

**COMPARISON MATRIX OF BNI'S 2021 ARTICLES OF ASSOCIATION WITH PROPOSED CHANGES (HIMBARA)**

ARTICLE 3	BNI	PROPOSAL
<p align="center">Aims and Objectives and Business Activities</p>	<p>(2) To achieve the aims and objectives mentioned above, the Company can carry out the following main businesses:</p> <ul style="list-style-type: none"> <li>a. collect funds from the public in the form of savings in the form of demand deposits , time deposits, certificates of deposit, savings and/or other equivalent forms;</li> <li>b. providing credit;</li> <li>c. issue a debt acknowledgment letter;</li> <li>d. buy , sell or guarantee at their own risk or for the benefit and at the behest of their customers:               <ul style="list-style-type: none"> <li>1) Bills of exchange, including drafts accepted by the Company as a Bank, whose validity period is not longer than the custom in trading the securities in question;</li> <li>2) Debt acknowledgment letters and other trade papers whose validity period is not longer than the customary practice in trading the papers in question;</li> <li>3) State treasury papers and Government Guarantee Letters;</li> <li>4) Bank Indonesia Certificate (SBI);</li> <li>5) Bond;</li> <li>6) Term trade letters in accordance with statutory regulations ;</li> <li>7) Other securities instruments with maturities in accordance with statutory regulations;</li> </ul> </li> <li>e. transfer money either for own interests or for customers' interests;</li> <li>f. placing funds in, borrowing funds from, or lending funds to other banks, either by using letters, telecommunication facilities or by money orders, checks or other means;</li> <li>g. receive payments from claims on securities and carry out calculations with or between third parties;</li> <li>h. provide a place to store goods and securities;</li> </ul>	<p>(2) To achieve the aims and objectives mentioned above, the Company can carry out the following businesses:</p> <ul style="list-style-type: none"> <li>a. collect funds from the public in the form of savings in the form of demand deposits , time deposits, certificates of deposit, savings and/or other equivalent forms;</li> <li>b. channeling funds in the form of credit ;</li> <li>c. issue and/or carry out securities transactions for the benefit of the Company and/or customers;</li> <li>d. transfer money either for own interests or for customers' interests;</li> <li>e. placing funds in, borrowing funds from, or lending funds to other banks, either by using letters, telecommunication facilities or by bearer money orders, checks or other means;</li> <li>f. receive payments from claims on securities and carry out calculations with or between third parties;</li> </ul>

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	<ul style="list-style-type: none"> <li>i. carrying out custody activities for the benefit of another party based on a contract;</li> <li>j. placing funds from customers to other customers in the form of securities that are not listed on the Stock Exchange;</li> <li>k. carry out financing and/or carry out other activities including carrying out activities based on sharia principles, in accordance with the provisions stipulated by the competent authority;</li> <li>l. carry out factoring activities, credit card business and trustee activities;</li> <li>m. carry out activities in foreign exchange by fulfilling the provisions stipulated by the competent authority;</li> <li>n. carry out capital investment activities in banks or other companies in the financial sector;</li> <li>o. carry out temporary capital investment activities to overcome the consequences of credit failures, including financing failures based on sharia principles with the condition that they must withdraw their participation, in accordance with the provisions stipulated by the competent authority</li> <li>p. act as founder of the pension fund and administrator of the pension fund in accordance with the provisions of the laws and regulations;</li> <li>q. commercial services activities banking , and investment other banking .</li> <li>r. carry out other activities commonly carried out by the Bank as long as they do not conflict with statutory regulations.</li> </ul>	<ul style="list-style-type: none"> <li>g. provide a place to store goods and securities;</li> <li>h. goods and/or Securities custody activities for the benefit of another party based on a contract;</li> <li>i. placing funds from customers to other customers in the form of securities that are not listed on the Stock Exchange;</li> <li>j. carry out financing and/or carry out other activities including carrying out activities based on sharia principles, in accordance with the provisions stipulated by the competent authority;</li> <li>k. carry out factoring activities, credit card business and trustee activities;</li> <li>l. carry out activities in foreign exchange by fulfilling the provisions set by the authority authorized;</li> <li>m. carry out capital investment activities in financial services institutions and/ or other companies that support the banking industry , by complying with applicable regulations ;</li> <li>n. carry out temporary capital investment activities to overcome the consequences of credit failure, including financing failure based on sharia principles with the condition that the investment must be withdrawn, in accordance with applicable regulations ;</li> <li>o. act as founder of the pension fund and administrator of the pension fund in accordance with the provisions of the laws and regulations;</li> <li>p. payment system service activities ;</li> <li>q. carrying out receivable transfer activities;</li> <li>r. carry out other activities with OJK approval.</li> </ul>

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	<p>(3) In addition to the main business activities as intended in paragraph (2), the Company can carry out supporting/supporting business activities in order to optimize the utilization of its resources to support/support the main business activities as long as they do not conflict with statutory regulations.</p>	<p>(3) The Company may carry out supporting/supporting business activities in order to optimize the utilization of its resources to support/support business activities as long as they do not conflict with statutory regulations.</p>

ARTICLE 4	BNI	PROPOSAL
<p><b>Capital</b></p>	<p>(4) Issuance of shares in savings is carried out by the Board of Directors according to the Company's capital requirements. In order to increase capital, the Company must first obtain approval from the General Meeting of Shareholders (hereinafter referred to as the GMS). The GMS can delegate authority regarding determining the time, method, price and other requirements to the Board of Directors and/or the Board of Commissioners, taking into account regulations in the Capital Market sector .</p>	<p>(4) By still paying attention to statutory provisions including regulations in the fields of capital markets and <b>banking</b>, deposits for shares can be made in the form of money and/or in other forms. Deposits for shares in forms other than money, whether in the form of tangible or intangible objects, must comply with the following conditions:</p> <ol style="list-style-type: none"> <li>a. the object that will be used as a capital contribution must be announced to the public at the time of the announcement of the General Meeting of Shareholders (hereinafter referred to as the "GMS") regarding the deposit;</li> <li>b. objects used as capital deposits must be appraised by an appraiser registered with the OJK and are not guaranteed in any way ;</li> <li>c. obtain approval from the GMS with a quorum as regulated in these Articles of Association ;</li> <li>d. in the event that the object used as a capital contribution is made in the form of shares of a limited liability company conducting a Public Offering or a public company listed on the Stock Exchange, the price must be determined based on fair market value;</li> <li>e. In the event that the payment comes from retained earnings, share premium of the Company's net profit, claim rights and/or elements of its own capital, then the retained earnings, share premium, net profit of the Company, claim rights and/or other elements of its own capital have been included in the Financial Statements. The last annual audit by a Public Accountant registered with the OJK, with an unqualified opinion.</li> </ol>

ARTICLE 4	BNI	PROPOSAL
	<p>(5) The Company can increase capital through the issuance of shares and/or other Equity Securities which can be converted into shares or which give the right to purchase shares, by granting Pre-emptive Rights (hereinafter referred to as "HMETD") which is a right that can be transferred, to each shareholder in accordance with a certain ratio of the percentage of their share ownership</p>	<p>(5) Issuance of shares in savings is carried out by the Board of Directors according to the Company's capital requirements. In order to increase capital, the Company must first obtain approval from the General Meeting of Shareholders (hereinafter referred to as the GMS). The GMS can delegate authority regarding determining the time, method , price and other requirements to the Board of Directors and/or the Board of Commissioners by paying attention to regulations. legislation , especially provisions in the fields of capital markets <b>and banking</b>.</p>
	<p>(6) The obligation to provide HMETD in the issuance of shares and/or other equity securities as intended in paragraph (5) of this article does not apply if the Company increases capital through the issuance of shares and/or other equity securities in order to:</p> <ol style="list-style-type: none"> <li>a. Improvement of financial position;</li> <li>b. In addition to improving financial position;</li> <li>c. Issuance of Bonus Shares that: <ol style="list-style-type: none"> <li>1) Represents Stock Dividends as a result of Retained Earnings which are capitalized into capital, and/or</li> <li>2) Not a Stock Dividend as a result of share premium or other equity elements that are capitalized into capital</li> </ol> </li> </ol>	<p>(6)</p> <ol style="list-style-type: none"> <li>a. If the Company intends to increase capital through the issuance of shares and/or other equity securities, either which can be converted into shares or which give the right to purchase shares, the Company is obliged to grant Pre-emptive Rights (hereinafter referred to as "HMETD") to each holder. shares according to a certain ratio to the percentage of share ownership.</li> <li>b. The obligation to provide HMETD in the issuance of shares and/or other equity securities in letter a of this paragraph does not apply as further regulated in the provisions in the field of Capital Markets and carried out after approval from the GMS as regulated in Article 25 of these Articles of Association .</li> <li>c. HMETD can be transferred and traded within the time period as stipulated in the laws and regulations in the Capital Market sector.</li> <li>d. In the event that there are still remaining shares or other equity securities which are not taken up by the shareholders as intended in letter a of this paragraph, then if there are standby buyers, the shares or other equity securities must be allocated to certain parties who act as standby buyers. with the same price and conditions.</li> <li>e. The issuance of shares in portfolios to holders of securities which can be exchanged for shares or securities containing the right to acquire shares, can be carried out by the Board of Directors based on the</li> </ol>

ARTICLE 4	BNI	PROPOSAL
		<p>Company's previous GMS which has approved the issuance of such securities.</p> <p>f. The increase in paid-in capital becomes effective after the deposit is made, and the shares issued have the same rights as shares of the same classification issued by the Company, without reducing the Company's obligation to provide notification to the Minister of Law.</p>
	<p>(7) The implementation, conditions and procedures for additional capital including the granting of HMETD are as regulated in the applicable statutory provisions including regulations in the Capital Market sector.</p>	<p>(7) Additional authorized capital of the Company can only be made based on a GMS decision.</p>
	<p>(8) Additional capital can be specifically directed to the Republic of Indonesia as the holder of Series A Dwiwarna shares by taking into account the provisions of Article 4 of these Articles of Association.</p>	<p>(8) Amendments to these Articles of Association in the context of changes to authorized capital must be approved by the Minister, with the following provisions:</p> <p>a. Additional authorized capital which results in issued capital and paid-up capital being less than 25% (twenty five percent) of the authorized capital, can be done as long as:</p> <ol style="list-style-type: none"> <li>1. has obtained GMS approval to increase authorized capital;</li> <li>2. has obtained Ministerial approval;</li> <li>3. The increase in issued and paid-up capital to at least 25% (twenty five percent) must be carried out no later than 6 (six) months after the Minister's approval;</li> <li>4. in the case of additional paid-in capital as intended in letter a item 3 above is not fully fulfilled, then the Company must re-amend these Articles of Association, so that the authorized capital and paid-up capital comply with the provisions of the Company Law, within a period of 2 (two) months after the period in letter a item 3 above are not met;</li> <li>5. GMS approval as intended in letter a point 1 above also includes approval to amend these Articles of Association as intended in letter b this verse .</li> </ol>

