

INVITATION FOR SHAREHOLDERS MEETING OF PT BANK NEGARA INDONESIA (PERSERO) Tbk

The Board of Directors of PT Bank Negara Indonesia (Persero) Tbk ("the Company") hereby invites shareholders of the Company to attend the Annual General Meeting of Shareholders for the Financial Year 2020 (the "Meeting") which will be convened on:

Day : Thursday
Date : March 18, 2021
Time : 2.00 PM
Venue : Ballroom, BNI Tower 6th Floor
Jl. Pejompongan Raya No. 7, Bendungan Hilir, Jakarta

Agenda :

- The approval of the Company's Annual Report and validation of the Company's Consolidated Financial Statements, the Board of Commissioners Supervisory Actions Report and validation of the Annual Report of Partnership & Community Development Program for the financial year 2020 along with granting full release and discharge (*volledig acquit et de charge*) to all members of the Board of Directors from the management actions and to all members of the Board of Commissioners from the supervisory actions carried out for the financial year 2020.**

Explanation:

According to the Article 21 of the Company's Articles of Association, the approval for the annual report including adoption of financial statements and supervisory duties report of the Board of Commissioners made by a GMS, shall grant full release and discharge to the members of the Board of Directors and the members of the Board of Commissioners from the management and supervisions they carried out during the past financial year, to the extent that the said actions are dealt with in the said annual report and financial statements, except for fraud, swindle, and other criminal actions.

- The approval of the use of the Net Profits of the Company's for the financial year 2020.**

Explanation:

According to Article 21 paragraph (2) of the Company's Articles of Association, the Board of Directors shall submit/present the proposal for the use of the Company's Net Profits, if the Company shall have positive balance. In the upcoming Meeting, the Board of Directors will propose the use of the Net Profits of 2020 Financial Year for Dividends and for Retained Earnings.

- The determination of the remuneration (salary, allowance, and facilities) for the Board of Directors and Board of Commissioners of the Company for the year 2021 as well as *tantien* for the year 2020.**

Explanation:

According to the Article 21 of the Company's Articles of Association, approval to the remuneration for the members of the Board of Directors and the Board of Commissioners approve in GMS.

- The appointment of a Registered Public Accountants Firm to perform the audit on the Company's Consolidated Financial Statements and the Annual Report of Partnership & Community Development Program for the financial year 2021.**

Explanation:

According to the Article 21 of the Company's Articles of Association, in the Annual GMS, a Public Accounting Firm registered with the OJK shall be designated to audit the Company's Financial Statements of the current year, including to audit the internal control over the financial reporting in accordance with the applicable provisions.

- Approval on the Amendments of the Company's Articles of Association.**

Explanation:

According to the Article 28 of the Company's Article of Association, Article 57 and Article 63 OJK Regulation Number 15/POJK.04/2020, the Company propose the amendments of the Company's Article of Association, among other things to make adjustment to the provisions of OJK Regulation Number 15/POJK.04/2020 and OJK Regulation Number 16/POJK.04/2020, for approval by the GMS.

- Approval on the Transfer of Shares Resulting from Buyback of Shares that is Kept as a Treasury Stock**

Explanation:

Pursuant to Article 9 and Article 10 paragraph (1) of OJK Regulation Number 2/POJK.04/2013 dated August 23, 2013 concerning Repurchase of Shares Issued by Issuer or Public Companies in a Significantly Fluctuating Market Conditions, the shares resulting Buyback of Shares which is transferred not through a sale transaction within the Indonesian Stock Exchange shall obtain the approval of GMS.

- The approval of the Updating Recovery Plan Report of the Company.**

Explanation:

According to the Regulation of Financial Services Authority No. 14/POJK.03/2017 on the Recovery Plan for the Systemic Bank Review of the Recovery Plan which contains trigger level, Recovery Options, and/or fulfillment of adequacy and feasibility of debt or investment instruments having the capital characteristic owned by the Systemic Bank shall be obliged to obtain approval from the shareholders through a GMS.

- Affirmation on the Implementation of Regulation of the Minister of State Owned Enterprises Number PER-11/MBU/11/2020 dated November 12, 2020 concerning Management Contract and Annual Management Contract of State Owned Enterprises.**

Explanation:

Pursuant to Article 16 paragraph (2) of Regulation of the Minister of State Owned Enterprises Number PER-11/MBU/11/2020 dated November 12, 2020, State Owned Enterprises in the form of a public limited liability company shall implement this regulation through direct adoption by the Board of Director or confirmation in the Meeting.

