

**INVITATION**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**PT BANK MAYBANK INDONESIA, Tbk.**

PT Bank Maybank Indonesia, Tbk. (the “Company”) hereby invites all Shareholders to attend the Annual General Meeting of Shareholders (“Meeting”) of the Company, which will be held on:

**Day / Date :** Friday / 26 March 2021  
**Time :** 14.00 Western Indonesian Time - onwards  
**Place :** Function Room  
Sentral Senayan III 28th Floor  
Jl. Asia Afrika No. 8 Senayan Gelora Bung Karno  
Jakarta 10270

with the agenda of the Meeting and the explanation as follows:

**1. Approval on the Company’s Annual Report 2020 and Ratification of the Company’s Consolidated Financial Statements for Financial Year ended on 31 December 2020;**

Explanation:

In accordance with Article 10 paragraph (4) and Article 10 paragraph (5) of the Company’s Articles of Association (“AoA”), as well as Article 69 paragraph (1) of the Law of the Republic Indonesia Number 40 Year 2007 regarding Limited Liability Company (“Company Law”), approval of the Company’s Annual Report, including ratification of the Company’s Financial Statements and Supervisory Report of the Board of Commissioners must be obtained through General Meeting of Shareholders (“GMS”). The Company will explain the main points of the Annual Report of the Company for the Financial Year of 2020, including business and achievements of the Company during the Financial Year of 2020, and propose to the Meeting to approve the Annual Report of the Company for the Financial Year ended on 31 December 2020, ratify the Company’s Consolidated Financial Statements dated 31 December 2020 and for the Financial Year ended on 31 December 2020, ratify the Supervisory Report of the Board of Commissioners and the Sharia Supervisory Board of the Company for the Financial Year ended on 31 December 2020, and provide acquit and discharge (“*volledig acquit et décharge*”) to the members of the Board of Directors and the Board of Commissioners, including the Sharia Supervisory Board of the Company for the management and supervision performed in the Financial Year of 2020, provided that the management and supervisory actions are reflected in the Company’s Annual Report for the year ended on 31 December 2020.

**2. Determination on the Utilization of the Company’s Net Profit for Financial Year ended on 31 December 2020;**

Explanation:

In accordance with Article 10 paragraph (4) of the Company’s AoA and Article 71 of Company Law, the utilization of the Company’s Net Profit for Financial Year of 2020 must be determined and approved by the GMS. Referring to this requirement and considering the Company’s Net Profit for Financial Year of 2020 which amounted to Rp1,266,347,622,457,- the Company will propose to the Meeting that the Company’s Net Profit will be utilized for mandatory reserve, dividend, and other purposes.

**3. Appointment of Public Accountant and Public Accountant Firm to Audit the Company’s Financial Statements for Financial Year of 2021 and Determination on the Honorarium and other requirements related to the Appointment;**

Explanation:

Article 10 paragraph (4) of the Company’s AoA and Article 13 paragraph (1) of Indonesia Financial Services Authority Regulation Number 13/POJK.03/2017 (“POJK 13”) regarding Use of Services of Public Accountant and Public Accountant Firm in Financial Services Activities stipulate that the appointment of Public Accountant and/or Public Accountant Firm which will audit the Financial Statements of the Company must be determined by the General Meeting of Shareholders (GMS). The Company will seek approval to the Meeting to appoint Public Accountant “Alvin Kossim” and Public Accountant Firm “Purwantono, Sungkoro & Surja” (a member firm of Ernst & Young Global Limited) to audit the Company’s Financial Statements for Financial Year of 2021 and delegate the authority to the Board of Commissioners to determine the honorarium and other requirements related to that appointment.

**4. Determination on the Honorarium and/or Other Allowances for the Board of Commissioners in Financial Year of 2021;**

Explanation:

Article 18 paragraph (4) of the Company’s AoA, as well as Article 113 of Company Law regulate that the members of the Board of Commissioners (“BOC”) shall be compensated with honorarium and/or allowance in the amount as specified by the GMS. The Company will propose to the Meeting to delegate its authority to President Commissioner of the Company to determine the honorarium and/or other allowances for the BOC for Financial Year of 2021, by taking into consideration the suggestion and recommendation from the Company’s Nomination and Remuneration Committee.

**5. Authorization to the Board of Commissioners to determine:**

- The Salary and/or Other Allowances for the members of the Board of Directors for Financial Year of 2021, and;
- The Honorarium and/or Other Allowances for the members of Sharia Supervisory Board for Financial Year of 2021;

Explanation:

Article 15 paragraph (5) and Article 22 paragraph (5) of the Company’s AoA, as well as Article 96 and Article 109 of Company Law stipulate that the amount of the salary and/or other allowances for the Board of Directors (“BOD”) and the honorarium and/or other allowances for the Syariah Supervisory Board (“SSB”) must be determined by the GMS and such authority can be delegated by the GMS to the Board of Commissioners (“BOC”) of the Company. The Company will propose to the Meeting to delegate the authority to the BOC of the Company to determine the salary and/or other allowances for the BOD and the honorarium and/or other allowances for the SSB for the Financial Year of 2021, as well as bonus for the BOD for Financial Year of 2020, by taking into consideration the suggestion and recommendation from the Company’s Nomination and Remuneration Committee.

