

**ANNOUNCEMENT SUMMARY MINUTES OF
ANNUAL GENERAL MEETING OF SHAREHOLDERS
PT BANK CIMB NIAGA Tbk**

PT Bank CIMB Niaga Tbk (the “**Company**”) hereby announces to the Shareholders that the Company has held the Annual General Meeting of Shareholders (the “**Meeting**”) on Friday, 8 April 2022 at 14:23 until 15:44 Western Indonesian Time, at 15th Floor, 14th Floor, and M Floor, Graha CIMB Niaga, Jl. Jend. Sudirman Kav. 58, Jakarta Selatan 12190.

In connection with the Meeting, the Board of Directors of the Company discloses the following:

1. Notification of the Meeting’s plan has been submitted to the Financial Services Authority (*Otoritas Jasa Keuangan* – “**OJK**”), Indonesia Stock Exchange (“**IDX**”), and Indonesia Central Securities Depository (*PT Kustodian Efek Indonesia* – “**KSEI**”) on 16 February 2022;
2. Announcement to the Shareholders of the Company has been published and uploaded in Bahasa Indonesia and English to the Company’s website at www.cimbniaga.co.id (“**Company’s Website**”), IDX’s website at www.idx.co.id (“**IDX’s Website**”) and KSEI’s website through the *Electronic General Meeting System* KSEI (“**eASY.KSEI**”) Application at <https://easy.ksei.co.id> (“**eASY.KSEI Application**”) on 23 February 2022;
3. Invitation to the Shareholders of the Company to attend the Meeting has been published in a daily newspaper, namely Investor Daily on 10 March 2022 (28 days before the Meeting). It was published nationwide in both, Bahasa Indonesia and English. On the same date, it has been uploaded to the Company’s Website, IDX’s Website, and eASY.KSEI Application;
4. Explanation of all Agenda and materials of the Meeting have been uploaded to the Company’s Website on 10 March 2022, including the 2021 Annual Report, the 2021 Sustainability Report, Publication of Financial Statements FY 2021, Curriculum Vitae of the proposed Public Accountant and Profile of the proposed Public Accounting Firm, Curriculum Vitae for prospective members of the Board of Directors (Reappointment and New Appointment), Draft of the Amendment to Articles of Association, Summary on the Recovery Plan, Report on the 2022 Sustainable Finance Action Plan (RAKB) of the Company, Rules of Conduct of the Meeting, Form of Power of Attorney (“**POA**”), Form of Health Declaration, Illustration Video of the Electronic Voting Procedures at the Meeting Venue and eASY.KSEI Guidelines for The Shareholders (including the guideline for Electronic Voting through eASY.KSEI Application or “**eASY.KSEI e-Voting**”).

In accordance to the Article 12 paragraph 12.3 of the Articles of Associations (“**AOA**”) of the Company and Board of Commissioners’ Circular Resolutions No. 006/SIR/DEKOM/KP/III/2022 dated 9 March 2022, the Meeting was chaired by DIDI SYAFRUDDIN YAHYA, the President Commissioner of the Company.

The Meeting was held electronically by using eASY.KSEI Application with due observance of OJK Regulation No. 16/POJK.04/2016 regarding Implementation of Electronic General Meetings of Shareholders of Publicly-Held Companies in conjunction with Article 12 paragraph 12.1. of the Company’s AOA. In addition, the Meeting was also held physically in several rooms by the Company. All participants of the Meeting who are physically or electronically present, can attend and actively participate in the Meeting.

All members of Board of Commissioners, Board of Directors, Sharia Supervisory Board and Audit Committee of the Company attended the Meeting, either physically or through video conference, with the following details:

Board of Commissioners (“BOC”)

1. DIDI SYAFRUDDIN YAHYA, President Commissioner
2. GLENN MUHAMMAD SURYA YUSUF, Vice President Commissioner (Independent)
3. JEFFREY KAIRUPAN, Independent Commissioner (Senior)
4. SRI WIDOWATI, Independent Commissioner
5. DATO’ ABDUL RAHMAN AHMAD, Commissioner
6. VERA HANDAJANI, Commissioner

Board of Directors (“BOD”)

1. LANI DARMAWAN, President Director
2. LEE KAI KWONG, Director
3. JOHN SIMON, Director
4. FRANSISKA OEI, Director, concurrently as Compliance Director
5. PANDJI P. DJAJANEGARA, Director
6. TJIOE MEI TJUEN, Director
7. HENKY SULISTYO, Director
8. JONI RAINI, Director
9. RUSLY JOHANNES*, Director

