

**PEMANGGILAN  
RAPAT UMUM PEMEGANG SAHAM TAHUNAN  
PT BANK TABUNGAN NEGARA (PERSERO) Tbk**

Direksi PT Bank Tabungan Negara (Persero) Tbk ("**Perseroan**") dengan ini mengundang para Pemegang Saham Perseroan untuk menghadiri Rapat Umum Pemegang Saham Tahunan Perseroan Tahun Buku 2024 ("**Rapat**"), yang akan diselenggarakan pada :

Hari, Tanggal : Rabu, 26 Maret 2025  
Waktu : Pukul 14.00 WIB s.d. selesai  
Tempat : Menara BTN  
Jl. Gajah Mada No. 1 Jakarta Pusat – 10130

Mata Acara Rapat adalah sebagai berikut:

- 1. Persetujuan Laporan Tahunan dan Pengesahan Laporan Keuangan Perseroan, Persetujuan Laporan Tugas Pengawasan Dewan Komisaris serta Pengesahan Laporan Keuangan Program Pendanaan Usaha Mikro dan Usaha Kecil (PUMK) Tahun Buku 2024 sekaligus Pelunasan dan Pembebasan Tanggung Jawab Sepenuhnya (*volledig acquit et de charge*) kepada Direksi atas Tindakan Pengurusan Perseroan dan Dewan Komisaris atas Tindakan Pengawasan Perseroan yang Telah Dijalankan Selama Tahun Buku 2024.**

Penjelasan:

Sesuai dengan ketentuan:

- Pasal 69 ayat (1) Undang-Undang RI Nomor 40 Tahun 2007 tentang Perseroan Terbatas ("**UUPT**") sebagaimana telah diubah dengan Undang-Undang RI Nomor 6 Tahun 2023 tentang Penetapan Peraturan Pemerintah Pengganti Undang-Undang RI Nomor 2 Tahun 2022 tentang Cipta Kerja menjadi Undang-Undang ("**UU Cipta Kerja**");
- Pasal 15H ayat (1) Undang-Undang RI Nomor 19 Tahun 2003 tentang Badan Usaha Milik Negara sebagaimana terakhir diubah dengan Undang-Undang RI Nomor 1 Tahun 2025 ("**UU BUMN**");
- Pasal 33 ayat (3) Peraturan Menteri Badan Usaha Milik Negara ("**BUMN**") Nomor PER-1/MBU/03/2023 tentang Penugasan Khusus dan Program Tanggung Jawab Sosial dan Lingkungan Badan Usaha Milik Negara ("**Permen TJSL**"); dan
- Pasal 15 ayat (2) huruf b angka 10, Pasal 19 ayat (9), serta Pasal 22 ayat (2) huruf a dan ayat (3) Anggaran Dasar Perseroan.

Perseroan menyampaikan Laporan Tahunan dan Laporan Tugas Pengawasan Dewan Komisaris untuk mendapatkan persetujuan serta Laporan Keuangan Perseroan termasuk Laporan Keuangan Program Pendanaan Usaha Mikro dan Usaha Kecil (PUMK) Perseroan untuk mendapatkan pengesahan dari Rapat Umum Pemegang Saham ("**RUPS**") Perseroan sekaligus memberikan pelunasan dan pembebasan tanggung jawab (*volledig acquit et de charge*) kepada para anggota Direksi atas tindakan pengurusan Perseroan dan para anggota Dewan Komisaris atas tindakan pengawasan Perseroan yang telah dijalankan selama Tahun Buku 2024.

- 2. Persetujuan Penggunaan Laba Bersih Perseroan untuk Tahun Buku 2024.**

Penjelasan:

Sesuai dengan ketentuan:

- Pasal 71 UUPT; dan

- (ii) Pasal 5 ayat (4) huruf c angka 1 butir 8, Pasal 19 ayat (9), Pasal 22 ayat (2) huruf b, Anggaran Dasar Perseroan;

Perseroan mengusulkan penggunaan laba bersih Perseroan Tahun Buku 2024 untuk ditetapkan oleh RUPS.