ARTICLE 4	BNI	PROPOSAL
		<p>b. This amendment to the Articles of Association in order to increase the authorized capital becomes effective after the capital deposit occurs which results in the amount of paid-up capital being at least 25% (twenty five percent) of the authorized capital and having the same rights as other shares issued by the Company with due observance of the provisions in These Articles of Association, without prejudice to the Company's obligation to obtain approval for changes to these Articles of Association from the Minister for the implementation of the increase in paid-in capital.</p>
	<p>(9) The attendance quorum and decisions of the GMS for additional capital, including additional capital for purposes other than improving the financial position, are carried out by taking into account these Articles of Association and the laws and regulations in the Capital Market sector.</p>	<p>(9) Additional capital can be specifically directed to the Republic of Indonesia as the holder of Series A Dwiwarna shares by taking into account the provisions of Article 4.</p>
	<p>(10) Every payment of shares in savings issued by the Company must be paid in full in the form of money and/or in other forms and/or the share payment is in the form of a claim right. The increase in paid-in capital becomes effective after the deposit is made, without reducing the Company's obligation to provide notification to the Minister of Law .</p>	<p>(10)</p> <p>a. Deposits in shares in connection with additional capital in order to improve financial position cannot be made other than in the form of money.</p> <p>b. In the event that the deposit for shares is made in a form other than money, the following provisions must be met:</p> <ol style="list-style-type: none"> <li>1) Directly related to the planned use of funds;</li> <li>2) Using appraisers to determine the fair value of forms other than those used as deposits and the fairness of deposit transactions for shares in forms other than money; And</li> <li>3) It is not guaranteed in any way .</li> </ol>
	<p>(11)</p> <p>a. In connection with additional capital in order to improve financial position, deposits for shares in forms other than money cannot be made.</p> <p>b. In the event that the deposit for shares is made in a form other than money, the following provisions must be met.</p>	<p>(11) Companies can increase capital either by granting HMETD to shareholders or without granting HMETD, and are required to announce information regarding the planned capital increase.</p>

ARTICLE 4	BNI	PROPOSAL
	<p>1) Directly related to the planned use of funds;</p> <p>2) Using appraisers to determine the fair value of forms other than money used as deposits and the fairness of deposit transactions for shares in forms other than money; And</p> <p>3) It is not guaranteed in any way .</p> <p>c. In the event that the payment for shares comes from retained earnings, share premium, net profit of the Company, claim rights to the Company which are compensated as share deposits and/or elements of own capital, then retained earnings, share premium, Company net profit, claim rights and/or other elements of own capital must be included in the latest Financial Report which has been audited by an Accountant registered with the OJK with due observance of Capital Market regulations.</p> <p>d. Deposits for shares made in forms other than money are carried out with due observance of applicable laws and regulations including regulations in the Capital Market sector.</p>	
	<p>(12) In the event that the Company carries out additional capital where the funds are used to carry out transactions with a certain value that has been determined, there must be a Standby Buyer who guarantees to purchase the remaining shares and/or other Equity Securities, which are not exercised by the HMETD holder.</p>	<p>(12) Any additional capital through the issuance of Equity Securities carried out based on statutory regulations, especially regulations in the fields of Capital Markets and Banking .</p>
	<p>(13) Companies that increase capital either by granting HMETD to shareholders or without granting HMETD, are required to announce information regarding the planned capital increase in question.</p>	<p>(13) The GMS as referred to in this Article must be attended by Series A Dwiwarna shareholders and the resolutions of the Meeting must be approved by Series A Dwiwarna shareholders, taking into account the provisions in the Capital Market and Banking Sector.</p>
	<p>(14) The addition to the Company's authorized capital which constitutes an amendment to the Company's Articles of Association is carried out based on a GMS decision and must obtain approval from the Minister of Law, with the following conditions:</p>	

ARTICLE 4	BNI	PROPOSAL
	<p>a. Additional authorized capital which results in issued capital and paid-up capital being less than 25% (twenty five percent) of the authorized capital, can be done as long as:</p> <p>a.1) The addition of issued capital and paid-up capital to at least 25% (twenty five percent) must be carried out no later than 6 (six) months after approval from the Minister of Law.</p> <p>a.2) In the event that the additional issued capital and paid-up capital as referred to in point a.1) above are not fully fulfilled, the Company must re-amend the Company's Articles of Association, so that the authorized capital and issued capital and paid-up capital comply with the provisions of the Limited Liability Company Law (UUPT) , within a period of 2 (two) months after the period in point a.1) above is not fulfilled.</p> <p>b. Amendments to the Articles of Association in order to increase the authorized capital become effective after a capital deposit occurs which results in the amount of paid-up capital being at least 25% (twenty five percent) of the authorized capital and having the same rights as other shares issued by the Company, without reducing the acquisition agreement amendments to the Articles of Association from the Minister of Law regarding the implementation of the increase in paid-in capital</p>	
	<p>(15) The GMS as referred to in this article must be attended by Series A Dwiwarna shareholders and the resolutions of the Meeting must be approved by Series A Dwiwarna shareholders.</p>	

ARTICLE 6	BNI	PROPOSAL
<p><b>Share Certificate</b></p>	<p>(1) Proof of Share Ownership as follows:</p> <p>a. In the event that the Company's Shares are not included in Collective Custody at <b>the Settlement Institution and Depository</b> ,</p>	<p>(1) Proof of Share Ownership as follows:</p> <p>a. In the event that the Company's shares are not included in Collective Custody at <b>the Depository and Settlement Institution</b> , the Company is</p>



ARTICLE 6	BNI	PROPOSAL
	<p>the Company is obliged to provide proof of share ownership in the form of a share certificate or collective share certificate to its shareholders.</p> <p>b. In the event that the Company's Shares are included in the Collective Custody of the Settlement Institution and Depository , the Company is obliged to issue a written certificate or confirmation to the Settlement Institution and Storage as proof of recording in the Company's shareholder register book.</p>	<p>obliged to provide proof of share ownership in the form of a share certificate or collective share certificate to its shareholders.</p> <p>b. In the event that the Company's Shares are included in the Collective Custody of the Depository and Settlement Institution, then the Company is obliged to issue a written certificate or confirmation to the Depository and Settlement Institution as proof of recording in the Company's shareholder register book.</p>
	<p>(8) All share certificates and/or collective share certificates issued by the Company can be guaranteed by following the provisions of laws and regulations in the Capital Market sector and the Company Law.</p>	<p>(8) All share certificates and/or collective share certificates issued by the Company can be guaranteed by following the provisions of laws and regulations in the Capital Market sector , Banking, and UUPT.</p>

ARTICLE 8	BNI	PROPOSAL
<p><b>Custody Collective</b></p>	<p>(1) Shares that are in Collective Custody apply the provisions in this article, namely:</p> <p>a. Shares in Collective Custody at the Depository and Settlement Institution must be recorded in the Company's Shareholders' Register book in the name of the Depository and Settlement Institution.</p>	<p>(1) Shares that are in Collective Custody apply the provisions in this article, namely:</p> <p>a. shares in Collective Custody at the Depository and Settlement Institution must be recorded in the Company's Shareholders' Register book in the name of the Depository and Settlement Institution for the benefit of account holders at the Depository and Settlement Institution .</p>

ARTICLE 9	BNI	PROPOSAL
<p><b>List of Shareholders and Special List</b></p>	<p>(9) In the event of a sale, transfer , collateral in the form of a pledge, fiduciary guarantee, or involving Company shares or cession regarding rights or interests in shares, the interested party reports in writing to the Board of Directors or a party appointed by the Board of Directors to be recorded and registered in Register of Shareholders, in accordance with these Articles of Association, taking into account the laws and regulations in the Capital Market sector as well as the regulations of the Stock Exchange at the place where the Company's shares are listed.</p>	<p>(9) In the event of a sale, transfer , collateral in the form of a pledge, fiduciary guarantee, or involving Company shares or a cession regarding rights or interests in shares, the interested party shall report this in writing to the Board of Directors or a party appointed by the Board of Directors for recording. and registered in the Register of Shareholders, in accordance with these Articles of Association with pay attention to provisions in the Capital Market sector and Stock Exchange regulations where the Company's shares are listed , as well as banking regulations.</p>

ARTICLE 10	BNI	PROPOSAL
<p><b>Transfer of Rights to Shares</b></p>	<p>(2)</p> <p>b. Transfer of Rights to shares included in Collective Custody is carried out by transfer from one Securities account to another Securities account at a Depository and Settlement Institution, Custodian Bank and Securities Company. Documents for the transfer of rights to shares must be in the form as determined and/or acceptable to the Board of Directors provided that the documents for the transfer of rights to shares listed on the Stock Exchange must comply with the regulations of the Stock Exchange at the place where the shares are listed, without prejudice to statutory regulations. -invitations and provisions that apply in the place where the Company's shares are listed.</p>	<p>(2)</p> <p>b. Transfer of Rights to shares included in Collective Custody is carried out by transfer from one Securities account to another Securities account at a Depository and Settlement Institution, Custodian Bank and Securities Company. Documents for the transfer of rights to shares must be in the form as determined and/or acceptable to the Board of Directors, provided that the documents for the transfer of rights to shares listed on the Stock Exchange must comply with the regulations of the Stock Exchange at the place where the shares are listed, without prejudice to market provisions. The capital in force at the place where the Company's shares are registered <b>as well as banking provisions.</b></p>

ARTICLE 11	BNI	PROPOSAL
<p><b>Director s</b></p>	<p>(2) The requirements for members of the Board of Directors must comply with the following provisions:</p> <p>a. UUPT;</p> <p>b. laws and regulations in the Capital Market sector; And other applicable laws and regulations related to the Company's business activities</p>	<p>(2) The requirements for members of the Board of Directors must comply with the following provisions:</p> <p>a. UUPT;</p> <p>b. laws and regulations in the Capital Market sector ;</p> <p>c. <b>regulation legislation in the banking sector;</b> And</p> <p>d. other laws and regulations that apply to and those related to the Company .</p>
	<p>(3) Individuals who can be appointed as members of the Board of Directors are individuals who fulfill the following requirements at the time of appointment and during their tenure:</p> <p>a. have good morals, morals and integrity;</p> <p>b. competent to carry out legal actions;</p> <p>c. within 5 (five) years before appointment and during office:</p>	<p>(3) Individuals who can be appointed as members of the Board of Directors are individuals who fulfill the following requirements at the time of appointment and during their tenure:</p> <p>a. have good morals, morals and integrity;</p> <p>b. competent to carry out legal actions;</p> <p>c. <b>Domiciled in Indonesia;</b></p>

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	<ol style="list-style-type: none"> <li>1) never declared bankruptcy;</li> <li>2) never been a member of the Board of Directors and/or a member of the Board of Commissioners who was found guilty of causing a company to be declared bankrupt</li> <li>3) never been convicted of committing a criminal act that is detrimental to state finances and/or related to the financial sector;</li> <li>4) has never been a member of the Board of Directors and/or a member of the Board of Commissioners who during his tenure:               <ol style="list-style-type: none"> <li>a) never held an annual GMS;</li> <li>b) his accountability as a member of the Board of Directors and/or member of the Board of Commissioners has never been accepted by the GMS or has never provided his accountability as a member of the Board of Directors and/or member of the Board of Commissioners to the GMS; And</li> <li>c) has caused a company that obtained a permit, approval or registration from the OJK to not fulfill its obligation to submit an annual report and/or financial report to the OJK.</li> </ol> </li> <li>d. have a commitment to comply with statutory regulations;</li> <li>e. have knowledge and/or expertise in the field required by the Company; And</li> <li>f. fulfill other requirements as specified in paragraph (2) of this article.</li> </ol>	<ol style="list-style-type: none"> <li>d. within 5 (five) years before appointment and during office:               <ol style="list-style-type: none"> <li>1. never declared bankruptcy;</li> <li>2. never been a member of the Board of Directors and/or a member of the Board of Commissioners who was found guilty of causing a company to be declared bankrupt ;</li> <li>3. never been convicted of committing a criminal act that is detrimental to state finances and/or related to the financial sector;</li> <li>4. has never been a member of the Board of Directors and/or a member of the Board of Commissioners who during his tenure:                   <ol style="list-style-type: none"> <li>a) never held an annual GMS;</li> <li>b) responsibilities as a member of the Board of Directors and/or a member of the Board of Commissioners has never been accepted by the GMS or has failed to provide accountability as a member of the Board of Directors and/or a member of the Board of Commissioners to the GMS; And</li> <li>c) has caused a company that obtained a permit, approval or registration from the OJK to not fulfill its obligation to submit an annual report and/or financial report to the OJK.</li> </ol> </li> </ol> </li> <li>e. have a commitment to comply with statutory regulations ;</li> <li>f. have knowledge and / or expertise in the field required by the Company; And</li> <li>g. fulfill other requirements as specified in paragraph (2) of this article .</li> </ol>
	<p>(10) Members of the Board of Directors are appointed and dismissed by the GMS, where the GMS is attended by Series A Dwiwarna shareholders and the meeting decisions must be approved by the Series A Dwiwarna shareholders taking into account the provisions in these Articles of Association. This provision also applies to GMS held in order to revoke or confirm the decision to temporarily dismiss a member of the Board of Directors.</p>	<p>(10) Members of the Board of Directors are appointed and dismissed by the GMS, where the GMS is attended by Series A Dwiwarna shareholders and the meeting decisions must be approved by the Series A Dwiwarna shareholders taking into account the provisions in these Articles of Association. This provision also applies to GMS held in order to revoke or confirm the decision to temporarily dismiss a member of the Board of Directors <b>by the Board of Commissioners . The members of the Board of</b></p>

