

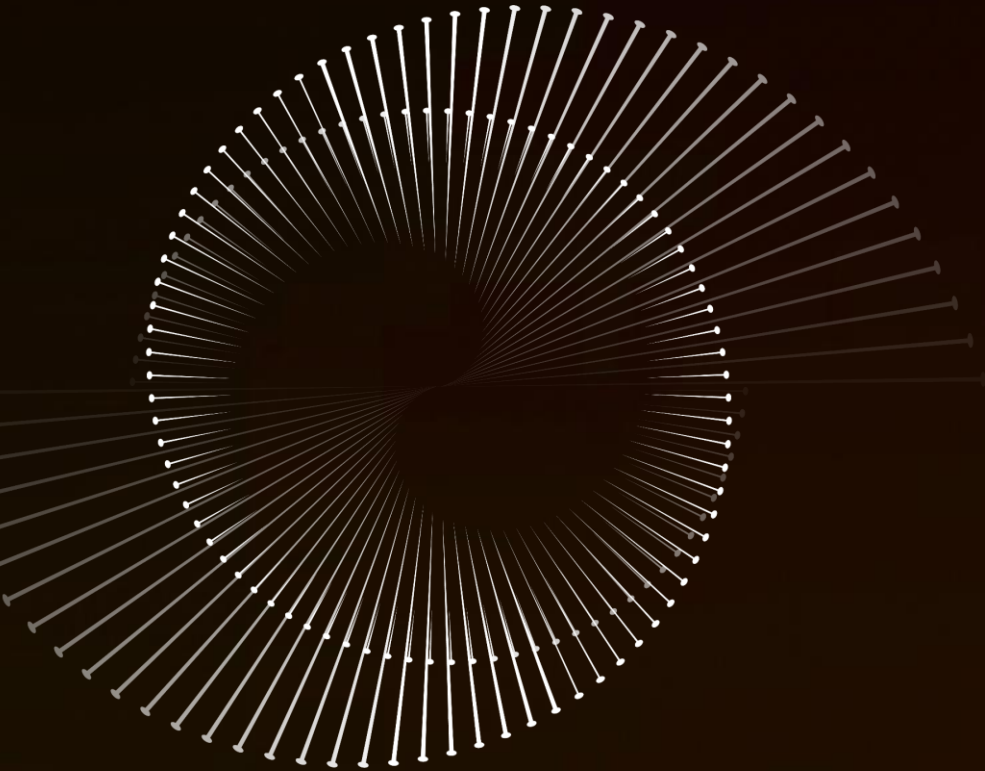
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

PT Bank Neo Commerce Tbk

Jakarta, November 15 2024




EGMS AGENDA



1. Approval of the Plan to Adjust the Maximum Share Ownership Limit.
2. Approval of the Company's Recovery Plan
3. Changes in the Company's Articles of Association

FIRST AGENDA

Approval of the Plan to Adjust
the Maximum Share Ownership
Limit.



Approval of the Plan to Adjust the Maximum Share Ownership Limit.

- Financial Services Authority Regulation (POJK) Number 56/POJK.03/2016 concerning the Ownership of Shares in Commercial Banks establishes a maximum ownership limit of 30% of the Company's Capital for shareholders that are legal entities not classified as financial institutions.
- PT Akulaku Silvrr Indonesia, as the Company's Controlling Shareholder, currently holds more than 30% of the shares.
- PT Akulaku Silvrr Indonesia intends to adjust its share ownership in the Company to comply with the Maximum Shareholding Limit in accordance with the applicable regulations.

