

# ANNOUNCEMENT OF SUMMARY MINUTES OF 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS PT BANK OCBC NISP TBK

The Board of Directors of PT Bank OCBC NISP Tbk (Company) hereby announces that the Annual General Meeting of Shareholders (Meeting) convened as follows:

A. Meeting

Day/Date : Monday, 20 March 2025

Time : 10.08 am - 11.28 am Western Indonesia Time

Venue : OCBC Tower

Jl. Prof. Dr. Satrio Kav. 25, Jakarta 12940

: Physically and electronically through the eASY.KSEI application Mechanism

#### Agenda:

1. Approval of the Company's Annual Report for the Financial Year of 2024

- 2. Determination of the Appropriation of the Company's net profit earned in the Financial Year of 2024
- 3. Approval of the Company' Shares Buyback (Share Buyback) and Transfer of Buyback Shares Proceeds for the Distribution of Variable Remuneration
- 4. Changes in the Company's Board of Commissioners and Board of Directors along with the Remuneration determination of the Company's Board of Commissioners, Board of Directors, and Sharia Supervisory Board
- 5. Appointment of Public Accountant and Public Accounting Firm for the Financial Year of 2025.

## Chairperson of the Meeting

The meeting was chaired by Pramukti Surjaudaja as the Company's President Commissioner, as authorized by the Board of Commissioners.

# B. Members of the Board of Commissioners, Board of Directors, Sharia Supervisory Board, and Committee who attended the Meeting

#### The Board of Commissioners

1. President Commissioner : Pramukti Surjaudaja

: Jusuf Halim

 Independent Commissioner
Independent Commissioner : Betti S. Alisjahbana : Rama P. Kusumaputra 5. Independent Commissioner : Tan Siak Kwang Nicholas \*)

# The Board of Directors

 President Director : Parwati Surjaudaja

2. Director : Hartati

3. Director : Martin Widjaja

4. Director : Andrae Krishnawan W. 5. Director : Johannes Husin 6. Director : The Ka Jit 7. Director : Lili S. Budiana

**Sharia Supervisory Board** 

Chairman : Muhammad Anwar Ibrahim \*) Member : Mohammad Bagus Teguh Perwira

Member : Jaenal Effendi

Audit Committee

Member (Independent Party) : Angeline Nangoi Member (Independent Party) : Lioe Fei Ling Member (Independent Party) : Antony Kurniawan



# **Risk Monitoring Committee**

Member (Independent Party) : Paulus Agus Tjarman Member (Independent Party) : Iwan Dharmawan

# C. Independent Party who Counted the Attendance of Shareholders and Ensured the Meeting Process

The Company had appointed independent party, namely Securities Administration Bureau (BAE) PT Raya Saham Registra to count the shareholders' attendance, and appointed Notary Fathiah Helmi, SH to ensure the Meeting process.

#### D. Quorum of Attendance of Shareholders

In the Meeting, 21,264,986,349 shares or equal to 92.6769% out of the total shares having valid voting rights issued by the Company were present and/or represented. Therefore, the Meeting met the quorum and had the right to make valid and binding resolutions.

# E. Mechanism of Meeting Resolutions

The Meeting's resolutions were resolved amicably. In the event an amicable resolution could not be reached, decision was taken by voting.

# F. The Opportunity to ask Question/Opinions and Voting Results

The shareholders were given the opportunity to ask questions and/or give opinions in the Meeting with respect to Agenda of the Meeting. The voting results from all shareholders who attended the meeting with valid voting rights which includes e-Proxy and e-Voting votes from the KSEI system were as follows:

Agenda	Affirmative	Non- affirmative	Abstain *)	Total Affirmative **)	Question/ Opinion
First	21,259,120,407 shares or 99.97241502%	-	5,865,942 shares or 0,02758498%	21,264,986,349 shares or 100%	3
Second	21,263,599,509 shares or 99.99347829%	-	1,386,840 shares or 0.00652171%	21,264,986,349 shares or 100%	1
Third	21,171,390,775 shares or 99.55986064%	92,208,734 shares or 0.43361765%	1,386,840 shares or 0.00652171%	21,172,777,615 shares or 99.56638235%	-
Fourth	21,109,882,058 shares or 99.27061185%	16,346,885 shares or 0.0768723%	138,757,406 shares or 0.65251585%	21,248,639,464 shares or 99.9231277%	-
Fifth	21,252,187,879 shares or 99.93981435%	11,403,730 shares or 0.05362679%	1,394,740 shares or 0.00655886%	21,253,582,619 shares or 99.94637321%	-

<sup>\*)</sup> In accordance with POJK No.15/POJK.04/2020, any abstain votes is considered to cast the same vote as the majority votes of shareholders who cast votes.

<sup>\*)</sup> attended through the virtual meeting arranged by KSEI.

<sup>\*\*)</sup> These voting numbers were calculated through the e-Voting of KSEI and BAE.



## **G.** Meeting Resolutions

Meeting resolutions were as follows:

## First Agenda

- 1. Approved the Company's Annual Report including the Report of the Board of Directors and the Supervision Report of the Board of Commissioners for the financial year 2024.
- 2. Approved the Company's Financial Consolidated Statements for the financial year 2024 audited by Rintis, Jumadi, Rianto & Rekan Public Accounting Firm, member of PricewaterhouseCoopers global network as set forth in its report dated 28 January 2025 with unmodified opinion.

