

**INVITATION TO
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
PT BANK DANAMON INDONESIA TBK**

PT Bank Danamon Indonesia Tbk (the "Company ") hereby invites the Shareholders of the Company to attend the Annual General Meeting of Shareholders (the "Meeting") of the Company which will be convened by physical and electronic (e-RUPS) through eASY.KSEI systems as follows:

- Day/Date : Friday, 31 March 2023
Time : 02:00 p.m. West Indonesia Time – onwards
Venue : Menara Bank Danamon, Auditorium, 23rd Floor,
Jl. HR. Rasuna Said, Blok C No. 10, Karet Setiabudi, Jakarta 12920
Agenda :
1.
 - i. Approval of the Company's Annual Report for Financial Year ended on 31 December 2022.
 - ii. Approval of the Company's Consolidated Financial Statement for The Financial Year ended on 31 December 2022.
 - iii. Approval of the Supervisory Report of the Company's Board of Commissioners for the Financial Year ended on 31 December 2022.
 - iv. Approval to give acquit and discharge (*volledig acquit et decharge*) the Board of Directors and the Board of Commissioners as well as Sharia Supervisory Board of the Company for their management and supervision in the financial year ended on 31 December 2022.
 2. Determination on the appropriation of the Company's profit for the financial year ended on 31 December 2022.
 3. Appointment of the Public Accountant and Public Accounting Firm for financial year 2023.
 4.
 - i. Determination of the remuneration or honorarium, bonus/tantieme, and other allowance for the Company's Board of Commissioners members and Sharia Supervisory Board members.
 - ii. Determination of the remuneration and allowance, bonus/tantieme, and/or other benefits for the Company's Board of Directors members.
 5. Approval of Changes in the Composition of the Company's Management.

6. (i) Approval on 2022-2023 Recovery Plan Review.

(ii) Approval on 2022 Resolution Plan.

General Provisions:

1. This Meeting Invitation is the official invitation to the Company's Shareholders. The Company will not send a separate meeting invitation to the Shareholders. The Company also publishes this Meeting Invitation through Indonesia Stock Exchange's website, eASY.KSEI and Company's website.
2. Shareholders who are entitled to attend or to be represented in the Meeting are Shareholders whose names are registered in the Shareholders Register of the Company on March 8th, 2023 at 4:00 p.m. West Indonesia Time, whereas for Shareholders whose shares are in collective custody of PT Kustodian Sentral Efek Indonesia ("KSEI"), shall be based on the record of share account balance at the closing of Indonesia Stock Exchange trading session on March 8th, 2023.
3. Shareholders, whose shares are not yet on KSEI collective custody or with their eligible representative, that plan to attend the Meeting, must show the original or submit the copy of Collective Share Certificate and the copy of Identity Card ("ID") to the Registration Officer before entering into the Meeting room. For the Shareholders whose shares are in KSEI collective custody or their eligible representative that plan to attend the Meeting, must show the original of the Written Confirmation to Attend the Meeting (*Konfirmasi Tertulis Untuk Rapat* - "KTUR") that can be obtained through Members of Bourse or Custodian Bank and copy of ID.
4. Shareholders who are unable to attend or choose to not attend the Meeting may be represented by their proxies, with the following terms:
 - a. Referring to the Financial Services Authority Regulation, the Company has provided an alternative for shareholders to provide electronic proxy (e-Proxy) to an Independent Party appointed by the Company to represent the Shareholders to attend and vote at the Meeting through the platform of Electronic General Meeting System ("eASY.KSEI") provided by KSEI; The appointed Independent Party is the Company's securities administration bureau, PT Adimitra Jasa Korpora. In the event that power of attorney is granted with e-Proxy, no legalization is required as mentioned in point d.
 - b. The representation shall be based on a legitimate power of attorney in a form acceptable to the Board of Directors of the Company or in accordance with the standard form of power of attorney that can be obtained during office hours at the Head Office of the Company or can be directly downloaded through the Company's website.
 - c. Members of the Board of Directors, Board of Commissioners and employees of the Company may act as any Shareholders' representative in the Meeting, provided that their votes shall not be included in the total number of votes casted in the Meeting.

