

PROPOSED AMENDMENT TO THE ARTICLES OF ASSOCIATION OF PT BANK DANAMON INDONESIA TBK
ANNUAL GENERAL MEETING OF SHAREHOLDERS (AGMS) 21 MARCH 2025

Current Articles of Association	Proposed Amendment to the Articles of Association	Regulation Reference
<p>Directors Article 11 paragraph 2</p> <p>The members of the Board of Directors shall be appointed and dismissed/discharged by a General Meeting of Shareholders. The said appointment shall be valid as from the date on which it is stipulated in the GMS in which he/she (they) is (are) appointed and shall cease on the closing date of the 3rd (third) Annual GMS after the date of his/her (their) appointment, with due observance of the laws and regulations in the field of Capital Market, regulations in the field of banking, and other laws and regulations as well as without prejudice to the provisions of paragraph 4 of this Article</p>	<p>Directors Article 11 paragraph 2</p> <p>The members of the Board of Directors shall be appointed and dismissed/discharged by a General Meeting of Shareholders. The said appointment shall be valid as from the date on which it is stipulated in the GMS in which he/she (they) is (are) appointed and shall cease on the closing date of the 3rd (third) Annual GMS after the date of his/her (their) appointment, by complying with the criteria, requirements, mechanisms and procedures based on the laws and regulations in the Capital Market sector, the Banking sector, and the prevailing laws and regulations and without prejudice to the provisions in paragraph 4 of this Article.</p>	<p>Financial Services Authority Regulation (POJK) No.17 of 2023 concerning the Implementation of Governance for Commercial Banks (Article 9)</p>
<p>Directors Article 11 paragraph 4</p> <ul style="list-style-type: none"> - The GMS may dismiss/discharge one or more members of the Board of Directors at any time, before his/her/ their term of office has/have come to an end by stating the reasons causing such act. - Such dismissal shall be valid commencing from the closingdateof thesaid GMS,exceptif another date of dismissal shall be determined by a GMS with due observance of the laws and legislation. 	<p>Directors Article 11 paragraph 4</p> <ul style="list-style-type: none"> a. The GMS may dismiss/discharge one or more members of the Board of Directors at any time, before his/her/their term of office has/have come to an end. Such dismissal shall be valid commencing from the closing date of thesaid GMS,exceptif another date of dismissal shall be determined by a GMS by continuing to comply with the mechanisms and procedures stipulated in the provisions of laws and regulations in the Capital Market, Banking sector and applicable laws and regulations. b. Specifically for the dismissal or replacement before the end of the term of office, the President Director and/or Director in charge of the compliance function must first obtain approval from the Financial Services Authority. 	<p>POJK No.17 of 2023 concerning the Implementation of Governance for Commercial Banks (Article 11)</p>

