



**RULES OF PROCEDURE
ANNUAL GENERAL MEETING OF SHAREHOLDERS**

PT BANK SYARIAH INDONESIA Tbk

May 22, 2023

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I. General

Annual General Meeting of Shareholders (hereinafter referred to as the "Meeting") of PT BANK SYARIAH INDONESIA Tbk (hereinafter referred to as the "Company"). The meeting will be held in Indonesian Language.

II. Meeting Time and Location

The event is held on:

Date	: 'Monday / May 22, 2023'
Time	: 14.00 WIB – end
Location	: Wisma Mandiri 1 Lantai 11, Jl M.H. Thamrin Kav. 5 Jakarta 10350
Link to follow the meeting electronically	: Access the Electronic General Meeting System facility provided by KSEI through the link https://akseskseicoid/

III. Meeting Agenda

In accordance with Article 14 paragraph (9) of the Company's Articles of Association, the Meeting Invitation has been published on the website of PT Indonesia Stock Exchange (BEI), the website of PT Central Securities Depository Indonesia (KSEI), and the Company's website on April 28, 2023, with the Agenda of the Meeting being:

1. Approval of the Annual Report and Report of the Supervisory Duties of the Board of Commissioners and Ratification of the Company's Financial Statements for the financial year ending on December 31, 2022 including granting full release and discharge of responsibilities (volledig acquit et de charge) to all members of the Board of Directors and members of the Company's Board of Commissioners in connection with management and supervision of the Company that has been carried out during the financial year ending on December 31, 2022, as long as these activities are reflected in the Annual Report.

2. Approval for the use of the Company's net profit for the financial year ending December 31, 2022.
3. Approval of the appointment of a Public Accounting Firm and Public Accountant to audit the Company's Financial Statements for the financial year of December 31, 2023 and the determination of fees/honorariums.
4. Determination of bonuses for members of the Board of Directors and Board of Commissioners of the Company, as well as bonuses for members of the Company's Sharia Supervisory Board for the financial year ending on December 31, 2022, and determination of salaries for members of the Board of Directors and honorarium for members of the Board of Commissioners and Sharia Supervisory Board, including the provision of facilities, benefits and/or or other allowances for the financial year 2023.
5. Report on Realization of Use of Proceeds from Capital Increase by Providing Pre-emptive Rights I ("PMHMETD I") Year 2022.
6. Approval of the Company's Recovery Plan.
7. Approval of Changes in the Management of the Company.

IV. Meeting Participants

- a. The meeting participants are the Shareholders of the Company who are entitled to attend or be represented in the meeting, and whose names are recorded in the Company's Shareholder List and/or the Company's shareholders in the collective custody account records at KSEI until Thursday, April 27, 2023, until 16:15 WIB.
- b. Meeting participants have the right to ask questions and/or express opinions, as well as vote during the meeting.
- c. Shareholders or their legitimate representatives who are physically present at the meeting and arrive after the registration period has closed may still attend the meeting, but their votes will not be counted and/or they will not be able to ask questions or express opinions during the Q&A session.

V. Meeting Invitation

An invitee is a party who attends a Meeting but is not a Shareholder of the Company invited by the Company's Board of Directors and does not have the right to ask questions or express opinions, nor to vote in the Meeting.

VI. Power of Attorney

- a. Shareholders must give their authority and vote electronically (e-proxy & e-voting) through eASYKSEI by first logging into AKSes KSEI via the website <https://akses.ksei.co.id>.
- b. In the event that Shareholders are unable to access the KSEI System (eASYKSEI) through the link <https://akseskseicoid>, they may download a power of attorney letter from the Company's website under the Investor Relations menu (<https://irbankbsicoid>) to authorize and vote on their behalf in the Meeting. However, it should be noted that the votes they cast will not be counted in the polling.
- c. The company has appointed an Independent Party to act on behalf of Shareholders in conveying votes and questions during the Meeting.
- d. The Independent Party appointed by the Company is a representative of the Company's Securities Administration Bureau, PT Datindo Entrycom, located at Jl Hayam Wuruk No 28, Jakarta 10120.

