

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS PT BANK CENTRAL ASIA Tbk

The Board of Directors of PT Bank Central Asia Tbk (the "Company") hereby invites the Shareholders of the Company to attend the Company's Annual General Meeting of Shareholders (the "Meeting"), which will be held:

Date : Thursday, 17 March 2022
 Time : 09:00 Western Indonesia Time - onwards
 Venue : Menara BCA, Grand Indonesia
 Jl. M.H. Thamrin No. 1
 Jakarta 10310
 Mechanism : Electronic GMS through the eASY.KSEI application

Meeting Agenda:

1. Approval of the Annual Report including the Company's Financial Statements and the Board of Commissioners' Report on its Supervisory Duties for the financial year ended 31 December 2021 and grant of release and discharge of liability (*acquitt et decharge*) to all members of the Board of Directors for their management actions and to all members of the Board of Commissioners of the Company for their supervisory actions during the financial year ended 31 December 2021;

Explanation:

When presenting the Annual Report, the Financial Statements, and the Board of Commissioners' Report on its Supervisory Duties, the Company will also present the Company's performance and accomplishments as well as the actions taken by the Board of Commissioners in carrying out its supervisory and advisory functions towards the Board of Directors.

2. Appropriation of the Company's Net Profit for the financial year ended 31 December 2021;

Explanation:

The Company will propose that the Company's Net Profit be appropriated for a reserve fund, distribution of cash dividends and that the remaining unappropriated amounts of the net profit be determined as retained earnings.

3. Change of the composition of the Company's Board of Directors;

Explanation:

The Company will propose a change in the composition of its Board of Directors as follows:

- Appointing Mr. Gregory Hendra Lembong as Deputy President Director of the Company, which will be effective on the first business day of the following month after the Company receives approval from the Financial Services Authority for such appointment;
- Replacing the Director in charge of the compliance function of the Company, originally held by Mr. Haryanto Tiara Budiman and to be replaced by Mrs. Lianawaty Suwono, which will be effective on the first business day of the following month after the Company receives approval from the Financial Services Authority for such appointment of Mrs. Lianawaty Suwono as the Director in charge of the compliance function of the Company; and
- Appointing Mr. Antonius Widodo Mulyono as Director of the Company, which will be effective on the first business day of the following month after the Company receives approval from the Financial Services Authority for such appointment.

The curriculum vitae of the prospective new members of the Company's Board of Directors and the list of prospective new members of the Board of Directors that will be proposed at the Meeting can be downloaded from the Company's website (<https://www.bca.co.id/en/tentang-bca/tata-kelola/aksi-korporasi>).

4. Determination of the amount of salary or honorarium and benefits for the financial year 2022 as well as bonus payment (*tantiem*) for the financial year 2021 payable to the members of the Board of Directors and the Board of Commissioners of the Company;

Explanation:

The Company will propose that the Meeting approve the following:

- the grant of authority to the majority Shareholder of the Company to:
 - determine the amount of honorarium and benefits payable to the members of the Board of Commissioners for the financial year 2022; and
 - determine the amount of bonus payment (*tantiem*) payable to the members of the Board of Commissioners and the Board of Directors for the financial year 2021;
- the grant of authority to the Board of Commissioners to determine the amount of salary and benefits payable to the members of the Board of Directors for the financial year 2022.

5. Appointment of the Registered Public Accounting Firm (including the Registered Public Accountant practicing through such Registered Public Accounting Firm) to audit the Company's books and accounts for the financial year ended 31 December 2022;

Explanation:

With due observance of Article 13 paragraph 1 of Regulation of the Financial Services Authority No. 13/POJK.03/2017 on the Use of the Services of Public Accountants and Public Accounting Firms in Financial Services Activities in conjunction with Article 19 paragraph 2 letter d of the Company's Articles of Association, the Company will propose that the Meeting approve the appointment of Mr. Jimmy Pangestu as the Public Accountant and the Public Accounting Firm of Tanudiredja, Wibisana, Rintis & Rekan (a member firm of the PwC global network), each being a Public Accountant and a Public Accounting Firm registered with the Financial Services Authority, or another Public Accountant at the Public Accounting Firm of Tanudiredja, Wibisana, Rintis & Rekan (a member firm of the PwC global network) to audit the Company's books and accounts for the financial year ended 31 December 2022.