SECOND AGENDA

Approval of the Company's Recovery Plan



Approval of the Company's Recovery Plan

- The Financial Services Authority Regulation No. 5 of 2024 concerning the Determination of Supervision Status and Handling of Commercial Bank Issues requires the Company to prepare and submit a Recovery Action Plan to the Financial Services Authority, which must receive approval from shareholders in the General Meeting of Shareholders (GMS).
- The Recovery Action Plan is prepared to address financial stress by implementing one or more recovery options so that the Company can restore its financial condition and business viability.
- This plan will be reviewed periodically and adjusted in accordance with applicable laws and regulations.
- The Recovery Action Plan prepared by the Company will be submitted to the Financial Services Authority after receiving approval from shareholders at the Company's Extraordinary General Meeting of Shareholders.



Approval of the Company's Recovery Plan

An overview of the actions that the Company will take to address financial issues during a crisis is outlined in the form of Recovery Options, which are structured based on the following 4 (four) main aspects:

- A. Recovery Options for Capital Aspect
- B. Recovery Options for Liquidity Aspect
- C. Recovery Options for Profitability Aspect
- D. Recovery Options for Asset Quality Aspect

The Company has established trigger levels for each indicator to implement each Recovery Option, and the Recovery Action Plan will only be executed when the Company is in an extreme financial crisis and facing serious challenges to its capital, liquidity, profitability, or asset quality conditions, as indicated by the surpassing of the trigger level for implementing each Recovery Option.

THIRD AGENDA

Changes in the Company's Articles of Association



Changes in the Company's Articles of Association

The Company intends to amend its Articles of Association:

Pasal 3 ayat 3

Untuk menunjang kegiatan usaha utama Perseroan tersebut di atas, Perseroan dapat melaksanakan seluruh kegiatan usaha yang berkaitan dan menunjang kegiatan usaha utama Perseroan, selama tidak melanggar ketentuan dan peraturan perundang-undangan yang berlaku.

Pasal 4 ayat 3 huruf e

Dalam hal penyeteroran tersebut berasal dari laba ditahan Agio saat laba bersih Perseroan dan/atau unsur modal sendiri, maka laba ditahan, agio saham, laba bersih Perseroan dan/atau unsur modal sendiri lainnya tersebut sudah dimuat dalam Laporan Keuangan Tahunan terakhir yang telah diperiksa oleh Akuntan yang terdaftar di OJK dengan pendapat wajar tanpa pengecualian.



Changes in the Company's Articles of Association

Pasal 6 ayat 4

Pada surat saham sekurangnya harus dicantumkan:

- a. Nama dan alamat pemegang saham;
- b. Nomor surat saham;
- c. Nilai Nominal saham;
- d. Tanggal pengeluaran surat saham;

Pasal 16 ayat 1

Perseroan diurus dan dipimpin oleh suatu Direksi yang terdiri dari paling sedikit 3 (tiga) orang anggota Direksi, yang seorang diantaranya wajib diangkat sebagai Direktur Utama, dan dalam hal diperlukan anggota Direksi lain dapat diangkat sebagai wakil direktur utama

Pasal 18 ayat 5

Pada Rapat Direksi yang telah dijadwalkan, bahan rapat disampaikan kepada peserta sebelum pelaksanaan rapat dengan memberikan waktu yang cukup bagi Peserta rapat untuk membacanya.



Changes in the Company's Articles of Association

Pasal 19 ayat 18 huruf a

Seorang anggota Dewan Komisaris berhak mengundurkan diri dari jabatannya dengan memberitahukan secara tertulis mengenai maksud tersebut kepada Perseroan sebelum masa jabatannya berakhir, kecuali apabila ditentukan lain oleh RUPS.

Pasal 23 ayat 9

Perseroan wajib mengumumkan Laporan Keuangan Tahunan Perseroan yang telah diperiksa oleh Akuntan Publik dalam situs web Bursa Efek Indonesia dan situs Web Perseroan sebagaimana dimaksud dalam Peraturan Otoritas Jasa Keuangan, dengan memperhatikan peraturan perundang-undangan, Peraturan Otoritas Jasa Keuangan, dan peraturan yang berlaku di bidang Pasar Modal.

Thank You.

Banking, Above & Beyond

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