

## **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 : Tuesday, March 1, 2022  
Time : 14.00 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, Ratification of the Annual Report and Implementation of the Company's Social and Environmental Responsibility Program for the Financial Year of 2021, and grant of release and discharge of liability (*volledig acquit et de charge*) to the Board of Directors and the Board of Commissioners of the Company, respectively, for the management and supervisory actions carried out during the Financial Year of 2021.**

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 examination of such report by the Board of Commissioners.*
- b. Pursuant to Regulation of the Minister of State-Owned Enterprises of the Republic of Indonesia ("**MSOE Regulation**") No.PER-05/MBU/04/2021 dated April 8, 2021 concerning the Social and Environmental Responsibility Program for State-Owned Enterprises ("**TJSL**"), the Financial Statements and Implementation of the TJSL Program are reported and integrated into the Periodic Report and Annual Report.*
- c. 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.*

**2. Determination of Appropriation of the Company's Net Profit for the Financial Year of 2021.**

*Rationale:*

*Pursuant to Article 71 of the Company Law and Article 26 paragraph (1) of the Company's Articles of Association, the utilization of net profit, including the determination of the amount of provision for reserves, is decided by the GMS.*

**3. Affirmation on the Implementation of Regulation of the Minister of SOEs of the Republic of Indonesia Number PER-11/MBU/07/2021 dated July 30, 2021 concerning Requirements, Procedures for Appointment and Dismissal of Members of the Board of Directors of State-Owned Enterprises and Regulation of the Minister of SOEs of the Republic of Indonesia Number PER-13/MBU/09/2021 dated September 24, 2021 concerning the Sixth Amendment to the Regulation of the Minister of State-Owned Enterprises of the Republic of Indonesia Number PER-04/MBU/2014 dated March 10, 2014 concerning Guidelines for Determining the Income of the Board of Directors, Board of Commissioners and Supervisory Board of State-Owned Enterprises.**

*Rationale:*

*Pursuant to the MSOE Regulation No. PER-11/MBU/07/2021 dated July 30, 2021 concerning Requirements, Procedures for Appointment and Dismissal of Members of the Board of Directors of SOEs and MSOE Regulation No. PER-13/MBU/09/2021 dated September 24, 2021 concerning the Sixth Amendment to the MSOE Regulation No. PER-04/MBU/2014 dated March 10, 2014 concerning Guidelines for Determining the Income of Directors, Board of Commissioners and Supervisory Board of SOEs, an SOE in the form of limited liability company may implement both MSOE Regulation by affirmation in the GMS.*

**4. Determination of the Remuneration (Salary/Honorarium, Facilities and Benefits) for the Financial Year of 2022, as well as *Tantiem* for the Financial Year of 2021, 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 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 MSOE Regulation No. PER-04/MBU/2014 dated March 10, 2014 as amended by MSOE Regulation No. PER-02/MBU/06/2016 dated June 20, 2016, MSOE Regulation No. PER-01/MBU/06/2017 dated June 17, 2017, MSOE Regulation No. PER-06/MBU/06/2018 dated June 4, 2018, MSOE Regulation No. PER-01/MBU/05/2019 dated May 31, 2019, MSOE Regulation No. PER-12/MBU/11/2020 dated November 25, 2020 and MSOE Regulation No. PER-13/MBU/09/2021 dated September 24, 2021 concerning the Guidelines for the Remuneration of Board of Directors and Board of Commissioners stipulates 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, Board of Commissioners and Supervisory Body pursuant to the decision of a GMS/Minister in the ratification of Annual Report.*

**5. Appointment of Public Accountant and/or Public Accountant Firm to perform audit on the Company's Consolidated Financial Statements for the Financial Year of 2022 and the Annual Report also the Implementation of the Company's Social and Environmental Responsibility Program for the Financial Year of 2022.**

Rationale:

*Pursuant to 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 office 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.*

**6. Report on the Realization of the Utilization of Proceeds from the Public Offering of the Sustainable Bonds III Year 2019 and 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 POJK 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) MSOE Regulation 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.*

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

### *Rationale:*

- a. Pursuant to Article 2 paragraph (1) and paragraph (3) POJK 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 the GMS.
- b. Pursuant to Article 17 and Article 18 POJK 30/2017, the shares resulting Buyback of Shares which is transferred not through a sale transaction within the Indonesian Stock Exchange shall obtain the approval of the GMS.

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

### *Rationale:*

Article 11 paragraph (10) and Article 14 paragraph (12) of Company's Articles of Association state that the Board of Directors and Board of Commissioners are appointed and dismissed in the General Meeting of Shareholders attended by, and the candidate proposed by Seri A Dwiwarna Shareholder.

In relation to 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 Tuesday, February 4, 2022, at 16.15 WIB.
3. Regard to POJK No.16/POJK.04/2020 dated April 20, 2020 regarding the Electronic General Meeting of Shareholders ("**POJK e-RUPS**") and Guidelines for the Prevention and Control of Covid-19 of the Ministry of Health of the Republic of Indonesia:
  - 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 in 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, at 12.00 WIB.
- b. The registration process for Shareholders who will attend the Meeting electronically to give 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 from 11.00 until 13.00 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 but have not submitted their vote in eASY.KSEI until the specified time limit and intend 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) 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, then 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 result in the Shareholders or their Proxy 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 satisfying following guidance:
- 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 Friday, February 25, 2022 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 no more than 1 (one) calendar day before the Meeting.
  - b) Wearing medical mask that cover nose and mouth up to chin during the activity in the area and Meeting venue.
  - c) Having body temperature not more than 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. In order to support the prevention and control of Covid-19, the Company shall:
  - 1) Not provide any souvenirs, food and beverages.
  - 2) Re-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 of the integrated handling and control for preventing the spread or infection of Covid-19.
- e. Materials for the Meeting are available during business hours from the date of the Invitation until the time of the Meeting. The Meeting materials may be downloaded on the Company's website pursuant to Article 18 paragraph (1) of POJK GMS.
- f. In order 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, 7 February, 2022  
**PT Bank Rakyat Indonesia (Persero) Tbk**  
**Board of Director**