**3. Penetapan Gaji/Honorarium berikut Fasilitas dan Tunjangan Tahun Buku 2025, serta Tantiem/Insentif Kinerja/Insentif Khusus atas Kinerja Tahun Buku 2024, untuk Direksi dan Dewan Komisaris Perseroan.**

Penjelasan:

Sesuai dengan ketentuan:

- (i) Pasal 96 dan Pasal 113 UUPM;  
(ii) Pasal 76 ayat (1) Peraturan Menteri BUMN Nomor PER-3/MBU/03/2023 tentang Organ dan Sumber Daya Manusia Badan Usaha Milik Negara ("**Permen Organ BUMN**"); dan  
(iii) Pasal 5 ayat (4) huruf c angka 1 butir 5, Pasal 11 ayat (19), Pasal 14 ayat (30) Anggaran Dasar Perseroan;

Perseroan mengusulkan besaran Gaji/Honorarium berikut Fasilitas dan Tunjangan, serta Tantiem/Insentif Kinerja/Insentif Khusus bagi anggota Direksi dan Dewan Komisaris untuk ditetapkan oleh RUPS.

**4. Penunjukan Akuntan Publik (AP) dan/atau Kantor Akuntan Publik (KAP) untuk Mengaudit Laporan Keuangan Perseroan dan Laporan Keuangan Program Pendanaan Usaha Mikro dan Usaha Kecil (PUMK) untuk Tahun Buku 2025.**

Penjelasan:

Sesuai dengan ketentuan:

- (i) Pasal 71 ayat (1) UU BUMN;  
(ii) Pasal 59 ayat (1) dan (3) Peraturan Otoritas Jasa Keuangan ("**POJK**") Nomor 15/POJK.04/2020 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka;  
(iii) Pasal 3 ayat (1) dan Pasal 5 ayat (1), POJK Nomor 09/POJK.03/2023 tentang Penggunaan Jasa Akuntan Publik dan Kantor Akuntan Publik dalam Kegiatan Jasa Keuangan;  
(iv) Pasal 32 dan Pasal 33 ayat (3) Permen TJSK;  
(v) Angka II butir 1 Surat Edaran Otoritas Jasa Keuangan Nomor 18/SEOJK.03/2023 tentang Tata Cara Penggunaan Jasa Akuntan Publik dan Kantor Akuntan Publik dalam Kegiatan Jasa Keuangan; dan  
(vi) Pasal 15 ayat (2) huruf b angka (5), dan Pasal 22 ayat (2) huruf c, ayat (4) dan ayat (5) Anggaran Dasar Perseroan;

bahwa Kantor Akuntan Publik (KAP) Purwantono, Sungkoro & Surja (*Ernst & Young Global Limited*) diusulkan oleh Dewan Komisaris, selanjutnya ditunjuk oleh RUPS untuk melakukan audit Laporan Keuangan Perseroan dan Laporan Keuangan Program Pendanaan Usaha Mikro dan Usaha Kecil (PUMK) Perseroan Tahun Buku 2025.

**5. Persetujuan Usulan Jumlah Plafon (Limit) Hapus Tagih.**

Penjelasan:

Sesuai dengan ketentuan:

- (i) Pasal 62D ayat (1) UU BUMN;

- (ii) Pasal 6 ayat (1), Peraturan Pemerintah (“PP”) Nomor 47 Tahun 2024 tentang Penghapusan Piutang Macet kepada Usaha Mikro, Kecil, dan Menengah; dan
- (iii) Pasal 12 Ayat (2) huruf a angka 8, Anggaran Dasar Perseroan.

Dalam rangka meningkatkan ketahanan ekonomi nasional, pemerintah telah menetapkan kebijakan dan memberikan wewenang bahwa piutang macet pada badan usaha milik negara dapat dilakukan penghapusbukuan dan penghapustagihan yang diharapkan dapat memberikan stimulus dan untuk mendukung kelancaran pemberian akses pembiayaan.

Badan usaha milik negara dapat melakukan penghapustagihan terhadap piutang macet yang telah dihapusbukukan dengan memperhatikan ketentuan peraturan perundang-undangan. Oleh karena itu, Perseroan memandang perlu untuk melakukan penghapustagihan piutang macet baik untuk kredit produktif maupun kredit konsumtif.

Pelaksanaan hapus tagih oleh Perseroan berdasarkan kebijakan yang ditetapkan Direksi dengan Persetujuan Dewan Komisaris dan dalam jumlah plafon (limit) hapus tagih yang ditetapkan RUPS yang akan tetap berlaku sampai dengan adanya penetapan plafon (limit) baru.