**6. The Changes on the Composition of the members of the Board of Commissioners, the Board of Directors and Sharia Supervisory Board of the Company;**

Explanation:

Based on the provision in Article 10 paragraph (4) and Article 18 paragraph (3) of the Company’s AoA and Article 3 and 23 of Indonesia Financial Services Authority Regulation Number 33/POJK.04/2014 (“POJK 33”) regarding The Board of Directors and the Board of Commissioners of Issuers or Public Companies, and Articles 94 and 111 of the Company Law, members of the Company’s Board of Commissioners and Board of Directors are appointed and terminated by the GMS. Based on the provisions in Article 22 paragraph (4) of the Company’s AOA, Article 109 of Company Law, and Article 71 paragraph (1) jo. Article 45 paragraph (1) of Bank Indonesia Regulation Number 11/33/PBI/2009 (“PBI 11”), the appointment of the Company’s Sharia Supervisory Board (“SSB”) is conducted in the GMS.

The Company will propose to the Meeting to:

- Approve the termination of the term of office of Mrs. Budhi Dyah Sitawati as the Company’s Independent Commissioner, Mr. Datuk Lim Hong Tat as the Company’s Commissioner, Mr. Taswin Zakaria as the Company’s President Director, Mrs. Thilagavathy Nadason as the Company’s Director, Mr. Irvandi Ferizal as the Company’s Director, Mr. Widya Permana as the Company’s Director, Mr. Muhamadian as the Company’s Director, and Mr. Abdul Jabar Majid as member of the Company’s SSB, whose term of office will expire since the closing of the Meeting;
- Approved to reappoint Mrs. Budhi Dyah Sitawati as the Company’s Independent Commissioner, Mr. Datuk Lim Hong Tat as the Company’s Commissioner, Mr. Taswin Zakaria as the Company’s President Director, Mrs. Thilagavathy Nadason as the Company’s Director, Mr. Irvandi Ferizal as the Company’s Director, Mr. Widya Permana as the Company’s Director, Mr. Muhamadian as the Company’s Director, and Mr. Abdul Jabar Majid as member of the Company’s SSB for the term of office commencing since the closing of the Meeting until the closing of the Company’s Annual General Meeting of Shareholders (“AGMS”) year 2024;
- Approved to appoint Mr. Putut Eko Bayuseno as the Company’s Independent Commissioner with effective term of office since the closing of the Meeting and after obtaining OJK’s approval until the closing of the Company’s AGMS year 2024;
- Approved to appoint Mr. David Formula as the Company’s Director with effective term of office since the closing of the Meeting and after obtaining OJK’s approval until the closing of the Company’s AGMS year 2024;

The above proposals have been recommended by the Company’s Nomination and Remuneration Committee.

**7. The Distribution of Duties and Authorities of the Board of Directors;**

Explanation:

Article 16 paragraph (9) of the Company’s AoA as well as Article 92 paragraph (5) and (6) of Company Law stipulate that the distribution of duties and authorities among the members of the Board of Directors (BOD) shall be determined by the GMS. In the event that the distribution and authorities among the members of the BOD is not determined by the GMS, the distribution of duties and authorities shall be determined by a BOD’s Resolution. The Company will propose to the Meeting that the distribution of duties and authorities among the members of the BOD for the Financial Year of 2021 will be determined by the BOD through the BOD’s Resolution.

**8. Approval on the Update on the Company’s Recovery Plan, in order to fulfill Article 31 of Indonesia Financial Services Authority Regulation Number 14/POJK.03/2017;**

Explanation:

In accordance with Article 31 paragraph (1) Indonesia Financial Services Authority Regulation Number 14/POJK.03/2017 (“POJK 14”) regarding Recovery Plan for Systemic Bank, Systemic Bank has to update its Recovery Plan periodically, minimum 1 (one) time in a year. Update on the Recovery Plan has to be approved by the shareholders in the GMS. The Company has updated its Recovery Plan and has submitted the document regarding the Update of Company’s Recovery Plan to OJK – Department of Bank 2 Supervision through its letter number S.2020.074/MBI/DIR RISK MGMT dated 27 November 2020 and has received response from OJK as contained in OJK Letter Number S-15/PB.32/2021. In line with OJK Letter, the Company has made further adjustments needed according to OJK’s evaluation and the Bank’s Risk Appetite. The Company will propose to the Meeting to approve the Update on the Company’s Recovery Plan.

**9. Amendment on the Company’s Articles of Association (“AoA”).**

Penjelasan:

Amendment on the Company’s AoA are made, among others, in order to comply with Article 63 Indonesia Financial Services Authority’s Regulation Number 15/POJK.04/2020 regarding the Planning and Organization of General Meeting of Shareholders by Public Listed Companies, and in accordance with the provisions of Article 13 paragraph (1) of the Company’s AoA and Article 19 paragraph (1) of Company Law, the amendment to the Company’s AoA is determined by the GMS. It will be proposed to the Meeting, among others, to approve the amendment to several articles of the Company’s AoA related to the provisions of the GMS and the other articles in the Company’s AoA, if necessary, as proposed and to give the authority to the Board of Directors of the Company to prepare and restate the entire Company’s AoA in relation with the changes on the articles referred above.

