

CODE OF CONDUCT
ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2024 FINANCIAL YEAR
PT BANK NEGARA INDONESIA (Persero) Tbk
Jakarta, March 26 2024

1. The Annual General Meeting of Shareholders for the 2024 Financial Year (hereinafter referred to as the “**Meeting**”) of PT Bank Negara Indonesia (Persero) Tbk (hereinafter referred to as the “**Company**”) will be held in Indonesian on:

Day/Date : Wednesday, March 26, 2025
Time : 10.00 a.m up to end
Place : Ballroom Menara BNI, 6th Floor
Pejompongan Raya Street No. 7, Bendungan Hilir, Central Jakarta
Implementation : The meeting will be held physically and electronically through the KSEI
Mechanism Electronic General Meeting System Facility (“**eASY.KSEI**”).

The implementation of this Meeting is held physically and electronically with reference to the provisions of Article 11 of the Financial Services Authority Regulation (hereinafter referred to as "OJK") No. 15/POJK.04/2020 concerning the Planning and Implementation of General Meetings of Shareholders of Public Companies, Article 3 of OJK Regulation No. 16/POJK.04/2020, concerning implementing General Meetings of Shareholders of Public Companies Electronically and the Company's Articles of Association.

2. Meeting Chair

- a. The Chairperson of the Meeting is a member of the Board of Commissioners appointed by the Board of Commissioners. In the event that all members of the Board of Commissioners are absent or unable to attend, the Meeting is chaired by one of the members of the Board of Directors appointed by the Board of Directors. In the event that all members of the Board of Commissioners or members of the Board of Directors are absent or unable to attend, the Meeting is chaired by a Shareholder present at the Meeting appointed from and by the participants of the Meeting.
- b. The Chairperson of the Meeting is responsible for the smooth running of the Meeting. If a party is unruly in the Meeting and disrupts the course of the Meeting, the Chairperson of the Meeting has the right and authority to take the necessary firm action.
- c. The Chairperson of the Meeting has the right and authority to take steps deemed necessary, including, but not limited to, deciding on Meeting procedures that have not been regulated or have not been sufficiently regulated in these Rules of Procedure.

3. Meeting Participants

- a. Those entitled to be Meeting Participants are Shareholders whose names are registered in the Company's Shareholders Register on Monday, March 3, 2025, until 16.00 WIB or their authorized Proxies.

- b. Shareholders or their authorized Proxy who come after the registration period closes can still attend the Meeting, but their votes will not be counted, and they cannot ask questions or give opinions in the question-and-answer session.
- c. The Company can determine the number of Shareholders or proxies of shareholders who are physically present; for this reason, the Company urges Shareholders to attend the Meeting electronically and provide their power of attorney electronically through the KSEI Electronic General Meeting System facility (hereinafter referred to as "eASY.KSEI") via the website <https://akses.ksei.co.id> or by granting written power of attorney to Independent Parties. The Power of Attorney Form to Independent Parties can be accessed via the Company's website.
- d. The Independent Party, referred to in letter c above, acts and represents the Shareholders in conveying votes and questions at the Meeting. The Independent Party is a representative of the Company's Securities Administration Bureau, PT Datindo Entrycom, which is located at Jl. Hayam Wuruk No. 28, Jakarta, 10120.
- e. Shareholders who are entitled to attend the Meeting may use eASY.KSEI to grant Power of Attorney and/or exercise their voting rights in accordance with the mechanism determined by the eASY.KSEI Provider while still observing the provisions of laws and regulations.
- f. Shareholders who wish to attend the Meeting Electronically through eASY.KSEI, must fulfill the following provisions:
 - 1) Submitting a declaration regarding attendance electronically at the Meeting along with voting choices for at least one Meeting agenda item via eASY.KSEI no later than 1 (one) Working Day before the Meeting date or
 - 2) Registering electronically via eASY.KSEI during the shareholder registration period on the Meeting date and submitting voting choices electronically during the Meeting until before the closing of voting for each Meeting agenda item that requires voting;
- g. Shareholders who wish to attend the Meeting Electronically or provide electronic power of attorney through eASY.KSEI is responsible for the suitability and use of access rights in eASY.KSEI, including the use of voting rights granted in the Meeting and/or the appointment of power of attorney granted through eASY.KSEI.
- h. In the event that a shareholder or Attorney has not submitted a vote for at least one agenda item of the Meeting up to 1 (one) Working Day before the date of the Meeting, the shareholder or Attorney who intends to attend the Meeting electronically must register electronically through eASY.KSEI during the shareholder registration period on the date of the Meeting.
- i. In the event that a shareholder has submitted a statement to attend the Meeting Electronically and has submitted his/her vote before the date of the Meeting as referred to in letter f above, then the shareholder is deemed to have legitimately attended the Meeting without the need to register electronically on the date of the Meeting.
- j. The Company conducts the Meeting electronically by using audio-visual services provided by the eASY.KSEI Provider to facilitate Meeting participants to be able to see, hear, and/or participate directly in the Meeting, including to submit questions and/or opinions in the Meeting.
- k. Shareholders who have submitted a statement to attend the Meeting electronically and who have registered electronically on the date of the Meeting as referred to in letter i above can see, hear, and/or participate directly in the Meeting through the services provided by the eASY.KSEI Provider, including submitting questions and/or opinions in the Meeting.

