

Agenda Materials of :

**ANNUAL GENERAL MEETING OF SHAREHOLDERS (AGMS) YEAR 2021
PT Bank Syariah Indonesia, Tbk**

May, 27th 2022

Disclaimer :

Company may make changes or additions to the agenda of this Annual GMS through the Company's website without the need to provide an explanation.

Approval of the Annual Report and Report of the Supervisory Duties of the Board of Commissioners and Ratification of the Company's Financial Statements for the financial year ending on 31 December 2021 including granting full release and discharge of responsibilities (volledig acquit et de charge) to all members of the Board of Directors and members of the Company's Board of Commissioners in connection with management and supervision of the Company which has been carried out during the financial year ending on December 31, 2021, as long as these activities are reflected in the Annual Report, including the submission of an Accountability Report on the Realization of the Use of Proceeds from the Company's Initial Public Offering (IPO) ending on December 31, 2021.

Underlying Provisions :

1. Law of Republic Indonesia Number 40 Year 2007 concerning Limited Liability Company ("UUPT"), Article 66 paragraph (1) and (2), article 67 paragraph (1), and article 68 paragraph (3).
2. Financial Services Authority Regulation ("POJK") Number 30/POJK.04/2015 concerning Realization Reports on Utilization of Proceeds of Public Offerings, Article 6.
3. Company's Articles of Association (AoA), Article 12 paragraph (1) *Jo.* Article 19 paragraph (2) point a.10 *J/s* Article 26 paragraph (8) and (9).

Based on the above provisions:

1. The Board of Directors is required to submit the Company's annual report to the GMS.
2. The approval of the annual report including the ratification of the financial statements as well as the report on the supervisory duties of the Board of Commissioners is carried out by the GMS.
3. Approval of the Annual Report including the ratification of the Annual Financial Statements as well as the Supervisory Report of the Board of Commissioners and the decision on the use of profits are determined at the Annual GMS, no later than the end of the 5th (fifth) month after the end of the financial year.
4. The Board of Directors is required to account for the use of the proceeds from the public offering in each Annual GMS until all the proceeds from the public offering have been realized.
5. Repayment and release of members of the Board of Directors and members of the Board of Commissioners with the approval of the Annual Report of the Board of Directors and the Supervisory Report of the Board of Commissioners on the management and supervision that has been carried out during the last financial year of the Company.

Approval of the Annual Report and Report of the Supervisory Duties of the Board of Commissioners and Ratification of the Company's Financial Statements for the financial year ending on 31 December 2021 including granting full release and discharge of responsibilities (volledig acquit et de charge) to all members of the Board of Directors and members of the Company's Board of Commissioners in connection with management and supervision of the Company which has been carried out during the financial year ending on December 31, 2021, as long as these activities are reflected in the Annual Report, including the submission of an Accountability Report on the Realization of the Use of Proceeds from the Company's Initial Public Offering (IPO) ending on December 31, 2021.

Explanation

In the Meeting will be presented and asked for approval/ratification from the Shareholders on:

- The Company's Annual Report includes the Report on the Supervisory Duties of the Company's Board of Commissioners for the financial year ending 31 December 2021 and the Company's Financial Statements for the financial year ending 31 December 2021 which have been audited by the Public Accounting Firm of Tanudiredja, Wibisana, Rintis & Partners (a member firm of PwC Global Network), with the opinion "present fairly, in all material respects" as stated in report Number 00014/2.1025/Au.1/07/0222-1/1/I/2022 Date January 19, 2022.
- Accountability Report on the Realization of the Use of Proceeds from the Company's Initial Public Offering (IPO) ending on December 31, 2021.
- Shareholders' approval and/or endorsement in this agenda also provides full discharge and release of responsibility (volledig acquit et de charge) to the Board of Directors and Board of Commissioners of the Company, for the management and supervisory actions that have been carried out during the 2021 financial year.
- The Company's Annual Report which includes the Company's Annual Financial Statements, Report on the Implementation of Social and Environmental Responsibility Programs as well as the report on the supervisory duties of the Company's Board of Commissioners can be accessed on the Company's website with the following link: <https://ir.bankbsi.co.id/> or the website Indonesia stock exchange.

Approval of the use of the Company's net profit for the financial year ending December 31, 2021.

Underlying Provisions :

1. UUPT, in Article 70 and Article 71
2. Company's AoA, in Article 27 paragraphs (1) and (2) Jo. Article 28 paragraph (3).

Based on the above provisions :

1. 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 total issued and paid-up capital.
2. The determination of the amount of provision for reserves is decided by the GMS.
3. The use of the Company's net profit including the determination of the amount of allowance for reserves proposed by the Board of Directors is decided by the Annual GMS.

Explanation

In the Meeting will be presented and asked for approval/ratification from the Shareholders on:

- The Company's net profit for the 2021 financial year amounting to Rp3,028,204,859,899,- will be allocated among others as the Company's mandatory reserves, dividends to be distributed to Shareholders, and determined as the Company's retained earnings.
- Complete information regarding information regarding the Company's Net Profit for the 2021 financial year, can refer to the Company's Financial Statements for the 2021 Financial Year as available on the Company's website.