## 6. Persetujuan Rancangan Restrukturisasi dalam Rangka Pemekaran Usaha Bisnis Syariah Perseroan.

### Penjelasan:

Sesuai dengan ketentuan:

- (i) Pasal 122 Peraturan Menteri BUMN Nomor PER-2/MBU/03/2023 tentang Pedoman Tata Kelola dan Kegiatan Korporasi Signifikan Badan Usaha Milik Negara;
- (ii) Pasal 392 ayat (2), ayat (5) huruf b, ayat (6) huruf c dan ayat (7) huruf b Peraturan Menteri Keuangan Nomor 81 Tahun 2024 tentang Ketentuan Perpajakan Dalam Rangka Pelaksanaan Sistem Inti Administrasi Perpajakan (“PMK 81/2024”);
- (iii) Pasal 59 dan Pasal 64 POJK Nomor 12 Tahun 2023 tentang Unit Usaha Syariah sebagaimana dicabut sebagian dengan POJK Nomor 2 Tahun 2024 tentang Penerapan Tata Kelola Syariah Bagi Bank Umum Syariah dan Unit Usaha Syariah (“POJK 12/2023”);

Perseroan telah memenuhi ketentuan Pasal 59 POJK 12/2023, di mana total aset Unit Usaha Syariah (“UUS”) Perseroan per Desember 2024 (*audited*) adalah sebesar Rp60,56 triliun, sehingga Perseroan selaku Bank Umum Konvensional (“BUK”) wajib melakukan pemisahan (*spin-off*) UUS.

Sehubungan dengan kewajiban *spin-off* UUS dimaksud, maka Perseroan akan melakukan pemekaran usaha bisnis syariah Perseroan dengan menggunakan opsi *spin-off* UUS, yang terlebih dahulu dilakukan dengan cara pengambilalihan atas Bank Umum Syariah (“BUS”) dan selanjutnya akan mengalihkan UUS Perseroan untuk diintegrasikan ke dalam BUS hasil pengambilalihan.

Selain untuk memenuhi Pasal 59 POJK 12/2023 dan meningkatkan nilai Perseroan, restrukturisasi melalui pemekaran/transformatasi bisnis syariah Perseroan tersebut juga dimaksudkan untuk memenuhi kriteria transaksi yang memperoleh fasilitas/insentif pajak berdasarkan PMK 81/2024.

## 7. Persetujuan Pengambilalihan Saham PT Bank Victoria Syariah oleh Perseroan.

### Penjelasan:

Sesuai dengan ketentuan:

- (i) Pasal 125 ayat (4) UUPT;
- (ii) Undang-Undang RI No. 21 Tahun 2008 tentang Perbankan Syariah sebagaimana diubah terakhir dengan UU P2SK;

- (iii) POJK 12/2023 tentang Unit Usaha Syariah;
- (iv) Pasal 32 POJK Nomor 41 Tahun 2019 tentang Penggabungan, Peleburan, Pengambilalihan Integrasi, dan Konversi Bank Umum (“**POJK 41/2019**”);

Perseroan akan mengambilalih PT Bank Victoria Syariah (“BVIS”) sebagai tahap awal pemekaran dan transformasi bisnis syariah Perseroan dan dalam rangka pemenuhan kewajiban Perseroan untuk melakukan pemisahan (*spin-off*) UUS berdasarkan ketentuan Pasal 59 POJK 12/2023.

Setelah pengambilalihan BVIS, Perseroan akan mengalihkan hak dan kewajiban UUS (diintegrasikan) ke dalam BVIS (BUS hasil pengambilalihan) dengan tunduk pada ketentuan dan persyaratan sesuai dengan Peraturan Perundang-undangan yang berlaku.

Sehubungan dengan hal ini, Perseroan telah menyampaikan Ringkasan Rancangan pengambilalihan BVIS yang telah diumumkan melalui surat kabar harian Bisnis Indonesia, Kontan, Harian Terbit, situs web Bursa Efek Indonesia dan situs web Perseroan pada tanggal 20 Januari 2025.

## 8. Perubahan Anggaran Dasar Perseroan.

### Penjelasan:

Sesuai dengan ketentuan:

- (i) Pasal 19 ayat (1) UUPT;
- (ii) Pasal 5 ayat (4) huruf c, Pasal 26 ayat (5) dan Pasal 29 ayat (1) dan ayat (2) Anggaran Dasar Perseroan;

Sesuai Pasal 5 ayat (4) huruf c Anggaran Dasar Perseroan, Pemegang Saham Seri A Dwiwarna berhak mengusulkan mata acara Rapat. Pemegang Saham A Dwiwarna mengusulkan penambahan mata acara Rapat yaitu Perubahan Anggaran Dasar Perseroan. Perubahan Anggaran Dasar Perseroan tersebut dilakukan dalam rangka penyesuaian dengan peraturan perundang-undangan sesuai kegiatan usaha Perseroan.

