

**ANNOUNCEMENT  
SUMMARY OF MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF  
SHAREHOLDERS YEAR 2023  
PT BANK NEGARA INDONESIA (PERSERO) Tbk**

The Board of Directors of PT Bank Negara Indonesia (Persero) Tbk (the “**Company**”) hereby notifies the Shareholders that the Company has held the Extraordinary General Meeting of Shareholders Year 2023 (the “**Meeting**”) as follows:

**A. Day/Date, Place, Time, and Meeting Agenda**

- Date and time : Tuesday, September 19<sup>th</sup>, 2023  
The place : Ballroom – Menara BNI  
Jalan Pejompong Raya Number 7  
Bendungan Hilir, Central Jakarta  
Time : 2.19 p.m. to 2.55 p.m.  
Meeting Agenda : 1. Approval for the Stock Split plan and amendments to Article 4 of the Company's Articles of Association concerning the Company's Capital;  
2. Change to the Composition of the Company's Management.

**B. Chairperson of the Meeting and Attendance of the Company's Board of Commissioners and Directors**

The meeting was chaired by Mr. Agus Dermawan Wintarto Martowardojo (President Commissioner/Independent Commissioner) according to the letter of the Board of Commissioners Number DK/98 dated August 18<sup>th</sup>, 2023, and was attended by the following members of the Board of Commissioners and Board of Directors:

**Board of Commissioners**

- |  |                                       |
|--|---------------------------------------|
| President Commissioner/Independent Commissioner      | : Agus Dermawan Wintarto Martowardojo |
| Vice President Commissioner/Independent Commissioner | : Pradjoto                            |
| Independent Commissioner                             | : Sigit Widyawan                      |
| Commissioner   | : Askolani*                           |
| Independent Commissioner                             | : Asmawi Syam                         |
| Commissioner   | : Susyanto                            |
| Independent Commissioner                             | : Iman Sugema                         |
| Independent Commissioner                             | : Septian Hario Seto*                 |
| Independent Commissioner                             | : Erwin Rijanto Slamet                |
| Commissioner   | : Fadlansyah Lubis                    |
| Commissioner   | : Robertus Billitea                   |

**Directors**

President Director	:	Royke Tumilaar
Deputy President Director	:	Adi Sulistyowati
Finance Director	:	Novita Widya Anggraini
Digital and Integrated Transaction Banking Director	:	Corina Leyla Karnalies
Enterprise and Commercial Banking Director	:	Sis Apik Wijayanto
Risk Management Director	:	David Pirzada
Wholesale and International Banking Director	:	Silvano Winston Rumantir
Network and Services Director	:	Ronny Venir
Institutional Banking Director	:	Muhammad Iqbal
Retail Banking Director	:	Putrama Wahyu Setyawan
Human Capital and Compliance Director	:	Mucharom
Technology and Operations Director	:	Toto Prasetyo

**Information:**

\*) Presented electronically

**C. Shareholders Presence**

The shares presented and/or contested at the Meeting was 15,783,005,488 shares, including series A Dwiwarna shares or equivalent of 84.7255062% of the total number of shares with valid voting rights that the Company excluding shares that have been buybacked and stored in Treasury Stock.

**D. Meeting Decision-Making Mechanism**

1. The First item on the Agenda refer to the provisions of Article 40 paragraph (1) and Article 42 letter a and b of the Regulation of the Financial Services Authority Number 15/POJK.04/2020 concerning the Planning and Implementation of the General Meeting of Shareholders of Public Companies ("**POJK 15**") in conjunction with Article 25 paragraph (5) letter a of the Company's Articles of Association, which regulates that the resolution must be approved by the Series A Dwiwarna shareholder and other shareholders and/or their legal representatives who represent more than 2/3 (two-thirds) of the total number of shares with voting rights present at the Meeting.
2. The Second item on the Agenda refer to the provisions of Article 40 paragraph (1) and Article 42 letter b of the POJK 15 in conjunction with Article 25 paragraph (4) letter a of the Company's Articles of Association, which regulates that the resolution shall be made if it is approved by the Dwiwarna A Series Shareholders and other Shareholders and/or their lawful proxy holders jointly representing more than 1/2 (one half) of the total shares with lawful voting right who are present in the Meeting.

#### E. Independent Vote Counter

The counting of votes for the basis for making decisions on the Meeting is carried out by PT Datindo Entrycom as the Securities Administration Bureau. Furthermore, the votes were validated by Ashoya Ratam, S.H., M.Kn., Notary in Jakarta.