- l. Shareholders who have given their power of attorney and voting choice to the Attorney cannot attend the Meeting through the services referred to in letter j above.
- m. The eASY.KSEI Provider can determine the limit on the number of questions and/or opinions that can be submitted by shareholders and Attorneys through the services as referred to in letter j above for each agenda item of the Meeting.
- n. Shareholders who have attended the Meeting venue but are restricted from attending or unable to enter the Meeting room for reasons stated in these Rules of Procedure may exercise their rights by granting power of attorney (to attend and vote on each Meeting Agenda) to an Independent Party, by filling in and signing the Power of Attorney form as in letter c above and submitting the Power of Attorney to the registration officer at the Meeting venue.
- o. Procedures for Granting Access to eASY.KSEI, Procedures for Using eASY.KSEI and matters related to the use of eASY.KSEI can be accessed through [https://www.ksei.co.id/files/Peraturan KSEI Nomor XI-A.PDF](https://www.ksei.co.id/files/Peraturan_KSEI_Nomor_XI-A.PDF) and [https://www.ksei.co.id/files/Peraturan KSEI No XI-B tentang Tata Cara Pelaksanaan RUPS secara Elektronik melalui eASY.KSEI \(1\).pdf](https://www.ksei.co.id/files/Peraturan_KSEI_No_XI-B_tentang_Tata_Cara_Pelaksanaan_RUPS_secara_Elektronik_melalui_eASY.KSEI_(1).pdf).

4. Invitation to Other Parties by the Company

- a. The Company may invite other parties related to the Meeting Agenda.
- b. Other parties, as stated in point an above, do not have the right to express opinions and/or vote at the Meeting.

- 5. During the Meeting, Participants are expected to follow it in an orderly manner by not activating or setting silent mode on their mobile phones and/or other electronic devices that may disrupt it.

6. Quorum Attendance and Decision

- a. Provisions on Attendance Quorum and Decision Quorum for the First and Fourth Meeting Agenda Items are that the Meeting is attended by Shareholders or their authorized Proxies who together represent more than 1/2 (one half) of the total number of shares with valid voting rights. Decisions must be approved by Shareholders or their authorized Proxies who together represent more than 1/2 (one-half) of the total number of shares with valid voting rights who are present at the Meeting.
- b. Provisions on Attendance Quorum and Decision Quorum for the Second, Third, and Seventh Meeting Agenda Items are that the Meeting is attended by Series A Dwiwarna Shareholders and other Shareholders or their authorized Proxies who together represent more than 1/2 (one half) of the total number of shares with valid voting rights. Decisions must be approved by Series A Dwiwarna Shareholders and other Shareholders or their authorized Proxies who together represent more than 1/2 (one-half) of the total number of shares with valid voting rights who are present at the Meeting.
- c. The provisions for the Attendance Quorum and Decision Quorum for the Fifth and Sixth Meeting Agenda are that the Meeting is attended by Series A Dwiwarna shareholders and other shareholders and/or their authorized representatives who together represent at least 2/3 (two-thirds) of the total number of shares with valid voting rights and the decision is approved by

Series A Dwiwarna shareholders and other shareholders and/or their authorized representatives who together represent more than 2/3 (two thirds) of the total number of shares with voting rights present at the Meeting.

7. Discussion of the Meeting Agenda is carried out using the following mechanism:

- a. The Chairperson of the Meeting will open, lead, and close the Meeting.
- b. The Chairperson of the Meeting may request assistance from members of the Board of Commissioners or members of the Board of Directors or parties appointed by members of the Board of Directors to explain the Meeting Agenda.