ARTICLE 11	BNI	PROPOSAL
		<p>Directors are appointed by the GMS from candidates proposed by Series A Dwiwarna shareholders.</p>
	<p>(12)</p> <p>a. Members of the Board of Directors are appointed for a period of time commencing from the closing of the GMS or the date determined by the GMS that appointed them and ending at the close of the 5th (fifth) Annual GMS after the date of appointment, provided that the term must not exceed 5 (five) years, <b>provided paying attention to statutory regulations in the Capital Market sector</b> , but without reducing the rights of the GMS to dismiss members of the Board of Directors at any time before their term of office ends.</p> <p>b. Such termination takes effect from the closing of the GMS, unless otherwise determined by the GMS.</p> <p>c. After their term of office ends, members of the Board of Directors can be reappointed by the GMS for one term of office.</p>	<p>(12)</p> <p>a. Members of the Board of Directors are appointed for a period starting from the closing of the GMS or the date determined by the GMS that appointed them and ending at the close of the 5th (fifth) Annual GMS after the date of appointment, provided that the term must not exceed 5 (five) years, however without prejudice to the rights of the GMS to dismiss members of the Board of Directors at any time before their term of office ends <b>taking into account provisions in the capital markets and banking sectors</b> .</p> <p>b. Such termination takes effect from the closing of the GMS, unless otherwise determined by the GMS.</p> <p>c. After their term of office ends, members of the Board of Directors can be reappointed by the GMS for one term of office .</p>
	<p>(14)The reasons for dismissing a member of the Board of Directors as referred to in paragraph (13) of this article are if based on the facts, the member of the Board of Directors concerned includes, among others:</p> <p>a. <b>No /less</b> can fulfill its obligations as agreed in the management contract;</p> <p>b. unable to carry out their duties properly;</p> <p>c. violate the provisions <b>Articles of Association</b> and/or statutory regulations;</p> <p>d. involved in actions that are detrimental to the Company and/or the state ;</p> <p>e. carry out actions that violate the ethics and/or propriety that should be respected as Directors ;</p> <p>f. declared guilty by a Court decision that has permanent legal force;</p> <p>g. <b>resign self ;</b></p>	<p>(14) The reasons for dismissing a member of the Board of Directors as referred to in paragraph (13) of this article are if based on the facts, the member of the Board of Directors concerned includes, among others:</p> <p>a. <b>No</b> can fulfill its obligations as agreed in the management contract;</p> <p>b. Unable to carry out his duties properly;</p> <p>c. Violates the provisions of these Articles of Association and/or statutory regulations ;</p> <p>d. Involved in actions that are detrimental to the Company and/or the state;</p> <p>e. Carrying out actions that violate the ethics and/or propriety that should be respected as Directors;</p> <p>f. Declared guilty by a Court decision which has permanent legal force;</p> <p>g. Other reasons deemed appropriate by the GMS are in the interests of and Company objectives .</p>

ARTICLE 11	BNI	PROPOSAL
	h. other reasons deemed appropriate by the GMS for the interests and objectives of the Company.	
	(19) Members of the Board of Directors may be given a salary along with other facilities and/or allowances including bonuses and post- service compensation, the amount of which is determined by the GMS and this authority can be delegated to the Board of Commissioners.	(19) Members of the Board of Directors may be given salaries along with facilities and/or Other benefits include bonuses , post- service insurance , and other incentives determined by the GMS and this authority can be delegated to the Board of Commissioners
	(29) For concurrent positions on the Board of Directors which are not included in the provisions of paragraph (28) of this article, approval from the Board of Commissioners Meeting is required.	(29) For concurrent positions on the Board of Directors which are not included in the provisions of paragraph (28) of this article, approval from the Board of Commissioners Meeting is required. unless otherwise regulated by regulations current regulation.

ARTICLE 12	BNI	PROPOSAL
	<p>(2) In carrying out the duties as intended in paragraph (1), then:</p> <p>a. The Board of Directors has rights and authorities, including:</p> <ol style="list-style-type: none"> <li>1) Determine policies deemed appropriate in the management of the Company;</li> <li>2) Regulate the transfer of the powers of the Board of Directors to represent the Company inside and outside the court to one or several people specifically appointed for this purpose including Company employees either individually or jointly and/or other bodies;</li> <li>3) Regulate provisions regarding Company employees including determining wages, pensions or old age security and other income for Company employees based on applicable laws and regulations;</li> <li>4) Appoint and dismiss Company workers based on the Company's employment regulations and applicable laws and regulations;</li> </ol>	<p>(2) In carrying out the duties as intended in paragraph (1) of this Article, then :</p> <p>a. The Board of Directors has rights and authorities, including :</p> <ol style="list-style-type: none"> <li>1) Establish policies that are deemed appropriate Company management;</li> <li>2) Regulate the transfer of the powers of the Board of Directors to represent the Company inside and outside the court to one or several people specifically appointed for this purpose including the Company's employees, both individually and jointly and/or other entities;</li> <li>3) Regulate provisions regarding Company workers including determining wages, pensions or old age security and other income for Company workers based on applicable laws and regulations;</li> <li>4) Appoint and dismiss Company employees based on labor regulations applicable to the Company and statutory regulations ;</li> </ol>

ARTICLE 12	BNI	PROPOSAL
	<p>5) Appoint and dismiss the Corporate Secretary and/or Head of the <b>Internal Audit Unit</b> with the approval of the Board of Commissioners,</p> <p>6) Write off bad debts <b>with the provisions as regulated in these Articles of Association and which are then</b> reported to the Board of Commissioners, then reported and accounted for in the Annual Report;</p> <p>7) No more collecting interest receivables, fines, <b>fees</b> and other receivables beyond the principal amount made in the context of restructuring and/or settlement of receivables as well as deeds other matters in the context of settling the Company's receivables, with the obligation to report to the Board of Commissioners, the reporting provisions and procedures are determined by the Board of Commissioners.</p> <p>8) Carrying out all actions and other actions regarding the management and ownership of the Company's assets, binding the Company with other parties and/or other parties with the Company, and representing the Company inside and outside the court regarding all matters and all events, with restrictions as regulated in the regulations legislation, <b>Articles of Association</b> and/or GMS Decisions.</p> <p>b. The Board of Directors is obliged to:</p> <ol style="list-style-type: none"> <li>1) Strive for and ensure the implementation of the Company's business and activities in accordance with its aims and objectives and business activities;</li> <li>2) Prepare in a timely manner the Company's Long Term Plan, <b>the Company's Annual Work Plan and Budget</b> and other work plans and amendments to be submitted to the Board of Commissioners and obtain approval from the Board of Commissioners;</li> </ol>	<p>5) Appoint and dismiss the Company Secretary and /or <b>Head of the Internal Audit Work Unit n</b> with approval from the Board of Commissioners;</p> <p>6) Write off bad debts and reported to the Board of Commissioners as well as then reported and accounted for in the Report Annual;</p> <p>7) No more collecting interest receivables, fines, fees and other receivables beyond the principal amount carried out in the context of restructuring and/or receivable settlement as well as other actions in the context of resolving the Company's receivables, with the obligation to report to the Board of Commissioners whose reporting provisions and procedures are determined by Board of Commissioners.</p> <p><b>8) Releasing the right to collect or not collect any more bad principal receivables that have been written off in the context of credit settlement, either in part or in whole, which is carried out based on policies determined by the Board of Directors with approval from the Board of Commissioners and within the amount of the written-off ceiling (limit) A GMS has been determined which will remain in effect until a new ceiling (limit) is determined by the GMS.</b></p> <p>9) <b>Forming Committees according to needs.</b></p> <p>10) Carrying out all actions and other actions regarding the management and ownership of the Company's assets, binding the Company with other parties and/or other parties with the Company, and representing the Company inside and outside the court regarding all matters and all events, with restrictions as regulated in the regulations legislation, these Articles of Association and/or GMS Decisions.</p> <p>b. The Board of Directors is obliged to:</p>

ARTICLE 12	BNI	PROPOSAL
	<ol style="list-style-type: none"> <li>3) Create a Shareholder List, Special List, GMS Minutes and Directors' Meeting Minutes;</li> <li>4) Prepare an Annual Report which, among other things, contains Financial Reports, as a form of accountability for the management of the Company, as well as the Company's financial documents as intended in the Law on Company Documents;</li> <li>5) Prepare the Financial Report in number 4) above based on Financial Accounting Standards and submit it to the Public Accountant for audit;</li> <li>6) Submit the Annual Report after being reviewed by the Board of Commissioners no later than 5 (five) months after the Company's financial year ends to the GMS for approval and ratification;</li> <li>7) Provide explanations to the GMS regarding the Annual Report;</li> <li>8) Submit the Balance Sheet and Profit and Loss Report which have been approved by the GMS to the Minister in the Legal Sector in accordance with the provisions of statutory regulations;</li> <li>9) Prepare other reports required by statutory provisions;</li> <li>10) Maintain the Shareholders Register, Special Register, Minutes of GMS, Minutes of Board of Commissioners Meetings and Minutes of Board of Directors Meetings, Annual Reports and Company financial documents as referred to in <b>numbers 4) and 5) above</b> , and other Company documents;</li> <li>11) Store at the Company's place of residence : Register of Shareholders, Special Register, Minutes of GMS, Minutes of Meetings of the Board of Commissioners and Minutes of Meetings of the Directors, Annual Report and financial</li> </ol>	<ol style="list-style-type: none"> <li>1) Strive for and ensure the implementation of the Company's business and activities in accordance with its aims and objectives and business activities;</li> <li>2) Prepare on time the Company's Long Term Plan, <b>Work Plan and Company Budget</b> and other work plans and changes thereto to be submitted to the Board of Commissioners and obtain approval from the Board of Commissioners;</li> <li>3) Create a Shareholder List, Special List, GMS Minutes and Directors' Meeting Minutes;</li> <li>4) Prepare an Annual Report which, among other things, contains Financial Reports, as a form of accountability for the management of the Company, as well as the Company's financial documents as intended in the Law on Company Documents;</li> <li>5) Prepare the Financial Report in number 4 ) above based on Financial Accounting Standards and submit it to the Public Accountant for audit;</li> <li>6) Submit the Annual Report after being reviewed by the Board of Commissioners no later than 5 (five) months after the Company's financial year ends to the GMS for approval and ratification;</li> <li>7) Provide explanations to the GMS regarding the Annual Report;</li> <li>8) Submit the Balance Sheet and Profit and Loss Report which have been approved by the GMS to the Minister in accordance with the provisions of statutory regulations;</li> <li>9) Prepare other reports required by statutory provisions;</li> <li>10) Maintaining the Shareholders Register, Special Register, Minutes of GMS, Minutes of Board of Commissioners Meetings and Minutes of Directors Meetings, Annual Report and financial documents of the Company as referred to in these Articles of Association , as well as other Company documents;</li> </ol>