More detail explanation on the Meeting’s Agenda can be found in the Company’s website [www.maybank.co.id](http://www.maybank.co.id).

**Notes:**

1. The Company does not send separate invitations to the Shareholders. This Invitation is considered as an invitation.
  2. Persons who eligible to attend or represented in the Meeting are the Company’s Shareholders - whose shares are in KSEI’s collective custody (scriptless) or Shareholders whose shares are not in KSEI’s collective custody (script) - whose names are registered in the Register of Shareholders of the Company on **3 March 2021** until 16:00 pm (recording date).
  3. Shareholders or its Attorney who will attend the Meeting is required to bring and submit their copy of valid ID card or other identification document to the registration officer before entering the Meeting Room.  
For the Shareholders in a form of Legal Entity, must submit their legal documentations, that among others:
    - a. Copy of the latest Article of Associations followed with the copy of prove of approval/report receipt from/to the Ministry of Law and Human Rights of the changes of the latest Article of Associations;
    - b. Copy of the Deeds of Appointment of Board of Directors and Board of Commissioners or the latest management;
    - c. Copy of ID card from the Attorney/Principal of the Power of Attorney (when authorized).
  4. To support the Government’s effort in handling Corona Virus Disease 2019 (“Covid-19”) pandemic, the Company suggests the Shareholders to provide Power of Attorney with below mechanism:
    - a. For Shareholders who are entitled to attend the Meeting whose shares are in KSEI’s collective custody, may provide Power of Attorney to the Securities Administration Bureau (“BAE”), PT Sinartama Gunita through the Electronic General Meeting System KSEI (eASY.KSEI) using the link <https://easy.ksei.co.id/egken/> provided by KSEI as a mechanism for electronic Power of Attorney in the process of organizing the Meeting. Guidelines for registration, usage, and further explanation in regard to eASY.KSEI may be accessed in eASY.KSEI Application.
    - b. For Shareholders who are entitled to attend the Meeting whose shares are not in KSEI’s collective custody may provide the Power of Attorney to the BAE, PT Sinartama Gunita, with due observance to the following provisions:
      - Form of Power of Attorney can be downloaded in the Company’s website using the link <https://www.maybank.co.id/corporateinformation/investorRelation/rups> and the original stamped Power of Attorney must be received by the Company through BAE, addressed at Sinar Mas Land Plaza, Menara 1 Lantai 9, Jl. MH Thamrin No.51, Jakarta 10350, Telp. 021-3922332, Fax. 021-3923003, and the scanned copy of the Power of Attorney must be received by electronic mail: [helpdesk1@sinartama.co.id](mailto:helpdesk1@sinartama.co.id), at the latest 1 (one) working day during operational hours before the day of Meeting, attached with a copy of KTP or for Shareholders in the form of a legal entity accompanied by proof of authority to represent a legal entity.
      - For Shareholders who are residing overseas, the Power of Attorney shall be made by the local Notary and legalized by the Embassy of the Republic of Indonesia in the local area where the Shareholders reside.
- Members of the Board of Directors, the Board of Commissioners and employees of the Company may act as proxies in the Meeting, however, the votes they cast as proxies in the Meeting are not counted in voting. In the event that the Power of Attorney is done electronically, members of the Board of Directors, the Board of Commissioners and employees of the Company cannot act as electronic proxies.
5. Shareholders or the Attorney who will be physically present in the Meeting, must follow the Covid-19 Health Protocol established by the Company, which applies at the venue of the Meeting, as stated in the Meeting’s Code of Conduct in the Company’s website [www.maybank.co.id](http://www.maybank.co.id).
  6. Meeting materials are available from the date of the Meeting’s Invitation until the date of the Meeting and can be downloaded in the Company’s website [www.maybank.co.id](http://www.maybank.co.id). The Company does not provide the hardcopy of Meeting’s materials to the Shareholders at the time of the Meeting.
  7. Any questions related to the Meeting’s Agenda can be submitted through electronic mail [CorporateSecretary@maybank.co.id](mailto:CorporateSecretary@maybank.co.id) or conveyed in the Meeting in accordance with the Meeting’s Code of Conduct.
  8. Any changes and/or additional Meeting materials or information related to the Meeting in accordance with current condition and development which has not been conveyed in this Invitation, will be announced in the Company’s website [www.maybank.co.id](http://www.maybank.co.id).
  9. To facilitate the arrangement and for the smooth conduct of the Meeting, the Shareholders or the Attorney are welcome to be at the venue 30 (thirty) minutes before the Meeting begins.

Jakarta, 4 March 2021  
**PT Bank Maybank Indonesia, Tbk.**  
The Board of Directors

PT Bank Maybank Indonesia, Tbk., Sentral Senayan III Lt. 26, Jl. Asia Afrika No. 8, Senayan, Jakarta 10270

**Humanising Financial Services.**