## 9. Perubahan Susunan Pengurus Perseroan.

### Penjelasan:

Sesuai dengan ketentuan Pasal 11 ayat (10) dan ayat (12) huruf a, serta Pasal 14 ayat (12), ayat (14) huruf a Anggaran Dasar Perseroan, para anggota Direksi dan Dewan Komisaris diangkat dan diberhentikan oleh RUPS, dimana dalam RUPS tersebut harus dihadiri dan disetujui oleh Pemegang Saham Seri A Dwiwarna.

Perubahan susunan Pengurus Perseroan berdasarkan surat keputusan Pemegang Saham Seri A Dwiwarna, sebagaimana diatur dalam peraturan perundang-undangan.

## CATATAN:

1. Pemanggilan ini berlaku sebagai undangan resmi, dengan demikian Perseroan tidak mengirimkan undangan khusus kepada para pemegang saham Perseroan. Pemanggilan ini dapat dilihat juga di laman situs Perseroan (<https://www.btn.co.id/>) dan aplikasi eASY.KSEI.
2. Pemegang saham yang berhak hadir dalam Rapat adalah pemegang saham Perseroan yang namanya tercatat dalam Daftar Pemegang Saham Perseroan pada hari Senin, 3 Maret 2025 sampai dengan pukul 16.15 WIB (“**Pemegang Saham Yang Berhak**”).
3. Keikutsertaan Pemegang Saham Yang Berhak atau kuasanya yang sah dalam Rapat, dapat dilakukan dengan mekanisme sebagai berikut:

- a. hadir dalam Rapat secara fisik; atau
  - b. hadir dalam Rapat secara elektronik melalui aplikasi eASY.KSEI.
4. Pemegang Saham Yang Berhak yang dapat hadir langsung secara elektronik sebagaimana disebutkan pada butir 3 huruf b adalah pemegang saham individu lokal yang sahamnya disimpan dalam penitipan kolektif KSEI.
  5. Untuk menggunakan aplikasi eASY.KSEI, Pemegang Saham Yang Berhak dapat mengakses menu eASY.KSEI, submenu Login eASY.KSEI yang berada pada fasilitas AKSes (<https://akses.ksei.co.id/>).
  6. Sebelum menentukan keikutsertaan dalam Rapat, Pemegang Saham Yang Berhak wajib membaca ketentuan yang disampaikan melalui pemanggilan ini serta ketentuan lainnya terkait pelaksanaan Rapat berdasarkan kewenangan yang ditetapkan oleh Perseroan. Ketentuan lainnya dapat dilihat melalui lampiran dokumen pada fitur 'Meeting Info' pada aplikasi eASY.KSEI dan/atau pemanggilan Rapat yang terdapat pada situs web Perseroan (<https://www.btn.co.id/>).
  7. Pemegang Saham Yang Berhak yang tidak hadir secara langsung dapat diwakili oleh kuasanya untuk hadir secara fisik dengan ketentuan sebagai berikut:
    - a. Pemegang Saham Yang Berhak dapat memberikan surat kuasa yang sah kepada penerima kuasanya dengan ketentuan bahwa anggota Direksi, Dewan Komisaris, dan pegawai Perseroan dapat bertindak selaku kuasa dari Pemegang Saham dalam Rapat namun suara yang dikeluarkan tidak diperhitungkan dalam pemungutan suara.
    - b. Formulir surat kuasa dapat diunduh pada laman situs Perseroan (<https://www.btn.co.id/>) dan apabila telah diisi lengkap wajib disampaikan kepada Biro Administrasi Efek Perseroan PT Datindo Entrycom dengan alamat Jl. Hayam Wuruk No. 28, Lantai 2 Jakarta Pusat - 10120, Telp. (021) 350 8077 Fax. (021) 350 8078, pada setiap hari kerja sejak tanggal pemanggilan Rapat sampai dengan selambat-lambatnya pada hari Rabu, tanggal 25 Maret 2025 pukul 16.00 WIB.
  8. Pemegang Saham Yang Berhak atau kuasanya yang sah yang akan hadir wajib membawa dan menyerahkan fotokopi identitas diri yang masih berlaku kepada petugas pendaftaran sebelum memasuki ruang Rapat dan wajib mengisi daftar hadir.
  9. Pemegang Saham Yang Berhak yang berbentuk badan hukum wajib menyerahkan fotokopi anggaran dasar dan perubahan-perubahannya yang masih berlaku berikut akta susunan pengurus yang sedang menjabat, beserta bukti persetujuan atau penerimaan pemberitahuan dari Kementerian Hukum, dianjurkan dalam *flashdisk*.
  10. Pemegang Saham Yang Berhak dalam penitipan kolektif KSEI wajib menyerahkan Konfirmasi Tertulis Untuk Rapat ("**KTUR**") kepada petugas pendaftaran sebelum memasuki ruang Rapat. KTUR dapat diperoleh pada jam kerja di perusahaan efek atau bank kustodian di tempat pemegang saham membuka rekening efeknya.
  11. Bagi Pemegang Saham Yang Berhak yang akan menggunakan hak suaranya melalui aplikasi eASY.KSEI, dapat menginformasikan kehadirannya atau menunjuk kuasanya, dan/atau menyampaikan pilihan suaranya ke dalam aplikasi eASY.KSEI.
  12. Batas waktu untuk memberikan deklarasi kehadiran secara elektronik atau kuasa secara elektronik (*e-proxy*) dan suara secara elektronik dalam aplikasi eASY.KSEI adalah pukul 12.00 WIB pada 1 (satu) hari kerja sebelum tanggal Rapat, yaitu tanggal 25 Maret 2025.