ARTICLE 12	BNI	PROPOSAL
	<p>documents of the Company as well as other Company documents;</p> <p>12) Organize and maintain the Company's bookkeeping and administration in accordance with the norms applicable to a company;</p> <p>13) Develop an accounting system in accordance with Financial Accounting Standards and based on the principles of internal control, especially the functions of management, recording, storage and supervision;</p> <p>14) Provide periodic reports according to the method and time in accordance with applicable regulations, as well as other reports whenever requested by the Board of Commissioners and/or Series A Dwiwarna shareholders, taking into account statutory regulations, especially regulations in the Capital Market sector;</p> <p>15) Prepare the Company's organizational structure complete with details and duties;</p> <p>16) Provide explanations regarding all matters asked or requested by members of the Board of Commissioners and Series A Dwiwarna shareholders, taking into account statutory regulations, especially regulations in the Capital Market sector;</p> <p>17) Carry out other obligations in accordance with the provisions stipulated in the statutory regulations, these Articles of Association and/or as determined by the GMS.</p>	<p>11) Store and manage both physically and/or electronically at the Company's domicile: Shareholder Register, Special Register, Minutes of GMS, Minutes of Board of Commissioners Meetings and Directors' Meeting Minutes, Annual Report and Company financial documents and other Company documents;</p> <p>12) Organize and maintain the Company's bookkeeping and administration in accordance with the norms applicable to a company;</p> <p>13) Develop an accounting system in accordance with Financial Accounting Standards and based on the principles of internal control, especially the functions of management, recording, storage and supervision;</p> <p>14) Provide periodic reports according to the method and time in accordance with applicable regulations, as well as other reports whenever requested by the Board of Commissioners and/or Series A Dwiwarna Shareholders, taking into account statutory regulations, especially provisions in the Capital Market sector and Banking;</p> <p>15) Prepare the Company's organizational structure complete with details and duties;</p> <p>16) Provide explanations regarding all matters asked or requested by members of the Board of Commissioners and Series A Dwiwarna shareholders, taking into account regulations legislation, especially regulations in the Capital Market sector;</p> <p>17) Compile Directors' Charter , Risk Management Charter , and Internal Audit Charter and others with due regard to regulations legislation , especially provisions in the fields of Banking and Capital Markets;</p>



ARTICLE 12	BNI	PROPOSAL
		18) Carry out other obligations in accordance with provisions regulated in statutory regulations, these Articles of Association and/or determined by the GMS.
	<p>(7) The following actions of the Board of Directors must obtain written approval from the Board of Commissioners:</p> <ul style="list-style-type: none"> <li>a. Releasing/ transferring and/or pledging Company assets with criteria and value exceeding a certain amount determined by the Board of Commissioners, taking into account provisions in the capital market and banking sector ;</li> <li>b. Organizing cooperation with business entities or other parties, in the form of joint operations (KSO), business cooperation (KSU), licensing cooperation , <i>Build , Operate and Transfer / BOT</i>), <i>Build , Transfer and Operate / BTO</i>), <i>Build to Own ( Build , Operate and Own /BOO)</i> and other agreements of the same nature whose term or value exceeds that determined by the Board of Commissioners;</li> <li>c. Determine and change the Company's logo;</li> <li>d. Establish an organizational structure 1 (one) level below the Board of Directors;</li> <li>e. Carrying out capital participation, releasing capital participation including changes to the capital structure with a certain value determined by the Board of Commissioners in other companies, subsidiaries and joint venture companies that are not in the context of saving receivables by taking into account provisions in the Capital Market sector.</li> </ul>	<p>(7) The following actions of the Board of Directors must receive written approval from the Board of Commissioners:</p> <ul style="list-style-type: none"> <li>a. Release/ transfer and/or collateralize the Company's assets with criteria and value exceeding a certain amount determined by the Board of Commissioners, except for the Company's assets in the context of carrying out the Company's business activities in accordance with applicable laws and regulations, which include assets in the form of credit, securities, collateral which repossessed, movable goods and other assets acquired in the context of the Company's business activities;</li> <li>b. Writing off fixed assets due to certain conditions in accordance with statutory regulations .</li> <li>c. Organizing cooperation with business entities or other parties, in the form of joint operations (KSO), business cooperation (KSU), licensing cooperation , <i>Build to Handover ( Build , Operate and Transfer / BOT)</i>, <i>Build , Transfer and Operate / BTO</i>), <i>Build to Own ( Build , Operate and Own /B OO )</i> and other agreements of the same nature , the term or value of which exceeds that determined by the Board of Commissioners;</li> <li>d. Determine and change the Company's logo;</li> <li>e. Establish an organizational structure 1 (one) level below the Board of Directors;</li> <li>f. Carrying out capital participation, releasing capital participation including changes to the capital structure with a certain value determined by the Board of Commissioners in other companies, subsidiaries and joint venture companies that are not in the context of rescuing receivables by taking into account provisions in the Capital Market sector and Banking .</li> </ul>

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	<p>f. Establish a subsidiary and/or joint venture company with a certain value determined by the Board of Commissioners by taking into account provisions in the Capital Market sector;</p> <p>g. Propose Company representatives to become candidates for members of the Board of Directors and Board of Commissioners in subsidiaries that make significant contributions to the Company and/or have strategic value as determined by the Board of Commissioners.</p> <p>h. Carry out mergers, consolidations, takeovers, separations and dissolution of subsidiaries and joint ventures with certain values determined by the Board of Commissioners taking into account provisions in the Capital Market sector;</p> <p>i. Carry out actions which are included in material transactions as determined by statutory regulations in the capital markets sector with a certain value determined by the Board of Commissioners, unless such actions are included in material transactions which are excluded by the applicable Legislative Regulations in the Capital Markets sector;</p> <p>j. Actions that have not been specified in the RKAP.</p> <p>k. Actions to transfer include selling, relinquishing the right to collect and/or not collecting any more for:</p> <ol style="list-style-type: none"> <li>1) Bad principal receivables that have been written off in the context of credit settlement, either in part or in whole;</li> <li>2) The difference between the value of bad debts that have been written off and the value of the transfer including sales or the value of the disposal of rights;</li> </ol> <p>carried out based on the policy of the Board of Directors which has been approved by the Board of Commissioners and within the amount of the ceiling (limit) for write-offs that has been determined</p>	<p>g. Establish a subsidiary and/or joint venture company with a certain value determined by the Board of Commissioners by taking into account provisions in the Capital Market sector and Banking;</p> <p>h. Propose Company representatives to become candidates for members of the Board of Directors and Board of Commissioners in subsidiaries that make significant contributions to the Company and/or have strategic value as determined by the Board of Commissioners.</p> <p>i. Carrying out mergers, consolidations, takeovers, separations and dissolution of subsidiaries and joint venture companies with a certain value determined by the Board of Commissioners taking into account provisions in the Capital Market sector and Banking;</p> <p>j. Carrying out actions included in material transactions as stipulated by statutory regulations in the capital markets sector with a certain value determined by the Board of Commissioners, unless the action is included in a material transaction which is excluded by the applicable laws and regulations in the Capital Market sector;</p> <p>k. Actions that have not been determined in the Company's Work Plan and Budget ( RKAP )</p>

ARTICLE 12	BNI	PROPOSAL
	by the GMS which will remain in effect until a new ceiling (limit) is determined by the GMS.	
	<p>(8)</p> <p>a. Approval of the Board of Commissioners regarding paragraph (7) letters a, b, e, f, g, and h of this Article with certain limitations and/or criteria, is determined after obtaining approval from the Series A Dwiwarna Shareholders.</p> <p>b. Determination of limits and/or criteria by the Board of Commissioners for the matters referred to in paragraph (7) letters a, b, e, f, g, and h of this Article is carried out after obtaining approval from the Series A Dwiwarna Shareholders.</p> <p>c. The actions of the Board of Directors as referred to in paragraph (7) letter b, as long as they are necessary in order to carry out the main business activities which are commonly carried out in the relevant business field with due observance of the provisions of laws and regulations, do not require approval from the Board of Commissioners and/or the GMS.</p>	<p>(8)</p> <p>a. Approval of the Board of Commissioners regarding paragraph (7) letters a, c, f, g, h and i of this Article with certain limitations and/or criteria, is determined after obtaining approval from the Series A Dwiwarna Shareholders.</p> <p>b. Determination of limits and/or criteria by the Board of Commissioners for matters as referred to in paragraph (7) letters a, c, f, g, h and i of this Article is carried out after obtaining approval from the Series A Dwiwarna Shareholders.</p> <p>c. Directors' actions as referred to in paragraph (7) letters a and c This article is as long as necessary for implementation business activities which is commonly carried out in the banking business sector taking into account the provisions of laws and regulations, does not require approval from the Board of Commissioners and/or the GMS.</p>
	<p>(9) Within a maximum period of 30 (thirty) days from receipt of the application or complete explanation and documents from the Board of Directors, the Board of Commissioners must provide a decision as referred to in paragraph (7) of this Article.</p>	<p>(9) Within a maximum period of 30 (thirty) days from receipt of the application or complete explanation and documents from the Board of Directors, the Board of Commissioners must provide a decision as intended in paragraph (7) and paragraph (8) letter a of this Article.</p>
	<p>(11)</p> <p>a. The actions below can only be carried out by the Board of Directors after receiving a written response from the Board of Commissioners and obtaining approval from the GMS to:</p> <p>1) Carry out actions that are included in material transactions as determined by statutory regulations in the capital market sector with a value above 50% (fifty percent) of the Company's equity,</p>	<p>(11)</p> <p>a. The actions below can only be carried out by the Board of Directors after receiving a written response from the Board of Commissioners and obtaining approval from the GMS to:</p> <p>1) Carrying out actions included in material transactions as stipulated by statutory regulations in the capital markets sector with a value above 50% (fifty percent) of the Company's equity, unless the action is included in a material transaction which is excluded by the applicable laws and regulations in the Capital Market sector.</p>

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	<p>unless such actions are included in material transactions that are excluded by the applicable Legislative Regulations in the field of Capital Markets.</p> <p>2) Carrying out transactions that contain a conflict of interest as determined in the laws and regulations applicable to the capital market.</p> <p>3) Carrying out other transactions to comply with applicable laws and regulations in the capital market .</p> <p>b. If within 30 (thirty) days of receiving the request or complete explanation and documents from the Board of Directors, the Board of Commissioners does not provide a written response, then the GMS can make a decision without any written response from the Board of Commissioners.</p>	<p>2) Carrying out transactions that contain a conflict of interest as specified in the applicable laws and regulations in the capital market.</p> <p>3) Carrying out other transactions to comply with laws and regulations in the capital markets sector .</p> <p>b. Within a maximum period of 30 (thirty) days from receipt of the request or complete explanation and documents from the Board of Directors, the Board of Commissioners must provide a written response as intended in letter a of this paragraph;</p> <p>c. If within 30 (thirty) days of receiving the request or complete explanation and documents from the Board of Directors, the Board of Commissioners does not provide a written response, then the GMS can make a decision without any written response from the Board of Commissioners .</p>

ARTICLE 13	BNI	PROPOSAL
<p><b>Board of Directors Meeting</b></p>	<p>(5)</p> <p>a. Invitations to Board of Directors Meetings must be made in writing and delivered or delivered directly to each member of the Board of Directors with adequate receipt, or by registered post or by courier service <b>or by telex, facsimile or electronic mail (e- mail )</b> no later than 5 (five) days before the meeting is held, without taking into account the date of the Invitation and the date of the meeting. or in a shorter time if it is urgent.</p> <p>b. Summons <b>as mentioned above</b> are not required for meetings that have been scheduled based on the decision of a previously held</p>	<p>(5)</p> <p>a. Invitations to Board of Directors Meetings must be made in writing and delivered or delivered directly to each member of the Board of Directors with adequate receipt, or by registered post or by courier service , <b>electronic means or by other fastest means</b> no later than 5 (five) days before the meeting is held, without taking into account the date of the summons and the date of the meeting or within a shorter time if in urgent circumstances.</p>

