

**Meeting Materials**  
**Extraordinary General Meeting of Shareholders**  
**PT Bank Rakyat Indonesia (Persero) Tbk**

Jakarta, October 07, 2021

# EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS (EGMS)



Thursday  
October 07, 2021



14.00 Jakarta Time - onward



BRI Head Office,  
Jl. Jend. Sudirman Kav.  
44-46 Jakarta

Regarding the Guidelines on Prevention and Control of Covid-19 issued by the Ministry of Health of the Republic of Indonesia, as well as Article 27 of Financial Services Authority Number 16/POJK.04/2020 concerning Planning and Organizing the General Meeting of Shareholders of a Public Company, the Company will hold an Extraordinary General Meeting of Shareholders ("**Meeting**") electronically. In this regard, Shareholders may attend the Meeting by granting power of attorney or electronically through the **Electronic General Meeting System KSEI ("eASY.KSEI")** facility with the following procedure:

- 1) The Shareholders shall be previously registered in the Facility of Securities Ownership Reference of KSEI ("**AKSes KSEI**"). If the Shareholders, are not registered, the Shareholders are kindly requested to register in the website <https://akses.ksei.co.id>.
- 2) For registered Shareholders, the proxy is provides at eASY.KSEI in its website If the Shareholders are not registered, the Shareholders are kindly For registered Shareholders, the proxy is provided at eASY.KSEI in the website <https://easy.ksei.co.id> ("**e-Proxy**").
- 3) The Shareholders may declare their proxy and votes, modify the appointment of the Attorney and/or the votes for the agenda of the Meeting, or revoke the proxy since the date of the Invitation of the Meeting until 1 (one) business day prior to the date of the Meeting, at 12.00 Jakarta Time.
- 4) The registration process for Shareholders who will attend the Meeting electronically to give e-voting through eASY.KSEI should be held of the meeting from 11.00 until 13.00 Jakarta Time.
- 5) Guidelines for registration, use and explanation concerning eASY.KSEI and AKSes KSEI are available on the <https://easy.ksei.co.id> and/or <https://akses.ksei.co.id> website.

## AGENDA 1

**Affirmation on the Implementation of Regulation of the Minister of State-Owned Enterprises of Republic Indonesia Number PER-05/MBU/04/2021 dated April 8, 2021 concerning the Social and Environmental Responsibility Program of State-Owned Enterprises**

### *Law and Regulations*

Regulation of the Minister of State-Owned Enterprises of the Republic of Indonesia Number PER-05/MBU/04/2021 dated April 8, 2021 concerning the Social and Environmental Responsibility Program of State-Owned Enterprises (Regulation of MSOE No. 05/2021).

# AGENDA 1

## *Explanation*

1. The Regulation of MSOE No. 05/2021 is a refinement of the Regulation of Minister of State-Owned Enterprises of the Republic of Indonesia Number PER-09/MBU/07/2015 dated July 3, 2015, concerning Partnership Program and Community Development Program of State-Owned Enterprises (and its amendments) (Regulation of MSOE No. 09/2015).
2. The Social and Environmental Responsibility Program is the Company's commitment to sustainable development by providing economic, social, environmental and legal & governance benefits with the principle of being more integrated, purposeful, scalable and accountable. This program is also part of the Company's business approach.
3. The refinement of the regulations is carried out to optimize the implementation of empowerment and assistance programs to entrepreneurs in low-income communities in the attempt to achieve Sustainable Development Goals.

## The Background of The Refinement of the Regulations

The implementation of Partnership & Community Development and Corporate Social Responsibility Programs of SOEs mostly only cover the scope of Community Involvement & Development (CID) and the Environment

The need for optimizing the management of Partnership Program Fund



The measurement of Partnership & Community Development Program of SOEs is limited to the effectiveness and the financing (loan) quality, it has not covered the impact measurement of sustainable program (aligned with SDGs)

