

**PROPOSED AMENDMENT TO THE ARTICLES OF ASSOCIATION OF PT BANK CIMB NIAGA TBK  
YEAR 2024**

<b>NO.</b>	<b>CONSIDERATION AND REF.</b>	<b>BEFORE</b>	<b>AFTER</b>
1.	<p>Consideration:</p> <p>To explain the criteria that member of the Board Directors' candidate must fulfill as well as the procedures and mechanisms for appointing Board of Directors</p> <p>Ref. <b>Article 14 Paragraph 2 the Articles of Association ("AOA")</b> and Article 9 Paragraph 3 POJK No. 17 of 2023 regarding Implementation of Governance for Commercial Banks ("<b>POJK No. 17 of 2023</b>")</p>	<p>Members of the Board of Directors are appointed by the GMS from candidates who meet requirements based on the provisions of Article 93 of the Company Law and regulations in the banking sector and in the capital markets sector.</p> <p>The appointment of members of the Board of Directors, each for a period starting from the date determined at the GMS that appointed them until the closing of the third Annual GMS after the date of appointment without reducing the right of the GMS to dismiss them at any time in accordance with the provisions of Article 105 UUPT.</p>	<p>Members of the Board of Directors are appointed by the GMS from candidates who meet the <u>criteria</u> and requirements based on the provisions of Article 93 of the Company Law and regulations in the banking sector and in the capital markets sector.</p> <p>The appointment of members of the Board of Directors is <u>in accordance with the mechanisms and procedures as regulated in the provisions of laws and regulations</u>, each for a period starting from the date determined at the GMS that appointed them until the closing of the third Annual GMS after the date of appointment without reducing the right of the GMS to dismiss them at any time in accordance with the provisions of Article 105 UUPT.</p>
2	<p>Consideration:</p> <p>To explain the mechanism for replacement/dismissal/resignation of members of the Board of Directors carried out in accordance with the laws and regulations and can be stated in the Company's policy.</p> <p>Ref. <b>Article 14 Paragraph 7 AOA</b> dan Article 9 Paragraph 3 POJK No. 17 of 2023</p>	<p>The term of office of a member of the Board of Directors will automatically end if the relevant member of the Board of Directors:</p> <ol style="list-style-type: none"> <li>a. resigned in accordance with the provisions of paragraph 14.6 of this Article;</li> <li>b. no longer fulfilled the requirements of the statutory regulations;</li> <li>c. passed away;</li> <li>d. was dismissed based on the resolution of the GMS.</li> </ol>	<p>The term of office of a member of the Board of Directors will automatically end if the relevant member of the Board of Directors:</p> <ol style="list-style-type: none"> <li>a. resigned in accordance with the provisions of paragraph 14.6 of this Article;</li> <li>b. no longer fulfilled the requirements of the statutory regulations;</li> <li>c. passed away;</li> <li>d. was dismissed based on the resolution of the GMS.</li> </ol> <p><b>The mechanism for replacing, dismissing and/or resigning members of the Board of Directors is carried-out in accordance with the provision of laws and regulations and may be stated on the Company policy.</b></p>
3	<p>Consideration:</p> <p>To explain the criteria that member of the Board Directors' candidate must fulfill as well as the procedures and mechanisms for appointing Board of Commissioners. As well as</p>	<p>Members of the Board of Commissioner are appointed by the GMS from candidates who meet the requirements based on the provisions of Article 110 of the Company Law and regulations in the banking sector and in the capital markets sector.</p>	<p>Members of the Board of Commissioner are appointed by the GMS from candidates who meet the <u>criteria</u> and requirements based on the provisions of Article 110 of the Company Law and regulations in the banking sector and in the capital markets sector.</p>