ARTICLE 13	BNI	PROPOSAL
	<p>Board of Directors Meeting or if all members of the Board of Directors are present at the meeting.</p>	<p>b. Call as in letter a of this paragraph not required for meetings that have been scheduled based on the decision of a previously held Board of Directors Meeting or if all members of the Board of Directors are present at the meeting .</p>
	<p>(19)</p> <p>a. The results of the Meeting as referred to in paragraph (1) must be stated in the Minutes of Meeting. The minutes of the meeting must be drawn up by someone present at the meeting appointed by the Chairman of the Meeting and then signed by all members of the Board of Directors present and submitted to all members of the Board of Directors.</p> <p>b. The results of the Meeting as referred to in paragraph (2) must be stated in the Minutes of Meeting. The minutes of the meeting must be drawn up by someone present at the meeting appointed by the Chairman of the Meeting and then signed by all members of the Board of Directors and members of the Board of Commissioners present and submitted to all members of the Board of Directors and members of the Board of Commissioners.</p>	<p>(19)</p> <p>a. The results of the meeting as referred to in paragraph (1) of this article must be stated in the minutes of the meeting. The minutes of the meeting must be prepared by someone present at the meeting appointed by the Chair of the Meeting and then signed by all members of the Board of Directors present and delivered to all members of the Board of Directors.</p> <p>b. The results of the meeting as referred to in paragraph (2) of this article must be stated in the minutes of the meeting. The minutes of the meeting must be prepared by someone present at the meeting appointed by the Chair of the Meeting and then signed by all members of the Board of Directors and members of the Board of Commissioners present and delivered to all members of the Board of Directors and members of the Board of Commissioners.</p>

ARTICLE 14	BNI	PROPOSAL
<p>board of Commissi oners</p>	<p>(1)</p> <p>a. Supervision of the Company is carried out by the Board of Commissioners, whose number is limited adjusted to needs, consisting of at least 3 (three) people, one of whom is appointed as Main Commissioner, and if necessary, one of them can be appointed as Deputy Main Commissioner .</p>	<p>(1)</p> <p>a. Supervision of the Company is carried out by a Board of Commissioners whose number is adjusted to the needs consisting of at least 3 (three) people and at most equal to the number of members of the Board of Directors, one of whom is appointed as President Commissioner, and if necessary, one of them can be appointed as Deputy President Commissioner.</p>

ARTICLE 14	BNI	PROPOSAL
	<p>(3) Requirements for members of the Board of Commissioners must follow the provisions:</p> <ul style="list-style-type: none"> <li>a. Law on Limited Liability Companies;</li> <li>b. laws and regulations in the Capital Market sector; And</li> <li>c. Other applicable laws and regulations related to the Company's business activities.</li> </ul>	<p>(3) Requirements for members of the Board of Commissioners must follow the provisions:</p> <ul style="list-style-type: none"> <li>a. Law on Limited Liability Companies;</li> <li>b. laws and regulations in the Capital Market sector</li> <li>c. <b>Legislation in the banking sector</b>; And</li> <li>d. Other laws and regulations that apply to and those related to the Company.</li> </ul>
	<p>(8) Within a period of no later than 2 (two) working days from the time it is discovered that the appointment of a member of the Board of Commissioners does not meet the requirements, <b>other members of the Board of Commissioners</b> must announce the cancellation of the appointment of the member of the Board of Commissioners concerned in the announcement media, <b>and no later than 7 (seven) days from when this becomes known. The appointment of members of the Board of Commissioners does not meet the requirements for notifying the Minister for Legal Affairs to be recorded in accordance with the Legislative Regulations.</b></p>	<p>(8) Within a period of no later than 2 (two) working days from the time it is discovered that the appointment of members of the Board of Commissioners does not meet the requirements, <b>members of the Board of Directors</b> must announce the cancellation of the appointment of the member of the Board of Commissioners concerned in the announcement media <b>by paying attention to the regulations legislation in the fields of Capital Markets and Banking, and no later than 7 (seven) days to the Minister to be recorded in accordance with the Legislative Regulations.</b></p>
	<p>(12)The members of the Board of Commissioners are appointed and dismissed by the GMS, where the GMS is attended by Series A Dwiwarna shareholders and the resolutions of the Meeting must be approved by the Series A Dwiwarna shareholders, taking into account the provisions in these Articles of Association. <b>This provision also applies to GMS held in order to revoke or confirm the decision to temporarily dismiss a member of the Board of Directors.</b></p>	<p>(12)The members of the Board of Commissioners are appointed and dismissed by the GMS, where the GMS is attended by Series A Dwiwarna shareholders and the resolutions of the Meeting must be approved by the Series A Dwiwarna shareholders, taking into account the provisions in these Articles of Association. <b>The members of the Board of Commissioners are appointed by the GMS from candidates proposed by Series A Dwiwarna shareholders</b></p>
	<p>(14)</p> <ul style="list-style-type: none"> <li>a. Members of the Board of Commissioners are appointed for a period starting from the date determined by the GMS that appointed them and ending at the close of the 5th (fifth) Annual GMS after the date of appointment, provided that the period</li> </ul>	<p>(14)</p> <ul style="list-style-type: none"> <li>a. Members of the Board of Commissioners are appointed for a period starting from the date determined by the GMS that appointed them and ending at the close of the 5th (fifth) Annual GMS after the date of appointment, provided that the term cannot exceed a period of 5 (five)</li> </ul>

ARTICLE 14	BNI	PROPOSAL
	cannot exceed 5 (five) years, <b>taking into account the regulations legislation in the Capital Market sector, but without reducing the rights of the GMS to dismiss members of the Board of Commissioners at any time before their term of office ends .</b>	years, <b>but without prejudice to the rights of the GMS to dismiss members of the Board of Commissioners at any time before their term of office ends by taking into account the provisions in the fields of Capital Markets and Banking.</b>
	(30)Members of the Board of Commissioners are given honorarium and allowances/ facilities including bonuses and post- service <b>compensation</b> , the type and amount of which are determined by the GMS taking into account the provisions of the applicable laws and regulations.	(30)Members of the Board of Commissioners are given an honorarium and allowances/facilities including bonuses and <b>insurance</b> retired positions, the type and number of which are determined by the GMS by taking into account the provisions of the applicable laws and regulations.

ARTICLE 15	BNI	PROPOSAL
<b>Duties, Authoritie s and Obligatio ns of the Board of Commissio ners</b>	(2) In carrying out the duties as intended in paragraph (1), then:  a. The Board of Commissioners has the authority to: 1) examine <b>books, letters and other documents</b> , examine cash for verification purposes and other securities and examine the Company's assets ; 2) enter the grounds, buildings and offices used by the Company; 3) request an explanation from the Directors and/or other officials regarding all issues relating to the management of the Company; 4) know all policies and actions that have been and will be implemented by the Board of Directors; 5) request the Directors and/or other officials under the Directors with the knowledge of the Directors to attend meetings of the Board of Commissioners; 6) appoint and dismiss a Secretary to the Board of Commissioners; 7) temporarily suspend members of the Board of Directors in accordance with the provisions of these Articles of Association ;	(2) In carrying out the duties as intended in paragraph (1) of this Article , then: a. The Board of Commissioners has the authority to: 1) examine books, letters and other documents, examine cash for verification purposes and other securities and examine the Company's assets; 2) enter the grounds, buildings and offices used by the Company; 3) request an explanation from the Directors and/or other officials regarding all issues relating to the management of the Company; 4) know all policies and actions that have been and will be implemented by the Board of Directors; 5) request the Directors and/or other officials under the Directors with the knowledge of the Directors to attend meetings of the Board of Commissioners; 6) appoint and dismiss a Secretary to the Board of Commissioners; 7) temporarily suspend members of the Board of Directors in accordance with the provisions of these Articles of Association; 8) establish an Audit Committee, Nomination and Remuneration Committee, Risk Monitoring Committee and other committees , if deemed necessary taking into account the company's capabilities;

ARTICLE 15	BNI	PROPOSAL
	<p>8) establish an Audit Committee, Nomination and Remuneration Committee, Risk Monitoring Committee and other committees, if deemed necessary taking into account the company's capabilities;</p> <p>9) use experts for certain matters and within a certain period of time at the Company's expense, if deemed necessary.</p> <p>10) carry out management actions of the Company in certain circumstances for a certain period of time in accordance with the provisions of these Articles of Association.</p> <p>11) Approve the appointment and dismissal of the Corporate Secretary and/or <b>Head of the Internal Audit Unit</b> .</p> <p>12) attend Board of Directors meetings and provide <b>views</b> on <b>matters</b> discussed;</p> <p>13) exercise other supervisory authority as long as it does not conflict with statutory regulations, the Articles of Association, and/or GMS decisions.</p> <p>b. The Board of Commissioners is obliged to:</p> <p>(1) provide advice to the Board of Directors in carrying out the management of the Company;</p> <p>(2) provide opinions and approval of the Company's Annual Work Plan and Budget as well as other work plans prepared by the Board of Directors, in accordance with the provisions of these Articles of Association;</p> <p>(3) following developments in the Company's activities, providing opinions and suggestions to the GMS regarding any issues deemed important for the management of the Company;</p> <p>(4) report to Series A Dwiwarna Shareholders if there are symptoms of declining Company performance;</p> <p>(5) propose to the GMS the appointment of a Public Accountant who will audit the Company's <b>books</b> .</p> <p>(6) examine and review periodic reports and annual reports prepared by the Board of Directors and sign the annual report.</p>	<p>9) use experts for certain matters and within a certain period of time at the Company's expense, if deemed necessary.</p> <p>10) carry out management actions of the Company in certain circumstances for a certain period of time in accordance with the provisions of these Articles of Association.</p> <p>11) Approve the appointment and dismissal of the Corporate Secretary and/or <b>Unit Head Supervisor Intern</b> .</p> <p>12) attend Board of Directors meetings and provide views on matters discussed;</p> <p>13) exercise other supervisory authority as long as it does not conflict with statutory regulations, the Articles of Association, and/or GMS decisions.</p> <p>b. The Board of Commissioners is obliged to:</p> <p>1) provide advice to the Board of Directors in carrying out the management of the Company;</p> <p>2) provide opinions and approval of the <b>Company's Work Plan and Budget</b> as well as other work plans prepared by the Board of Directors, in accordance with the provisions of these Articles of Association;</p> <p>3) following developments in the Company's activities, providing opinions and suggestions to the GMS regarding any issues deemed important for the management of the Company;</p> <p>4) report to Series A Dwiwarna Shareholders if there are symptoms of declining Company performance;</p> <p>5) propose to the GMS the appointment of a Public Accountant and/or <b>Public Accounting Firm</b> who will carry out an inspection of the Company's books.</p> <p>6) examine and review periodic reports and annual reports prepared by the Board of Directors and sign the annual report.</p> <p>7) provide explanations, opinions and suggestions to the GMS regarding the Annual Report, if requested;</p> <p>8) prepare minutes of meetings of the Board of Commissioners and keep a copy;</p>