## Subject of Refinement of The Regulations

	PER-09/MBU/07/2015 and its amendments	PER-05/MBU/04/2021
<b>Definition</b>	<p><b>Article 1 number 6 and number 7</b></p> <ul style="list-style-type: none"> <li>Partnership Program of SOEs is capability building program for micro and small businesses to become more resilient and independent,</li> <li>The Community Development Program of is social community empowerment program.</li> </ul>	<p><b>Article 1 number 12</b></p> <p>Social and Environmental Responsibility Program of SOEs, is an activity that becomes the Company's commitment to sustainable development by providing economic, social, environmental and legal &amp; governance benefits with the principle of being more integrated, purposeful, scalable and accountable. This program is also part of the Company's business approach.</p>
<b>Purpose</b>	Unregulated	<p><b>Article 3</b></p> <p>Social and Environmental Responsibility of SOEs program aims to:</p> <ol style="list-style-type: none"> <li>Provide benefits for economic, social, environmental as well as law and corporate governance development.</li> <li>Contribute to the creation of added value for the company with the principle of being integrated, purposeful, and scalable and accountable.</li> <li>Empower micro and small businesses as well as the community to be more resilient and independent</li> </ol>
<b>Principle</b>	Unregulated	<p><b>Article 4</b></p> <p>Social and Environmental Responsibility of SOEs is carried out by applying those principle :</p> <ol style="list-style-type: none"> <li><b>Integrated</b>, based on risk analysis and business processes that are related to stakeholders;</li> <li><b>Purposeful</b>, has a clear direction to achieve company goals.</li> <li><b>Scalable</b>, contributes and provides benefits that generates positive improvements added values for stakeholders and the company;</li> <li><b>Accountable</b>, can be accounted for as to prevent the potential for misuse and irregularities.</li> </ol>

## Subject of Refinement of The Regulations

	PER-09/MBU/07/2015 and its amendments	PER-05/MBU/04/2021
<b>Pillars</b>	Unregulated	<p><b>Article 5</b> Social and Environmental Responsibility Program of SOEs is carried out based on 4 (four) main pillars:</p> <ul style="list-style-type: none"> <li>a. <b>Social</b>, for the achievement of the fulfillment of quality basic human rights in a fair and equal manner to improve welfare for the whole community</li> <li>b. <b>Environment</b>, for the sustainable management of natural resources and the environment as a support for all life</li> <li>c. <b>Economy</b>, for the achievement of the quality economic growth through sustainable employment and business opportunities, innovation, inclusive industry, adequate infrastructure, affordable clean energy and supported by partnerships; and</li> <li>d. <b>Legal and governance</b>, for the realization of legal certainty as well as an effective, transparent, accountable and participatory governance to create security stability and achieve a law-based state.</li> </ul>
<b>Implementation</b>	<p><b>Article 1 number 6 and 7</b></p> <ul style="list-style-type: none"> <li>a. Partnership Program of SOEs</li> <li>b. The Community Development Program</li> </ul>	<p><b>Article 10</b> Implementation of the Social and Environmental Responsibility Program of SOEs can be carried out in the form of:</p> <ul style="list-style-type: none"> <li>a. financing and empowerment programs for MSEs; and/or</li> <li>b. assistance and/or other activities.</li> </ul>
<b>Partnership Program/ Funding for MSEs</b>	<p><b>Article 9 paragraph (2)</b></p> <ol style="list-style-type: none"> <li>1. Loan of Partnership Program has a maximum amount of Rp.200,000,000, except the loan amount as referred to in paragraph (1) letter b which can be adjusted according to the needs</li> <li>2. Additional loans can be adjusted according to the needs</li> </ol>	<p><b>Article 12 paragraph (1)</b> The MSE Funding Program can be carried out in the form of:</p> <ol style="list-style-type: none"> <li>1. Working capital in the form of loans and/or sharia financing with a maximum amount of Rp250.000.000,- for each MSE</li> <li>2. Additional loans in the form of loans and/or sharia financing to fulfill short-term need with a maximum of 1 year to fulfill orders from MSE partners with a maximum amount of Rp100.000.000,-</li> </ol>

