

Meeting Materials

Extraordinary General Meeting of Shareholders (EGMS) PT Bank Syariah Indonesia Tbk (BSI) Year 2025

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The Company may make changes or additions to the agenda items of this Extraordinary General Meeting of Shareholders through the Company's website without the need to provide an explanation

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EGMS Information

Meeting Schedule



Day, Date : Monday, 22 December 2025
Time : 02.00 pm until the meeting concludes



Venue and Mechanism : Central Jakarta, through the Electronic General Meeting System of KSEI ("eASY.KSEI") accessible via <https://akses.ksei.co.id/> provided by PT Kustodian Sentral Efek Indonesia ("KSEI").

Meeting Agenda

1. Approval of the Amendments to the Company's Articles of Association.
2. Delegation of Authority for the Approval of the Company's Work Plan and Budget for the Year 2026.

Meeting Mechanism

The Company urges Shareholders to attend the EGMS electronically or grant a proxy through the eASY.KSEI facility in accordance with the EGMS invitation. In relation to this, attendance and proxy granting electronically shall be carried out following the procedures below:

1. Shareholders must first be registered in the KSEI Securities Ownership Reference Facility (AKSes KSEI). Shareholders who are not yet registered are requested to complete their registration via <https://akses.ksei.co.id>.
2. Registered Shareholders may grant a proxy through eASY.KSEI via <https://easy.ksei.co.id> ("e-Proxy").
3. Shareholders who wish to grant a proxy and/or vote electronically (e-Proxy & e-Voting), may do so through the eASY.KSEI system no later than 1 (one) business day before the EGMS, namely **Friday, 19 December 2025, at 12:00 WIB**.
4. Further details on registration, usage, and procedures are available on the eASY.KSEI system and AKSes KSEI at <https://easy.ksei.co.id> and/or <https://akses.ksei.co.id>.

First Agenda

Approval of the Amendments to the Company's Articles of Association.

Legal Basis

1. Law Number 40 of 2007 concerning Limited Liability Companies as amended by Law Number 6 of 2023 concerning Enactment of Regulation of the Government in Lieu of Law Number 2 of 2022 on Job Creation into Law ("Company Law").
2. Law Number 19 of 2003 concerning State-Owned Enterprises as last amended by Law Number 16 of 2025 concerning the Fourth Amendment to Law Number 19 of 2003 concerning State-Owned Enterprises ("SOE Law").
3. Financial Services Authority Regulation Number 2 of 2024 concerning Implementation of Sharia Governance for Sharia Commercial Banks and Sharia Business Unit ("POJK 2/2024").
4. Articles of Association of PT Bank Syariah Indonesia Tbk ("BSI Articles of Association").
5. Letter from the State-Owned Enterprise Regulatory Agency of the Republic of Indonesia (BP BUMN) Number S-23/BPU/1-/2025 dated 28 October 2025 regarding Amendments to the Articles of Association ("BP BUMN Letter dated 28 October 2025").

Explanation

1. Pursuant to the SOE Law, the special rights of the Republic of Indonesia arising from its ownership of Series A Dwiwarna shares in BSI result in the Company being classified as an SOE. Accordingly, in compliance with Article 94 of the SOE Law, the Company must fully adhere to the SOE Law.
2. Under Article 8 paragraph (1) of POJK 2/2024 and its elucidation, the Sharia Supervisory Board is recognized as a key organ of the bank, equivalent to the Board of Directors and the Board of Commissioners. With the enactment of POJK 2/2024, the Company, as a Sharia Commercial Bank, is also required to amend its Articles of Association to incorporate provisions on Sharia governance in accordance with POJK 2/2024 and its implementing regulations.
3. In accordance with Article 19 paragraph (1) of the Company Law and Article 29 paragraph (2) of the BSI Articles of Association, any amendments to the Articles of Association must be determined by the General Meeting of Shareholders.
4. Based on Article 5 paragraph (4) letters c.1) & c.3) of the BSI Articles of Association The Series A Dwiwarna Shareholder holds special rights:
 - a. approve amendments to BSI's Articles of Association at the General Meeting of Shareholders; and
 - b. to propose and convene the General Meeting of Shareholders and determine its agenda.