13. Perseroan berhak untuk menentukan persyaratan lain sehubungan dengan keikutsertaan Pemegang Saham Yang Berhak atau kuasanya yang sah yang akan hadir dalam Rapat secara fisik.
14. Bagi Pemegang Saham Yang Berhak yang akan hadir atau memberikan kuasa secara elektronik ke dalam Rapat melalui aplikasi eASY.KSEI wajib memperhatikan hal-hal berikut:
  - a. Proses Registrasi
  - b. Proses Penyampaian Pertanyaan dan/atau Pendapat Secara Elektronik
  - c. Proses Pemungutan Suara/Voting
  - d. Penayangan Siaran Langsung Pelaksanaan Rapat
15. Bahan mata acara Rapat tersedia sejak tanggal pemanggilan ini sampai dengan diselenggarakannya Rapat, melalui situs web Perseroan (<https://www.btn.co.id/>) atau diperoleh di kantor pusat Perseroan Up. Corporate Secretary Division pada jam kerja, dengan alamat di Menara BTN Jalan Gajah Mada Nomor 1 Jakarta – 10130, Telp. (021) 633 6789 ext. 2003, jika diminta secara tertulis oleh Pemegang Saham Yang Berhak.
16. Untuk mempermudah pengaturan dan tertibnya Rapat, Pemegang Saham Yang Berhak atau kuasanya yang sah dan hadir secara fisik, dimohon dengan hormat telah berada di tempat Rapat selambat-lambatnya 30 (tiga puluh) menit sebelum Rapat dimulai.

Jakarta, 4 Maret 2025

**PT BANK TABUNGAN NEGARA (PERSERO) Tbk**  
**DIREKSI**

## INVITATION TO THE THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF PT BANK TABUNGAN NEGARA (PERSERO) Tbk

The Board of Directors of PT Bank Tabungan Negara (Persero) Tbk ("**Company**"), hereby invites the Shareholders of the Company to attend the Company's Annual General Meeting of Shareholders Financial Year 2024 ("**Meeting**"), which will be held on:

Day, Date : Wednesday, March 26<sup>th</sup>, 2025  
Time : 02.00 p.m. - finished  
Place : Menara BTN  
Gajah Mada Street No. 1 Jakarta Pusat – 10130

The Agenda of the Meeting are as follows:

- 1. Approval of Annual Report and Ratification of the Company's Financial Report, Approval for the Board of Commissioners' Supervisory Report and Ratification of the Financial Report of the Micro and Small Business Lending Program for the Financial Year 2024, simultaneously with Granting Full Release and Discharge of Liability (volledig acquit et de charge) to All Members of the Board of Directors for the Management Actions of the Company and to All Members of the Board of Commissioners for the Supervisory Actions of the Company Carried Out during the Financial Year of 2024.**

Explanation:

According to the:

- Article 69 paragraph (1) of Republic of Indonesia Law Number 40 of 2007 concerning Limited Liability Companies ("**UUPT**") as amended by Republic of Indonesia Law Number 6 of 2023 concerning Determination of Government Regulations in Lieu of Republic of Indonesia Law Number 2 of 2022 concerning Job Creation into Law ("**Job Creation Law**");
- Article 15H paragraph (1) Republic of Indonesia Law Number 19 of 2003 concerning State-Owned Enterprises as last amended by Republic of Indonesia Law Number 1 of 2025 ("**BUMN Law**");
- Article 33 paragraph (3) Regulation of the Minister of State-Owned Enterprises ("**SOE**") Number PER-1/MBU/03/2023 concerning Special Assignments and Social and Environmental Responsibility Programs for State-Owned Enterprises ("**TJSL Regulation**"); and
- Article 15 paragraph (2) letter b number 10, Article 19 paragraph (9), and Article 22 paragraph (2) letter a and paragraph (3) of the Company's Articles of Association;