Sharia Supervisory Board (“SSB”)

1. PROF. DR. M. QURAIISH SHIHAB, MA., Chairman
2. PROF. DR. FATHURRAHMAN DJAMIL, MA, Member
3. DR. YULIZAR DJAMALUDDIN SANREGO, M.EC., Member

Audit Committee

1. JEFFREY KAIRUPAN, Chairman (concurrently as Member)
2. ENDANG KUSSULANJARI S., Member
3. RONALD T. A. KASIM, Member

*) Effective upon obtaining OJK approval and/or fulfilled the requirements as determined in the OJK approval.

The Company has: (i) appointed Ashoya Ratam, S.H., M.Kn., as Public Notary and PT Bima Registra as the Share Administration Bureau (both are independent party) to count the quorum and execute the voting tabulation in the Meeting; and (ii) provided an opportunity to the Shareholders to raise questions and/or convey opinions for each Agenda of the Meeting, however there were no question/opinion raised by the Shareholders in the Meeting.

In order to maintain the independence and secrecy of the Shareholders in the voting process, voting in the Meeting shall be conducted in private. The Meeting resolutions are adopted in accordance with the Meeting quorum. Voting was conducted on each Agenda of the Meeting. For the Shareholders and/or their proxies who attend the Meeting physically, the voting was conducted individually and electronically ("**e-Voting**") at the Meeting Venue ("**e-Voting at the Meeting Venue**") by using smartphone, other mobile devices (tablet and others) or touch screen monitor provided by the Company, so that the shareholders' votes confidentiality can be preserved. For the Shareholders and/or their proxies who attend the Meeting electronically, can do the process of eASY.KSEI e-Voting. While, for the Shareholders who authorize the proxy with e-Proxy mechanism, are considered exercising their rights through eASY.KSEI and not allowed to conduct the e-Voting at the Meeting Venue process.

In accordance with Company's Shareholders Register as at 9 March 2022, the number of issued and paid up shares of the Company with eligible voting rights was 24,934,885,861 shares (excluding the treasury stocks of 196,720,982 shares). The number of shares with voting rights attended or represented in the Meeting (Class A shares and Class B shares both have equal rights) was 23,966,729,914 shares or approximately 96.1173% of the total shares issued by the Company (excluded the treasury stocks). Therefore, it fulfilled the required Meeting quorum (namely more than 1/2 part and particularly for the 8th Agenda at least 2/3 part of the total shares issued and paid up by the Company with valid voting rights). Accordingly, the Meeting was valid to be held and adopted the following resolutions:

1st Agenda:

Approval of the Annual Report and the Consolidated Financial Statements of the Company for the Financial Year Ended on 31 December 2021.

Voting Result:

Total Majority Votes: 23,961,738,702 Shares or 99.9792% (Agree)		
Agree	Against	Abstain/No Votes#
23,961,409,502 Shares (99.9778 %)	4,991,212 Shares (0.0208%)	329,200 Shares (0.0014%)

Resolutions:

1. Approved the Company's Annual Report for the financial year ended on 31 December 2021;
2. Ratified the Company's Consolidated Financial Statements for the financial year ended on 31 December 2021 as audited by the Public Accounting Firm of "Tanudiredja, Wibisana, Rintis & Rekan" (a member firm of PricewaterhouseCoopers Global in Indonesia) as stated in its report dated 17 February 2022, with opinion that "The Consolidated Financial Statements present fairly, in all material respects, the consolidated financial position of PT Bank CIMB Niaga Tbk and its subsidiaries as of 31 December 2021, and their consolidated financial performance and cash flows for the year then ended, in accordance with the Indonesian Financial Accounting Standards";
3. Ratified the Supervisory Duties Report of the BOC and SSB of the Company for the financial year ended on 31 December 2021; and
4. Granted the acquit and discharge ("*volledig acquit et décharge*") to the members of BOC, BOD and SSB of the Company (including the BOC and BOD members who had resigned in 2021) for the management and supervision performed in the financial year 2021 provided the management and supervision actions are reflected in the Company's Annual Report for the financial year ended on 31 December 2021.

2nd Agenda:

Determination on the Use of the Company's Income for the Financial Year Ended on 31 December 2021.

