

## **PT BANK RAKYAT INDONESIA (PERSERO) Tbk INVITATION ANNUAL GENERAL MEETING OF SHAREHOLDERS**

PT Bank Rakyat Indonesia (Persero) Tbk (the "**Company**"), having its domicile in Central Jakarta, hereby invites the Shareholders to attend the Annual General Meeting of Shareholders (the "**Meeting**"), which will be held on:

Day/Date : Monday, March 13, 2023  
Time : 10.00 Western Indonesia Time (WIB) – onward  
Venue : BRI Head Office  
Jl. Jenderal Sudirman Kav. 44-46, Central Jakarta

The Meeting will be held with the following agendas:

- 1. Approval of Annual Report and Ratification of the Company's Consolidated Financial Statements, Approval of the Board of Commissioners' Supervisory Report as well as Ratification of Financial Statements of Micro and Small Enterprise Funding Program for the Financial Year 2022, and Grant of Release and Discharge of Liability (volledig acquit et de charge) to the Board of Directors for the management of Company and the Board of Commissioners of the Company for the Supervisory Actions performed during the Financial Year of 2022**

Rationale:

- a. Pursuant to Article 66 paragraph (1) of Law No. 40 of 2007 concerning Limited Liability Company ("**Company Law**"), the Board of Directors presents the Annual Report to the General Meeting of Shareholders ("**GMS**") after the examination of such report by the Board of Commissioners.*
- b. Pursuant to Article 18 paragraph (9) of the Company's Articles of Association, the approval of the Annual Report, including the ratification of the Annual Financial Statements, as well as the Supervisory Duties Report of the Board of Commissioners, is determined by the Annual GMS.*
- c. The Ratification of Financial Statements of Micro and Small Enterprise Funding Program is a part of this agenda pursuant to Letter of Minister of State-Owned Enterprises of Indonesia No. S-77/MBU/02/2023 dated February 9, 2023.*

- 2. Determination of Appropriation of the Company's Net Profit for the Financial Year of 2022**

Rationale:

- a. Pursuant to Article 70, Article 71 and Article 72 of Company Law, also Article 26 paragraph (1) of the Company's Articles of Association, the GMS decides the appropriation utilization of net profit and disbursement of dividend.*

- b. On January 27, 2023, the Company disbursed the interim dividend for the Financial Year of 2022 which will be calculated as part of the cash dividend derived from the Company's net profit for the Financial Year of 2022.

**3. Determination of the Remuneration (Salary/Honorarium, Facilities and Benefits) for the Financial Year of 2023, as well as Tantiem for the Financial Year of 2022, for the Board of Directors and the Board of Commissioners of the Company**

Rationale:

- a. Pursuant to Article 96 and Article 113 of Company Law, provision on the amount of Remuneration and Tantiem of the Board of Directors is decided by a resolution of GMS which may be delegated to the Board of Commissioners. Provision on the amount of Remuneration and Tantiem of the Board of Commissioners is decided by a GMS.
- b. Pursuant to the Regulation of MSOE No. PER-04/MBU/2014 dated March 10, 2014, concerning Guidelines for Determining the Income of Directors, Board of Commissioners, and Supervisory Board of State-Owned Enterprises as lastly amended by the Regulation of MSOE No. PER-13/MBU/09/2021 dated September 24, 2021 ("**MSOE Regulation 13/2021**"), it is stipulated that:
- 1) The amount of the salary of Board of Directors of State-Owned Enterprises is determined by a GMS/Minister each year during a year, from January of the current year.
  - 2) The State-Owned Enterprises may grant Tantiem/Performance Incentive to Board of Directors and Board of Commissioners and Supervisory Body pursuant to the decision of a GMS/Minister in the ratification of Annual Report pursuant to point E. 1 letter a of MSOE Regulation 13/2021.
- c. Pursuant to Article 5 paragraph (4) letter c of Company's Articles of Association, Serie A Dwiwarna Shareholder is entitled to approve the remuneration of the Board of Directors and the Board of Commissioners.

**4. Appointment of Public Accountant and/or Public Accountant Firm to Perform Audit on the Company's Consolidated Financial Statements for the Financial Year of 2023 as well as Micro and Small Enterprise Funding Program's Financial Statements and Implementation Report for the Financial Year of 2023**

Rationale:

Pursuant to Article 13 of Financial Services Authority Regulation No. 13/POJK.03/2017 dated Maret 27, 2017 concerning the Use of Public Accountant and Auditing Firm in Financial Services Activities and Article 59 of Financial Services Authority Regulation No.15/POJK.04/2020 dated April 20, 2020 concerning The Planning and Holding of General Meetings of Shareholders of Public Limited Companies ("**POJK GMS**"), appointment and dismissal of public accountant and/or public accountant firm which will perform audit of historical annual financial information must be decided in a GMS, by considering the opinion from the Board of Commissioners and with regard to the recommendation from audit committee.