the Company delivers the Annual Report and the Board of Commissioners' Supervisory Report to obtain the approval and the Financial Report of the Company including the Micro and Small Business Lending Program Financial Report of the Company ("**PUMK**") to obtain the ratification from the General Meeting of Shareholders ("**GMS**") of the Company at the same time to obtain full release and discharge of liability (acquit et de charge) for the Board of Directors for the Company's management and the Board of Commissioners for the Company's supervisory actions which have been carried out during the Financial Year of 2024.

## 2. Approval on the Appropriation of the Company's Net Profit for the Financial Year of 2024.

### Explanation:

According to the:

- (v) Article 71 of UUPT; and
- (vi) Article 5 paragraph (4) letter c number 1 point 8, Article 19 paragraph (9), and Article 22 paragraph (2) letter b of the Company's Article of Association;

The Company proposes the use of the Company's net profit for Financial Year of 2024 to be determined by the GMS.

## 3. Determination of Salary/Honorarium along with Facilities and Allowances for the 2025 Financial Year, as well as Tantiem/Performance Incentives/Special Incentives for Performance for the 2024 Financial Year, for the Board of Directors and Board of Commissioners of the Company's.

### Explanation:

According to the:

- (vii) Article 96 and Article 113 of UUPT;
- (viii) Article 76 paragraph (1) the Regulation of Minister of SOE Number PER-3/MBU/03/2023 concerning Organs and Human Resources of State-Owned Enterprise ("**Organs of SOE Regulation**"); and
- (ix) Article 5 paragraph (4) letter c number 1 point 5, Article 11 paragraph (19) and Article 14 paragraph (30) of the Company's Article of Association,

The Company proposes the amount of Salary/Honorarium along with Facilities and Allowances, as well as Tantiem/Performance Incentives/Special Incentives for members of the Board of Directors and Board of Commissioners to be determined by the GMS.

## 4. Appointment of a Public Accountant and/or the Public Accountant Firm to audit the Company's Financial Report and the Financial Report on the Implementation of the Micro and Small Business Lending Program of the Financial Year of 2025.

### Explanation:

According to the:

- (i) Article 71 paragraph (1) SOE Law;
- (ii) Article 59 paragraph (1) and (3) of the Financial Services Authority Regulation ("**POJK**") Number 15/POJK.04/2020 concerning the Planning and Holding of the General Meeting of Shareholders of the Public Company;
- (iii) Article 3 paragraph (1) and Article 5 paragraph (1) of the POJK Number 09/POJK.03/2023 concerning the Use of Public Accounting Services and Public Accounting Office in the Financial Service Activities;
- (iv) Article 32 and Article 33 paragraph (3) TJSJ Regulation;
- (v) Number II point 1 of Financial Services Authority Circular Letter Number 18/SEOJK.03/2023 concerning Procedures for Using the Services of Public Accounting Services and Public Accounting Office in Financial Services Activities, and
- (vi) Article 15 paragraph (2) letter b number 5 and Article 22 paragraph (2) letter c, paragraph (4) and paragraph (5) of the Company's Article of Association,



that the Public Accountant Firm Purwantono, Sungkoro & Surja (Ernst & Young Global Limited) that is proposed by the Board of Commissioners, and then appointed by the GMS to audit of the Company's Financial Report and the Company's Micro and Small Business Lending Program Financial Report for the Financial Year of 2024.

## 5. Approval of Proposed Amount of Plafond (Limit) of Absolute Write-Off.

### Explanation:

According to the:

- (i) Article 62D paragraph of the BUMN Law;
- (ii) Article 6 paragraph (1), Regulation of Government of The Republic of Indonesia Number 47 of 2024 concerning Elimination of Bad Debts for Micro, Small and Medium Enterprises; and
- (iii) Article 12 Paragraph (2) letter a number 8 of the Company's Articles of Association;

In order to increase national economic resilience, the government has established a policy and given authority that bad debts at state-owned enterprises can be written off and written off which is expected to provide stimulus and to support the smooth provision of access to financing.

That state-owned Banks financial institutions can write-off billing of non performing loan that have been written off by taking into account the provisions of laws and regulations. Therefore, the Company considers it necessary to write off bad debts for both productive and consumer credit.

