

Agenda Material

Annual General Meetings of Shareholders (AGMS) Fiscal Year 2024 PT Bank Syariah Indonesia Tbk

Jakarta, April 24 2025



Agenda Material Annual General Meetings of Shareholders 2024

PT Bank Syariah Indonesia Tbk

1	Approval of the Annual Report and the Supervisory Duties Report of the Board of Commissioners and Ratification of the Company's Financial Report for the financial year ending on December 31, 2024, including granting full release and discharge (volledig acquit et de charge) to all members of the Board of Directors and members of the Board of Commissioners of the Company in connection with the management and supervision of the Company that has been carried out during the financial year ending on December 31, 2024, as long as these activities are reflected in the Annual Report.
2	Approval of the use of the Company's net profit for the financial year ending December 31, 2024.
3	Approval of the appointment of a Public Accounting Firm and Public Accountant to audit the Company's Financial Statements for the financial year ending on December 31, 2025 and the determination of the fees/honorarium.
4	Determination of bonuses for members of the Company's Board of Directors and Board of Commissioners, as well as bonuses for members of the Company's Sharia Supervisory Board for the financial year ending on December 31, 2024, and determination of salaries for members of the Board of Directors and honorariums for members of the Board of Commissioners and Sharia Supervisory Board, including the provision of facilities, benefits and/or other allowances for the financial year 2025.
5	Report on the Realization of the Use of Proceeds from the Continuous Public Offering of Sukuk Mudharabah Based on Sustainable Sustainability I Bank BSI Phase I Year 2024.
6	Approval of the Company's Recovery Action Plan Update.
7	Approval of Changes to the Company's Management.

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Approval of the Annual Report and the Supervisory Duties Report of the Board of Commissioners and Ratification of the Company's Financial Report for the financial year ending on December 31, 2024, including granting full release and discharge (volledig acquit et de charge) to all members of the Board of Directors and members of the Board of Commissioners of the Company in connection with the management and supervision of the Company that has been carried out during the financial year ending on December 31, 2024, as long as these activities are reflected in the Annual Report.

Legal Basis

- Article 12 paragraph (2.a) and paragraph (3) in conjunction with Article 19 paragraph (2.b) point 10, Article 26 paragraph (5), paragraph (8) and paragraph (9) of the Company's Articles of Association.
- Article 66 paragraph (1) in conjunction with Article 69, Article 116 letter c, Law No. 40 of 2007 concerning Limited Liability Companies as amended by Government Regulation in Lieu of Law No. 2 of 2022 concerning Job Creation as stipulated as Law based on Law No. 6 of 2023 concerning Stipulation of Government Regulation in Lieu of Law No. 2 of 2022 concerning Job Creation into Law ("Limited Liability Companies Law").

Explanation of Terms

Based on the provisions above, the following matters are regulated:

- The Board of Directors is required to submit an annual report to obtain approval from the Annual GMS.
- The Board of Commissioners is obliged to provide a report on the supervisory duties carried out during the previous financial year to the GMS.
- Approval of the Annual Report including ratification of the Annual Financial Report and the Board of Commissioners' Supervisory Tasks Report is determined at the Annual GMS.
- Approval of the annual report by the Annual GMS means granting full release and discharge of responsibility to the members of the Board of Directors and Board of Commissioners for the management and supervision carried out during the previous financial year, as long as these actions are reflected in the annual report in question, except for acts of embezzlement, fraud and other criminal acts.