At the EGMS, shareholder approval will be requested for the following matters:

1. Amendments to the Company's Articles of Association to align with laws and regulations governing SOEs and Otoritas JasaKeuangan regulations on the implementation of Sharia governance for Sharia Commercial Banks.
2. Delegation of authority to the Company's Board of Directors to restate all provisions of the Articles of Association in connection with the amendments referred to in item 1 (one) above, with the complete Articles of Association attached to the notarial deed of minutes.
3. Granting power and authority to the Board of Directors, with the right of substitution, to take all necessary actions to implement the resolutions of the Meeting, including but not limited to drafting and restating the entire Articles of Association in a notarial deed, making adjustments required by the authorities, and submitting them to the relevant authorities to obtain approval and acknowledgment of the amendments to the Articles of Association, as well as performing any other actions deemed necessary and appropriate for such purposes without exception.

First Agenda

Approval of the Amendments to the Company's Articles of Association

Key Changes

Article	Subject	Explanation
1	Name & Domicile	Adjustment of the Company's name to PT Bank Syariah Indonesia (Persero) Tbk.
2	Term of Incorporation	Adjustment of the article clause to state the Company's establishment in accordance with the SOE Articles of Association standardization.
3	Purpose and Business Activities	Adjustment to comply with the SOE Articles of Association standardization while still considering statutory regulations in the field of sharia banking.
4	Capital	Adjustment to comply with the SOE Articles of Association standardization while still considering the shareholding composition in the Company.
5	Shares	Adjustment to comply with the SOE Articles of Association standardization, including adjustments related to the special rights of the Series A Dwiwarna Shareholder, taking into account the provisions of Article 4C paragraph (3) of the SOE Law and alignment of authorities.
6	Share Certificates	Adjustment to comply with the SOE Articles of Association standardization.
7	Replacement of Share Certificates	Adjustment to comply with the SOE Articles of Association standardization.
8	Collective Custody	Adjustment to comply with the SOE Articles of Association standardization.
9	Register of Shareholders and Special Register	Adjustment to comply with the SOE Articles of Association standardization while still considering statutory regulations in the field of sharia banking.
10	Transfer of Share Rights	Adjustment to comply with the SOE Articles of Association standardization while still considering statutory regulations in the field of sharia banking.

First Agenda

Approval of the Amendments to the Company's Articles of Association

Key Changes

Article	Subject	Explanation
11	Board of Directors	Adjustment to comply with the SOE Articles of Association standardization while still considering statutory regulations in the field of sharia banking and the current condition of the Company.
12	Duties, Authorities, and Obligations of the Board of Directors	Adjustment to comply with the SOE Articles of Association standardization while still considering statutory regulations in the field of sharia banking and the current condition of the Company, including the regulation of authority granted to the Shareholder representing the State/Government of the Republic of Indonesia.
13	Board of Directors Meetings	Adjustment to comply with the SOE Articles of Association standardization while still considering statutory regulations in the field of sharia banking.
14	Board of Commissioners	Adjustment to comply with the SOE Articles of Association standardization while still considering statutory regulations in the field of sharia banking.
15	Duties, Authorities, and Obligations of the Board of Commissioners	Adjustment to comply with the SOE Articles of Association standardization while still considering statutory regulations in the field of sharia banking and the current condition of the Company, including the regulation of authority granted to the Shareholder representing the State/Government of the Republic of Indonesia.
16	Board of Commissioners Meetings	Adjustment to comply with the SOE Articles of Association standardization while still considering statutory regulations in the field of sharia banking.
17	Sharia Supervisory Board	Adjustment to comply with statutory regulations in the field of sharia banking.
18	Duties, Authorities, and Obligations of the Sharia Supervisory Board	Adjustment to comply with statutory regulations in the field of sharia banking.
19	Sharia Supervisory Board Meetings	Adjustment to comply with statutory regulations in the field of sharia banking.