The implementation of write-offs by the Company is based on policies determined by the Board of Directors with the approval of the Board of Commissioners and within the amount of the write-off plafond (limit) determined by the GMS which will remain in effect until a new plafond (limit) is determined.

## 6. Approval of the Restructuring Plan for the Expansion of the Company's Sharia Business.

### Explanation:

According to the:

- (i) Article 122 Regulation of the Minister of SOE Number PER-2/MBU/03/2023 concerning Guidelines for Governance and Significant Corporate Activities of State-Owned Enterprises;
- (ii) Article 392 paragraph (2) paragraph (5) letter b, paragraph (6) letter c and paragraph (7) letter c of Ministry of Finance Number 81 of 2024 concerning Tax Provisions in the Context of Implementing the Core System of Tax Administration ("**PMK 81/2024**");
- (iii) Article 59 and Article 64 of POJK Number 12 of 2023 concerning Sharia Business Units as partly revoked by POJK Number 2 of 2024 on the Implementation of Sharia Governance for Sharia Commercial Banks and Sharia Business Units ("**POJK 12/2023**");

The Company has complied with the provisions of Article 59 POJK 12/2023, where the total assets of the Company's Sharia Business Units ("**SBU**") as of December 2024 (audited) are IDR 60.56 trillion, so that the Company as a Conventional Commercial Bank is obliged to carry out a spin-off of UUS.

In connection with the SBU's spin-off obligations referred to, the Company is carrying out the expansion of the Company's sharia business, namely using the UUS spin-off option, which will first be carried out by acquisition the Sharia Commercial Bank and then transferring the Company's SBU to be integrated into the Sharia Commercial Bank resulting from the takeover.

Besides complying with Article 59 POJK 12/2023 and increasing the value of the Company, restructuring through sharia business expansion/transformation of the Company is carried out to fulfill the requirements for transaction criteria who receive tax facilities/incentives based on PMK 81/2024.

## 7. Approval of the Acquisition of PT Bank Victoria Syariah Shares by the Company.

### Explanation:

According to the:

- (i) Article 125 paragraph (4) Limited Liability Companies Law;
- (ii) Law Number 21 of 2008 on Sharia Banking as lastly amended by P2SK Law;
- (iii) POJK 12/2023 concerning Sharia Business Units;
- (iv) Article 32 of POJK Number 41 of 2019 concerning Merger, Consolidation, Takeover, Integration and Conversion of Commercial Banks (“**POJK 41/2019**”);

the Company will acquire PT Bank Victoria Syariah (“BVIS”) as an initial stage in the expansion and transformation of the Company's sharia business and in order to fulfill the Company's obligation to carry out a UUS spin-off based on the provisions of Article 59 POJK 12/2023.

After acquiring BVIS, the Company will transfer the rights and obligations of UUS (integrated) into BVIS (BUS resulting from the acquisition) subject to the terms and conditions in accordance with applicable regulations.

In connection with this, the Company has submitted a Summary of the BVIS acquisition plan which has been announced through the daily newspapers Bisnis Indonesia, Kontan, Harian Terbit, the Indonesian Stock Exchange website and the Company's website on January, 20<sup>th</sup> 2025.

## 8. Approval of the Amendments of the Company's Articles of Association.

### Explanation:

According to the:

- (i) Article 19 paragraph (1) of UUPT;
- (ii) Article 5 Paragraph (4) letter c, Article 26 paragraph (5) and Article 29 paragraph (1) and paragraph (2) of the Company's Articles of Association;

In accordance with Article 5 paragraph (4) letter c of the Company's Articles of Association, the Series A Dwiwarna Shareholder has the right to propose an agenda for the Meeting. The Series A Dwiwarna Shareholder proposed the addition of an agenda for the Meeting, namely the Amendment to the Company's Articles of Association. The Amendment to the Company's Articles of Association was carried out in order to align with laws and regulations in accordance with the Company's business activities.

## 9. Changes in the Composition of Company's Management.

### Explanation:

In accordance with the provisions of Article 11 paragraph (10) and paragraph (12) letter a, as well as Article 14 paragraph (12), paragraph (14) letter a of the Company's Articles of Association, members of the Board of Directors and Board of Commissioners are appointed and dismissed by the GMS, where the GMS must be attended and approved by the Series A Dwiwarna Shareholders. Changes in the Composition of Company's Management In accordance with the decision letter of the Series A Dwiwarna Shareholders as regulated as regulated in statutory regulations.