The profile of the Public Accountant and the Public Accounting Firm that will be proposed above can be downloaded from the Company's website (<https://www.bca.co.id/en/tentang-bca/tata-kelola/aksi-korporasi>).

6. Grant of powers and authority to the Board of Directors to pay out interim dividends for the financial year ended 31 December 2022; and

Explanation:

The payment of interim dividends will be made only to the extent that the financial condition of the Company permits and with due observance of the prevailing laws and regulations.

7. Approval of the Revised Recovery Plan of the Company.

Explanation:

To comply with the prevailing laws, the Company needs to update its Recovery Plan.

The materials relating to the Meeting agenda are now available and downloadable from the Company's website (<https://www.bca.co.id/en/tentang-bca/tata-kelola/aksi-korporasi>).

General Provisions:

- This Notice of Meeting constitutes an official invitation in accordance with the provisions of Article 82 paragraph (2) of Law No. 40 of 2007 on Limited Liability Companies and Article 52 paragraph (1) of Regulation of the Financial Services Authority No. 15/POJK.04/2020 on the Planning and Conduct of General Meetings of Shareholders of Public Limited Companies in conjunction with Article 21 paragraph 3 of the Company's Articles of Association, and therefore it is not necessary for the Company to extend a separate invitation to the Company's Shareholders.
- The Company's Shareholders that are eligible to participate or be represented in the Company's Meeting are those whose names are recorded in the Company's Register of Shareholders as of Wednesday, 16 February 2022, 16:00 Western Indonesia Time.
- The Company's Meeting will be held electronically through KSEI's application, i.e., the *Electronic General Meeting System* ("eASY.KSEI") provided by PT Kustodian Sentral Efek Indonesia ("KSEI"), with due observance of Regulation of the Financial Services Authority No. 16/POJK.04/2020 on the Implementation of Electronic General Meetings of Shareholders of Public Limited Companies in conjunction with the provisions of Article 24 of the Company's Articles of Association.
- In connection with the conduct of the Meeting through eASY.KSEI as referred to above, the Shareholders can participate in the Meeting through the following mechanism:
 - attending the Meeting or granting power electronically through the eASY.KSEI application (<https://akses.ksei.co.id/>);
 - physically attending the Meeting; or
 - granting power using a conventional Power of Attorney in the form as described in the provisions of item 9 letter b below.
- To prevent and control the spread of Corona Virus Disease 2019 (COVID-19), the Company calls on the Shareholders to participate in the Meeting either by electronic attendance or by granting an electronic proxy (e-Proxy) through the eASY.KSEI application as referred to in item 4 letter a, with due observance of the following:
 - The Company's Shareholders that can use the eASY.KSEI application are local individual shareholders whose shares are kept in the collective custody of KSEI;
 - The Company's Shareholders must first register for the KSEI Securities Ownership Reference facility ("AKSes KSEI"). For the Shareholders that have not been registered, please register through the website (<https://akses.ksei.co.id/>);
 - To use the eASY.KSEI application, the Shareholders can go to the eASY.KSEI menu, then click the eASY.KSEI Login submenu found on the AKSes facility (<https://akses.ksei.co.id/>).

The manual for registration, use, and further explanation concerning eASY.KSEI (e-Proxy and e-Voting) can be obtained from the website (<https://akses.ksei.co.id/>).

