



## INVITATION OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

The Board of Directors of PT Bank OCBC NISP Tbk (the "Company") domiciled in South Jakarta hereby invites the Company' shareholders to attend the Annual General Meeting of Shareholders (the "Meeting") to be held on:

Day/Date : **Thursday, 6 April 2021**  
Time : **10.00 a.m. - finish**  
Venue : **OCBC NISP Tower**  
**Jl. Prof. Dr. Satrio Kav. 25, Jakarta 12940**

### Meeting Agenda:

**1. Approval of the Company's Annual Report for the Financial Year of 2020**

Explanation:

According to the Article 69 of Law No. 40 Year of 2007 on Limited Liability Companies (the "Company Law"), the Company's Annual Report which includes the ratification of the Financial Statements and the Supervisory Task Report of the Board of Commissioners shall be approved by the Meeting.

**2. Determination of the Appropriation of the Company's net profit earned in the Financial Year of 2020**

Explanation:

The Company will propose to the Meeting to approve the appropriation of the Company's net profit earned in the financial year ended on 31 December 2020 in accordance with the Article 70 and 71 paragraph (1) of the Company Law.

**3. Approval of the Buyback of the Company' Shares (Share Buyback)**

Explanation:

In accordance with Financial Services Authority Regulations ("POJK") No. 45/POJK.03/2015 regarding the Implementation of Corporate Governance in the Distribution of Remuneration for Commercial Bank, the Company plans to buy back the Company' shares which will be used for the distribution of variable remuneration based on 2020 performance to the Company's management and employees.

**4. Approval of Recovery Plan Update in accordance with POJK No. 14/POJK.03/2017**

Explanation:

In accordance with POJK No. 14/POJK.03/2017 regarding Recovery Plan for Systemic Bank, the Company will propose to the Meeting to approve the Company's Recovery Plan update.

**5. The Amendment to the Articles of Association of the Company**

Explanation:

The company will propose the amendment to the Company's Articles of Association in order to comply with POJK No. 15/POJK.04/2020 concerning Planning and Implementation of General Meeting of Shareholders of Public Companies ("POJK 15/2020"), POJK No. 16/POJK.04/2020 concerning Implementation of Electronic General Meeting of Shareholders of Public Companies, and POJK No. 14/POJK.04/2019 concerning Amendments to POJK No. 32/POJK.04/2015 concerning Increase in Capital for Public Companies by Providing Pre-emptive Rights.

**6. Changes of the Company's Management along with the determination of their Remuneration**

Explanation:

In accordance with Company's Articles of Association, the appointment members of Board of Commissioners and Board of Directors, as well as the determination of their remuneration shall be decided by the Meeting.

**7. Appointment of Public Accountant and Public Accounting Firm for the Financial Year of 2021**

Explanation:

In accordance with the Company's Articles of Association, and Article 59 of POJK No. 15/2020, the Company will propose to the Meeting to grant the power and authority to the Board of Commissioners based on the recommendation of Audit Committee, to appoint a Public Accountant and Public Accounting Firm to audit the books and records of the Company for the financial year 2021, and to determine the honorarium and other requirements related to the appointment.