## Subject of Refinement of The Regulations

**PER-09/MBU/07/2015 and its amendments**

**PER-05/MBU/04/2021**

<p><b>Community Development Program</b></p>	<p><b>Article 9 paragraph (3)</b> Community Development funds are distributed in the form of:</p> <ul style="list-style-type: none"> <li>a. Aid to Natural Disaster and non-natural disasters, including those caused by epidemics</li> <li>b. Educational assistance, in the form of training, educational infrastructure and facilities;</li> <li>c. Health improvement assistance</li> <li>d. Assistance with the development of public infrastructure and/or facilities;</li> <li>e. Assistance for religious facilities</li> <li>f. Assistance for natural conservation; and / or</li> <li>g. Community social assistance in the context of poverty alleviation</li> </ul>	<p><b>Article 10 paragraph (1) letter b</b> Assistance and/or other activities (programs carried out based on company impact analysis and oriented towards achieving Sustainable Development Program)</p>
<p><b>Social &amp; Environmental Responsibility Committee</b></p>	<p>Unregulated</p>	<p><b>Article 24</b></p> <ol style="list-style-type: none"> <li>1. Board of Directors established social &amp; environmental responsibility committee to conduct mapping and preparation for the program</li> <li>2. The functions of the Social &amp; environmental responsibility committee:             <ul style="list-style-type: none"> <li>a. Work in Coordination between units/directorates to formulate goals and procedures to implement social &amp; environmental responsibility program</li> <li>b. Mapping and preparation</li> <li>c. Assisting the BOD in carrying out monitoring &amp; evaluating the implementation of the program</li> </ul> </li> </ol>



## Subject of Refinement of The Regulations

	PER-09/MBU/07/2015 and its amendments	PER-05/MBU/04/2021
<b>Source of Fund</b>	<p><b>Article 8</b></p> <ol style="list-style-type: none"> <li>1. Partnership Program and Community Development Program               <ol style="list-style-type: none"> <li>a. Allocation from SOE's Net Profit and/or</li> <li>b. The budget is counted as SOE's cost</li> </ol> </li> <li>2. The Partnership Program funds also sourced from:               <ol style="list-style-type: none"> <li>a. The balance of the partnership program fund that have been allocated until 2015</li> <li>b. Financing (Revolving &amp; Administrative Services)</li> <li>c. Transfer of fund from another SOE's</li> </ol> </li> <li>3. The Community Development Program funds are sourced from:               <ol style="list-style-type: none"> <li>a. The balance of the community development program fund that have been allocated until 2015</li> <li>b. Deposit interest yield</li> <li>c. Current account services from Community Development Program funds that are still left from the previous year's program funds</li> </ol> </li> </ol>	<p><b>Article 20</b></p> <ol style="list-style-type: none"> <li>1. Social &amp; Environmental Responsibility Program               <ol style="list-style-type: none"> <li>a. The budget is counted as cost</li> <li>b. Allocation from Net Profit</li> <li>c. Other legitimate source of fund</li> </ol> </li> <li>2. Micro and Small Business Funding Program is part of Corporate Social and Environmental Responsibility Programs               <ol style="list-style-type: none"> <li>a. The balance of the partnership program fund that have been allocated until 2015</li> <li>b. Loan administration fees/ margin /profit sharing, deposit interest and / or current account services from partnership program funds.</li> </ol> </li> </ol>
<b>Publication &amp; Documentation</b>	Unregulated	<p><b>Article 27</b></p> <p>Use internal communication media or through collaboration with third parties to support the distribution information on social &amp; environmental responsibility program</p>

## AGENDA 1

**Affirmation on the Implementation of Regulation of the Minister of State-Owned Enterprises of Republic Indonesia Number PER-05/MBU/04/2021 dated April 8, 2021, concerning the Social and Environmental Responsibility Program of State-Owned Enterprises**

***Proposal to The General Meeting of Shareholders***

To affirm on the Implementation of Regulation of the Minister of State-Owned Enterprises of Republic Indonesia Number PER-05/MBU/04/2021 dated April 8, 2021, concerning the Social and Environmental Responsibility Program of State-Owned Enterprises.