Approval for the appointment of a Public Accounting Firm and a Public Accountant to audit the Company's Financial Statements for the financial year ending on 31 December 2022 and the determination of fees/honorariums.

Underlying Provisions :

1. Regulation of the Financial Services Authority (POJK) Number 13/POJK.03/2017 concerning the Use of Public Accountants and Public Accounting Firms in Financial Services Activities, in Article 13 paragraph (1), paragraph (4) *jo* Article 16 paragraph (1).
2. POJK Number 15/POJK.04/2020 concerning Planning and Organizing the General Meeting of Shareholders of a Public Company, in Article 59
3. Company's AoA, in Article 12 paragraph (2) letter c.

Based on the above provisions:

1. The appointment of a Public Accountant (AP) and/or a Public Accounting Firm (KAP) must be decided by the GMS. Proposals for the appointment of AP and/or KAP submitted by the Board of Commissioners must take into account the recommendations of the Audit Committee.
2. The use of audit services on annual historical financial information from the same AP is for a maximum period of 3 (three) consecutive reporting financial years. Delegation of authority to appoint AP and/or KAP by the GMS to the Board of Commissioners, which must be accompanied by an explanation of the delegation regarding the reasons for delegation of authority and the criteria or limitations of public accountants who can be appointed.

Explanation

In the Meeting will be presented and asked for approval/ratification from the Shareholders on:

- Determination of AP and KAP to audit the Company's Financial Statements for the financial year ending on December 31, 2022.
- The KAPs and APs that will be proposed by the Board of Commissioners are the Public Accounting Firm (KAP) of Tanudiredja, Wibisana, Rintis & Partners (a member firm of PwC Global Network) and Public Accountant Yusuf Wibisana.

Approval for the appointment of a Public Accounting Firm and a Public Accountant to audit the Company's Financial Statements for the financial year ending on 31 December 2022 and the determination of fees/honorariums.

Explanation

- Information on the List of Public Accounting Firms and Public Accountants of the Company in the Last 4 (four) Years, as follows:

Year	Company	Public Accounting Firm (“KAP”)	Public Accountant (“AP”)
2018	PT Bank BRIsyariah, Tbk (BRIS)	KAP Purwantono, Sungkoro & Surja (Ernst & Young)	Danil Setiadi Handaja
2019	PT Bank BRIsyariah, Tbk (BRIS)	KAP Purwantono, Sungkoro & Surja (Ernst & Young)	Muhammad Kurniawan
2020	PT Bank BRIsyariah, Tbk (BRIS)	KAP Purwantono, Sungkoro & Surja (Ernst & Young)	Alvin Kossim
2021	PT Bank Syariah Indonesia, Tbk (BSI)	KAP Tanudiredja, Wibisana, Rintis & Rekan (PwC Global Network)	Yusuf Wibisana

Determination of bonuses for members of the Board of Directors and Board of Commissioners of the Company, as well as bonuses for members of the Company's Sharia Supervisory Board for the financial year ending on December 31, 2021, and determination of salaries for members of the Board of Directors and honorarium for members of the Board of Commissioners and Sharia Supervisory Board, including the provision of facilities, benefits and/or or other allowances for the financial year 2022.

Underlying Provisions

1. UUPT, in Article 71 paragraph (1) and its explanation, jis. Article 96, Article 113.
2. POJK Number 59/POJK.03/2017 concerning Implementation of Governance in Providing Remuneration for Sharia Commercial Banks and Sharia Business Units, in Article 9 letter b jis. Article 21, Article 22, Article 23, Article 24, Article 25.
3. Company's AoA, in Article 12 paragraph (2) letter d jis. Article 18 paragraph (17), Article 21 paragraph (37), Article 24 paragraph (7),.

Based on the above conditions :

1. The determination of the tantiem (tantiem) for the Board of Directors and the Board of Commissioners is determined in the GMS.
2. Determination of remuneration for the Board of Commissioners, Board of Directors and Sharia Supervisory Board is carried out at the Annual GMS.
3. The type and amount of honorarium and allowances/facilities including bonuses and post-service benefits for members of the Board of Commissioners is determined by the GMS
4. The amount of salary or honorarium and allowances for members of the Board of Commissioners is determined by the GMS
5. The GMS may delegate its authority to the Board of Commissioners to determine salaries, fees and other benefits for members of the Board of Directors, and honorarium and/or allowances for members of the Sharia Supervisory Board.

Explanation

In the Meeting will be presented and asked for approval / endorsement from the Shareholders on :

- Determination of remuneration bonuses for the Board of Directors, Board of Commissioners and Sharia Supervisory Board, with a proposal to delegate to the Board of Commissioners to determine it with prior approval from PT Bank Mandiri (Persero), Tbk, as the Majority Controlling Shareholder and known by PT Bank Rakyat Indonesia (Persero) Tbk, as well as PT Bank Negara Indonesia (Persero) Tbk, as the Other Controlling Shareholders.