### Notes:

- The Company will not send a separate invitation to the Shareholders and this Notification serves as the official invitation.
- According to the provisions of Article 23 of POJK No. 15/2020, those who are eligible to attend the Meeting are the Company' Shareholders whose names are listed on the Company's Register of Shareholders (DPS) as at 5 March 2021, 4.00 p.m. and or the Shareholders as regards in the Collective Custody of the Indonesian Central Securities Depository (KSEI), in accordance with the records of the securities account as at the close of business of 5 March 2021.
- In order to support the Government's efforts in handling the 2019 Corona Virus Disease ("COVID-19") pandemic, the Company recommends Shareholders who are entitled to attend the meeting to provide the power of attorney to the Securities Administration Bureau ("BAE") PT Raya Saham Registra, with the following mechanism:
  - whose shares have been placed in the collective custody of KSEI can be done through the KSEI Electronic General Meeting System (eASY.KSEI) <https://access.ksei.co.id> as an electronic power of attorney mechanism (e-Proxy) in the process of organizing the Meeting. The e-Proxy facility is available for Shareholders who are entitled to attend the Meeting since the date of the Invitation for the Meeting until 1 (one) business day prior to the Meeting Date.
  - whose shares are in the form of script can use the power of attorney form which can be downloaded through the Company's website and the original power of attorney is submitted to the Registrar which is located at Plaza Sentral Lt. 2 Jl. Jend Sudirman Kav. 47-48 Jakarta 12930 at the latest 1 (one) business day before the Meeting is held, enclosed with a copy of the Identity Card (ID) or for shareholders in the form of a legal entity accompanied by the evidence of authority to represent a legal entity.
- Shareholders who are unable to attend the Meeting may be represented by their proxies by submitting a valid power of attorney in the form satisfactory to the Board of Directors, provided that the power of attorney may be granted to members of the Board of Directors, Board of Commissioners and the Company's employees, but the votes they cast as proxies at the Meeting will not be counted in a ballot. Form of the power of attorney can be downloaded through the Company's website and the original of the power of attorney should be submitted to the Company including copy of the ID's of the authorizer and the attorney.
- Shareholders or their proxies who will be physically present at the Meeting are obliged to follow the applicable COVID-19 health protocol which has been determined by the Company as follows:

- a) Possess the *Rapid Antigen Test* or *PCR Covid-19 Swab* certificate obtained from a hospital doctor, or clinic, or health facilities, which states negative, with a sampling date of 1 (one) day before the Meeting.
  - b) Sign the "Travel and Health Declaration" which can be downloaded on the Company's website and carry it at the time of Meeting registration and are not at risk of being infected with COVID-19.
  - c) Obligate to pass a body temperature check which is not above 37.5° C and not having any symptoms of illness including flu and/or cough (even though the body temperature is not above 37.5° C).
  - d) In order to implement the physical distancing policy, the officer will direct Participants into designated rooms and limit the number of people in 1 (one) room, and maintain a distance of at least 1.5 (one and a half) meters while in the room, and always follow direction of the meeting committee.
  - e) Obligate to wear health mask while in the meeting area and venue.
  - f) Obligate to use hand sanitizer before entering the meeting area and venue.
  - g) If the Participants do not meet the requirements as referred to in points a) – c) above, the Company has the rights to:
    - Request Participants not to attend the Meeting
    - Request Participants to leave the Meeting room and / or the Building; or
    - Carry out other necessary actions in accordance with health protocols.
  - h) Shareholders who have arrive at to the location but are unable to attend and enter the Meeting room due to the reasons stated in point g) above, can still exercise their rights by giving the power to attend and give their voting rights at each agenda of the Meeting to the Securities Administration Bureau or other appointed party by the Shareholders, by filling out and signing the Power of Attorney form provided by the Company.
6. Before entering the meeting room, the Shareholders or their proxies who will attend the Meeting are requested to submit a copy of their ID cards or any other proof of identity. Any Shareholders in the form of legal entities are requested to bring and submit a copy of their Articles of Association as well as the deeds of the latest composition of their management. Solely for holders of the Company' shares in the collective custody, the Written Confirmation for the Meeting (KTUR) shall also be presented.
  7. The Meeting Material is available in electronic form on the Company's website as from the date of the Invitation for the Meeting to the date of the Meeting. The Company does not provide hard copy material of the Meeting to shareholders at the time of the Meeting.
  8. If there are changes and/or additions to Meeting materials or information related to the procedures for holding the Meeting in connection with the latest conditions and developments that have not been informed through this Invitation, it will be announced on the Company's website [www.ocbcnisp.com](http://www.ocbcnisp.com).

Jakarta, 8 March 2021  
PT Bank OCBC NISP Tbk  
The Board of Directors