## AGENDA 2

### Changes in the Composition of the Company's Management

#### *Law and Regulations*

1. Article 8 paragraph (1) and paragraph (3) Regulation of Financial Services Authority No. 33/POJK.04/2014 dated December 8, 2014 concerning the Board of Directors and Board of Commissioners of Issuers or Public Companies (Regulation of FSA No. 33/2014)
2. Article 3 and Article 8 Regulation of Financial Services Authority No. 34/POJK.04/2014 dated December 8, 2014 concerning the Nomination and Remuneration Committee of Issuer or Public Company (Regulation of FSA No. 34/2014)
3. Regulation of Financial Services Authority No. 27/POJK/2016 dated July 22, 2016 concerning Capability and Compliance Assessment for Main Parties of Financial Services Institutions (Regulation of FSA No. 27/2016)
4. Regulation of Financial Services Authority No. 55/POJK.03/2016 dated December 7, 2016 concerning Implementation of Good Corporate Governance for Commercial Banks (Regulation of FSA No. 55/2016)
5. Chapter II Letter E Regulation of Minister of State-Owned Enterprises of Republic of Indonesia No. PER-02/MBU/02/2015 dated February 17, 2015 concerning Requirements and Procedures for Appointment and Dismissal of Members of the Board of Commissioners of State-Owned Enterprises (Regulation of MSOE No. 02/2015)
6. Chapter III Letter D Regulation of the Minister of State-Owned Enterprises of Republic of Indonesia No. PER-03/MBU/02/2015 dated February 17, 2015 concerning Requirements, Procedures for Appointment and Dismissal of Members of the Board of Directors of State-Owned Enterprises (Regulation of MSOE No. 03/2015)
7. Article 14 paragraph (25) letter a and letter b , Article 11 paragraph (10), and Article 14 paragraph (12) Articles of Association of PT. Bank Rakyat Indonesia (Persero) Tbk.

## *Explanation*

1. The Ministry of State-Owned Enterprises has received the resignation letter of Mr. Ari Kuncoro from his position as Vice President Commissioner/Independent Commissioner since July 21, 2021. The Company issued the Disclosure of Information on July 22, 2021 through The Indonesian Stock Exchange Website and the Company Website, and delivered to the Financial Services Authority.
2. In accordance with the Company's Article of Association and the applicable laws, the resignation application is decided through the GMS.
3. Members of the Board of Directors and the Board of Commissioners are appointed and dismissed in the GMS attended by, and with the candidate proposed by Seri A Dwiwarna Shareholder.
4. For the Public SOEs, the curriculum vitae of candidates for the members of the Board of Directors and Board of Commissioners, who will be proposed to be appointed at the GMS, must be available and announced at the time the GMS before making a decision regarding the appointment of the person concerned as a member of Board of Directors and Board of Commissioners.
5. Members of the Board of Directors and/or Board of Commissioners appointed at the GMS must obtain approval from the Financial Services Authority (OJK) before carrying out their actions, duties and functions.

## Explanation

6. In accordance with the implementation of sound business practices, the principle of Good Corporate Governance, and the applicable laws, the Company already has a Nomination and Remuneration Committee under the Board of Commissioners.
7. One of the nomination functions in the Nomination and Remuneration Committee is to provide recommendations or propose candidates who meet the requirements as members of the Board of Directors and/or members of the Board of Commissioners to the Board of Commissioners for submission to the GMS.
8. More information can be seen in the BRI Annual Report 2020, as follows :
  - a. Nomination and Remuneration Committee on page 679 until page 695 or can be downloaded on the link below :  
<https://www.ir-bri.com/misc/AR/AR2020-BBRI.pdf#page=681>
  - b. Criteria, Appointment, And Termination of Member of The Board Of Commissioners can be seen in the BRI Annual Report 2020 on page 543 or can be downloaded on the link below:  
<https://www.ir-bri.com/misc/AR/AR2020-BBRI.pdf#page=545>
  - c. Criteria, Appointment, And Termination of The Board of Director can be seen in the BR Annual Report 2020 on page 570 or can be downloaded on the link below :  
<https://www.ir-bri.com/misc/AR/AR2020-BBRI.pdf#page=572>

## AGENDA 2

### Changes in the Composition of the Company's Management

#### *Proposal to The General Meeting of Shareholders*

To approve the resignation of Mr. Ari Kuncoro as Vice President Commissioner/Independent Commissioner of the Company with respect and gratitude for the contribution of energy and thoughts given during his tenure as Vice President Commissioner/Independent Commissioner.\*

\*) Series A Dwiwarna Shareholder may nominate candidates for the Board of Directors and/or Board of Commissioners with due observance of the applicable laws and regulations.

# Thank You

- [www.bri.co.id](http://www.bri.co.id)
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