<p>Duties and Authority of the Board of Directors Article 12 paragraph 4 letter a (i)</p> <p>The Board of Directors shall be entitled to represent the Company both inside and outside a court of law with regard to all matters and in all events, to bind the Company to other parties and to bind other parties to the Company as well as to take all measures/actions, both with regard to the management affairs as well as ownership affairs, but with the restrictions and requirements that to be able to do one of the following:</p> <p>(a) lending money or providing credit facility or other banking facilities which are similar to or result in a loan:</p> <p>(i) to the related parties as provided for in the provisions of the Bank Indonesia on Legal Lending Limit for a Commercial Bank, or</p>	<p>Duties and Authority of the Board of Directors Article 12 paragraph 4 letter a (i)</p> <p>The Board of Directors shall be entitled to represent the Company both inside and outside a court of law with regard to all matters and in all events, to bind the Company to other parties and to bind other parties to the Company as well as to take all measures/actions, both with regard to the management affairs as well as ownership affairs, but with the restrictions and requirements that to be able to do one of the following:</p> <p>(a) lending money or providing credit facility or other banking facilities which are similar to or result in a loan:</p> <p>(i) to the related parties as provided in the Financial Services Authority regulation on the Legal Lending Limit and Provision of Large Funds for Commercial Banks, or</p>	<p>Adjustment of regulatory basis</p>
<p>Duties and Authority of the Board of Directors Article 12 paragraph 4 letter b (i)</p> <p>(b) binding the Company as a guarantor or loan guarantor (<i>borgtocht</i>), or otherwise being responsible for the payment obligations of any other party:</p> <p>(i) which is a related party as provided for in the regulations of the Bank Indonesia on Legal Lending Limit for a Commercial Bank; or</p>	<p>Duties and Authority of the Board of Directors Article 12 paragraph 4 letter b (i)</p> <p>(b) binding the Company as a guarantor or loan guarantor (<i>borgtocht</i>), or otherwise being responsible for the payment obligations of any other party:</p> <p>(i) which is a related party as provided in the Financial Services Authority regulation on the Legal Lending Limit and Provision of Large Funds for Commercial Banks; or</p>	<p>Adjustment of regulatory basis</p>
<p>Board of Commissioners Article 14 paragraph 2</p> <p>The members of the BOC are appointed and dismissed by the General Meeting of Shareholders. Such appointment shall be effective as of the date specified in the GMS at which he (they) is appointed and shall expire at the closing of the 3rd (third) Annual GMS after the date of his (their) appointment, with due observance of the provisions of laws and regulations, provisions of laws and regulations in the field of Capital Market, regulations of Bank Indonesia, and without prejudice to the provisions referred to in paragraph 4 of this Article.</p>	<p>Board of Commissioners Article 14 paragraph 2</p> <p>The members of the BOC are appointed and dismissed by the GMS. Such appointment shall be effective as of the date specified in the GMS at which he/she (they) is appointed and shall expire at the closing of the 3rd (third) Annual GMS after the date of his (their) appointment, while still fulfilling the criteria, requirements, mechanisms and procedures based on the laws and regulations in the Capital Market sector, in the banking sector, and the prevailing laws and regulations and without prejudice to the provisions as referred to in paragraph 4 of this Article.</p>	<p>POJK No.17 of 2023 concerning the Implementation of Governance for Commercial Banks (Article 41)</p>

<p>Board of Commissioners Article 14 paragraph 4</p> <p>A member of the Board of Commissioners may dismissed/ discharged at any time by a GMS, although his/her term of office has not come to an end. Such dismissal shall be valid commencing from the closing of the said meeting, unless otherwise determined by the GMS.</p>	<p>Board of Commissioners Article 14 paragraph 4</p> <p>a. A member of the Board of Commissioners may dismissed/ discharged at any time by a GMS, although his/her term of office has not come to an end. Such dismissal shall be valid commencing from the closing of the said meeting, unless otherwise determined by the GMS.</p> <p>b. Dismissal or replacement of Independent Commissioners before the term of office ends must obtain prior approval from the Financial Services Authority.</p>	<p>POJK No.17 of 2023 concerning the Implementation of Governance for Commercial Banks (Articles 43).</p>
<p>Sharia Supervisory Board and Duties and Authority of the Sharia Supervisory Board Article 17 paragraph 1</p> <p>In the framework of carrying out business activities under the Sharia Principles, the Sharia Supervisory Board shall be placed with the Company's Sharia Business Unit at the approval of the National Sharia Board, with due observance of the provisions of Bank Indonesia, the provisions of the National Sharia Board, and the provisions of other laws and regulations which govern such matters. The Company's Sharia Business Unit shall constitute a working unit in the Company's Head Office that functions as the Main Office of the Company's Sharia Branch Office.</p>	<p>Sharia Supervisory Board and Duties and Authority of the Sharia Supervisory Board Article 17 paragraph 1</p> <p>In the framework of carrying out business activities under the sharia principles, the Sharia Supervisory Board ("SSB") shall be placed with the Company's Sharia Business Unit at the approval of the National Sharia Board of the Indonesian Ulama Council, with due observance of the provisions of the Financial Services Authority, the provisions of the National Sharia Board of the Indonesian Ulama Council, and the provisions of other laws and regulations which govern such matters. The Company's Sharia Business Unit shall constitute a working unit in the Company's Head Office that functions as the Main Office of the Company's Sharia Branch Office.</p>	<p>POJK No 2 of 2024 concerning the Implementation of Sharia Governance for Sharia Commercial Banks and Sharia Business Units (Article 3)</p>
<p>Sharia Supervisory Board and Duties and Authority of the Sharia Supervisory Board Article 17 paragraph 2</p> <p>The Sharia Supervisory Board has separated duties and authority with the duties and authority of the Company's Board of Commissioners. The main duties and functions of the Sharia Supervisory Board are as follows:</p> <ol style="list-style-type: none"> as a representative of the National Sharia Board placed in the Company; assigned as the supervisor of business activities of the Company's Sharia Branch Office in order that it is in compliance with Sharia Principles; serving as an advisor and as a provider of recommendation and/or advices for the Board of Directors, Manager of the Sharia Business Unit and the Manager of the Company's Sharia Branch Office concerning matters relating to the Sharia Principles; and 	<p>Sharia Supervisory Board and Duties and Authority of the Sharia Supervisory Board Article 17 paragraph 2</p> <p>The SSB has separated duties and authority with the duties and authority of the Company's Board of Commissioners. The main duties, responsibilities and functions of the SSB are as follows:</p> <ol style="list-style-type: none"> as a representative of the National Sharia Board of the Indonesian Ulama Council placed in the Company; assigned to supervise for the interest of the Bank on the policies and course of management by the Board of Directors in accordance with Sharia Principles and to be responsible for such supervision; serving as an advisor and as a provider of recommendation and/or advices for the Board of Directors, Head of the Sharia Business Unit 	<p>- POJK No 2 of 2024 concerning the Implementation of Sharia Governance for Sharia Commercial Banks and Sharia Business Units (Article 20)</p> <p>- OJK Circular Letter (SEOJK) No. 15/SEOJK.03/2024 concerning the Implementation of</p>