#### F. Opportunity to Ask Questions and/or Opinions

Shareholders have been allowed to ask questions and/or respond to each Meeting Agenda. In the Meeting, no questions and/or responses submitted throughout the Agenda.

#### G. Voting Results in the Meeting

The results of decision-making through voting, which included through the KSEI system is as follows:

Agenda	Affirmative (Including Dwiwarna A Series Share)	Dissenting	Abstain	Total Affirmative*
<b>First</b>	15,751,114,072 votes or 99.7979383% of all shares with valid voting rights present at the Meeting.	4,400 votes or 0.0000279% of all shares with valid voting rights present at the Meeting.	31,887,016 votes or 0.2020339% of all shares with valid voting rights present at the Meeting.	15,783,001,088 votes, or 99.9999721% of all shares with valid voting rights present at the Meeting.
<b>Second</b>	12,076,429,223 votes or 76.5153965% of all shares with valid voting rights present at the Meeting.	3,668,994,749 votes or 23.2464897% of all shares with valid voting rights present at the Meeting.	37,581,516 votes or 0.2381138% of all shares with valid voting rights present at the Meeting.	12,114,010,739 votes or 76.7535103% of all shares with valid voting rights present at the Meeting.

#### Information:

\*) In accordance with the Company's Articles of Association and POJK 15, Shareholders with voting rights who attend the Meeting but abstain are deemed to have cast the same vote as the majority vote. Therefore, according to the calculation system of PT Kustodian Sentral Efek Indonesia and the Securities Administration Bureau, the number of Abstain votes is added to the Affirmative vote.

## H. Meeting Resolutions

The results of the Meeting's decisions are written in the Minutes of Meeting Number 17 dated September 19<sup>th</sup>, 2023, made by Ashoya Ratam, S.H., M.Kn., Notary in Jakarta, which in essence decided as follows:

### FIRST AGENDA

1. Approved the implementation of the Company's Stock Split with a ratio of 1:2 (one to two) so that:
  - a. Nominal value per Series A Dwiwarna Share and Series B from IDR 7,500 (seven thousand five hundred rupiahs) to IDR 3,750 (three thousand seven hundred and fifty rupiahs), provided that:
    - i. 1 (one) Series A Dwiwarna share is retained as Series A Dwiwarna share owned by the Republic of Indonesia with a nominal value of IDR 3,750 (three thousand seven hundred and fifty rupiahs); and
    - ii. 1 (one) Series A Dwiwarna share becomes 1 (one) Series B share owned by the Republic of Indonesia with a nominal value of IDR 3,750 per share;
  - b. Nominal value per Series C Share from IDR 375 (three hundred seventy-five rupiah) to IDR 187.5 (one hundred eighty-seven-point five rupiah).
2. In connection with the Stock Split of the Company, then agree to the amendments to Article 4 paragraphs (1) and (2) of the Articles of Association as follows:

#### CAPITAL

##### Article 4

- (1). *The authorized capital of this Company is IDR 15,000,000,000,000.00 (fifteen trillion rupiah), which is divided into:*
  - a. *1 (one) series A Dwiwarna share, with a nominal value of IDR 3,750.00 (three thousand seven hundred and fifty rupiah);*
  - b. *578,683,733 (five hundred seventy-eight million six hundred eighty-three thousand seven hundred thirty-three) series B shares, each share with a nominal value of Rp. 3,750.00 (three thousand seven hundred and fifty rupiahs); And*
  - c. *68,426,325,320 (sixty-eight billion four hundred twenty-six million three hundred twenty-five thousand three hundred and twenty) series C shares, each share with a nominal value of Rp. 187.50 (one hundred eighty-seven point five zero rupiah);*
- (2). *Of the Authorized Capital, approximately 54.05% (fifty-four point zero five percent) or a total of 37,297,312,916 (thirty-seven billion two hundred ninety-seven million three hundred twelve thousand nine) has been placed, taken part, and paid up. hundred and sixteen) shares with a total nominal value of Rp. 9,054,806,974,125.00 (nine trillion fifty-four billion*

*eight hundred six million nine hundred seventy-four thousand one hundred twenty-five rupiah) consisting of:*