- d. The Power of Attorney from the Shareholders domiciled overseas shall be legalized by Notary and apostylized or legalized by an authorized official in the local country.
 - e. The completed Power of Attorney Form shall be submitted to the Company via Share Administration Bureau, PT Adimitra Jasa Korpora ("AJK") at Kirana Boutique Office, Jl. Kirana Avenue III Blok F3 No.5 Kelapa Gading - Jakarta Utara 14250, Phone: +6221-29745222, Fax: +6221- 29289961, email: opr@adimitra-jk.co.id, at the latest of Thursday dated March 30th, 2023 at 12:00 p.m. West Indonesia Time.
5. The representative of Shareholders in the form of legal entity ("Corporate Shareholders") is required to submit that among others:
 - a. Copy of the existing and applicable Articles of Association of the Corporate Shareholders.
 - b. Copy of the documents with regards to the appointment of incumbent members of the Board of Directors and the Board of Commissioners.
 - c. Copy of ID Card from the Attorney/Principal of the Power of Attorney (when authorized).

to the Company via AJK at the address as stated above latest March 30th, 2023, at 12:00 p.m. West Indonesia Time.
6. Shareholders' attendance mechanism via e-RUPS:
 - a. Shareholders who will attend the Meeting with e-RUPS and e-Voting modules in eASY.KSEI application, must first be registered through <https://akses.ksei.co.id> 1 day prior to the Meeting at 12:00 Western Indonesian Time.
 - b. Shareholders and the proxies will receive a notification email 1 day prior to the Meeting.
 - c. Shareholders and the proxies must have an account in the KSEI Securities Ownership Reference facility ("AKSes KSEI") in order to access the Meeting link.
 - d. Webinar link is accessible through AKSes Web and AKSes Mobile.
 - e. In the Meeting Day, the Shareholders who will attend the Meeting with e-RUPS and e-Voting modules must first do self-registration electronically in eASY KSEI through <https://akses.ksei.co.id>.
7. The Company suggests the Shareholders to authorize the electronic proxy (e-Proxy) through eASY.KSEI Application, with the following procedures:
 - a. Shareholders must first be registered in the KSEI Securities Ownership Reference facility ("AKSes KSEI"). If the Shareholders have not been registered, please sign up by accessing the AKSes KSEI website (<https://akses.ksei.co.id/>).
 - b. Shareholders who have been registered as KSEI AKSes users, may authorize their proxies electronically (e-Proxy) through eASY.KSEI platform by logging in the eASY.KSEI Application.
 - c. Shareholders may declare their proxies and votes, change the appointment of their proxy and/or change the votes for agenda of the Meeting, as well as revoke the proxies, within the period as of the date of this Invitation until 1 (one) working day before the date of the Meeting or at the latest on March 30th, 2023, at 12:00 Western Indonesian Time.

- d. Guidelines for registration, usage, and further explanation in regard to eASY.KSEI may be accessed to the eASY.KSEI Application.
8. Shareholders or their proxies who will be physically attend the Meeting, must follow the safety and health protocol applicable at the Meeting venue, as follows:
 - a. The Company requires every Shareholder or its proxy to show a vaccine booster certificate in the SATUSEHAT application.
 - b. Wear a mask at the Meeting's venue.
 - c. Do a body temperature measurement before entering the Meeting venue to ensure that the Meeting Attendants are not having a body temperature above normal (or higher than 37.2° Celsius).
 - d. Following the COVID-19 prevention procedure and protocol that is determined by the Company.
9. In order to prevent the transmission of Covid-19, the Company strongly suggests to shareholders, or their proxies may authorize the proxy to the independent party appointed by the Company PT Adimitra Jasa Korpora as Share Registrar of the Company or through eASY.KSEI application.
10. The Shareholders of the Company are advised to read in advance the Meeting's Rules which can be downloaded through the Company's website and shall be distributed to the Shareholders before they enter the Meeting room.
11. In order to facilitate the proper arrangement of the Meeting, the Shareholders or their representatives are respectfully requested to present at the Meeting no later than 30 minutes.

Quorum of Attendance and Voting Tabulation

1. The Meeting shall be valid and can be conducted and pass binding decision if it is attended by the Shareholders or the valid Shareholders proxies that represent at least 2/3 (two-thirds) of the total shares issued by the Company with valid voting rights.
2. The Meeting decision must be taken based on the deliberation and consensus. In the event that consensus decision cannot be reached, the decision shall be valid if it is approved by more than 2/3 (two-thirds) of the total shares issued by the Company with valid voting rights who are attended or represented in the Meeting.