<p>d. serving as a mediator between the Company and the National Sharia Board to communicate the proposal and recommendation on the Company's products and service development, which require review and decision from the National Sharia Board.</p>	<p>and the Head of the Company's Sharia Branch Office concerning matters relating to Bank's activities in accordance with Syariah principles and other matters determined based on the provisions of regulations in the field of Syariah banking;</p> <p>d. serving as a mediator between the Company and the National Sharia Board of the Indonesian Ulama Council to communicate the proposal and recommendation on the Company's products and service development, which require review and decision from the National Sharia Board of the Indonesian Ulama Council and or relevant regulators as necessary;</p> <p>e. Providing an opinion on the fulfilment of Sharia Principles to the committee supporting the implementation of the duties of the Board of Commissioners</p>	<p>Sharia Governance for Sharia Commercial Banks and Business Units</p>
<p>Sharia Supervisory Board and Duties and Authority of the Sharia Supervisory Board Article 17 paragraph 3</p> <p>The Sharia Supervisory Board in implementing its function is obligated:</p> <p>a. to follow and abide by the decisions (<i>fatwa</i>) of the National Sharia Board.</p> <p>b. to report the business activities and the development of the Company's Sharia Business Unit to the National Sharia Board in accordance with the provisions stipulated by the National Sharia Board; and</p> <p>c. each representative of the National Sharia Board placed in the Company in good faith, with due care and with full responsibility shall be obligated to carry out his/her duties in the interest of the Company and in accordance with the purposes and objectives of the Company with due observance of the provisions of the laws and regulations and decision of the National Sharia Board.</p>	<p>Sharia Supervisory Board and Duties and Authority of the Sharia Supervisory Board Article 17 paragraph 3</p> <p>The Sharia Supervisory Board in implementing its function is obligated:</p> <p>a. to follow and abide by the decisions (<i>fatwa</i>) of the National Sharia Board of the Indonesian Ulama Council;</p> <p>b. to report the business activities and the development of the Company's Sharia Business Unit to the National Sharia Board of the Indonesian Ulama Council in accordance with the provisions stipulated by the National Sharia Board of the Indonesian Ulama Council; and</p> <p>c. each representative of the National Sharia Board of the Indonesian Ulama Council placed in the Company in good faith, with due care and with full responsibility shall be obligated to carry out his/her duties in the interest of the Company and in accordance with the purposes and objectives of the Company with due observance of the provisions of the laws and regulations and decision of the National Sharia Board of the Indonesian Ulama Council.</p>	<p>POJK No 2 of 2024 concerning the Implementation of Sharia Governance for Sharia Commercial Banks and Sharia Business Units</p>
<p>Sharia Supervisory Board and Duties and Authority of the Sharia Supervisory Board Article 17 paragraph 4</p> <p>Requirements for the members of the Sharia Supervisory Board shall be regulated and stipulated by the National Sharia Board with due observance of the provisions of other laws and regulations which govern the said matters.</p>	<p>Sharia Supervisory Board and Duties and Authority of the Sharia Supervisory Board Article 17 paragraph 4 (a)</p> <p>Requirements for the members of the SSB shall be regulated and stipulated by the National Sharia Board of the Indonesian Ulama Council with due observance of the provisions of other laws and regulations which govern the said matters.</p>	<p>POJK No 2 of 2024 concerning the Implementation of Sharia Governance for Sharia Commercial Banks and Sharia Business Units.</p>

