

**EXPLANATION OF THE AGENDA
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
PT Bank Maybank Indonesia, Tbk.
11 April 2025**

In accordance with the plan to convene the Annual General Meeting of Shareholders (“**Meeting**”) of PT Bank Maybank Indonesia, Tbk. (“**the Company**”) which will be held on:

Day / Date : Friday / 11 April 2025
Time : 14:00 Western Indonesian Time - onwards
Venue : Function Room, Sentral Senayan III, 28th Floor
Jl. Asia Afrika No. 8, Senayan, Gelora Bung Karno, Jakarta 10270,

The Company has published the following:

- Announcement of the Meeting in the Company’s website, Indonesia Stock Exchange’s website and PT Kustodian Sentral Efek Indonesia’s website on 5 March 2025;
- Invitation to attend the Meeting in the Company’s website, Indonesia Stock Exchange’s website and PT Kustodian Sentral Efek Indonesia’s website on 20 March 2025.

Furthermore, with respect to:

- Indonesia Financial Services Authority’s Regulation (“**POJK**”) Number 15/POJK.04/2020 regarding the Planning and Organization of General Meeting of Shareholders by Public Listed Companies and POJK Number 16/POJK.04/2020 regarding the Implementation of Electronic General Meeting of Shareholders by Public Listed Companies; and
- The Company’s Articles of Association,

The Company hereby provides the explanation of each agenda of the Meeting as follows.

1. First Agenda

“Approval on the Company’s Annual Report and Ratification of the Company’s Consolidated Financial Statements for the Financial Year ended on 31 December 2024”

- a. Approval of the Company’s Annual Report for the financial year ended 31 December 2024;
- b. Ratification of the Company’s Consolidated Financial Statements as of 31 December 2024 and for the Financial Year ended on 31 December 2024;
- c. Ratification of the Supervisory Report of the Board of Commissioners and the Sharia Supervisory Board of the Company for the financial year ended 31 December 2024; and
- d. Provide acquit and discharge (“*volledig acquit et décharge*”) to the members of the Board of Directors and Board of Commissioners, including the Sharia Supervisory Board of the Company for the management and supervision performed in the financial year of 2024, provided that the management and supervisory actions are reflected in the Company’s Annual Report for the financial year ended on 31 December 2024.

Legal Basis:

- Article 66, Article 67, Article 68 and Article 69 of the Law of the Republic Indonesia Number 40 Year 2007 regarding Limited Liability Company (“**Company Law**”)
- Article 6 of Indonesia Financial Services Authority Regulation Number 51/POJK.03/2017 (“**POJK 51**”) regarding The Implementation of Sustainable Finance for Financial Services Institutions, Issuers and Public Companies.
- Article 10 paragraph (4) and Article 10 paragraph (5) of the Company’s Articles of Association (“**AoA**”)

Explanation:

In accordance with Article 10 paragraph (4) and Article 10 paragraph (5) of the Company's AoA, as well as Article 69 paragraph (1) of the 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").

In this Agenda, the Company will explain the main points of the Annual Report of the Company for the Financial Year ended 31 December 2024, which includes the business of the Company and the achievements during the Financial Year of 2024, and propose to the Meeting to:

- a. Approve the Annual Report of the Company for the Financial Year ended on 31 December 2024;
- b. Ratify the Company's Consolidated Financial Statements as of 31 December 2024 and for the Financial Year ended 31 December 2024, which has been audited by Public Accountant Firm "Purwantono, Sungkoro & Surja" (a member firm of Ernst & Young Global Limited) as stipulated in its report dated 20 February 2025 with audit opinion: present fairly, in all material respects;
- c. Ratify the Supervisory Report of the Board of Commissioners and the Sharia Supervisory Board of the Company for the Financial Year ended 31 December 2024; and
- d. 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 2024, provided that the management and supervisory actions are reflected in the Company's Annual Report for the year ended on 31 December 2024.

Based on the provision in Article 6 of POJK 51, the Company is required to communicate the Sustainable Finance Action Plan ("RAKB") to the Shareholders. The Company has prepared the RAKB annually and also reported the RAKB in the Company's Sustainability Report. In this agenda, the programs in the Company's RAKB for 2025 will also be briefly presented.

The Company's Consolidated Financial Statements as of 31 December 2024 and for the Financial Year ended 31 December 2024 has been submitted to Indonesia Financial Services Authority on 21 February 2025 and has been published in the Company's website (www.maybank.co.id) and Indonesia Stock Exchange's website on 21 February 2025.

The Company's Annual Report and the Company's Sustainability Report for the Financial Year ended on 31 December 2024 has been submitted to the Authorities and available in the Company's website (www.maybank.co.id) and Indonesia Stock Exchange's website on 20 March 2025.