ARTICLE 15	BNI	PROPOSAL
	<p>(7) provide explanations, opinions and suggestions to the GMS regarding the Annual Report, if requested;</p> <p>(8) prepare minutes of meetings of the Board of Commissioners and keep a copy;</p> <p>(9) report to the Company regarding his and/or his family's share ownership in the Company and other Companies;</p> <p>(10) provide a report on the supervisory tasks that have been carried out during the previous financial year to the GMS .</p> <p>(11) provide an explanation of everything that is asked or requested by Dwiwarna Series A shareholders by paying attention to the laws and regulations, especially those that apply in the Capital Market sector.</p> <p>(12) carry out other obligations in the context of supervisory duties and providing advice, as long as they do not conflict with statutory regulations, the Articles of Association and/or GMS decisions.</p>	<p>9) report to the Company regarding his and/or his family's share ownership in the Company and other Companies;</p> <p>10) provide a report on the supervisory tasks that have been carried out during the previous financial year to the GMS.</p> <p>11) provide an explanation of everything that is asked or requested by Dwiwarna Series A shareholders by paying attention to the laws and regulations, especially those that apply in the Capital Market sector. and Banking .</p> <p>12) Direct, monitor and evaluate the implementation of integrated governance, risk management and compliance as well as the Company's strategic policies in accordance with statutory provisions, articles of association and/or GMS decisions.</p> <p>13) Prepare the Charter of the Board of Commissioners and the Relationship between the Board of Commissioners of the Company and the Board of Commissioners of the Company's Subsidiaries and others by taking into account regulations legislation , especially provisions in the fields of Banking and Capital Markets .</p> <p>14) Carry out other obligations in the context of supervisory duties and providing advice, as long as they do not conflict with statutory regulations , the Articles of Association and/or GMS decisions.</p>

ARTICLE 16	BNI	PROPOSAL
<p><b>board of Commissioners</b></p>	<p>(6)</p> <p>a. Summons for Board of Commissioners Meetings must be made in writing and delivered or delivered directly to each member of the Board of Commissioners with adequate receipt, or by registered post</p>	<p>(6)</p> <p>a. Summons for Board of Commissioners Meetings must be made in writing and delivered or delivered directly to each member of the Board of Commissioners with adequate receipt, or by registered post</p>

ARTICLE 16	BNI	PROPOSAL
	<p>or by courier service or by telex, facsimile or electronic mail (e-mail) no later than 5 (five) the day before the meeting is held, without taking into account the date of summons and the date of the meeting, or within a shorter time if in urgent circumstances.</p> <p>a. Summons as mentioned above are not required for meetings that have been scheduled based on the decision of the previously held Board of Commissioners Meeting.</p>	<p>or by courier service, electronic means or by means of other fastest no later than 5 (five) days before the meeting is held, without taking into account the date of the summons and the date of the meeting, or within a shorter time if in urgent circumstances.</p> <p>a. Summoning as in letter a, this paragraph is not required for meetings that have been scheduled based on the decision of the previously held Board of Commissioners Meeting.</p>

ARTICLE 17	BNI	PROPOSAL
<p><b>Annual Work Plan &amp; Budget</b></p>	<p>(1) The Board of Directors is obliged to prepare the Company's Annual Work Plan and Budget for each financial year, which at least includes:</p> <p>a. mission, business targets, business strategy, company policies, and work programs/activities;</p> <p>b. Company budget detailed for each work program/activity budget ;</p> <p>c. financial projections of the Company and its subsidiaries; And</p> <p>d. other matters that require a decision from the Board of Commissioners.</p>	<p>(1) The Board of Directors is obliged to prepare a Company Work Plan and Budget for each financial year, which at least includes:</p> <p>a. Company work plan ;</p> <p>b. Budget company detailed for each work program/activity budget;</p> <p>c. financial projections of the Company and its subsidiaries; And</p> <p>d. anything else that requires a decision GMS/Minister</p>
	<p>(2) The Board of Commissioners is obliged to prepare a work program for the Board of Commissioners which is an inseparable part of the Company's Annual Work Plan and Budget prepared by the Board of Directors as intended in paragraph (1) .</p>	<p>(2) The Board of Commissioners is obliged to prepare the Board of Commissioners' Annual Work Plan and Budget which is an inseparable part of the Company's Work Plan and Budget prepared by the Board of Directors as intended in paragraph (1) of this Article .</p>
	<p>(3) The Draft Annual Work Plan and Budget of the Company which has been signed by all members of the Board of Directors is submitted to the Board of Commissioners, no later than 30 (thirty) days before the new financial year begins or within the time specified in the applicable laws and regulations, to obtain approval from the Board of Commissioners .</p>	<p>(3) Draft Company Work Plan and Budget which has been signed together with the Board of Commissioners is submitted to the Minister , no later than 60 ( six) twenty ) days before the fiscal year begins .</p>

ARTICLE 18	BNI	PROPOSAL
Financial Year & Annual Report	(5) The Annual Report as intended in paragraph (2) which has been signed by all members of the Board of Directors and all members of the Board of Commissioners is submitted by the Board of Directors to the Annual GMS no later than 5 (five) months after the end of the Financial Year with due observance of the applicable provisions.	(5) The Annual Report as intended in paragraph (2) of this Article which has been signed by all members of the Board of Directors and all members of the Board of Commissioners is submitted by the Board of Directors to the Annual GMS no later than 5 (five) months after the end of the Financial Year, taking into account the applicable provisions , especially provisions in the field of Capital Markets and Banking .
	(12)Companies are required to announce Financial Reports including Balance Sheet and Profit/Loss Report in Indonesian language newspapers and in circulation national according to the procedures as regulated in the Capital Market Regulations .	(12)Companies are required to announce Financial Reports including Balance Sheets and Profit/Loss Reports according to the procedures as regulated in statutory regulations , especially provisions in the areas of Capital Markets and Banking .

ARTICLE 19	BNI	PROPOSAL
Reporting	(4) Periodic reports and other reports as intended in paragraph (1) and paragraph (3), are submitted in form, content and preparation procedures in accordance with the provisions of statutory regulations.	(4) Periodic reports and other reports as intended in paragraph (1) and paragraph (3) of this Article , are submitted with the form, content and procedures for preparation and delivery in accordance with the provisions of statutory regulations especially provisions in the fields of Capital Markets and Banking .

ARTICLE 20	BNI	PROPOSAL
AGM	(4) The Company can conduct a GMS electronically (hereinafter referred to as "Electronic GMS" ) by using e-GMS provided by: <ul style="list-style-type: none"> <li>a. Depository and Settlement Institution appointed by the regulator in the Capital Market sector;</li> <li>b. e-GMS Provider, namely the party that provides and manages e-GMS; or</li> </ul>	(4) Electronic GMS: <ul style="list-style-type: none"> <li>a. Implementation of the GMS electronically by The Company can be held using teleconference , video conference or other electronic media .</li> <li>b. The Company can implement electronic GMS (" Electronic GMS ") using:</li> </ul>

ARTICLE 20	BNI	PROPOSAL
	<p>c. Company. as specifically regulated in Capital Market regulations.</p> <p>"Electronic GMS" is the implementation of a GMS by the Company using teleconference media, video conferences, or other electronic media facilities, in accordance with regulations in the Capital Market sector.</p>	<p>1) Electronic GMS Organizing System ( hereinafter referred to as e-GMS) provided by the e-GMS Provider . The e-GMS Provider is: a. Depository and Settlement Institution appointed by the regulator in the Capital Market sector ; or b. Other parties approved by OJK.</p> <p>2) The system provided by the Company is in accordance with regulations in the Capital Market sector.</p>
	<p>(6) Request for Holding GMS:</p> <p>a. GMS can be held upon written request :</p> <ol style="list-style-type: none"> <li>1) Series A Dwiwarna Shareholder;</li> <li>2) Request from one or more Shareholders who together represent 1/10 (one tenth) or more of the total number of shares with valid voting rights;</li> <li>3) Board of Commissioners.</li> </ol> <p>b) The request to hold a GMS in letter a of this paragraph is submitted to the Board of Directors by registered letter accompanied by the reasons.</p> <p>c) The registered letter submitted by the shareholder shall be copied to the Board of Commissioners.</p> <p>d) The request to hold a GMS as referred to in letter a of this paragraph based on the assessment of the Board of Directors must:</p> <ol style="list-style-type: none"> <li>1) carried out in good faith;</li> <li>2) consider the interests of the Company;</li> <li>3) accompanied by reasons and materials related to matters that must be decided at the GMS;</li> <li>4) is a request that requires a GMS decision; And</li> </ol>	<p>(6) Organizing GMS carried out with the following conditions :</p> <p>a. GMS can be held upon request:</p> <ol style="list-style-type: none"> <li>1) Series A Dwiwarna Shareholder;</li> <li>2) Request from one or more Shareholders who together represent 1/10 (one tenth) or more of the total number of shares with valid voting rights;</li> <li>3) Board of Commissioners.</li> </ol> <p>b. The request to hold a GMS in letter a of this paragraph is submitted to the Board of Directors by registered letter accompanied by the reasons.</p> <p>c. The registered letter as referred to in letter b of this paragraph submitted by the shareholder in terms of letter a points 1) and 2) of this paragraph shall be copied to the Board of Commissioners.</p> <p>d. Request for holding a GMS in letter a of this paragraph must:</p> <ol style="list-style-type: none"> <li>1) carried out in good faith;</li> <li>2) consider the interests of the Company;</li> <li>3) accompanied by reasons and materials related to matters that must be decided at the GMS; and</li> <li>4) does not conflict with statutory regulations and these Articles of Association.</li> </ol>

ARTICLE 20	BNI	PROPOSAL
	<p>5) does not conflict with statutory regulations and these Articles of Association.</p> <p>e) The Board of Directors is obliged to announce the GMS to shareholders no later than 15 (fifteen) days from the date the request for holding the GMS as intended in letter a of this paragraph is received by the Board of Directors.</p> <p>f) The Board of Directors is obliged to submit notification of the meeting agenda and registered letter as intended in letter b of this paragraph from the shareholders or the Board of Commissioners to <b>the Financial Services Authority (OJK)</b> no later than 5 (five) working days before the announcement as intended in <b>letter e of this paragraph</b>.</p> <p>g) In the event that the Board of Directors does not announce the GMS as intended in letter e of this paragraph based on the shareholder's proposal as intended in letter a, points 1) and 2) of this paragraph, within a period of no later than 15 (fifteen) days from the date the request for holding the GMS is received. Directors, the Board of Directors is obliged to announce:</p> <ol style="list-style-type: none"> <li>1) there is a request to hold a GMS from shareholders which is not held; And</li> <li>2) reasons for not holding a GMS.</li> </ol> <p>h) In the event that the Board of Directors has made the announcement as intended in <b>letter g of this paragraph</b> or the 15 (fifteen) day period has passed, shareholders may resubmit a request to hold a GMS to the Board of Commissioners.</p> <p>i) The Board of Commissioners is obliged to announce the GMS to shareholders no later than 15 (fifteen) days from the date the</p>	<p>e. <b>The proposal for holding a GMS from shareholders as intended in letter a points 1) and 2) of this paragraph must be a request that requires a GMS decision and in the opinion of the Board of Directors has fulfilled the requirements in letter d of this paragraph</b></p> <p>f. The Board of Directors is obliged to announce the GMS to shareholders no later than 15 (fifteen) days from the date the request for holding the GMS as intended in letter a of this paragraph is received by the Board of Directors.</p> <p>g. GMS agenda and a registered letter as intended in the letter b of this paragraph from shareholders or the Board of Commissioners to OJK no later than 5 (five) working days before the announcement as intended in letter f of this paragraph.</p> <p>h. In the event that the Board of Directors does not announce the GMS as intended in letter f of this paragraph based on the shareholder's proposal as intended in letter a, points 1) and 2) of this paragraph, within a period of no later than 15 (fifteen) days from the date the request for holding the GMS is received. Directors, the Board of Directors is obliged to announce:</p> <ol style="list-style-type: none"> <li>1) there is a request to hold a GMS from shareholders which is not held; And</li> <li>2) reasons for not holding a GMS.</li> </ol> <p>i. In the event that the Board of Directors has made the announcement as intended in <b>letter h of this paragraph</b> or the 15 (fifteen) day period has passed, shareholders may resubmit a request to hold a GMS to the Board of Commissioners.</p> <p>j. The Board of Commissioners is obliged to announce a GMS to shareholders no later than 15 (fifteen) days from the date of the</p>