Approval of changes in the composition of the management and/or supervisors of BSI

Underlying Provisions

1. UUPT, in Article 94 jis. Article 92 paragraph (5) and paragraph (6), Article 111 paragraph (1).
2. POJK Number 33/POJK.04/2014 concerning the Board of Directors and Board of Commissioners of Issuers or Public Companies, in Article 23 paragraph (1) jo. Article 3 paragraph (1)
3. Regulation of the Minister of SOE Number PER-03/MBU/2012 concerning Guidelines for Appointing Members of the Board of Directors and Members of the Board of Commissioners of Subsidiaries of State-Owned Enterprises as amended by Regulation of the Minister of SOEs Number PER-04/MBU/06/2020 regarding the same, in Article 21.
4. Company's AoA, in Article 18 and Article 21 .

Based on the above conditions :

1. The appointment, replacement and dismissal of the Board of Directors and the Board of Commissioners is determined by the GMS.
2. that the controlling shareholder of the state-owned enterprise may propose the candidate for the board of directors and/or the candidate for the board of commissioners of the state-owned company's subsidiary from the element of the shareholder of the state-owned enterprise.

Explanation

In the Meeting, it will be presented and asked for approval/ratification from the Shareholders on the composition of changes in the management and/or supervisors of the Company in accordance with the proposal of the Controlling Shareholder (PSP).

Approval of changes in the composition of the management and/or supervisors of BSI.

Explanation

- The current composition of the Company's Board of Directors, Board of Commissioners and Sharia Supervisory Board :

Board of Directors :

1) President Director	: Hery Gunardi
2) Vice Director 1	: Ngatari
3) Vice Director 2	: Abdullah Firman Wibowo
4) Wholesale Transactional Banking Director	: Kusman Yandi
5) Retail Banking Director	: Kokok Alun Akbar
6) Sales & Distribution Director	: Anton Sukarna
7) Information Technology Director	: Achmad Syafii
8) Risk Management Director	: Tiwul Widayastuti
9) Compliance & Human Capital Director	: Tribuana Tunggadewi
10) Finance & Strategy Director	: Ade Cahyo Nugroho

Sharia Supervisory Board :

1) Chairman	: Dr. KH. Hasanudin, M.Ag
2) Member	: Dr. H. Mohamad Hidayat, MBA, MH
3) Member	: Dr. H. Oni Sahroni, M.A
4) Member	: Prof. DR. KH. Didin Hafidhuddin, MS

Board of Commissioners :

1) President Commissioner concurrently Independent Commissioner	: Adiwarmar Azwar Karim
2) Vice President Commissioner concurrently Independent Commissioner	: Muhammad Zainul Majdi
3) Independent Commissioner	: Komaruddin Hidayat
4) Independent Commissioner	: Bangun Sarwito Kusmulyono
5) Independent Commissioner	: M. Arief Rosyid Hasan
6) Commissioner	: Suyanto
7) Commissioner	: Masduki Baidlowi
8) Commissioner	: Imam Budi Sarjito
9) Commissioner	: Sutanto

- Further information regarding the composition of the Company's management can be accessed on the Company's website through the following link :
https://www.bankbsi.co.id/informasi_perusahaan/manajemen.

Amendment to the Company's Articles of Association

Underlying Provisions

1. UUPT, in Article 19 paragraph (1) *jo.* Article 53.
2. Government Regulation of the Republic of Indonesia (PP) Number 72 of 2016 concerning Amendments to Government Regulation Number 44 of 2005 concerning Procedures for State Capital Participation and Administration in State-Owned Enterprises and Limited Liability Companies, Article 2a and its explanation.
3. Articles of Association of the Company, in Article 29 paragraph (1) and paragraph (2) .

Based on the above conditions :

1. Amendments to the articles of association are determined by the GMS.
2. In the event that the articles of association stipulate 1 (one) classification of shares or more, one of them shall be classified as ordinary shares.
3. Through Series A Dwiwarna Shares, the State has special rights in Limited Liability Companies.
4. Amendments to the articles of association are made by taking into account the provisions in the articles of association and other relevant laws and regulations.

Explanation

In the Meeting, it will be presented and asked for approval/ratification from the Shareholders on the proposed amendment to the Articles of Association of the Company with the inclusion of series A Dwiwarna shares belonging to the Republic of Indonesia into the Company in accordance with the proposal of the Controlling Shareholder (PSP).

Information

Materials for this Meeting Agenda are to comply with the provisions of POJK No.15/POJK.04/2020 concerning the Planning and Organizing of the General Meeting of Shareholders of a Public Company which in essence regulates the obligation of the Public Company to provide Material for the Meeting Agenda from the date of the Invitation to the Meeting until the date of the Meeting. With the exception of the Meeting Agenda regarding Changes in the Composition of the Management and/or Supervisory Board of the Company, in the event that there are members of the Board of Directors and/or Board of Commissioners to be appointed, the curriculum vitae of the candidates for the Board of Directors and/or members of the Board of Commissioners who will be appointed must be available at another time, but no later than the time of holding the GMS, as long as it is regulated in the laws and regulations.

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