VII. Meeting Chair

In accordance with Article 15 paragraph (1) of the Company's Articles of Association, in conjunction with Article 37 paragraph (1) of the Financial Services Authority Regulation No 15/POJK04/2020 regarding the Plan and Implementation of General Meetings of Shareholders of Public Companies (POJK 15/2020), the Meeting shall be chaired by a member of the Board of Commissioners appointed by the Board of Commissioners, based on the letter from the Board of Commissioners Number 03/017-3/KOM dated May 15, 2023. The Chairman of the Meeting has been appointed as follows:

- Mr **Adiwarman Azwar Karim** - Chairman/Independent Commissioner as the **Meeting Leader**.
- Mr. **Komaruddin Hidayat** – Independent Commissioner as **Chairman of the Substitute Meeting**.

VIII. Quorum Meeting

- a. The attendance quorum for each Meeting refers to the provisions of POJK 15/2020 and the Company's Articles of Association.
- b. Based on Article 16 paragraph 2 letters a and f of the Company's Articles of Association, in conjunction with Article 41 letter a of POJK 15/2020, a Meeting can be held if more than 1/2 (one per two) of the total shares with voting rights are present or represented in the Meeting.
- c. Shareholders or Shareholder Representatives who experience delays in the electronic registration process for any reason will result in the Shareholders or their representatives being unable to attend the electronic meeting, and their share ownership will not be counted towards the quorum for attendance at the meeting.

IX. Discussion of the Meeting Agenda

- a. The meeting chairperson will open and close the meeting agenda.
- b. During the meeting, the meeting chairperson may delegate authority to a member of the Board of Directors or the Board of Commissioners to lead the meeting and/or provide explanations related to the agenda of the meeting.

X. Rules regarding the submission of questions and/or opinions

- a. The meeting chairperson will provide an opportunity for Shareholders or their authorized representatives to ask questions and/or express opinions after the presentation of the Meeting Agenda before any decision-making takes place
- b. The meeting chairperson may request assistance from members of the Board of Directors and/or the Board of Commissioners to facilitate the Q&A session during the Meeting Agenda.
- c. The meeting chair or the designated person leading the Q&A session will provide an opportunity for Shareholders and/or their proxies to ask questions and/or express opinions for each Agenda Item of the meeting, only within 1 (one) session, and a maximum of 2 (two) questioners will be allowed, with each questioner presenting 1 (one) question and/or opinion.

- d. The method of conveying questions and/or opinions for electronically present Shareholders is as follows :
On the E-Meeting Hall screen, there is an Opinion Statement Field column that will be active when the Agenda Discussion has started Shareholders can input their questions through the Opinion Statement Field Click the Send button to submit the question The character limit set by the eASYKSEI application is a maximum of 600 characters If a shareholder's question or opinion is selected for response, it will appear in the General Meeting Flow Text column It will be answered or addressed in the meeting.
- e. The manner of posing questions and/or expressing opinions for Shareholders or Proxy Shareholders who are physically present and wish to ask questions and/or express opinions is to raise their hand and submit the completed question form to the officer for further validation of its authenticity and relevance to the Agenda being discussed, and subsequently to be conveyed to the Chairperson of the Meeting for reading.
- f. The Chairman of the Meeting or the party appointed to lead the question and answer will read the questions and/or opinions. After that, the Chairman of the Meeting or the party appointed to lead the question and answer will answer and/or respond or delegate to other parties, such as Notaries, and/or the Company's officials who handle the relevant field.
- g. If there are no questions and/or opinions, the question and answer session ends and the decision-making session continues.

XI. Meeting Decision Making

- a. Decisions in the Meeting are taken based on deliberation to reach a consensus, with regard to Article 28 of POJK 15/2020.
- b. Voting must meet the following conditions:
 - First, Second, Third, Fourth, Sixth and Seventh Agenda of the Meeting based on Article 16 paragraph 2 letter a number 3 and letter f of the Company's Articles of Association, a decision is valid if approved by the Shareholders and/or their legal representatives, who together represent more than 1/2 (one-half) of all shares with voting rights present at the Meeting.
 - - The Fifth Agenda is a report, so there is no vote for the decision making of the Meeting.