Explanation of The Agenda

In the GMS, the Shareholders will present and request approval/ratification of the :

1. The Company's Annual Report includes the Company's Board of Commissioners' Supervisory Duties Report for the 2024 Financial Year ending on December 31, 2024.
2. The Company's Financial Statements for the financial year ended December 31, 2024, which have been audited by the Public Accounting Firm Rintis, Jumadi, Rianto & Rekan, formerly known as the Public Accounting Firm Tanudiredja, Wibisana, Rintis & Rekan (a member firm of the PricewaterhouseCoopers Global network), in accordance with its report No. 00019/2.1457/AU.1/07/0229-1/1/II/2025 dated February 4, 2025, with a fair opinion in all material respects.
3. The approval/ratification of the Shareholders on this agenda item also provides full release and discharge of responsibility (volledig acquit et de charge) to all members of the Board of Directors for their management actions of the Company and to the Board of Commissioners for their supervisory actions of the Company that have been carried out during the financial year ending on December 31, 2024, to the extent that such actions do not constitute a criminal act and are reflected in the reports mentioned above.

The Company's Annual Report, which includes the Company's Consolidated Annual Financial Statements, can be accessed on the Company's website via <https://ir.bankbsi.co.id/> or the website of PT Bursa Efek Indonesia.

2

Approval of the use of the Company's net profit for the financial year ending December 31, 2024

Legal Basis

- Article 12 paragraph (2.b) in conjunction with Article 27, Article 28 of the Company's Articles of Association.
- Article 70 and Article 71 of the Limited Liability Company Law.

Explanation of Terms

Based on the provisions above, the following matters are regulated :

- The use of the Company's net profit, including determining the amount of provisions for reserves, is decided by the Annual GMS.
- The Company is required to set aside a certain amount of profit each financial year for reserves until it reaches at least 20% of the amount of issued and paid-up capital.
- All net profits after deducting provisions for reserves are distributed to shareholders as dividends, unless otherwise determined in the GMS..

Explanation of The Agenda

In the GMS, the Shareholders will be presented and their approval will be requested for the proposed use of the Company's net profit for the financial year ending on December 31, 2024 amounting to Rp7,005,888,311,206,- which will be allocated, among others, as the Company's mandatory reserves, dividends to be distributed to Shareholders and the remainder will be designated as the Company's retained earnings.

Further information regarding the details of the Company's net profit for the 2024 Financial Year can be seen in the 2024 Financial Report as available on our website which can be downloaded via the link <https://ir.bankbsi.co.id/misc/Laporan-Kuangan/Tahun-Laporan-2024/FY-2024.pdf>

3

Approval of the appointment of a Public Accounting Firm and Public Accountant to audit the Company's Financial Statements for the financial year ending on December 31, 2025 and the determination of the fees/honorarium.

Legal Basis

- Article 12 paragraph (2) letters c and d in conjunction with Article 22 paragraph (2) letter b number 7) of the Company's Articles of Association
- Article 59 of OJK Regulation Number 15/POJK.04/2020 concerning Planning and Implementation of General Meeting of Shareholders of Public Companies ("POJK 15/2020")
- Article 3 in conjunction with Article 5, Article 7 and Article 9 of OJK Regulation Number 9 of 2023 concerning the Use of Public Accountant Services and Public Accounting Firms in Financial Services Activities ("POJK 9/2023")
- BMRI Letter No. KES.ISM/GH.0361/2024 dated 22 November 2024 concerning Considerations for the Selection of Public Accounting Firms (KAP) for Subsidiaries, which conveys the Letter of the Ministry of State-Owned Enterprises ("KBUMN") No.S53/DKU.MBU/10/2024 dated 24 October 2024 concerning Considerations for the Selection of Public Accounting Firms for BUMN ("KBUMN Letter")

Explanation of Terms

Based on the provisions above, the following matters are regulated: :

- The appointment of a Public Accountant (AP) and/or Public Accounting Firm (KAP) who will provide audit services for the Company's annual historical financial information must be decided at the GMS by considering the proposal of the Board of Commissioners.
- In accordance with the KBUMN Letter, the KAP at a BUMN Subsidiary that is categorized as systemic A according to the BUMN risk classification, is requested to have the same KAP as the Parent BUMN.

Explanation of The Agenda

In the GMS, approval will be requested from Shareholders regarding the proposed appointment of a Public Accountant (AP) and/or Public Accounting Firm (KAP) to audit the Company's Financial Statements and other reports for the 2025 Financial Year.