not yet regulated	<p>Sharia Supervisory Board and Duties and Authority of the Sharia Supervisory Board Article 17 paragraph 4 (b)</p> <p>SSB consists of at least 3 (three) persons with due observance of the provisions of the prevailing laws and regulations. SSB must be led by a chairman who comes from one of the SSB members.</p>	POJK No 2 of 2024 concerning the Implementation of Sharia Governance for Sharia Commercial Banks and Sharia Business Units. (Article 10 and 11).
not yet regulated	<p>Sharia Supervisory Board and Duties and Authority of the Sharia Supervisory Board Article 17 paragraph 4 (c)</p> <p>The members of SSB are appointed and dismissed by the GMS. Such appointment is effective from the date determined in the GMS at which he/she (they) is appointed and ends at the closing of the 3rd (third) Annual GMS after the date of his/her (their) appointment, while still fulfilling the criteria, requirements, mechanisms and procedures based on the prevailing laws and regulations.</p>	POJK No 2 of 2024 concerning the Implementation of Sharia Governance for Sharia Commercial Banks and Sharia Business Units (Article 14).
not yet regulated	<p>Sharia Supervisory Board and Duties and Authority of the Sharia Supervisory Board Article 17 paragraph 4 (d)</p> <p>Dismissal or replacement of SSB members carried out before the term of office of SSB members ends must obtain prior approval from the Financial Services Authority.</p>	POJK No 2 of 2024 concerning the Implementation of Sharia Governance for Commercial Banks and Sharia Business Units (Article 16).
not yet regulated	<p>Sharia Supervisory Board and Duties and Authority of the Sharia Supervisory Board Article 17 paragraph 4 (e)</p> <p>The term of office of a SSB member is at most the same as the term of office of a member of the Board of Commissioners. SSB members whose term of office has expired may be reappointed after obtaining GMS approval, at most for 2 (two) consecutive terms of office. SSB members who have served for 2 (two) consecutive terms of office may be reappointed in the next period as SSB members in accordance with the prevailing laws and regulations.</p>	POJK No 2 of 2024 concerning the Implementation of Sharia Governance for Commercial Banks and Sharia Business Units (Article 14).

not yet regulated	<p>Sharia Supervisory Board and Duties and Authority of the Sharia Supervisory Board Article 17 paragraph 4 (f)</p> <p>A member of SSB may resign from his/her position by giving written notice of such intention to the Company with due observance of the prevailing laws and regulations.</p> <p>The Company must hold a GMS to decide on the application for resignation of a SSB member within a certain period of time in accordance with the prevailing laws and regulations.</p> <p>The resignation of a SSB member is carried out with due observance of the provisions of the prevailing laws and regulations.</p>	POJK No 2 of 2024 concerning the Implementation of Sharia Governance for Commercial Banks and Sharia Business Units (Article 17).
not yet regulated	<p>Sharia Supervisory Board and Duties and Authority of the Sharia Supervisory Board Article 17 paragraph 4 (g)</p> <p>A SSB member who is appointed to replace a SSB member who resigns or is dismissed or fills a vacancy, is appointed for the remaining term of office of the incumbent SSB member.</p>	POJK No 2 of 2024 concerning the Implementation of Sharia Governance for Commercial Banks and Sharia Business Units. (Article 15).
<p>Work Plan, Financial Year, and Annual Report Article 18 paragraph 2</p> <p>The work plan as referred to in paragraph 1 of this Article shall be submitted to the Board of Commissioners to obtain approval from the Board of Commissioners with due observance of the provisions of Bank Indonesia.</p>	<p>Work Plan, Financial Year, and Annual Report Article 18 paragraph 2</p> <p>The work plan as referred to in paragraph 1 of this Article shall be submitted to the Board of Commissioners to obtain approval from the Board of Commissioners with due observance of the provisions applicable laws and regulations.</p>	Adjustment of regulatory basis