Voting Result:

Total Majority Votes: 23,966,688,102 Shares or 96.9998% (Agree)		
Agree	Against	Abstain/No Votes#
23,966,363,802 Shares (99.9985%)	41,812 Shares (0.0002%)	324,300 Shares (0.0014%)

Resolutions:

Approved the appropriation of the Company's Net Income (Company only) for the Financial Year ended on 31 December 2021 of IDR3,909,476,308,045 (the "**Company's Net Income for the Financial Year 2021**"), as follows:

1. To be distributed as final cash dividends at a maximum of 60% of the Company's Net Income for the Financial Year 2021 or a maximum of IDR2,345,685,784,827 (gross), with the following schedules:

- Cum Dividend in the Regular and Negotiation Market	:	19 April 2022
- Ex-Dividend in the Regular and Negotiation Market	:	20 April 2022
- Cum Dividend in the Cash Market	:	21 April 2022
- Recording date for entitled shareholders	:	21 April 2022
- Ex-Dividend in the Cash Market	:	22 April 2022
- Dividend Payment for the Financial Year 2021	:	28 April 2022

and granted the delegation of authority to the BOD for determining the distribution procedures of cash dividends with regard to the prevailing provisions in the capital markets sector;

- Not set aside any reserve, considering the minimum statutory reserve as required in Article 70 of the Company Law No. 40 of 2007 (the "Company Law") has been complied;
- To record the remaining Company's Net Income for the Financial Year 2021, after deducted with dividend payments, amounted to IDR1,563,790,523,218 as the retained earnings to finance the Company's business activities.

3rd Agenda:

Appointment of Public Accountant and Public Accounting Firm for the Financial Year 2022 and Determination of the Honorarium and Other Requirements related to the Appointment.

Voting Result:

Total Majority Votes: 23,961,691,666 Shares or 99.9790% (Agree)		
Agree	Against	Abstain/No Votes [#]
23,961,367,466 Shares (99.9792%)	5,038,248 Shares (0.0210%)	324,200 Shares (0.0014%)

Resolutions:

- Approved the appointment of IRHOAN TANUDIREDA and Public Accounting Firm of "TANUDIREDA, WIBISANA, RINTIS & REKAN" (firm member of PricewaterhouseCoopers Global in Indonesia) which are listed in Financial Services Authority (*Otoritas Jasa Keuangan* – "OJK"), as a Public Accountant and the Public Accounting Firm, respectively or the appointment of other Public Accountant from the same Public Accounting Firm, in the event he is permanently unable to audit the Company's Consolidated Financial Statements for the Financial Year 2022;
- Approved the delegation of authority to the Company's BOC to appoint other Public Accountant and Public Accounting Firm, in the event of the appointed Public Accountant and/or Public Accounting Firm is unable to complete the audit services or is permanently unable to audit the Company's Consolidated Financial Statements for the Financial Year 2022.
For the said delegation of authority, the following terms shall apply:
 - other Public Accounting Firm, appointed by the Company's BOC must be one of the big four Public Accounting Firms in Indonesia;
 - the appointment shall be based on the Company's Audit Committee recommendation;
 - the honorarium and other appointment terms for such Public Accounting Firm shall be determined competitively and reasonably;
 - no objection from OJK; and
 - the appointment shall be in accordance with the applicable laws and regulations;
- Approved the honorarium for Public Accounting Firm to audit the Company's 2022 Consolidated Financial Statements at a maximum of IDR9,226,700,000 (excluded VAT and OPE);
- Approved the delegation of authority to the Company's BOD to carry out matters deemed necessary in relation to the appointment of the Public Accountant and Public Accounting Firm, including but not limited to organizing meetings and signing the appointment letter for the Public Accountant and Public Accounting Firm.

4th Agenda:

Reappointment of LEE KAI KWONG as Director of the Company.

Voting Result:

Total Majority Votes: 23,964,504,502 Shares or 99.9907% (Agree)		
Agree	Against	Abstain/No Votes [#]
23,964,172,002 Shares (99.9894%)	2,225,412 Shares (0.0093%)	332,500 Shares (0.0014%)

Resolutions:

Approved the reappointment of LEE KAI KWONG, as Director of the Company, with effective term of office since the close of the Meeting until the closing of the 3rd (third) Annual GMS after the Effective Date of the appointment without prejudicing the rights of the GMS to dismiss at any time in accordance with the provision as stated in Article 105 of the Company Law.