## NOTES:

1. This invitation constitutes validly as an official invitation, therefore Company shall not send a separate invitation to each of the shareholders of the Company. This invitation can also be seen on the Company's website (<https://www.btn.co.id/>) and the eASY.KSEI application.

2. The Shareholders who are entitled to attend the Meeting are shareholders whose names are recorded in the Company's Shareholders Register at 04.15 p.m. on Monday, March 3<sup>rd</sup>, 2025 ("**Eligible Shareholders**").
3. The participation of the Eligible Shareholders or their legal proxies in the Meeting can be done by the following mechanism:
  - a. physically attend in the Meeting; or
  - b. attend the Meeting electronically via eASY.KSEI application.
4. Eligible Shareholders who can attend directly electronically as mentioned in point 3 letter b are local individual shareholders whose shares are kept in the collective custody of KSEI.
5. In order to use eASY.KSEI application, Eligible Shareholders can access the eASY.KSEI menu, eASY.KSEI Login submenu located in the AKSes facility (<https://akses.ksei.co.id/>).
6. Before determining participation in the Meeting, the Eligible Shareholders must read the provisions conveyed through this invitation as well as other provisions related to the implementation of the Meeting based on the authority determined by the Company. Other provisions can be seen through document attachments in the 'Meeting Info' feature on the eASY.KSEI application and/or invitation for Meetings found on the Company's website (<https://www.btn.co.id/>).
7. Eligible Shareholders who are not present in person may be represented by their legal proxies with the following conditions:
  - a. Eligible Shareholders can provide the valid power of attorney to their legal proxies on the conditions that members of the Board of Directors, Board of Commissioners and the Company's employees can act as legal proxies in the Meeting but the votes are not calculated in the voting.
  - b. The power of attorney form can be downloaded on the Company's website (<https://www.btn.co.id/>) and if it has been completely filled in, it must be submitted to the Company's Securities Administration Bureau, PT Datindo Entrycom the address Jl. Hayam Wuruk No. 28, Lantai 2 Jakarta Pusat - 10120, Telp. (021) 350 8077 Fax. (021) 350 8078, on every working day from the date of the invitation to the Meeting until at the latest at 04.00 p.m. on Tuesday, March 25<sup>th</sup>, 2025.
8. Eligible Shareholders (or their legal proxies) who will attend are requested to bring and submit a photocopy of their valid identity to the registration officer before entering the Meeting room and must fill out the attendance register.
9. Eligible Shareholders who are in the form of legal entities are required to submit a photocopy of the articles of association and its valid amendments along deed of composition of the current board of directors, along with proof of approval or receipt of notification from the Ministry of Law, recommended in a flash drive.
10. Eligible Shareholders in KSEI collective custody are required to submit a Written Confirmation for the Meeting (**KTUR**) to the registration officer before entering the Meeting room. KTUR can be obtained during working hours at the securities company or custodian bank where the shareholders open their securities accounts.
11. Eligible Shareholders who will exercise their voting rights through the eASY.KSEI application, can inform their presence or appoint their legal proxies, and/or submit their voting choices into the eASY.KSEI application.

12. The deadline for submitting a declaration of electronic presence or electronic power of attorney (e-proxy) and electronic vote in the eASY.KSEI application is 12.00 p.m. on 1 (one) business day before the date of the Meeting, which is March 25<sup>th</sup>, 2025.
13. For Eligible Shareholders who will exercise their voting rights through the eASY.KSEI application, they can inform their presence or appoint their proxy, and/or submit their voting choice into the eASY.KSEI application.
14. Eligible Shareholders who will attend or provide power of attorney electronically to the Meeting through the eASY.KSEI application must pay attention to the following matters:
  - a. Registration Process
  - b. Process for Submitting Questions and/or Opinions Electronically
  - c. Voting Process
  - d. Live Streaming of Meeting Implementation
15. Materials for the Meeting are available from the date of this invitation until the time of the Meeting, through the Company's website (<https://www.btn.co.id/>) or obtained at the Company's head specifically to the Corporate Secretary Division during business hours, with the address at Menara BTN Building, Jl. Gajah Mada No. 1 Central Jakarta – 10130, Tel. (021) 633 6789 ext. 2003, if requested in writing by the Eligible Shareholders.
16. In order to ensure the arrangement and orderliness of the Meeting, the Eligible Shareholders or their legal proxies are kindly requested to be present at the Meeting venue no later than 30 (thirty) minutes prior to the time of the Meeting.

Jakarta, March 4<sup>th</sup>, 2025  
**PT BANK TABUNGAN NEGARA (PERSERO) Tbk**  
**BOARD OF DIRECTORS**