- a. *1 (one) series A Dwiwarna share with a nominal value of IDR 3,750.00 (three thousand seven hundred and fifty rupiah);*
  - b. *578,683,733 (five hundred seventy-eight million six hundred eighty-three thousand seven hundred thirty-three) series B shares, with a total nominal value of Rp. 2,170,063,998,750.00 (two trillion one hundred seventy billion sixty-three million nine one hundred ninety-eight thousand seven hundred and fifty rupiahs);*
  - c. *36,718,629,182 (thirty-six billion seven hundred eighteen million six hundred twenty-nine thousand one hundred eighty-two) series C shares, with a total nominal value of Rp. 6,884,742,971,625.00 (six trillion eight hundred eighty-four billion seven hundred forty-two million nine hundred seventy-one thousand six hundred and twenty-five rupiah).*
3. Approved granting authority and power to the Board of Directors of the Company, with the right of substitution, to take any and every action necessary in connection with the implementation of the Company's Stock Split, including but not limited to arranging and determining the procedure and schedule for the implementation of the split of the nominal value of shares (Stock Split) in accordance with laws and regulations in the field of Capital Markets, to declare/pour out the decision in a deed drawn up before a Notary, including stating the composition of the Company's shareholders (if necessary), and/or amendments to the Company's Articles of Association in the resolutions of this Meeting to the competent authority, as well as take all and any necessary actions in accordance with the regulations and the applicable regulations.

## **SECOND AGENDA**

1. Respectfully dismissing Mr. Agus Dermawan Wintarto Martowardojo as President Commissioner/Independent Commissioner of the Company, who was appointed based on the Resolution of the Annual GMS for the 2019 Fiscal Year dated 20 February 2020, starting from the closing of the GMS, with thanks for the contribution of energy and thoughts given while serving as Management of the Company.
2. Transfer your assignment. Pradjoto, originally as Deputy President Commissioner/Independent Commissioner, became President Commissioner/Independent Commissioner of the Company who was appointed based on the 2019 Annual GMS Decision dated 20 February 2020, with a term of office continuing for the remainder of his term of office in accordance with the relevant GMS Decision for appointment.
3. Appoint Mr. Pahala Nugraha Mansury as Deputy President Commissioner of the Company.

4. The term of office of the appointed members of the Board of Commissioners, as referred to in number 3, is in accordance with the provisions of the Company's Articles of Association, considering the laws and regulations in the Capital Market sector and without reducing the GMS's right to dismiss them at any time.
5. With the dismissal, transfer of duties, and appointment of members of the Company's Board of Commissioners as referred to in numbers 1, 2, and 3, the composition of the members of the Company's Board of Commissioners will be as follows:
 

1) President Commissioner/Independent Commissioner	: Pradjoto
2) Vice President Commissioner	: Pahala Nugraha Mansury
3) Commissioner	: Askolani
4) Commissioner	: Susyanto
5) Commissioner	: Fadlansyah Lubis
6) Commissioner	: Robertus Billitea
7) Independent Commissioner	: Erwin Rijanto
8) Independent Commissioner	: Sigit Widyawan
9) Independent Commissioner	: Asmawi Syam
10) Independent Commissioner	: Septian Hario Seto
11) Independent Commissioner	: Iman Sugema
6. Members of the Board of Commissioners who are transferred, as referred to in number 2, and appointed, as referred to in number 3, can only carry out their duties after obtaining approval from the Financial Services Authority (OJK) for the Fit & Proper Test and complying with the applicable laws and regulations. In the event that the said member of the Board of Commissioners is later declared not approved as a member of the Board of Commissioners in the Fit & Proper Test by the OJK, then the member of the Board of Commissioners is honorably dismissed from the date of the decision on the results of the Fit & Proper Test) OJK in question.
7. Request the Board of Directors to submit a written request to the Financial Services Authority to carry out a Fit & Proper Test for members of the Board of Commissioners who are transferred as referred to in number 2 and appointed as referred to in number 3.
8. Members of the Board of Commissioners appointed, as referred to in number 3, who are still serving in other positions which are prohibited by statutory regulations from holding concurrent positions as members of the Board of Commissioners in State-Owned Enterprises, then the person concerned must resign or be dismissed from their position.
9. Grant power of attorney with the right of substitution to the Company's Directors to state the decisions of this GMS in the form of a Notarial Deed and appear before a Notary or

authorized official and make necessary adjustments or corrections if required by the authorized party for the purposes of implementing the contents of the meeting's decisions.

**Jakarta, September 20, 2023**  
**PT Bank Negara Indonesia (Persero) Tbk**  
**Board of Director**