The proposed Public Accounting Firm is the Public Accounting Firm of Purwantono, Sungkoro & Surja (a member firm of Ernst & Young Global Limited).

4

Determination of bonuses for members of the Company's Board of Directors and Board of Commissioners, as well as bonuses for members of the Company's Sharia Supervisory Board for the financial year ending on December 31, 2024, and determination of salaries for members of the Board of Directors and honorariums for members of the Board of Commissioners and Sharia Supervisory Board, including the provision of facilities, benefits and/or other allowances for the financial year 2025..

Legal basis

- Article 12 paragraph (2) letter d) in conjunction with Article 18 paragraph (17), Article 21 paragraph (34), Article 24 paragraph (7) and Article 27 paragraph (6) of the Company's Articles of Association
- Article 96 paragraph (1) in conjunction with Article 113 of the Limited Liability Company Law
- Article 9 letter b in conjunction with Article 21, Article 22, Article 23, Article 24, and Article 25 of OJK Regulation Number 59/POJK.03/2017 concerning the Implementation of Governance in the Provision of Remuneration for Sharia Commercial Banks and Sharia Business Units ("POJK 59/2017")

Explanation of Terms

Based on the provisions above, the following matters are regulated: :

- The determination of the remuneration of the Board of Commissioners, Board of Directors and Sharia Supervisory Board is carried out in the Annual GMS.
- The determination of the tansiem (tantiem) for the Board of Directors and Board of Commissioners is determined in the GMS.
- The type and amount of honorarium and allowances/facilities including tansiem (tantiem) and post-service benefits for members of the Board of Commissioners are determined by the GMS by taking into account the provisions of applicable laws and regulations.
- Salaries, service fees and other allowances (if any) for members of the Board of Directors are determined by the GMS, and the authority can be delegated by the GMS to the Board of Commissioners.
- Members of the Sharia Supervisory Board can be given an honorarium and/or allowances in the amount determined by the GMS which can be delegated to the Board of Commissioners.

Explanation of Agenda

In the GMS, approval will be requested from the Shareholders for the proposal to determine:

- Tantiem for the performance of the 2024 Financial Year and/or Long-Term Incentives for the 2024-2026 Period, salary/honorarium, allowances, and facilities for the 2025 financial year for Members of the Board of Directors and Board of Commissioners of the Company;
- Bonus for the performance of the 2024 Financial Year, and remuneration for the 2025 Financial Year in the context of supervising the Company's business activities based on sharia principles for Members of the Company's Sharia Supervisory Board..

5

Report on the Realization of the Use of Proceeds from the Continuous Public Offering of Sukuk Mudharabah Based on Sustainable Sustainability I Bank BSI Phase I Year 2024

Legal basis

Article 6 paragraph (1) (2) and Article 7 of OJK Regulation Number 30/POJK.04/2015 concerning the Report on the Realization of the Use of Proceeds from Public Offerings ("POJK 30/2015")

Explanation of Terms

Based on the provisions above, it is regulated that :

- The Company is required to be accountable for the realization of the use of funds from the Public Offering in each Annual GMS until all funds from the public offering have been realized.
- This accountability must be carried out at the nearest Annual GMS even though the realization of the use of funds has not covered 1 (one) year after the allocation date or in the event that all funds from the offering have been fully realized.
- This realization report must be made as one of the agenda items in the Annual GMS.

Explanation of Agenda

In the GMS, the Company will explain to the Shareholders regarding the realization of the use of funds from the Public Offering of Bank Syariah Indonesia's Sustainable Sukuk Mudharabah I Phase I Year 2024 which was carried out in 2024 as a form of the Company's accountability.

There is no proposed decision, because this agenda item does not require the approval of the GMS and is mandatory which requires the Board of Directors to report the realization of the use of funds from the public offering until the funds are used up in accordance with the objectives to the GMS. Therefore, no decision was taken at the Annual GMS.