- The Company's Shareholders or their proxies that will electronically attend the Meeting through the eASY.KSEI application as referred to in item 4 letter a should observe the following provisions:
 - The Company's Shareholders can declare their electronic attendance until 16 March 2022, 12:00 Western Indonesia Time ("**Deadline for Attendance Declaration**") and either cast or change their votes through eASY.KSEI from the date of this meeting notice until the Deadline for Attendance Declaration.
 - For:
 - the Company's Shareholders that have not declared their electronic attendance until the deadline as referred to in item 6 letter a above;
 - the Company's Shareholders that have declared their electronic attendance but have not cast their votes until the Deadline for Attendance Declaration;
 - the Individual Representatives and the independent Parties appointed by the Company (i.e., PT Raya Saham Registra as the Company's Securities Administration Bureau ("**SAB**") that have received powers of attorney from the Company's Shareholders but the Shareholders have not cast their votes until the Deadline for Attendance Declaration;
 - the KSEI Participants/Intermediaries (Custodian Banks or Securities Companies) that have received powers of attorney from the Company's Shareholders that have cast their votes through the eASY.KSEI application; must conduct registration of attendance through the eASY.KSEI application on the date of the Meeting from 07:00 to 08:45 Western Indonesia Time.
 - Any delay or failure to complete the electronic attendance registration process for any reason will result in the Shareholders or their proxies not being permitted to electronically attend the Meeting and their share ownership not being taken into account in the attendance quorum.
- The Company's shareholders that hold the Company's shares in script form can grant power using the form of power of attorney available on the Company's website (<https://www.bca.co.id/en/tentang-bca/tata-kelola/aksi-korporasi>).
- The Company's Shareholders or their proxies that will physically attend the Meeting as referred to in item 4 letter b above are kindly requested to provide the registration officer with the original copy of the Written Confirmation to Attend the GMS (hereinafter referred to as the "**KTUR**") and the original copy of their Resident ID Card (hereinafter referred to as the "**KTP**") or any other identity card before entering the Meeting room. The representatives of the Company's corporate Shareholders, in addition to providing the original copy of the KTUR (Written Confirmation to Attend the GMS) and the copy of their KTP (Resident ID Card) or any other identity card, must also provide a copy of the latest articles of association and the deed containing the latest composition of the management of the company they represent.
- Any Shareholder of the Company may be represented by a proxy:
 - by granting an electronic proxy (e-Proxy) through the eASY.KSEI application as referred to in item 4 letter a, provided that such Shareholder is required to submit the power of attorney and/or the votes, change the proxy and/or the votes on the Meeting agenda items, or revoke the power of attorney, all electronically through eASY.KSEI from the date of this meeting notice until 16 March 2022, 12:00 Western Indonesia Time;
 - by using a conventional Power of Attorney in the form as provided on the Company's website (<https://www.bca.co.id/en/tentang-bca/tata-kelola/aksi-korporasi>), subject to the following provisions:
 - No Shareholder of the Company may grant power to more than one proxy for any part of his/her shares with different votes;
 - If the power of attorney as described in this item 9 letter b is signed outside the territory of the Republic of Indonesia, such power attorney must be signed before the local notary public and authenticated by the local embassy of the Republic of Indonesia.
 - The form of power of attorney can be downloaded from the Company's website and the completed Power of Attorney must be delivered to the SAB, having its office at Plaza Sentral, 2nd Floor, Jl. Jend. Sudirman Kav. 47-48, Jakarta 12930, Phone +6221 2525666, Fax +6221 2525028, on any business day from the date of the Meeting notice until Monday, 14 March 2022, 16:00 Western Indonesian Time, at the latest.
 - If any member of the Board of Directors, the Board of Commissioners, and any employee of the Company act as a proxy for the Shareholders in the Meeting, any vote they cast as a proxy will not be counted in the poll;
- The Company's Shareholders or their proxies can view the ongoing Meeting through a Zoom webinar by selecting the eASY.KSEI menu and the *Tayangan RUPS* (GMS Video Streaming) submenu on the AKSes.KSEI website (<https://akses.ksei.co.id/>) or the *Tayangan RUPS* menu on the AKSes Mobile KSEI application, subject to the following provisions:
 - The Company's Shareholders or their proxies have been registered on the eASY.KSEI application by no later than 16 March 2022, 12:00 Western Indonesia Time.
 - The GMS video streaming has a capacity of up to 500 participants, and the participants' attendance will be determined on a first-come, first-served basis. The Company's Shareholders or their proxies that cannot view the Meeting through the GMS Video Streaming will still be considered as validly attending the electronic Meeting and their share ownership and votes will be taken into account in the Meeting as long as they have been registered on the eASY.KSEI application.
 - The Company's Shareholders or their proxies that view the ongoing Meeting through the GMS Video Streaming but whose electronic attendance is not duly registered on the eASY.KSEI application will not be considered as validly attending the electronic Meeting and therefore their attendance will not be counted in the attendance quorum for the Meeting.
- To get the best experience in using the eASY.KSEI application and/or the GMS Video Streaming, the shareholders or their proxies are advised to use the Mozilla Firefox browser.