5th Agenda:**Reappointment of JOHN SIMON as Director of the Company.****Voting Result:**

Total Majority Votes: 23,964,504,502 Shares or 99.9907% (Agree)		
Agree	Against	Abstain/No Votes#
23,960,595,602 Shares (99.9744%)	2,225,412 Shares (0.0093%)	3,908,900 Shares (0.0163%)

Resolutions:

Approved the reappointment of JOHN SIMON, as Director of the Company, with effective term of office since the close of the Meeting until the closing of the 3rd (third) Annual GMS after the Effective Date of the appointment without prejudicing the rights of the GMS to dismiss at any time in accordance with the provision as stated in Article 105 of the Company Law.

6th Agenda:**Approval to Change the Company's Board of Directors Composition by Appointing NOVIADY WAHYUDI, as Director of the Company.****Voting Result:**

Total Majority Votes: 23,964,601,202 Shares or 99.9911% (Agree)		
Agree	Against	Abstain/No Votes#
23,964,268,702 Shares (99.9898%)	2,128,712 Shares (0.0089%)	332,500 Shares (0.0014%)

Resolutions:

1. Approved to change the Company's BOD composition, by appointing NOVIADY WAHYUDI, as Director of the Company, with effective term of office since the date specified in the Meeting which appoints him and upon obtaining the OJK approval and/or fulfilled of the requirements as determined in the OJK approval letter (the "**Effective Date**") until the closing of the 3rd (third) Annual GMS after the Effective Date of the appointment without prejudicing the rights of the GMS to dismiss at any time in accordance with the provision as stated in Article 105 of the Company Law;

In terms of OJK does not approve the appointment or the requirements as determined by OJK are not fulfilled, then the appointments will be null and void without requiring a GMS approval.

Accordingly, the composition of the Company's BOD, shall be as follows:

BOARD OF DIRECTORS

President Director	: LANI DARMAWAN
Director	: LEE KAI KWONG
Director	: JOHN SIMON
Director concurrently as Compliance Director	: FRANSISKA OEI
Director	: PANDJI P. DJAJANEGARA
Director	: TJIOE MEI TJUEN
Director	: JONI RAINI
Director	: HENKY SULISTYO
Director	: RUSLY JOHANNES*
Director	: NOVIADY WAHYUDI**

*) Appointed in the Extraordinary GMS dated 17 December 2021 and effective upon obtaining OJK approval and/or fulfilled the requirements as determined in the OJK approval.

**) Effective since the date specified in the Meeting which appoints him and upon obtaining the OJK approval and/or fulfilled of the requirements as determined in the OJK approval.

2. Approved the delegation of authority with substitution right to the Company's BOD, to restate the resolution regarding the Change to BOD Composition of the Company in the notary deed and to report to the authorities, and with due regard to the foregoing, to perform any acts necessary in accordance with the laws and regulations.

7th Agenda:

Determination on Salary or Honorarium and Other Allowances for the Board of Commissioners and Sharia Supervisory Board of the Company as well as Salary, Allowances and *Tantiem*/Bonus for the Board of Directors of the Company.

Voting Result:

Total Majority Votes: 23,966,682,902 Shares or 99.9998% (Agree)		
Agree	Against	Abstain/No Votes[#]
23,965,734,702 Shares (99.9959%)	47,012 Shares (0.0002%)	948,200 Shares (0.0040%)

Resolutions:

1. Approved and determined the amount of salary or honorarium and other allowances for BOC in the financial year 2022 maximum of IDR19,470,000,000 (gross), and granted the delegation of authority to the Company's President Commissioner to determine the amounts of salary or honorarium and other allowances for each member of the Company's BOC by considering the Nomination and Remuneration Committee ("**NRC**") recommendation;
2. Approved and determined the amount of salary or honorarium and other allowances for SSB in the financial year 2022 maximum of IDR2,287,106,000 (gross), and granted the delegation of authority to the Company's President Commissioner to determine the amounts of salary or honorarium and other allowances for each member of the Company's SSB by considering the NRC recommendation. All members of the BOC (including Independent Commissioners) and SSB do not receive any *tantiem*/bonus;
3. Approved the total *tantiem*/bonus for the financial year 2021 which will be paid in 2022 for the Company's BOD, maximum of IDR63,447,192,000 (gross), including the provision of variable remuneration in the form of share or share-based instrument issued by the Company, and granted the delegation of authority to the Company's BOC for determining the *tantiem*/bonus for each member of the Company's BOD, by considering the NRC recommendation.
The provision of variable remuneration in the form of share or share-based instrument is in accordance with OJK Regulation No. 45/POJK.03/2015 regarding Implementation of Governance in Granting Remuneration for Commercial Banks and the Company's Policy; and
4. Approved the delegation of authority to the Company's BOC for determining the salary, holiday allowances and other allowances for each member of the Company's BOD for the financial year 2022 by considering the NRC recommendation. Total salary, holiday allowance and other allowances for the Company's BOD for the financial year 2022 will be disclosed in the Company's 2022 Annual Report.