XII. Voting

- a. In accordance with Article 5 paragraph 3 of the Company's Articles of Association, each share grants the owner the right to cast 1 (one) vote.
- b. In accordance with Article 16 paragraph 2 letters h and i of the Company's Articles of Association, in voting, the votes cast by Shareholders apply to all shares they own, and Shareholders are not entitled to grant power of attorney to more than one proxy for a portion of the shares they own with different votes This provision is exempted for:
 - Custodian banks or Securities Companies acting as custodians representing the shareholders of the Company;
 - Investment Managers representing the interests of the mutual funds they manage
- c. Voting for Shareholders who attend the Meeting electronically via eASY.KSEI (e-Voting) The electronic voting process takes place in the eASY.KSEI application on the E-Meeting Hall menu, Live Broadcasting sub-menu.
- d. Shareholders who are present in person or represented by their authorized proxy but have not yet cast their votes on the Agenda of the Meeting as referred to in point c, have the opportunity to submit their votes during the voting period through the E-Meeting Hall screen in the eASYKSEI application, which is opened by the Company When the electronic voting period for the Meeting Agenda beginsThe system automatically runs the voting time by counting down the maximum of 3 (three) minutes. During the electronic voting process, the status "Voting for agenda item no [] has started" will be seen in the 'General Meeting Flow Text' column. If the Shareholders or Shareholders' Proxies do not vote for a particular Meeting Agenda until the status of the Meeting as seen in the 'General Meeting Flow Text' column changes voting for agenda item number [] has ended, therefore it will be considered as an abstention for the relevant meeting agenda.
- e. Voting for Shareholders or Shareholder Representatives who are physically present and choose to abstain or vote against is requested to raise their hand and submit their voting card to the officer Shareholders or Shareholder Representatives who do not raise their hand are considered to approve the proposed agenda being discussed.

- f. If there are Shareholders or Shareholder Representatives who leave the Meeting during the voting process, they shall be deemed to have approved the decisions made during the Meeting.
- g. At the end of the vote count, the Notary will announce the results of the vote.

XIII. Live broadcast of the meeting implementation

- a. Shareholders who are registered in eASYKSEI must, at the latest by the specified deadline, observe the progress of the Meeting via the Zoom Webinar by accessing the eASYKSEI menu, specifically the RUPS Viewing submenu located within the AKSes facility (<https://akses.ksei.co.id/>).
- b. The General Meeting presentation has a capacity of up to 500 (five hundred) participants, with attendance determined on a first come, first served basis.
- c. The Shareholders who only observe the Meeting through the RUPS broadcast but are not electronically registered in the eASYKSEI application, their presence is considered invalid and will not be included in the calculation of the Meeting's quorum.
- d. To get the best experience in using the eASYKSEI application and/or RUPS Broadcast, shareholders or their authorized representatives are advised to use the Mozilla Firefox browser.

XIV. Protocol for Health

Shareholders or Shareholder Representatives who will be physically present at the Meeting are required to follow and comply with the security and health protocols implemented by the Company, as follows:

- a. Already received the third dose of vaccination (booster) which can be verified by scanning the barcode on the Satu Sehat application before entering the meeting room.
- b. Following the procedures and protocols for preventing the spread and transmission of Covid-19 as established by the Company.
- c. The company does not provide souvenirs, food, and drinks.

- XV.** During the meeting, participants are requested to maintain order and switch their mobile phones to silent mode.
- XVI.** The participants must wear a badge during the meeting.
- XVII.** The meeting chairperson is entitled to take all necessary actions to ensure that the meeting proceeds in an orderly and smooth manner, including but not limited to requesting any meeting participant who is deemed by the chairperson to have disrupted the order of the meeting to leave the meeting room.
- XVIII.** Other matters not regulated in these Rules of Procedure will be determined later by the Meeting Chairperson in accordance with the provisions of the Company's Articles of Association and/or applicable legal regulations.