Additional Information:

To prevent and/or control the spread of COVID-19, in compliance with the Government's order and with due observance of the prevailing laws and regulations, the Company will limit the number of Shareholders that can physically attend the Meeting. Any Shareholder or his/her proxy that will physically attend the Meeting must follow the applicable health protocol in the Meeting venue as established by the Company, among others, as follows:

- The Shareholder or his/her proxy must have a Certificate of COVID-19 Rapid Antigen Test or PCR Swab Test with a negative result from a doctor in a hospital, public health center, or medical clinic with the date of the sample taken 1 (one) day prior to the Meeting date.
- The Shareholder or his/her proxy must wear a face mask according to the standard set by the Government while on the Meeting premises.
- Based on the body temperature checking and monitoring, the Shareholder or his/her proxy does not have a body temperature of above 37.3°C.
- The Shareholder or his/her proxy must use the hand sanitizer provided before entering the Meeting room.
- During the registration process, the Shareholder or his/her proxy must submit a health declaration letter signed by the Shareholder or his/her proxy across a fiscal stamp. The form of the health declaration letter can be downloaded from the Company's website (<https://www.bca.co.id/en/tentang-bca/tata-kelola/aksi-korporasi>).
- To implement the physical distancing policy, the meeting helpers will guide the Shareholder or his/her proxy to the designated rooms and limit the number of participants in 1 (one) room.
- The Shareholder or his/her proxy must follow the Meeting committee's direction in implementing the physical distancing policy while on the Meeting premises.
- If the Shareholder or his/her proxy is unable to fulfill the provisions of item 1) until item 7) above, the Company has the right to:
 - prohibit the Shareholder or his/her proxy from attending the Meeting;
 - request the Shareholder or his/her proxy to immediately leave the Meeting room and/or Meeting premises; or
 - take any other necessary actions in accordance with the health protocol.
- Any Shareholder that has arrived at the premises but is prohibited from attending and entering the Meeting room for any of the reasons set forth in item 8) above or due to limited room capacity in relation to physical attendance limitation may still exercise his/her rights by granting power (to attend the Meeting and cast a vote on each Meeting agenda item) to the independent party designated by the Company (a Representative of the SAB), by completing and signing the form of Power of Attorney provided by the Company on the Meeting premises.
- The Company's Shareholders or their proxies are kindly requested to be at the Meeting venue by 08:00 Western Indonesia Time to ensure that the Meeting will start punctually. The Registration will be closed at 08:45 Western Indonesia Time. The Shareholders or their proxies that arrive after the registration is closed will be deemed absent and therefore deprived of their right to put forward any suggestions and/or ask questions and cast votes at the Meeting.
- For health reasons and for the purpose of controlling and preventing the spread of COVID-19, the Company will not provide any souvenir, food, and drink.
- Any update and/or additional information on the procedure for conducting the Meeting in relation to the latest condition and development of the integrated measures and control for preventing the spread of COVID-19 will be published on the Company's website (<https://www.bca.co.id/en/tentang-bca/tata-kelola/aksi-korporasi>).
- In the event of an emergency, which makes it impossible for the Company to hold a physical Meeting, the Company will hold the Meeting electronically without the physical presence of the Shareholders upon prior notice to the Company's Shareholders.