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NO.	CONSIDERATION AND REF.	BEFORE	AFTER
	<p>independent Board of Commissioner's tenure</p> <p>Ref. <b>Article 17 Paragraph 3 AOA</b> and Article 41 Paragraph 4 POJK No. 17 of 2023, ACGS</p>	<p>The appointment of members of the Board of Commissioner, each for a period starting from the date determined at the GMS that appointed them until the closing of the third Annual GMS after the date of appointment without reducing the right of the GMS to dismiss them at any time in accordance with the provisions of Article 119 UUPT.</p> <p>- The tenure of an individual appointed as the Independent Commissioner shall be at the maximum 2 (two) terms starting as of his appointment as the Independent Commissioner.</p>	<p>The appointment of members of the Board of Commissioners is <b><u>in accordance with the mechanisms and procedures as regulated in the provisions of laws and regulations</u></b>, each for a period starting from the date determined at the GMS that appointed them until the closing of the third Annual GMS after the date of appointment without reducing the right of the GMS to dismiss them at any time in accordance with the provisions of Article 119 UUPT.</p> <p>- The tenure of an individual appointed as the Independent Commissioner shall be at the maximum 2 (two) terms starting as of his appointment as the Independent Commissioner.</p>
4	<p>Consideration:</p> <p>To explain the mechanism for replacement/dismissal/resignation of members of the Board of Commissioners carried out in accordance with the laws and regulations and can be stated in the Company's policy</p> <p>.</p> <p>Ref. <b>Article 17 Paragraph 8 AOA</b> and Article 41 Paragraph 4 POJK No. 17 of 2023</p>	<p>The term of office of a member of the Board of Commissioners will end if the relevant individual:</p> <p>a. Has declared bankrupt or placed under amnesty according to a court decision;</p> <p>b. resigned in accordance with the provisions of paragraph 17.6 of this Article;</p> <p>c. no longer fulfilled the requirements of the statutory regulations;</p> <p>d. passed away;</p> <p>e. was dismissed based on the resolution of the GMS.</p>	<p>The term of office of a member of the Board of Commissioners will end if the relevant individual:</p> <p>a. Has declared bankrupt or placed under amnesty according to a court decision;</p> <p>b. resigned in accordance with the provisions of paragraph 17.6 of this Article;</p> <p>c. no longer fulfilled the requirements of the statutory regulations;</p> <p>d. passed away;</p> <p>e. was dismissed based on the resolution of the GMS.</p> <p><b>The mechanism for replacing, dismissing and/or resigning members of the Board of Commissioners is carried-out in accordance with the provision of laws and regulations and may be stated on the Company policy.</b></p>

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5	<p>Consideration:</p> <p>To enable additional duties of the Board of Commissioners in accordance with laws and regulations.</p> <p>Ref. <b>Article 18 Paragraph 1 AOA</b> Article 49 Paragraph 6 (b) POJK No. 17 of 2023</p>	<p>The Board of Commissioners will perform the supervisory over the management policies in general and provide advices to the Board of Directors in accordance with the provisions of Article 108 of the Company Law</p>	<p>The Board of Commissioners will perform the supervisory over the management policies in general and provide advices to the Board of Directors in accordance with the provisions of Article 108 of the Company Law <b>and other matters as determined by the laws and regulations.</b></p>
6	<p>Consideration:</p> <p>To explain the binding effect of the Board of Commissioners decision.</p> <p>Ref. <b>Article 19 Paragraph 8 AOA</b> and Article 56 POJK No. 17 of 2023</p>	<p>The Resolution of the Meeting of the Board of Commissioners must be adopted based on deliberation to reach a consensus. In the event that the resolution based on deliberation to reach a consensus cannot be achieved, then, the resolution will be adopted by means of voting based on the affirmative votes of more than 1/2 (one-half) of the total votes lawfully cast in the said Meeting of the Board of Commissioners.</p>	<p>The Resolution of the Meeting of the Board of Commissioners must be adopted based on deliberation to reach a consensus. In the event that the resolution based on deliberation to reach a consensus cannot be achieved, then, the resolution will be adopted by means of voting based on the affirmative votes of more than 1/2 (one-half) of the total votes lawfully cast in the said Meeting of the Board of Commissioners.</p> <p><b>The results of the decisions of the Board of Commissioners Meeting are binding to all members of the Board of Commissioners.</b></p>