ARTICLE 20	BNI	PROPOSAL
	<p>request for holding the GMS as intended in <b>letter h of this paragraph</b> is received by the Board of Commissioners.</p> <p>j) The Board of Commissioners is obliged to submit notification of the meeting agenda to the OJK no later than 5 (five) working days before the announcement as intended in <b>letter i of this paragraph</b>.</p> <p>k) In the event that the Board of Commissioners does not announce the GMS within the 15 (fifteen) day period as intended in <b>letter i of this paragraph</b>, the Board of Commissioners is obliged to announce:</p> <ol style="list-style-type: none"> <li>1) there is a request to hold a GMS from shareholders which is not held; And</li> <li>2) reasons for not holding a GMS.</li> </ol> <p>l) In the event that the Board of Commissioners has made the announcement as intended in <b>letter k of this paragraph</b> or the 15 (fifteen) day period has passed, shareholders may submit a request to hold a GMS to the Chairman of the District Court whose jurisdiction includes the Company's domicile to determine the granting of permission to hold a GMS as intended in letter a points 1) and 2) of this paragraph.</p> <p>m) Shareholders who have obtained a court order to hold a GMS as intended in <b>letter l of this paragraph</b> are obliged to hold a GMS.</p> <p>n) In the event that the Board of Directors does not announce the GMS as intended in <b>letter e of this paragraph</b> at the suggestion of the Board of Commissioners as intended in letter a point 3) of this paragraph, within a period of no later than 15 (fifteen) days from the date the request for holding a GMS is received by the Board of Directors, the Board of Directors obliged to announce:</p>	<p>request to hold a GMS as intended in <b>letter This paragraph</b> is accepted by the Board of Commissioners.</p> <p>k. The Board of Commissioners is obliged to submit notification of the meeting agenda to the OJK no later than 5 (five) working days before the announcement as intended in <b>letter j of this paragraph</b>.</p> <p>l. In the event that the Board of Commissioners does not announce the GMS within the 15 (fifteen) day period as intended in <b>letter j of this paragraph</b>, the Board of Commissioners is obliged to announce:</p> <ol style="list-style-type: none"> <li>1) there is a request to hold a GMS from shareholders which is not held; And</li> <li>2) reasons for not holding a GMS.</li> </ol> <p>m. In the event that the Board of Commissioners has made the announcement as intended in <b>letter l of this paragraph</b> or the 15 (fifteen) day period has passed, shareholders may submit a request to hold a GMS to the Chairman of the District Court whose jurisdiction includes the Company's domicile to determine the granting of permission to hold a GMS as intended in letter a points 1) and 2) of this paragraph.</p> <p>n. Shareholders who have obtained a court order to hold a GMS as intended in <b>letter m of this paragraph</b> are obliged to hold a GMS.</p> <p>o. In the event that the Board of Directors does not announce the GMS as intended in <b>letter f of this paragraph</b> at the suggestion of the Board of Commissioners as intended in <b>letter a point 3) of this paragraph</b>, within a period of no later than 15 (fifteen) days from the date the request for holding a GMS is received by the Board of Directors, the Board of Directors obliged to announce:</p>

ARTICLE 20	BNI	PROPOSAL
	<p>1) There was a request to hold a GMS from the Board of Commissioners which was not held; And</p> <p>2) Reasons for not holding a GMS.</p> <p>o) In the event that the Board of Directors has made the announcement as referred to in <b>letter n of this paragraph</b> or the 15 (fifteen) day period has passed, the Board of Commissioners shall convene a GMS itself.</p> <p>p) The Board of Commissioners is obliged to announce a GMS to shareholders no later than 15 (fifteen) days from the date of the announcement as intended in <b>letter n of this paragraph</b> or the 15 (fifteen) day period as intended in <b>letter o of this paragraph</b> has passed.</p> <p>q) The Board of Commissioners is obliged to submit notification of the meeting agenda to the OJK no later than 5 (five) days before the announcement as intended in <b>letter p of this paragraph</b> .</p> <p>r) The procedures for holding a GMS carried out by the Board of Directors as intended in <b>letter e and letter f of this paragraph</b> , the Board of Commissioners as intended in <b>letters l and p of this paragraph</b> , and the shareholders as intended in letter m of this paragraph, must be carried out in accordance with the procedures for holding a GMS as regulated in OJK Regulations and these articles of association.</p> <p>s) Apart from fulfilling the GMS procedures as intended in <b>letter r of this paragraph</b> , the notification of the GMS agenda must also contain information:</p> <ol style="list-style-type: none"> <li>1) explanation that the GMS is held at the request of the shareholders and the name of the shareholder who proposed it and the amount of their share ownership in the Company,</li> </ol>	<p>1) There was a request to hold a GMS from the Board of Commissioners which was not held; And</p> <p>2) Reasons for not holding a GMS.</p> <p>p. In the event that the Board of Directors has made the announcement as referred to in <b>letter o of this paragraph</b> or the 15 (fifteen) day period has passed, the Board of Commissioners shall convene a GMS itself.</p> <p>q. The Board of Commissioners is obliged to announce the GMS to shareholders no later than 15 (fifteen) days from the date of the announcement as intended <b>in letter r of this paragraph</b> or the 15 (fifteen) day period as referred to in <b>letter p of this paragraph</b> has been exceeded.</p> <p><b>r.</b> The Board of Commissioners is obliged to submit notification of the meeting agenda to the OJK no later than 5 (five) days before the announcement as intended in <b>letter q of this paragraph</b>.</p> <p>s. The procedures for holding a GMS carried out by the Board of Directors as intended in <b>letter f and letter g of this paragraph</b>, the Board of Commissioners as intended in <b>letters j and q of this paragraph</b>, and the shareholders as intended in <b>letter n of this paragraph</b>, must be carried out in accordance with the procedures for holding a GMS as regulated in the OJK Regulations and these Articles of Association.</p> <p>t. Apart from fulfilling the GMS procedures as intended in <b>letter s of this paragraph</b>, the notification of the GMS agenda must also contain information:</p> <ol style="list-style-type: none"> <li>1) Explanation that the GMS is held at the request of the shareholders and the name of the shareholder who proposed it and the amount of their share ownership in the Company, if the Directors or Board</li> </ol>

ARTICLE 20	BNI	PROPOSAL
	<p>if the Directors or Board of Commissioners conducts the GMS at the request of the shareholders;</p> <p>2) submit the names of shareholders and the amount of their share ownership in the Company and the decision of the head of the district court regarding the granting of permission to hold a GMS if the GMS is held by shareholders in accordance with the decision of the head of the district court to hold the GMS; or</p> <p>3) explanation that the Board of Directors does not carry out the GMS at the request of the Board of Commissioners, if the Board of Commissioners carries out the proposed GMS itself.</p>	<p>of Commissioners conducts the GMS at the request of the shareholders;</p> <p>2) Convey the names of shareholders and the amount of their share ownership in the Company and the decision of the chairman of the district court regarding the granting of permission to hold a GMS , if the GMS is held by shareholders in accordance with the decision of the Chairman of the District Court to hold the GMS; or</p> <p>3) Explanation that the Board of Directors does not carry out the GMS at the request of the Board of Commissioners, if the Board of Commissioners carries out the proposed GMS themselves.</p>

ARTICLE 21	BNI	PROPOSAL
<p><b>Annual GMS</b></p>	<p>(3) supervisory duties of the Board of Commissioners carried out by the GMS, means giving full release and release of responsibility to the members of the Board of Directors and Board of Commissioners for the management and supervision that has been carried out during the previous financial year, as far as actions taken. This is reflected in the annual report and financial reports except for embezzlement, fraud and other criminal acts .</p>	<p>(3) Approval of the annual report includes ratification of the financial report and report on the Board of Commissioners' supervisory duties carried out by the GMS Annually , means providing full repayment and release of responsibility (<i>volledig acquit et de charge</i>) to the members of the Board of Directors and Board of Commissioners for the management and supervision carried out during the previous financial year, as long as these actions are reflected in the annual report and financial reports except for embezzlement, fraud and other criminal acts.</p>
	<p>---</p>	<p>(5) In implementing the Annual GMS for the appointment of Public Accountants and/or Public Accounting Firms, the GMS may delegate its authority to the Board of Commissioners to dismiss at any time the Public Accountant and/or Public Accounting Firm that has been appointed, including appointing a replacement Public Accountant and/or Public</p>



ARTICLE 21	BNI	PROPOSAL
		Accounting Firm, by paying attention to regulations in the fields of Capital Markets and Banking .

ARTICLE 23	BNI	PROPOSAL
<p>Place , Notificat ion , Announc ement , Invitatio n and Time for holding the GMS ---</p>	<p>(4) Notification of the GMS to OJK is carried out with the following conditions:</p> <ul style="list-style-type: none"> <li>a. The Company is obliged to submit notification of the GMS agenda to the OJK no later than 5 (five) working days before the GMS announcement, without taking into account the date of the GMS announcement.</li> <li>b. The GMS agenda as referred to in letter a of this paragraph must be stated clearly and in detail.</li> <li>c. In the event that there is a change in the agenda for the GMS as referred to in letter b, the Company is obliged to submit the change to the agenda in question to the OJK no later than the time of the summons for the GMS.</li> <li>d. The provisions of letters a, b and c of this paragraph are mutatis mutandis applies to: <ul style="list-style-type: none"> <li>1) Notification of holding a GMS by shareholders who have obtained a court order to hold a GMS as intended in Article 20 paragraph (6) letter m;</li> <li>2) Notification of the holding of a GMS by the Board of Commissioners in the event that the Board of Commissioners holds the GMS itself as intended in Article 20 paragraph (6) letter o.</li> </ul> </li> </ul>	<p>(4) Notification of the GMS to the OJK is carried out with the following conditions:</p> <ul style="list-style-type: none"> <li>a. The Company is obliged to submit notification of the GMS agenda to the OJK no later than 5 (five) working days before the GMS announcement, without taking into account the date of the GMS announcement .</li> <li>b. The GMS agenda as referred to in letter a of this paragraph must be stated clearly and in detail.</li> <li>c. In the event that there are changes to the GMS agenda as referred to in letter b this paragraph , the Company is obliged to submit changes to the agenda in question to the OJK no later than the time of the summons for the GMS.</li> <li>d. The provisions of letters a, b and c of this paragraph are mutatis mutandis applies to notification of holding a GMS by shareholders who have obtained a court order to hold a GMS as intended in Article 20 paragraph (6) letter n these Articles of Association .</li> </ul>

ARTICLE 23	BNI	PROPOSAL
	<p>(6) Proposals for meeting agenda items can be submitted by Shareholders with the following conditions:</p> <ul style="list-style-type: none"> <li>a. Shareholders can propose meeting agenda items in writing to the GMS organizer no later than 7 (seven) days before the GMS Invitation.</li> <li>b. Shareholders who can propose meeting agenda items as referred to in letter a are : <ul style="list-style-type: none"> <li>1) Series A Dwiwarna Shareholder;</li> <li>2) 1 (one) shareholder or more representing 1/20 (one twentieth) or more of the total number of shares issued by the Company with valid voting rights.</li> </ul> </li> <li>c. The proposed meeting agenda as referred to in letter a must: <ul style="list-style-type: none"> <li>1) carried out in good faith;</li> <li>2) consider the interests of the Company;</li> <li>3) include reasons and materials for proposed meeting agenda items;</li> <li>4) <b>is an agenda item that requires a GMS decision;</b> And</li> <li>5) does not conflict with the provisions of statutory regulations.</li> </ul> </li> <li>d. The company is obliged to include proposed meeting agendas from shareholders <b>in the meeting agenda contained in the invitation</b> , as long as the proposed meeting agenda meets the requirements as intended in <b>letters a to c of this paragraph</b> .</li> </ul>	<p>(6) Proposals for meeting agenda items can be submitted by Shareholders with the following conditions:</p> <ul style="list-style-type: none"> <li>a. Shareholders can propose meeting agendas in writing to the Company no later than 7 (seven) days before the invitation for the GMS.</li> <li>b. Shareholders who can propose meeting agenda items as referred to in letter a this verse is: <ul style="list-style-type: none"> <li>1) Series A Dwiwarna Shareholder;</li> <li>2) 1 (one) shareholder or more representing 1/20 (one twentieth) or more of the total number of shares issued by the Company with valid voting rights.</li> </ul> </li> <li>c. Proposed meeting agenda as referred to in letter a this paragraph , must: <ul style="list-style-type: none"> <li>1) carried out in good faith;</li> <li>2) consider the interests of the Company;</li> <li>3) include reasons and materials for proposed meeting agenda items;</li> <li>And</li> <li>4) does not conflict with the provisions of statutory regulations .</li> </ul> </li> <li>d. <b>The proposed meeting agenda from shareholders as referred to in letter a of this paragraph is an agenda that requires a GMS decision, and in the opinion of the Board of Directors has fulfilled the requirements in letter c of this paragraph.</b></li> <li>e. The company is required to include proposed meeting agenda items from shareholders as long as the proposed meeting agenda meets the requirements as intended in <b>letters a to d of this paragraph.</b></li> </ul>