The explanation of the Meeting agenda is available and can be accessed through the Company's website www.danamon.co.id.

Materials of the Meeting are available at the Company's Head Office on the date of the Invitation of the Meeting and can be obtained by submitting a written request to the Company's Corporate Secretary or can be downloaded directly from the Company's website.

**THE EXPLANATION OF
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
PT BANK DANAMON INDONESIA TBK**

Agenda 1:

- i. Approval of the Company's annual report for financial year ended on 31 December 2022.
- ii. Approval of the Company's consolidated financial statement for the financial year ended on 31 December 2022.
- iii. Approval of the supervisory report of the Company's Board of Commissioners for the financial year ended on 31 December 2022.
- iv. Approval to give acquit and discharge (*volledig acquit et decharge*) the Board of Directors and the Board of Commissioners as well as Sharia Supervisory Board of the Company for their management and supervision in the financial year ended on 31 December 2022.

Observing Article 18 and Article 20 of the Company's Articles of Association in conjunction with Article 66, Article 67, Article 68, and Article 69 of the Law No.40 of 2007 on the Limited Liability Company ("Company Law"), to propose to the Meeting to:

- i. approve the annual report for financial year ended on 31 December 2022.
- ii. approve/validate the consolidated financial statements for financial year ended on 31 December 2022 which was audited by the Public Accountants Firm of Imelda & Rekan (a member firm of Deloitte Touche Tohmatsu Limited) as described in the Independent Auditor's Report dated 14 February 2023, Number 00017/2.1265/AU.1/07/0849-2/1/II/2023 with an unmodified opinion.
- iii. approval the supervisory report of the Board of Commissioners of the Company for the financial year ended on 31 December 2022.
- iv. acquit and discharge (*"volledig acquit et decharge"*) the Board of Directors and the Board of Commissioners as well as Sharia Supervisory Board of the Company for their management and supervision in the financial year ended on 31 December 2022, provided that the management and supervision actions are reflected in the Company's annual report for the financial year ended on 31 December 2022.

The Company's Consolidated Financial Statements as of 31 December 2022 has been published in Kompas and Bisnis Indonesia newspaper on 16 February 2023 and has been submitted to Financial Service Authority and available in the Company's website (www.danamon.co.id) on 16 February 2023.

The Company's Annual Report as of 31 December 2022 has been submitted to Financial Service Authority and available in the Company's website (www.danamon.co.id) on 8 March 2023.

Agenda 2:

Determination on the appropriation of the Company's profit for the financial year ended on 31 December 2022.

Observing Article 20 paragraph 2 (b) and Article 25 of the Company's Articles of Association in conjunction with Article 70 and Article 71 of the Company Law, to propose to the Meeting to approve the determination on the appropriation of the Company's net profit for the financial year ended on 31 December 2022 to be allocated as mandatory reserve fund, distributed as dividend to Shareholders, and the remaining amount of the net profit which is not determined shall be posted as retained earnings.

Agenda 3:

Appointment of the Public Accountant and Public Accounting Firm for financial year 2023.

Observing Article 20 paragraph 2 (c) of the Company's Articles of Association in conjunction with Article 68 of the Company Law, Article 13 (1) of Indonesia Financial Services Authority Regulation ("POJK") Number 13/POJK.03/2017 regarding Use of Services of Public Accountant and Public Accounting Firm in Financial Services Activities: to propose to the Meeting to reappoint Elisabeth Imelda as Public Accountant and Imelda & Rekan (a member firm of Deloitte Touche Tohmatsu Limited) as the Public Accounting Firm, which is registered in the Indonesia Financial Services Authority to audit the Company's consolidated financial statement for financial year 2023.

Agenda 4:

- i. Determination of the remuneration or honorarium, bonus/tantieme, and other allowance for the Company's Board of Commissioners members and Sharia Supervisory Board members.
- ii. Determination of the remuneration and allowance, bonus/tantieme, and/or other benefits for the Company's Board of Directors members.

Observing Article 11 paragraph 6, Article 14 paragraph 8, and Article 20 paragraph 2 (e) of the Company's Articles of Association in conjunction with Article 96 and Article 113 of the Company Law, to propose to the Meeting:

- i. approve the payment of bonus/tantieme of the Board of Commissioner, Sharia Supervisory Board, and Directors for financial year 2022.
- ii. approve the total amount of remuneration and allowances of the of the Board of Commissioner, Sharia Supervisory Board, and Directors for financial year 2023.

