives who together represent more than (one half) of the total shares with valid voting rights. attend the meeting.
10. Discussion of the Meeting Agenda is performed with the following mechanisms:
- a. Meeting Chairman will open, chair the Meeting and close the Meeting.

- b. Meeting Chairman may request for assistance of members of the Board of Commissioners or members of the Board of Directors or parties appointed by members of the Board of Directors to convey explanations in the Agenda of the Meeting.

11. Procedure for Asking Questions and/or Giving Opinions

- a. For the First Agenda which is the presentation of the Company's Performance, there is no question and answer session or the delivery of opinions.
- b. The only parties who are entitled to ask questions and/or opinions in the Meeting are the Shareholders or the Shareholders' Proxies.
- c. Shareholders or Shareholders' Proxies who are physically present and wish to ask questions and/or opinions, are asked to raise their hands, and submit the completed question form to the officer to be subsequently submitted to the Notary to be checked for validity and relevance to the Agenda discussed, and then submitted to the Chairperson of the Meeting for reading.
- d. Shareholders who attend electronically can submit questions and/or opinions through the eASY.KSEI system in writing through the features available in the system.
- e. The Chairperson of the Meeting has the right not to answer or not to respond to questions that are not directly related to the Meeting Agenda.
- f. The Chairperson of the Meeting has the right to appoint members of the Board of Directors, Board of Commissioners, and/or other parties to answer or respond to questions and/or opinions submitted by the Shareholders or the Shareholders' Proxies.
- g. The Chairperson of the Meeting has the right to do whatever is necessary for the smoothness and orderliness of the Meeting.

12. The Mechanism for Voting Procedure

- a. Regarding the First Agenda which is the presentation of the Company's Performance, there is no decision making.
- b. Decisions on the Second Agenda are taken based on deliberation for consensus.
- c. In the event that a decision based on deliberation for consensus is not reached, the decision on the Second Agenda is taken based on voting.
- d. In the voting, the Shareholders or their legal proxies who cast abstention or disapproval votes are asked to raise their hands and submit their voting cards to the officers. Shareholders or their proxies who do not raise their hands are deemed to have approved the proposals submitted in connection with the Meeting Agenda being discussed.
- e. Shareholders with voting rights who attend the Meeting but abstain are deemed to have cast the same vote as the majority vote.
- f. Shareholders who take part in the Meeting electronically are welcome to submit their votes via e-Voting in the eASY.KSEI system (hereinafter referred to as "e-Voting").
- g. For Shareholders whose attendance is carried out through the granting of power of attorney using an e-Proxy, the voting process from the Shareholders is carried out in accordance with the provisions and procedures applicable to the eASY.KSEI system.
- h. After the votes are counted, and reported by the Notary, the Chairperson of the Meeting will announce the results of the Meeting's decision from the voting.

- i. Matters that occur during the Meeting and have not been regulated in this Code of Conduct, the arrangements will be determined by the Chairperson of the Meeting by taking into account the Company's Articles of Association and the applicable provisions.

13. Others

This Code of Conduct is made in accordance with the provisions of the Company's Articles of Association and the provisions of the applicable laws and regulations. Matters that occur during the Meeting and which have not been regulated in this order will be determined by the Chairperson of the Meeting by observing the Company's Articles of Association and the applicable regulatory provisions.