ARTICLE 23	BNI	PROPOSAL
	<p>(8) The second GMS was held with the following provisions:</p> <ol style="list-style-type: none"> <li>a. The second GMS must be held no sooner than 10 (ten) days and no later than 21 (twenty one) days after the first GMS is held.</li> <li>b. The invitation for the second GMS must be made no later than 7 (seven) days before the second GMS is held.</li> <li>c. In the summons for the second GMS, you must state that the first GMS has been held and the attendance quorum was not reached.</li> <li>d. In the event that the Company does not hold a second GMS within the time period as intended in letter a of this paragraph, the Company is obliged to conduct a GMS by fulfilling the provisions as intended in paragraph (3) of this Article.</li> </ol>	<p>(8) The second GMS was held with the following provisions:</p> <ol style="list-style-type: none"> <li>a. The second GMS must be held no sooner than 10 (ten) days and no later than 21 (twenty one) days after the first GMS is held.</li> <li>b. The invitation for the second GMS must be made no later than 7 (seven) days before the second GMS is held and</li> <li>c. When calling for the second GMS, you must state that the first GMS has been held took place and did not reach a quorum of attendance. These provisions apply without prejudice regulations in the Capital Market sector and regulations other legislation as well Stock Exchange regulations where the Company's shares are listed.</li> <li>d. In the event that the Company does not hold a second GMS within the time period as intended in letter a of this paragraph, the Company is obliged to conduct a GMS by fulfilling the provisions as intended in paragraph (3) of this Article.</li> </ol>
	<p>(10)The meeting agenda materials are regulated with the following provisions:</p> <ol style="list-style-type: none"> <li>a. The Company is obliged to provide meeting agenda materials for shareholders, the data of which can be accessed and downloaded via the Company's website and/or e-GMS.</li> <li>b. Meeting agenda materials as referred to in letter a must be available from the date of the summons to the GMS until the holding of the GMS.</li> <li>c. In the event that the provisions of other laws and regulations regulate the obligation to provide meeting agenda materials earlier than the provisions referred to in letter b, the provision of meeting agenda materials follows the provisions of the other laws and regulations.</li> </ol>	<p>(10)The meeting agenda materials are regulated with the following provisions:</p> <ol style="list-style-type: none"> <li>a. The Company is obliged to provide meeting agenda materials for Shareholders, the data of which can be accessed and downloaded via the Company website and/or e-GMS.</li> <li>b. Meeting agenda materials as referred to in letter a This paragraph must be available from the date the invitation for the GMS is issued until the GMS is held.</li> <li>c. In the event that the provisions of other laws and regulations regulate the obligation to provide meeting agenda materials earlier than the provisions referred to in letter b this paragraph , the provision of meeting agenda materials follows the provisions of other statutory regulations.</li> <li>d. At the time of the GMS, shareholders have the right to obtain information on the meeting agenda and materials related to the</li> </ol>

ARTICLE 23	BNI	PROPOSAL
	<p>d. At the time of the GMS, shareholders have the right to obtain information on the meeting agenda and materials related to the meeting agenda as long as it does not conflict with the interests of the Company.</p>	<p>meeting agenda as long as it does not conflict with the interests of the Company.</p> <p>e. In the event that the meeting agenda regarding the appointment of members of the Board of Directors and/or members of the Board of Commissioners who will be appointed must be available no later than the time the GMS is held, as long as it is regulated in the provisions of the laws and regulations.</p>
	<p>----</p>	<p>(13) Electronic grant of power of attorney</p> <p>a. The Company is obliged to provide an alternative electronic proxy for Shareholders to attend and vote at the GMS.</p> <p>b. Shareholders as referred to in paragraph (13) of this Article may authorize other parties to represent them to attend and/or vote at the GMS in accordance with statutory regulations.</p> <p>c. Shareholders can grant power of attorney as referred to in letter b of this paragraph electronically through e-GMS provided by the e-GMS Provider or a system provided by the Company, in the event that the Company uses a system provided by the Company.</p> <p>d. The granting of power as intended in letter c of this paragraph must be carried out no later than 1 (one) working day before the GMS is held.</p> <p>e. Shareholders can include their voting preferences on each agenda item in granting power of attorney electronically</p> <p>f. Shareholders can make changes to their power of attorney including voting options as intended in letter c of this paragraph if the Shareholder includes voting options.</p>

ARTICLE 23	BNI	PROPOSAL
		<p>g. Changes in power of attorney including vote choices as referred to in letter f of this paragraph can be made no later than 1 (one) working day before the GMS is held.</p> <p>h. Parties who can become Power of Attorney electronically include:</p> <ol style="list-style-type: none"> <li>1) the party who administers the securities/securities sub-accounts belonging to Shareholders;</li> <li>2) parties provided by the Company; or</li> <li>3) party appointed by the Shareholders.</li> </ol> <p>i. The Company is obliged to provide the Power of Attorney electronically as intended in letter h point 2) of this paragraph.</p> <p>j. The Power of Attorney as intended in letter h of this paragraph is obliged to:</p> <ol style="list-style-type: none"> <li>1) legally competent; And</li> <li>2) are not members of the Board of Directors, members of the Board of Commissioners, and employees of the Company.</li> </ol> <p>k. The Power of Attorney as referred to in letter j of this paragraph must be registered in the e-RUPS system or the system provided by the Company, in the event that the Company uses the system provided by the Company.</p> <p>l. In the event that the person giving the power of attorney attends the GMS in person, the authority of the Power of Attorney to vote on behalf of the person giving the power of attorney is declared null and void.</p> <p>m. The appointment and revocation of the Proxy, as well as the granting and change of votes via e-GMS or the system provided by the Company, in the event that the Company uses the system provided by the Company, is considered valid and valid for all parties, and does not require wet signatures unless otherwise regulated in provisions</p>

ARTICLE 23	BNI	PROPOSAL
		<p>stipulated by the e-GMS Provider and/or provisions of statutory regulations .</p> <p>n. The mechanism for registration, appointment and revocation of proxies as well as granting and changing votes is regulated by the e-GMS Provider.</p> <p>o. In the event that the Company uses a system provided by the Company, the mechanisms for registration, appointment and revocation of proxies as well as granting and changing votes are regulated in the standard operational procedures for holding the Company's GMS.</p> <p>p. The Power of Attorney is responsible for the power of attorney received from the Shareholder and must carry out the power of attorney in good faith and not violate the laws and regulations.</p>

ARTICLE 25	BNI	PROPOSAL
<p>Attendanc e Quorum and GMS Decisions</p>	<p>(1) The attendance quorum and GMS decisions regarding matters to be decided at the GMS are carried out by following the provisions:</p> <p>a. attended by shareholders <b>representing</b> more than 1/2 (one half) of the total shares with valid voting rights and decisions are valid if approved by more than 1/2 (one half) of the total shares with valid voting rights. votes present at the GMS <b>unless these Articles of Association determine a larger quorum</b> .</p> <p>b. In the event that the attendance quorum as intended in letter a of this paragraph is not reached, then the second GMS is valid and has the right to adopt binding decisions if attended by shareholders <b>representing</b> at least 1/3 (one third) of the total number of shares with voting rights. valid and decisions are valid if approved by more than 1/2 (one half) of the total shares with voting rights present at</p>	<p>(1) The attendance quorum and GMS decisions regarding matters to be decided at the GMS are carried out by following the provisions:</p> <p>a. attended by shareholders <b>or their representatives legally together</b> _ represents more than 1/2 (one half) of the total shares with valid voting rights and decisions are valid if approved by more than 1/2 (one half) of the total shares with voting rights present at the GMS .</p> <p>b. In the event that the attendance quorum as intended in letter a of this paragraph is not reached, then the second GMS is valid and has the right to make binding decisions if attended by Shareholders <b>or their authorized representatives who together</b> represents at least 1/3 (one third) of the total shares with valid voting rights and decisions are valid</p>

ARTICLE 25	BNI	PROPOSAL
	the GMS <b>unless these Articles of Association determine a larger quorum</b> .	if approved by more than 1/2 (one third) of the total shares with voting rights present at the GMS .
	(17)In the event that the decision is based on deliberation to reach consensus as intended in <b>paragraph (16) of this Article</b> is not achieved, then the decision is taken by voting as specified in <b>these Articles of Association</b> , regulations in the Capital Market sector.	(17) In the event that the decision is based on deliberation to reach consensus as intended in <b>paragraph (15) of this Article</b> is not achieved, then the decision is taken by voting as specified in the Articles of Association , regulations in the fields of Capital Markets <b>and Banking</b> .

ARTICLE 26	BNI	PROPOSAL
Use of Net Profit	(4) a. Dividends are only paid in accordance with the Company's financial capabilities based on decisions taken at the Annual GMS, in which decisions the time, method of payment and form of dividend must also be determined by taking into account the provisions of the applicable laws and regulations in the Capital Market sector, as well as local Stock Exchange regulations. where the Company's shares are listed.	(4) a. Dividends are only paid in accordance with the Company's financial capabilities based on decisions taken at the Annual GMS, in which decisions the time, method of payment and form of dividends must also be determined by taking into account the provisions of laws and regulations in the Capital Market sector. <b>and banking , as well as</b> local Stock Exchange regulations where the Company's shares are listed.
	(11)The Company can distribute interim dividends before the end of the Company's financial year if requested by Shareholders representing at least 1/10 (one tenth) of the shares that have been issued, taking into account the Company's profit projections and financial capabilities.	(11)The Company can distribute interim dividends before the Company's financial year ends <b>based on the Directors' Decision after obtaining approval from the Board of Commissioners and/or</b> if requested by Shareholders representing at least 1/10 (one tenth) of the shares that have been issued, taking into account the projected profit generation and the Company's financial capabilities <b>and implemented according to regulations current regulation</b> .

ARTICLE 28	BNI	PROPOSAL
Changes to the Articles of Association	(1) Amendments to the Articles of Association must take into account the Law on Limited Liability Companies and/or Capital Market regulations I.	(1) of Association must take into account statutory regulations especially regulations in the fields of Capital Markets and Banking.

ARTICLE 29	BNI	PROPOSAL
Merger, Consolidation, Takeover, and Separation	(2) Further provisions regarding Mergers, Consolidations, Takeovers and Separations are as intended in the applicable laws and regulations, especially regulations in the Capital Market sector.	(2) Further provisions regarding Mergers, Consolidations, Takeovers and Separations are as intended in statutory regulations, especially regulations in the fields of Capital Markets and Banking.

ARTICLE 30	BNI	PROPOSAL
Dissolution, Liquidation and End of Legal Entity Status	(5) Provisions regarding dissolution, liquidation and termination of the Company's legal entity status must take into account applicable laws and regulations, especially provisions in the Capital Market sector.	5) Provisions regarding dissolution, liquidation and termination of the Company's legal entity status must take into account applicable laws and regulations, especially provisions in the Capital Market sector. and Banking.