8th Agenda:

Approval on the Amendments to the Articles of Association of the Company.

Voting Result:

Total Majority Votes: 23,966,316,602 Shares or 99.9983% (Agree)		
Agree	Against	Abstain/No Votes[#]
23,965,989,202 Shares (99.9969%)	413,312 Shares (0.0017%)	327,400 Shares (0.0014%)

Resolutions:

1. Approved the amendments to the Company's Articles of Association, namely several provisions in Article 3 on Purpose and Objectives as well as Business Activities; Article 4 on Capital; Article 5 on Shares; Article 10 on Transfer of Rights to Shares; Article 11 on GMS; Article 12 on Venue, Summoning, and Chairman of GMS; Article 13 on Quorum, Voting Rights and Resolution of GMS; Article 14 on BOD; Article 15 on Duties and Authority of the BOD; Article 16 on BOD Meeting; Article 17 on BOC; Article 18 on Duties and Authority of the BOC; Article 19 on BOC Meeting; and Article 20 on SSB; to comply with the prevailing laws and regulations as well as to improve the editorial and consistency between articles;
Details of the amendments to the Company's Articles of Association have been completely presented in the Meeting.
2. Approved the delegation of authority to the Company's BOD with substitution right, to restate the resolution regarding the amendments of the Company's AOA in a notary deed, to notify/report to the authorities, and with due regard to the foregoing, to perform any necessary actions in accordance with the laws and regulations.

9th Agenda:**Approval on the Update of Recovery Plan of the Company.****Voting Result:**

Total Majority Votes: 23,966,316,602 Shares or 99.9983% (Agree)		
Agree	Against	Abstain/No Votes[#]
23,965,989,202 Shares (99.9969%)	413,312 Shares (0.0017%)	327,400 Shares (0.0014%)

Resolutions:

1. Approved the update of Recovery Plan which has been prepared and submitted by the Company to OJK on 26 November 2021 and Recovery Plan revision which has been submitted by the Company to OJK on 25 February 2022, among other includes the changes to the trigger level in order to comply with the current regulations;
2. Approved the delegation of authority to the BOC and BOD of the Company to perform each and any actions required in relation to the updated Recovery Plan of the Company with regard to the POJK No. 14/POJK.03/2017 regarding Recovery Plan for Systemic Banks, and other related regulations.

Note - Abstain/No Votes[#]

- #) In accordance with the provisions of article 13, paragraph 13.4 the Company' AOA: "the Shareholder of the shares with valid voting rights who attends the GMS but abstain (not casting a vote) shall be considered of casting the same vote with the majority votes of the shareholders who were casting their votes. Hence, the shareholder who is casting the vote as mentioned above shall comply with and respect the resolutions adopted for the respective GMS agenda".

10th Agenda:**Other : Report of the Sustainable Finance Action Plan (RAKB) of the Company.**

1. Realization of 2022 Sustainable Finance Action Plan (RAKB) and 2022 RAKB have been submitted to OJK Banking Supervision on 26 November 2021;
2. 2022 RAKB is part of 2019-2023 RAKB has been submitted to OJK in 2018 and reported to the Annual GMS (AGM) held in 2019;
3. 2022 RAKB consists of realization of 2021 action plans of the Company and action plans that will be implemented by the Company in 2022, which covers:
 - a. development of sustainable finance products and/or portfolio;
 - b. capacity building programs;
 - c. internal adjustments, and
 - d. sustainable Corporate Social Responsibility programs.

This Announcement of Summary Minutes of the Meeting is among others to comply with the provisions of Article 51 and Article 52 of OJK Regulation No. 15/POJK.04/2020 regarding Plan and Implementation of General Meeting of Shareholders of Publicly-Held Companies.

Jakarta, 8 April 2022

Board of Directors

PT Bank CIMB Niaga Tbk

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