2. Second Agenda

"Determination of the Utilization of the Company's Net Profit for Financial Year ended 31 December 2024"

Legal Basis:

- Article 71 of the Company Law
- Article 10 paragraph (4) and Article 24 paragraph (1) of the Company's AoA

Explanation:

In accordance with Article 10 paragraph (4) and Article 24 paragraph (1) of the Company's AoA, as well as Article 71 of the Company Law, the utilization of the Company's Net Profit for the Financial Year of 2024 must be determined and approved by the GMS.

In this Agenda, the Company will propose to the Meeting to approve the utilization of the Company's profit for the Financial Year of 2024, a total amount of Rp1,115,963,322,571,- which will be used as follows:

- a. Maximum Rp446,385,329,029,- (40%) will be disbursed to the shareholders as cash dividend, amounted Rp5.85691,- per share;
- b. The remaining Rp669,577,993,542,- (60%) will be stated as Retained Earnings.

In accordance with the requirement of Article 24 paragraph (1) of the Company's AoA, the proposed utilization of the Company's Profit for the Financial Year of 2024 has been approved by the Company's Board of Directors ("BOD") through the BOD Circular Resolution dated 28 February 2025 and has been approved by the Company's Board of Commissioners ("BOC") through the BOC Meeting dated 28 February 2025.

3. Third Agenda

"Appointment of Public Accountant and/or Public Accountant Firm to audit the Company's Financial Statements for Financial Year of 2025 and Determination on the Honorarium and other requirements related to the appointment"

Legal Basis:

- Article 68 of the Company Law
- Article 3 paragraph (1) of Indonesia Financial Services Authority Regulation Number 9 Year 2023 ("POJK 9") regarding Use of Services of Public Accountant and Public Accounting Firm in Financial Services Activities
- Article 10 paragraph (4) of the Company's AoA

Explanation:

Article 10 paragraph (4) of the Company's AoA and Article 3 paragraph (1) of POJK 9 stipulate that the appointment of Public Accountant and/or Public Accountant Firm who will audit the Financial Statements of the Company must be determined by the GMS.

In regards to this requirement, in this Agenda, the Company will propose to the Meeting to approve the appointment of Public Accountant "Yasir" and Public Accountant Firm "Purwantono, Sungkoro & Surja" (a member firm of Ernst & Young Global Limited) to audit the Financial Statements of the Company for the Financial Year of 2025. The Company will also propose to the Meeting to delegate the authority to the BOC of the Company to appoint other Public Accountant and/or Public Accountant Firm, in the event that Public Accountant Firm "Purwantono, Sungkoro & Surja", for whatever reasons, could not finish its audit on the Company's Financial Statements for the Financial Year of 2025.

In this Agenda, the Company will propose to the Meeting to delegate the authority to the Company's BOC to determine the honorarium of Public Accountant Firm "Purwantono, Sungkoro & Surja" and the other requirements related to the Appointment of the said Public Accountant Firm.

The above proposals are in accordance with the Company's Audit Committee recommendation through the Audit Committee Meeting on 17 March 2025 and have been approved by the Company's BOC through the BOC Circular Resolution dated 18 March 2025, to be approved by the Meeting.

4. Fourth Agenda

"Determination of the Honorarium and/or Other Allowances for the Board of Commissioners for the Financial Year of 2025"

Legal Basis:

- Article 113 of the Company Law
- Article 18 paragraph (4) of the Company's AoA

Explanation:

Article 18 paragraph (4) of the Company's AoA and Article 113 of the Company Law regulate that the members of the BOC shall be compensated with honorarium and/or allowance in the amount as specified by the GMS.

In regards to the above-mentioned requirements, in this Agenda, the Company will propose to the Meeting to delegate the authority to the President Commissioner of the Company to determine the Honorarium and/or Other Allowances for the BOC for the Financial Year of 2025, by taking into consideration the suggestion and recommendation from the Company's Nomination and Remuneration Committee ("NRC").

The above proposals are in accordance with the Company's NRC recommendation.

5. Fifth Agenda

"Authorization to the Board of Commissioners to determine:

- The Salary and/or Other Allowances for the members of the Board of Directors for the Financial Year of 2025, and
- The Honorarium and/or Other Allowances for the members of Sharia Supervisory Board for the Financial Year of 2025"

Legal Basis:

- Article 96 and Article 109 of the Company Law
- Article 15 paragraph (5) and Article 22 paragraph (5) of the Company's AoA

Explanation:

Article 15 paragraph (5) and Article 22 paragraph (5) of the Company's AoA, as well as Article 96 and Article 109 of the Company Law stipulate that the amount of the salary and/or other allowances for the BOD and the honorarium and/or other allowances for the Sharia Supervisory Board ("SSB") must be determined by the GMS and such authority can be delegated by the GMS to the BOC of the Company.

In regards to that requirement, in this Agenda, the Company will propose to the Meeting to delegate its 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 2025, as well as bonus for the BOD for Financial Year of 2024, by taking into consideration the suggestion and recommendation from the Company's NRC.

The above proposals are in accordance with the Company's NRC recommendation.