- iii. approve the delegation of authority to the President Commissioner to determine portion of tantieme/bonus for the financial year 2022, for each member of the Board of Commissioners based on the recommendation of Remuneration Committee and approve the delegation of authority to the Board of Commissioners to determine portion of bonus/tantieme for the financial year 2022 for each member of the Sharia Supervisory Board and Directors based on the recommendation of Remuneration Committee.

Agenda 5:

Approval of Changes in the Composition of the Company's Management.

Referring to Article 11 paragraph 2 and Article 14 paragraph 2 of the Company's Articles of Association conjunction POJK No.33/POJK.04/2014 regarding the Board of Directors and Board of Commissioners of the Public Company and POJK No.55/POJK.03/2016 regarding Implementation of Good Corporate Governance for Commercial Banks and Article 94 and 111 of the Company Law, Board of Directors and Board of Commissioners of the Company are appointed and dismissed by the General Meeting of Shareholders. The appointment is effective from the date specified in the General Meeting of Shareholders in which they are appointed and ends at the closing of the 3rd AGMS after the date of their appointment.

In accordance Article 45 paragraph 2 Bank Indonesia Regulation Number 11/33/PBI/2009 regarding Implementation of Good Corporate Governance for Commercial Banks of Sharia and Islamic Sharia Business Unit ("PBI GCG Sharia"), the maximum office term of members of the Sharia Supervisory Board is the same as the office term of the members of the Board of Directors or the Board of Commissioner.

Furthermore, by referring to the Article 6 paragraph 1 POJK Number 55 year 2016, Article 27 paragraph 1 POJK Number 55 year 2016, and Article 45 paragraph 1 PBI GCG Sharia, the proposed appointment and/or replacement of members of the Board of Directors or Board of Commissioners or the Sharia Supervisory Board to the AGMS is conducted by taking into account the recommendation from Remuneration Committee and Nomination Committee.

The office term of the incumbent Board of Directors, Board of Commissioners and Sharia Supervisory Board will expire at the closing of Annual General Meeting of Shareholders ("AGMS") year 2023.

In this regard, the Company will propose to the AGMS to approve composition of members of the Board of Directors, the Board of Commissioners, and the Sharia Supervisory Board for the term of office from the closing of the Company's AGMS in 2023 until the closing of the Company's AGMS in 2026 which will be held no later than June 2026 without prejudice to the right of the GMS to terminate at any time with the following composition:

Board of Directors	
President Director	Daisuke Ejima
Vice President Director	Honggo Widjojo Kangmasto
Vice President Director	Hafid Hadeli
Director	Herry Hykmanto
Director	Rita Mirasari
Director	Dadi Budiana
Director	Muljono Tjandra
Director	Naoki Mizoguchi
Director	Thomas Sudarma

Board of Commissioners	
President Commissioner	Yasushi Itagaki
Vice President Commissioner (Independent)	Halim Alamsyah
Commissioner	Nobuya Kawasaki
Commissioner	Dan Harsono
Independent Commissioner	Peter Benyamin Stok
Independent Commissioner	Hedy Maria Helena Lopian

Sharia Supervisory Board	
Chairman	H. M. Sirajuddin Syamsuddin
Member	Hasanudin
Member	Asep Supyadillah

Agenda 6:

- i. Approval on 2022-2023 Recovery Plan Review.
- ii. Approval on 2022 Resolution Plan.

- i. Based on Article 31 paragraph 2 OJK Regulation No.14/POJK.03/2017 regarding Recovery Plan for Systemic Bank, Recovery Plan review which contain, among others, revision of trigger level and recovery options, is required to obtain approval from shareholders in the General Meeting of Shareholder. Hence, it is proposed to AGMS to provide approval on the Recovery Plan review.
- ii. Based on Article 8 LPS Regulation No.1 2021 regarding Resolution Plan for Commercial Bank, Resolution Plan preparation according to guidelines from Indonesia Deposit Insurance Corporation (LPS) is required to obtain approval from shareholders in the General Meeting of Shareholder. Hence, it is proposed to AGMS to provide approval on the Resolution Plan.

Jakarta, March 9th, 2023
PT Bank Danamon Indonesia Tbk
The Board of Directors