6

Approval of the Company's Recovery Action Plan Update

Legal basis

Article 43 paragraph (2) and (3) of OJK Regulation Number 5 of 2024 concerning Determination of Supervision Status and Handling of General Bank Problems ("POJK 5/2024")

Explanation of Terms

Based on the provisions above, it is regulated that :

- a. Banks are required to prepare and submit a Recovery Action Plan to the OJK
- b. The Recovery Action Plan must obtain shareholder approval at the GMS
- c. Banks are required to update the Recovery Action Plan periodically at least once a year.
- d. In the event that the Recovery Action Plan update contains changes :
 - 1) *Trigger level;*
 - 2) *Recovery options; and/or*
 - 3) *fulfillment of adequacy and eligibility of deposits and/or debt instruments or investments that have the characteristics of capital owned by the Bank,*

Updates to the Recovery Action Plan must obtain shareholder approval at the GMS..

Explanation of Agenda

In the GMS, the Company will request approval from Shareholders for the update of the 2024 Recovery Action Plan, which includes changes to the trigger level and recovery options.

7

Approval of Changes to the Company's Management

Legal Basis

- Article 18 paragraph (15) in conjunction with Article 21 paragraph (12), Article 24 paragraph (1) and (6) of the Company's Articles of Association
- Article 94 in conjunction with Article 92 paragraph (5) and paragraph (6), Article 111 paragraph (1) of the Limited Liability Company Law
- Article 23 paragraph (1) in conjunction with Article 3 paragraph (1) of OJK Regulation Number 33/POJK.04/2014 concerning the Board of Directors and Board of Commissioners of Issuers or Public Companies ("**POJK 33/2014**")
- Article 53 paragraph 4 of OJK Regulation Number 16/POJK.03/2022 concerning Sharia Commercial Banks ("**POJK 16/2022**")
- Article 9 in conjunction with Article 38 paragraph (2) and Article 41 of OJK Regulation Number 17 of 2023 concerning the Implementation of Governance for Commercial Banks ("**POJK 17/2023**")
- Article 44 to Article 65 of the Regulation of the Minister of SOEs Number PER-3/MBU/03/2023 concerning Organs and Human Resources of State-Owned Enterprises ("**Regulation of the Minister of SOEs No. 3**")

Explanation of Terms

Based on the provisions above, it is regulated that :

- The appointment, replacement and dismissal of the Board of Directors, Board of Commissioners and Sharia Supervisory Board are determined by the GMS..
- The appointment of Candidate Members of the Board of Directors and/or Candidate Members of the Board of Commissioners of BUMN Subsidiaries is carried out using the mechanism as regulated in BUMN Ministerial Regulation No. 3,
- The composition of the number of members of the Company's Independent Board of Commissioners must be at least 50% (fifty percent) of the total number of members of the Board of Commissioners.

Explanation of Agenda

- This agenda item was proposed by the Company in connection with the Company's management whose term of office has expired at the 2024 Annual GMS and there are several management who have resigned, with the following details :
 1. The management that ends at the 2024 Financial Year AGM is :
 - a. Board of Directors:
 - i. Mr. Bob Tyasika Ananta, Deputy President Director,
 - ii. Mr. Zaidan Novari, Director of Wholesale Transaction Banking.
 - b. Board of Commissioners :
 - i. Mr. Mohamad Nasir, Independent Commissioner
 2. Directors who resigned :
 - a. Mr. Hery Gunardi, President Director,
 - b. Mr. Saladin D. Effendi, Director of Information Technology, and
 - c. Mr. Ari Rizaldi, Director of Treasury & International Banking.
- In the GMS, the GMS Chairperson will read out the proposed decisions from the Company's PSP in accordance with applicable provisions..
- Further information regarding the Company's management structure can be accessed on the Company's website via the following link <https://ir.bankbsi.co.id/> and also the Company's Annual Report for the 2024 Financial Year..

THANK YOU