

STOCK OPTION PROGRAM BY EMPLOYEES AND/OR MANAGEMENT

Pursuant to the Resolution of the Extraordinary GMS dated 20 May 2003 as stated in the Notarial Deed of Sutjipto, S.H., No. 142 dated 29 May 2003, Bank Mandiri's shareholders also approved the share ownership plan by employees and Directors through the Employee Stock Allocation (ESA) Program and the Granting of Stock Option to Management Stock Option Plan (MSOP). The ESA program consists of a Share Plan Bonus program and a Share Purchase at Discount program. While the MSOP program is intended for Directors and leadership employees at certain levels or criteria. The fees and discounts for the ESA program are borne by Bank Mandiri, whose expenses comes from the established reserves. The management and implementation of ESA and MSOP programs are carried out by the Board of Directors, while supervision is carried out by the Board of Commissioners.

On 14 July 2003, the Government of the Republic of Indonesia released 4,000,000,000 of its shares, representing 20.00% of its ownership in Bank Mandiri, through an Initial Public Offering (IPO). As a follow-up to the Government Regulation of the Republic of Indonesia No. 27/2003 dated 2 June 2003 which approved the divestment of up to 30.00% of the Government's ownership in Bank Mandiri and based on the decision of the Privatization Policy Team of State-Owned Enterprises No. Kep-05/TKP/01/2004 dated 19 January 2004, the Government of the Republic of Indonesia further divested 10.00% ownership in Bank Mandiri or as many as 2,000,000,000 Series B ordinary shares on 11 March 2004 through private placement.

At the time of the IPO on 14 July 2003, Bank Mandiri granted stock purchase options to management through the MSOP Phase 1 (one) program totaling 378,583,785 options with an execution price of Rp742.50 (full value) per share and a nominal value of Rp500 (full value) per share. This stock option grant is recorded in the Equity - Stock Option item with a fair value of Rp69.71 (full value) per share. The options exercised from MSOP Phase 1 (one)

amounted to 375,365,957 shares, resulting in an increase in Issued and Paid-up Capital of Rp187,683, an increase in Agio Share of Rp117,193.

Furthermore, at the Annual GMS on 16 May 2005, MSOP Phase 2 (two) of 312,000,000 stock options was approved. The execution price per share is Rp1,190.50 (full value) for the first year and Rp2,493 (full value) for the second and following years. The nominal value per share is Rp500 (full value). This stock option grant is recorded in equity post - stock options with a fair value of stock options of Rp642.28 (full value) per share. The options exercised from MSOP Phase 2 (two) amounted to 311,713,697 shares, resulting in an increase in issued and paid-up capital of Rp155,857 and an increase in agio share of Rp425,233.

The Annual GMS on 22 May 2006 approved the granting of MSOP Phase 3 (three) totaling 309,416,215 stock options. The GMS also authorizes the Board of Commissioners to determine the implementation and supervision policy for the MSOP Phase 3 (three) program and report it at the upcoming GMS. The option execution price per MSOP Phase 3 (three) share is Rp1,495.08 (full value) with a nominal value of Rp500 (full value) per share. This stock option grant is recorded in the Equity post - Stock Options with a fair value of stock options of Rp593.89 (full value) per share. The options exercised from MSOP Phase 3 (three) amounted to 309,415,088 shares, resulting in an increase in issued and paid-up capital of Rp154,707 and an increase in agio share of Rp491,651.

On 27 December 2010, the Bank has made its first registration to OJK (formerly the Capital Market and Financial Institutions Supervisory Agency (Bapepam and LK)) in the framework of a Limited Public Offering (Rights Issue) to the Bank's shareholders for the Issuance of Preemptive Rights (HMETD) of 2,336,838,591 series B shares. The Bank has submitted a notification regarding the Rights Issue to Bank Indonesia through a letter dated 17 September

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2010. This Rights Issue has also been promulgated through Government Regulation of the Republic of Indonesia No. 75 of 2010 dated 20 November 2010. The Rights Issue has received effective approval from Bapepam and LK through letter No. S-807/BL/2011 dated 27 January 2011, where the Rights Issue became effective after obtaining approval from shareholders in the Extraordinary General Meeting of Shareholders held on 28 January 2011.

Preemptive rights of 2,336,838,591 shares were traded during the period 14 - 21 February 2011 with an exercise price of Rp5,000 (full value) per share resulting in an increase in issued and paid-up capital of Rp1,168,420. Based on the resolution of the EGMS dated 21 August 2017, Bank Mandiri's shareholders, among others, approved a stock split from Rp500 (full value) per share to Rp250 (full value) per share, hence the issued capital becomes 46,666,666,666 shares consisting of 1 (one) Dwiwarna Series A share and 46,666,666,665 Series B shares. The stock split par value became effective on 13 September 2017.

As a continuation of the previously distributed ESOP and MSOP programs, Bank Mandiri provides similar programs to employees and Management with predetermined grant and vesting requirements.

Bank Mandiri has a Management Stock Ownership Program (MSOP) in the form of Long-Term Incentive (LTI) of shares measured based on the achievement of company performance targets (Performance Share Plan) for the Board of Directors and Board

of Commissioners non-Independent to provide motivation in improving performance in the future, rewarding efforts to maintain and/or increase stock value in the long term. The LTI program for the Board of Directors and Board of Commissioners is given based on the performance period of 2022 - 2024. The performance measurement period/ Performance/ Vesting Period is Annual (January to December) for 3 years (2022-2024). LTI vests fully in the 4th year (2025) after the financial statements are audited by independent auditors and the annual report is approved by/determined at the GMS. The calculation of achieving performance targets uses a 3-year average calculation (2022-2024) with indicators, namely Total Shareholder Return (TSR), Return on Equity (ROE) and Non-Performing Loan (NPL).

Bank Mandiri also has an Employee Stock Ownership Program (ESOP) in order to increase the sense of belonging while motivating employees to make the best contribution in the long term. ESOPs are given to certain grades and levels of positions that meet the criteria according to Management approval consisting of individual performance, talent classification, and employee track record. During the period 2015 to 2022, Bank Mandiri has distributed 96,003,800 shares with a vesting period of 3 - 5 years. In 2023, Bank Mandiri does not have an Employee Stock Ownership Program (ESOP).

Bank Mandiri will implement a similar shareholding program for employees and management in the following years.