First Agenda

Approval of the Amendments to the Company's Articles of Association

Key Changes

Article	Subject	Explanation
20	Long-Term Corporate Plan	Adjustment to comply with the SOE Articles of Association standardization while still considering the current condition of the Company, including the regulation of authority granted to the Shareholder representing the State/Government of the Republic of Indonesia.
21	Annual Work Plan and Budget	Adjustment to comply with the SOE Articles of Association standardization while still considering the current condition of the Company, including the regulation of authority granted to the Shareholder representing the State/Government of the Republic of Indonesia.
22	Fiscal Year and Annual Report	Adjustment to comply with the SOE Articles of Association standardization while still considering statutory regulations in the field of sharia banking.
23	Reporting	Adjustment to comply with the SOE Articles of Association standardization while still considering statutory regulations in the field of sharia banking.
24	General Meeting of Shareholders	Adjustment to comply with the SOE Articles of Association standardization.
25	Annual General Meeting of Shareholders	Adjustment to comply with the SOE Articles of Association standardization.
26	Other General Meetings of Shareholders	Adjustment to comply with the SOE Articles of Association standardization.
27	Venue, Notice, Announcement, Summons, and Timing of the General Meetings of Shareholders	Adjustment to comply with the SOE Articles of Association standardization.
28	Chairmanship, Rules of Procedure, and Minutes of the General Meeting of Shareholders	Adjustment to comply with the SOE Articles of Association standardization.

First Agenda

Approval of the Amendments to the Company's Articles of Association

Key Changes

Article	Subject	Explanation
29	Quorum, Voting Rights, and Resolutions at the General Meeting of Shareholders	Adjustment to comply with the SOE Articles of Association standardization.
30	Appropriation of Profits	Adjustment to comply with the SOE Articles of Association standardization while still considering statutory regulations in the field of sharia banking.
31	Use of Reserve Funds	Adjustment to comply with the SOE Articles of Association standardization.
32	Amendments to the Articles of Association	Adjustment to comply with the SOE Articles of Association standardization while still considering statutory regulations in the field of sharia banking.
33	Merger, Consolidation, Acquisition, and Spin-off	Adjustment to comply with the SOE Articles of Association standardization.
34	Dissolution, Liquidation, and Termination of Legal Entity Status	Adjustment to comply with the SOE Articles of Association standardization.
35	Shareholder Domicile	Adjustment to comply with the SOE Articles of Association standardization.
36	Closing Provisions	Adjustment to comply with the SOE Articles of Association standardization.

Second Agenda

Delegation of Authority for the Approval of the Company's Work Plan and Budget for the Year 2026

Legal Basis

1. Law Number 19 of 2003 concerning State-Owned Enterprises as last amended by Law Number 16 of 2025 concerning the Fourth Amendment to Law Number 19 of 2003 concerning State-Owned Enterprises ("SOE Law").
2. Letter of the State-Owned Enterprise Regulatory Agency of the Republic of Indonesia (BP BUMN) Number SR-62/BPU/11/2025 dated 14 November 2025 regarding Approval for the Convening of the Extraordinary General Meeting of Shareholders (EGMS) of PT Bank Syariah Indonesia Tbk for the Year 2025 ("BP BUMN Letter dated 14 November 2025").

Explanation

1. Pursuant to Article 15G paragraphs (3), (5), and (6) of the SOE Law, the Board of Directors is required to prepare the annual Corporate Work Plan and Budget and submit it to the General Meeting of Shareholders for approval, after prior review by the Board of Commissioners.
2. Based on the BP BUMN Letter dated November 14, 2025, this agenda item has been approved to be decided in the Meeting.

At the EGMS, shareholder approval will be sought for the delegation of authority to approve the 2026 Corporate Work Plan and Budget to the Company's Board of Commissioners.

Explanation

The Meeting Agenda Materials are intended to comply with the provisions of POJK No.15/POJK.04/2020 concerning the Planning and Holding of General Meetings of Shareholders of Public Companies, which essentially regulate the obligation of Public Companies to provide Meeting Agenda Materials from the date of the Meeting Notice until the date of the Meeting.

Thank you

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