## **5. Approval of Resolution Plan of the Company and Update of Recovery Plan of the Company**

### Rationale:

- a. Pursuant to Article 8 paragraph (1) of Regulation of Indonesia Deposit Insurance Corporation No. 1 year 2021 regarding Resolution Plan for Commercial Banks, the Resolution Plan must obtain an approval from the Board of Commissioners and the Shareholders in a GMS.
- b. Pursuant to Article 3 paragraph (1) and Article 31 paragraph (2) of Financial Services Authority Regulation No. 14/POJK.03/2017 dated April 4, 2017 concerning Recovery Plan for Systemic Banks, the Recovery Plan must obtain an approval from the Shareholders in a GMS.

## **6. Report on the Realization of the Utilization of Proceeds from the Public Offering of Sustainable Bonds and the Limited Public Offering in accordance with the Capital Increase by Granting Pre-emptive Rights I Year 2021**

### Rationale:

- a. Pursuant to Article 6 paragraph (1) and paragraph (2) of Financial Services Authority Regulation No. 30/POJK.04/2015 dated December 22, 2015 concerning Report on the Realization of the Utilization of Proceeds from the Public Offering, the Company as a Public Company shall hold responsible for the realization of the utilization of proceeds from the Public Offering in each Annual GMS until the entire proceeds from the Public Offering have been actualized and must be concluded as one of the agenda in the Annual GMS.
- b. Pursuant to Article 5 paragraph (1) of Regulation of Minister of State-Owned Enterprises No. PER-1/MBU/03/2021 dated March 1, 2021 regarding Guidelines for Proposing, Reporting, Monitoring and Changes in the Utilization of Additional State Equity Participation to State-Owned Enterprises and Limited Liability Companies, the Board of Directors submit a report on the realization of the utilization of additional state equity participation to the GMS/capital owner/shareholder of the State.
- c. This Agenda is merely a report, therefore an approval of GMS is not required.

## **7. Approval of the Repurchase of the Company's Shares (Buyback) and the Transfer of the Repurchased Shares that is recorded as Treasury Stock**

### Rationale:

- a. Pursuant to Article 2 paragraph (1) and paragraph (3) of Financial Services Authority Regulation No. 30/POJK.04/2017 dated June 22, 2017 regarding the Buyback of Shares Issued by a Public Company ("**POJK 30/2017**"), the repurchase of the Company's shares must first obtain the approval of a GMS.
- b. Pursuant to Article 17 and Article 18 (b) of POJK 30/2017, the transfer of shares resulting from a Share Ownership Program shall first obtain an approval of a GMS.

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

### Rationale:

Pursuant to Article 11 paragraph (10) and Article 14 paragraph (12) of Company's Articles of Association, the Board of Directors and Board of Commissioners are appointed and dismissed in a GMS attended by, and the candidate proposed by Serie A Dwiwarna Shareholder.

In accordance with the Meeting, the Company hereby conveys the following matters:

1. This invitation constitutes an official invitation of the Meeting. Therefore, the Company shall not send separate invitations to the Shareholders.
2. Pursuant to Article 23 paragraph (2) of POJK GMS, Shareholders who are entitled to attend and vote in the Meeting are those whose names are recorded in the Shareholders Register of the Company or in the securities account at The Indonesian Central Securities Depository ("**KSEI**") on Thursday, February 16, 2023, at 16.15 WIB.
3. Pursuant to Financial Services Regulation Regulation No. 16/POJK.04/2020 dated April 20, 2020 concerning the Electronic General Meeting of Shareholders ("**POJK e-RUPS**"), the Instruction of the Minister of Home Affairs Number 53 of 2022 concerning the Prevention and Control of Corona Virus Disease 2019 in the Transition Period towards Endemic ("**Inmendagri 53/2022**") and Regulation of KSEI No. XI-B concerning the Procedure for the Convening of Electronic General Meeting of Shareholders Supplemented by the Casting of Votes through Electronic General Meeting System of KSEI (eASY.KSEI):
  - a. The Shareholders may only attend in the Meeting electronically or grant their power of attorney via the Electronic General Meeting System Facility of KSEI ("**eASY.KSEI**") with the following procedures:
    - 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 on the website <https://akses.ksei.co.id>.
    - 2) 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, which is Friday, March 10, 2023 at 12.00 WIB.
  - b. The registration process for Shareholders who will attend the Meeting electronically to give an e-voting through eASY.KSEI should pay attention to the following matters:
    - 1) The Shareholders mentioned below must register their attendance electronically in eASY.KSEI on the date of the Meeting starting from 08.00 to 09.30 WIB:

- a) Local individual Shareholders who have not provided their attendance declaration or proxy in eASY.KSEI until the specified time limit and intend to attend the Meeting electronically.
  - b) Local individual Shareholders who have provided their attendance declaration yet have not submitted their vote in eASY.KSEI until the specified time limit and wish to attend the Meeting electronically.
  - c) Proxy from the Shareholders who have granted power of attorney to the Independent Representative or Individual Representative but have not submitted their vote in eASY.KSEI until the specified time limit.
  - d) Proxy from the Shareholders who have granted power of attorney to participant/intermediary (Custodian Bank or Securities Company) and have submitted their vote in eASY.KSEI until the specified allocated time.
- 2) For Shareholders who have granted an attendance declaration or proxy to the Independent Representative or Individual Representative and have submitted their vote for the Meeting agenda in eASY.KSEI until the specified time limit, such Shareholder/the Proxy is not required to register attendance electronically in eASY.KSEI.
- 3) Any delay or failure in the electronic registration process for any reason will cause the Shareholders or their Proxy are unable to attend the Meeting electronically, and their share ownership will not be calculated as the attendance quorum.
- 4) Guidelines for registration, use and explanation concerning eASY.KSEI and AKSes KSEI are available on <https://easy.ksei.co.id> and/or <https://akses.ksei.co.id>.
- c. Exempted from previous provision, Shareholders with the **scripted shares** may attend the Meeting physically by complying following procedures:
- 1) Shareholders are recommended to attend and represented by their proxies with the following provisions:
    - a) Shareholders grant their power of attorney to Independent Representative.
    - b) The format of Power of Attorney may be downloaded in the Company's website.  
The fully completed Power of Attorney must be delivered to the Share Registrar (Biro Administrasi Efek/"**BAE**") of the Company, PT Datindo Entrycom, Jl. Hayam Wuruk No. 28, Jakarta 10210, Telp. (021) 3508077, no later than Wednesday, March 08, 2023, at 16.15 WIB.
  - 2) Attending Shareholders (or their proxy) are requested to bring and submit a copy of valid identification to the registration officer before entering the Meeting room.
  - 3) Legal Entity Shareholders are requested to bring a complete copy of their latest Articles of Association, attached with the latest Deed of the current composition of the Board of Directors and the Board of Commissioners.

- 4) Shareholders (or their Proxy) shall follow and pass the security and health protocol available in the Meeting venue, as follows:
  - a) Having a Covid-19 Rapid Antigen Test (non-reactive) or PCR Swab Test (negative) Statement issued from a doctor, hospital, public health center or clinic with specimen collection date within 1 (one) calendar day before the Meeting.
  - b) Wearing a mask during the activity in the area and Meeting venue.
  - c) Having body temperature above 37,3°C according to the detection and monitoring.
  - d) Following the direction of the Meeting Committee on implementing the physical distancing policy, either before, on, or after the end of the Meeting. Therefore, for physical-distancing purpose, the Meeting Committee may limit the capacity of the Meeting room.
  - e) Following the procedure and protocol for the prevention of the spread or infection of Covid-19 as may be enforced by the Company.
- d. To support the health protocol as stipulated in Inmendagri 53/2022 prevention and control of Covid-19, the Company:
  - 1) Shall not provide any souvenirs, food, and beverages.
  - 2) Shall announce to the Shareholders 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 related to prevent and control of Covid-19.
- e. Further explanation regarding to the agendas of the Meeting will be available in the Materials of Meeting from the date of this Invitation to the day of the Meeting which may be downloaded on the Company's website pursuant to Article 18 paragraph (1) dan paragraph (4) of POJK RUPS.
- f. To ensure the arrangement and orderliness of the Meeting, the Shareholders (or their proxies) are required to arrive 30 (thirty) minutes prior to the time of the Meeting.

Jakarta, February 17, 2023  
**PT Bank Rakyat Indonesia (Persero) Tbk**  
**Board of Directors**