6. Sixth Agenda

"The Changes on the Composition of the members of the Company's management"

Legal Basis:

- Article 94 and Article 111 of the Company Law
- Article 3 and Article 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 the Issuers or Public Companies
- Article 9 paragraph (1) and Article 41 paragraph (1) of Indonesia Financial Services Authority Regulation Number 17 Year 2023 ("POJK 17") regarding The Implementation of Governance for Commercial Banks
- Article 10 paragraph (4), Article 15 paragraph (3), Article 18 paragraph (3) of the Company's AoA

Explanation:

Based on the provision in Article 10 paragraph (4), Article 15 paragraph (3) and Article 18 paragraph (3) of the Company's AoA, 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.

Referring to the above and the following considerations:

- a. The term of office of several members of the Company's Board of Commissioners ("BOC") that will be expired at the closing of this Meeting;
- b. The term of office of a member of the Company's Board of Directors ("BOD") that will be expired at the closing of this Meeting;

Therefore in this agenda, it will be proposed to the Meeting to:

- a. Approve the termination of the term of office of **Dato' Khairussaleh Ramli** as the Company's President Commissioner, **Dato' Zulkiflee Abbas Abdul Hamid** as the Company's Commissioner and **Achjar Iljas** as the Company's Independent Commissioner, whose term of office will be expired since the closing of the Meeting.
- b. Approve the termination of the term of office of **Bambang Andri Irawan** as the Company's Director, whose term of office will be expired since the closing of the Meeting.
- c. Approve to reappoint **Dato' Khairussaleh Ramli** as the Company's President Commissioner and **Dato' Zulkiflee Abbas Abdul Hamid** as the Company's Commissioner for the term of office commencing on the closing of the Meeting until the closing of the Company's Annual General Meeting of Shareholders ("AGMS") year 2028.
- d. Approve to reappoint **Bambang Andri Irawan** as the Company's Director for the term of office commencing on the closing of the Meeting until the closing of the Company's AGMS year 2028.

In accordance with the provisions of Article 9 paragraph (1) and Article 41 (1) POJK 17, the above proposals have been recommended by the Company's Nomination and Remuneration Committee.

Curriculum Vitae of Dato' Khairussaleh Ramli, Dato' Zulkiflee Abbas Abdul Hamid dan Bambang Andri Irawan can be found in the Company's website www.maybank.co.id.

7. Seventh Agenda

"The Distribution of Duties and Authorities among the members of the Board of Directors"

Legal Basis:

- Article 92 paragraph (5) and (6) of the Company Law
- Article 14 of POJK 17
- Article 16 paragraph (9) of the Company's AoA

Explanation:

Article 16 paragraph (9) of the Company's AoA, Article 14 of POJK 17, as well as Article 92 paragraph (5) and (6) of the 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 the BOD's Resolution.

In relation to those provisions, in this Agenda, 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 2025 will be determined by the BOD through the BOD's Resolution.

8. Eighth Agenda

"Approval on the Update on the Company's Recovery Plan, in order to fulfill Article 43 of Indonesia Financial Services Authority Regulation Number 5 Year 2024"

Legal Basis:

- Article 14 and Article 43 of Indonesia Financial Services Authority Regulation Number 5 Year 2024 ("POJK 5") regarding Determination of the Status of Supervision and Problem Handling of Commercial Banks

Explanation:

In accordance with Article 43 paragraph (1) of POJK 5, Banks are required to periodically update its Recovery Plan at least 1 (one) time in 1 (one) year, and in accordance with Article 43 paragraph (2) and (3) of POJK 5, the Update of Recovery Plan must obtain Shareholders's approval in the GMS.

The Company has updated the Recovery Plan and has submitted documents regarding the update of Recovery Plan to Department of Private Bank Supervision 2 OJK through the Company Letter Number S.2024.049/MBI/DIR RISK MGMT dated 29 November 2024, along with Recovery Plan document. In accordance with Article 43 paragraph (1) of POJK 5, Banks are required to periodically update its Recovery Plan at least 1 (one) time in 1 (one) year, and in accordance with Article 43 paragraph (2) and (3) of POJK 5, the Update of Recovery Plan must obtain Shareholders's approval in the GMS.

One of the important components in the Recovery Plan is the Recovery Options that Bank will carry out in the event of financial pressure experienced by the Bank in preventing, restoring or improving financial conditions and business continuity. In this Recovery Plan, a review of Trigger Levels and Recovery Options has been carried out, while at the same time ensuring alignment with other related policies. The Company currently has and is reviewing the adequacy of debt instruments or investments that have capital characteristics, in compliance with Article 35 of POJK 5.

Referring to the response letter from OJK contained in OJK Letter Number S-16/PB.3/2024 dated 27 December 2024, the Company's Update to the Recovery Plan which contains changes on the Recovery Options and Trigger Levels must obtain Shareholders's approval in the nearest GMS.

In accordance with the above-mentioned explanation, the Company will propose to the Meeting to approve the Update on the Company's Recovery Plan for year 2025.

Jakarta, 20 March 2025
PT Bank Maybank Indonesia, Tbk.
The Board of Directors