8. Procedures for Submitting Questions and/or Opinions

- a. Parties who are entitled to submit questions and/or opinions at the Meeting are only Shareholders or authorized Proxies of Shareholders.
- b. Shareholders or Proxies of Shareholders who are physically present and wish to submit questions and/or opinions are requested to raise their hands and submit the completed question form to the officer to be submitted to the Notary to be checked for validity and relevance to the Agenda being discussed and then submitted to the Chairperson of the Meeting to be read out.
- c. Process of Submitting Questions and/or Opinions Electronically:
Shareholders or Proxies have the opportunity to submit questions and/or opinions at each discussion session per the Agenda of the Meeting. Questions and/or Opinions per Agenda of the Meeting can be submitted in writing by Shareholders or Proxies using the chat feature in the 'Electronic Opinions' column available on the E-Meeting Hall screen in the eASY.KSEI application. Submission of questions and/or opinions can be done as long as the status of the Meeting in the 'General Meeting Flow Text' column is "Discussion started for agenda item no. [...]".
- d. The Meeting Chairperson has the right not to answer or not to respond to questions and/or opinions that are not directly related to the Meeting Agenda.
- e. The Meeting Chairperson has the right to appoint members of the Board of Directors, Board of Commissioners, and/or other parties to answer or respond to questions and/or opinions submitted by Shareholders or Shareholder Proxies.
- f. The Meeting Chairperson has the right to do things necessary for the smooth running and order of the Meeting.

9. Decision Making and Voting Procedures

- a. Each share entitles its owner to cast 1 (one) vote.
- b. Decisions on all meeting agendas are made based on deliberation to reach a consensus.
- c. In the event that a decision based on deliberation to reach consensus is not reached, then the decision is taken based on voting.
- d. In the voting session, Shareholders or authorized Proxies of Shareholders who cast abstain or dissenting votes are asked to raise their hands and submit their voting cards to the officer. Shareholders or authorized Proxies of Shareholders who do not raise their hands are deemed to have approved the proposal submitted in connection with the Meeting Agenda being discussed.

- e. Shareholders or their Proxies with voting rights who are present at the Meeting but abstain are deemed to have cast the same vote as the majority vote.
- f. Electronic Voting Process:
 - 1) The electronic voting process takes place in the eASY.KSEI application, on the E-Meeting Hall menu, under the Live Broadcasting submenu.
 - 2) Shareholders who are present in person or represented by their Proxy but have not yet cast their vote on the Meeting agenda, then the Shareholder or Proxy has the opportunity to submit their vote directly during the voting period via the E-Meeting Hall screen in the eASY.The KSEI application has been opened by the Company. When the electronic voting period per Meeting Agenda begins, the system automatically runs the voting time by counting down. During the electronic voting process, the status "Voting for agenda item no [.....] has started" will be visible in the 'General Meeting Flow Text' column. If the shareholder or his/her proxy does not cast a vote for a particular Meeting agenda until the Meeting implementation status shown in the 'General Meeting Flow Text' column changes to "Voting for agenda item no [...] has ended", then it will be considered to have cast an Abstain vote for the relevant Meeting agenda.
 - 3) Voting time during the electronic voting process is the standard time set in the eASY.KSEI application.
- g. After the vote count has been carried out and reported by the Notary, the Chair of the Meeting will announce the results of the Meeting's decisions from the vote.

10. Others

- a. In the event of a difference between the share ownership records in eASY.KSEI and the share ownership records of the eASY.KSEI User and/or the results of the Meeting, the eASY.KSEI User must follow the mechanisms and procedures determined by the eASY.KSEI provider.
- b. These Rules of Procedure are made by taking into account the provisions of the Company's Articles of Association and the provisions of applicable laws and regulations. Matters that occur during the Meeting and have not been regulated in these Rules of Procedure will be determined by the Meeting Chairperson by taking into account the Company's Articles of Association and the provisions of applicable laws and regulations.

AGENDA
ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR 2024 FINANCIAL YEAR
PT BANK NEGARA INDONESIA (PERSERO) Tbk
Jakarta, March 26, 2025

1. The Approval of the Annual Report and Ratification of the Company's Consolidated Financial Report, Approval of the Supervisory Duties Report of the Board of Commissioners, and Ratification of the Financial Report of the Micro and Small Business Funding Program ("PUMK") for the 2024 Financial Year, as well as granting full settlement and handing over responsibility (volledig acquit et de charge) to the Board of Directors for the Company's management actions and the Board of Commissioners for the Company's supervisory actions that have been carried out during the 2024 Financial Year.
2. The Approval of the use of the Company's Net Profit for the 2024 Financial Year.
3. The Determination of Salary/Honorarium and Facilities and Benefits for the 2025 Financial Year, and Tantiem/Performance Incentive/Special Incentive for the 2024 Financial Year Performance and/or Long-Term Incentive for the Period of 2025-2027, for the members of the Board of Directors and the members of the Board of Commissioners of the Company.
4. The Appointment of a Public Accountant and/or Public Accounting Firm to Audit the Company's Consolidated Financial Report and Financial Report of the PUMK for the 2025 Financial Year.
5. The Approval of the Company's Buyback Plan and the Transfer of Buyback Shares held as Treasury Stock.
6. The Changes to the Company's Articles of Association.
7. The Change to the Composition of the Company's Management.