Therefore, the Company's Board of Directors and Board of Commissioners, hereby were released and discharged (acquit et de charge) from the responsibilities of their management and supervision performed during financial year ended 31 December 2024, insofar as such actions were reflected in the Company's Annual Report and Financial Consolidated Statements for financial year 2024, provided that it is not a criminal act and has been disclosed in the above-mentioned report.

## Second Agenda

- 1. Approved the determination of the appropriation of the Company's net profit of financial year 2024, in the amount of IDR4,866,748,982,550 as follows:
  - a. IDR106 per share or total IDR 2,432,201,479,032 was determined as Cash Dividend or 49.98% of the Net Income attributable to shareholders of the parent company
  - b. IDR100,000,000 was set aside for general reserves; and
  - c. The remaining Net Profit was determined as retained earnings.
- 2. Approved the delegation of power and authority with substitution rights to the Board of Directors to determine the schedule and procedures relating to the payment of cash dividends for the 2024 financial year in accordance with applicable regulations and carry out tax deductions in accordance with the provisions of tax laws and determine other technical matters without prejudice to the applicable provisions.

## **Third Agenda**

- 1. Approved the buyback of the Company's shares from the public shareholders amounted 390,000 shares or 0.002% of the total shares issued and fully paid-up for variable remuneration distribution to the Board of Directors and employees pursuant to POJK No. 29 of 2023 and prevailing law and regulation.
- 2. Approved the delegation of authority to the Board of Directors to perform the buyback of the Company's shares and its transfer pursuant to POJK No. 29 of 2023, POJK No. 45/POJK.03/2015, and prevailing law and regulation with the estimated cost shall not exceed the maximum of IDR800,000,000 including the intermediary commission for the securities traders and other related costs.

#### Fourth Agenda

- 1. Approved the re-appointment of Na Wu Beng as Commissioner, Andrae Krishnawan W. as Director, and Johannes Husin as Director, effective since the closing of the Meeting until the closing of the Company's Annual General Meeting of Shareholders (AGMS) in 2028.
- 2. Approved the appointment of Hartadi Agus Sarwono as Independent Commissioner with term of office effective after OJK's approval until the closing of the Company's AGMS in 2028.
- 3. Approved the resignation of Joseph Chan Fook Onn as Director, effective since the closing of the Meeting.
- 4. Approved the appointment of Heriyanto as Director with term of office effective after OJK's approval until the closing of the Company's AGMS in 2028.

The Company expressed its deepest gratitude and appreciation to Lai Teck Poh as Company's Commissioner, Rama P. Kusumaputra as Company's Independent Commissioner, and Joseph Chan Fook Onn as Company's Director for their contribution and dedication to the Company.



Therefore, the Composition of members of the Board of Commissioners and Board of Directors are as follows:

#### THE BOARD OF COMMISSIONERS

President CommissionerCommissionerWong Pik Kuen Helen

- Commissioner : Na Wu Beng

- Independent Commissioner : Hartadi Agus Sarwono \*)

- Independent Commissioner : Jusuf Halim

Independent Commissioner : Betti S. Alisjahbana

- Independent Commissioner : Tan Siak Kwang Nicholas

#### THE BOARD OF DIRECTORS

President Director : Parwati Surjaudaja
Director : Hartati
Director : Martin Widjaja

Director
Director
Director
Director
Director
Director
Director
Director
Lili S. Budiana
Director
Heriyanto \*)

## \*) effective after OJK's approval

- 5. Approved to grant the authority and power of attorney to OCBC Overseas Investment Pte Ltd as the majority shareholder to determine the remuneration of the Board of Commissioners, and to grant the authority and power of attorney to the Board of Commissioners to determine the remuneration of the Sharia Supervisory Board and Board of Directors based on the recommendation of the Remuneration and Nomination Committee. Both authorities and power of attorney shall be valid for 3 (three) financial years, namely from the financial year 2026 up to the financial year 2028.
- 6. Approved the delegation of the authority to the Company's Board of Directors to set out the Meeting resolutions in a separate Notarial Deed, to notify Ministry of Law Republic of Indonesia/the authorized agency, and as well as to take all necessary actions in accordance with the provisions of the prevailing laws and regulations in the Republic of Indonesia.

## Fifth Agenda

Approved the delegation of authority and power of attorney to the Board of Commissioners based on the recommendation from the Audit Committee to:

- Appoint a Public Accountant and Public Accounting Firm to audit the Company's Consolidated Financial Statements for the financial year 2025 and to determine the audit service fee and other relevant qualifications, with criteria or limit according to the applicable regulations; and
- 2. Appoint a substitute of Public Accountant (AP) and/or Public Accounting Firm (KAP) in the event that the previously appointed AP and/or KAP, for whatever reason, is unable to complete the audit services for the Consolidated Financial Statements for the 2025 Fiscal Year, including to determine the audit service fee and other relevant qualifications for the substitute of AP and/or KAP.

Jakarta, 21 March 2025 PT Bank OCBC NISP Tbk Board of Directors