Notes:

- The Company will not send separate invitations to the Shareholders, therefore this invitation shall be treated as an official invitation.
- The Shareholders who are entitled to attend the Meeting are those whose names are recorded in the Company's Shareholders Register at 04.15 PM on Tuesday, February 23, 2021.
- Regarding the Guidelines on Prevention and Control of Covid-19 issued by the Ministry of Health of the Republic Indonesia, the Company recommends the Shareholders to attend the Meeting by providing the Power of Attorney via Electronic General Meeting System Facility of KSEI with the following procedures:
 - The Shareholders shall be previously registered in the Facility of Securities Ownership Reference ("AKSes KSEI"). If he is not registered, the Shareholders is kindly requested to register in the website akses.ksei.co.id.
 - For Registered Shareholders, the proxy is given in eASY.KSEI in the website easy.ksei.co.id.
 - The Shareholders may declare their proxy and votes, modify the appointment of the Attorney and/or the votes for the agendas of the Meeting until 1 (one) business day before the date of the Meeting, at 12.00 WIB.
 - Guidelines for registration, use and explanation concerning eASY.KSEI and AKSes KSEI are available in the Company's website, website of easy.ksei.co.id and/or akses.ksei.co.id.
- If the Shareholders intend to attend the Meeting on site, please consider the following guidelines:
 - Shareholders unable to attend the Meeting directly may be represented by their proxy with the following provisions:
 - The Shareholders shall issue a Power of Attorney on condition that the member of the Board of Directors and the Board of Commissioners, and officials of the Company, may be acted as a proxy of the Shareholders in the Meeting. Nevertheless, their votes are not calculated in the voting.
 - The form of the Power of Attorney may be downloaded in the Company's website. The fully completed Power of Attorney shall be delivered to the Securities Administration Bureau ("BAE") of the Company, PT Datindo Entrycor.
 - The Shareholders or their proxies who will attend the Meeting are requested to present the copy of their Kartu Tanda Penduduk (KTP) or the copy of a valid identity card to the registration officer before entering the Meeting Room. The Shareholders of the Company in the form of Legal Entity are requested to submit a copy of the most recent Articles of Association accompanied by the latest deed of appointment of the members of the Board of Directors and the Board of Commissioners or members of the Management. Shareholders whose shares has been included in the Collective Deposit of PT Kustodian Sentral Efek Indonesia ("KSEI") are requested to present Written Confirmation for a General Meeting of Shareholders ("*Konfirmasi Tertulis untuk Rapat / KTUR*") to the registration officer before entering the Meeting room. In the event that the shareholders cannot present the KTUR, the shareholders can still attend the Meeting as long as their names are included in the Register of Shareholders and present valid identity card that can be verified in accordance with the prevailing provisions.
 - Shareholders (or their Proxy) shall follow and pass the security and safety protocol available in the Meeting venue, as follows:
 - Having a Rapid Antigen Test (non-reactive) or PCR Swab Test (negative) Statement obtained from the doctor of hospital, public health center or clinic which specimen collection date 1 (one) day before the Meeting.
 - Wearing mask during the activity in the area and Meeting venue.
 - According to the detection and monitoring, have body temperature not more than 37,3°C.
 - Following the direction of the Meeting Committee on implementing the physical distancing policy, either before, on, or after the end of the Meeting. Therefore, due to the physical distancing, the Committee may limit the capacity of the Meeting room.
 - Following the procedure and protocol of avoiding the spread of infection of Covid-19 as may be determined by the Company.
 - Shareholders (or their proxy) who are unable to fulfill the provision described in letter (c) above is recommended to give their proxy through eASY.KSEI system without prejudice to their right to submit questions, opinions, and/or vote in the Meeting.
- In order to support the prevention and control of Covid-19, the Company shall:
 - Not provide any souverniers, food, and beverages;
 - Shall re-announce in the event of any change and/or additional information related to the procedure of the arrangement of the Meeting, with reference to the latest condition and update of the integrated handling and control for preventing the spread or infection of Covid-19.
- Materials of the Meeting are available at the Company's Head Office and may be retrieved from the Company website, during the Company's working hours from **24 February 2021 until 18 March 2021**. Copy of the documents will be available if requested in writing by the Company Shareholders.
- To facilitate the arrangement and for the orderliness of the Meeting, the Shareholders or their Proxies are requested to be present on the Meeting venue at **1.30 p.m.**

Jakarta, February 24, 2021

PT Bank Negara Indonesia (Persero) Tbk
Board of Directors

