



Information and Material Facts After The Date of Accountant Reports

Until completion of Annual Report preparation, no description of significant events after the date of the accountant report is provided, including their impact on business performance and risks in the future.

Policies, Announcements and Dividend Payments

Dividend Policy

The distribution of dividends by Bank Mandiri is done once a year through the process of determining and approval of the Shareholders at the Annual General Meeting of Shareholders (AGMS). Bank Mandiri has a policy to distribute dividends to shareholders while maintaining a dividend payout ratio of around 50% of net income annually, unless the AGMS states otherwise depending on various considerations related to the performance of the year concerned. Some of these factors include the level of financial soundness of Bank Mandiri, the level of capital adequacy, the need for Bank Mandiri funds for further business expansion, without reducing the right of the AGMS of Bank Mandiri to determine in accordance with the provisions of the Company's Articles of Association.

Bank Mandiri will only pay dividends from net profit under Indonesian law and will pay dividends (if any) in cash in Rupiah and continue to comply with applicable regulations on the stock exchange by making timely payments. Bank Mandiri has no restrictions (negative covenants) in connection with restrictions on third parties in the context of dividend distribution that can harm the rights of public shareholders.

Announcement and Dividend Payout

Dividend distribution is carried out based on the GMS Decision as described below

Table of Announcement and Dividend Payment for 2015-2019

Description	Year book of 2019	Year book of 2018	Year book of 2017	Year book of 2016	Year book of 2015
Net Profit (million IDR)	27,482,13	25,015,02	20,639,68	13,806,57	20,334,97
Dividend (million IDR)	16,489,28	11,256,76	9,287,86	6,212,95	6,100,49
Dividend Per Share (IDR)	353,34	241,22	199,02552	266,26947	261,44958
Number of Shares	46,666,666,666	46,666,666,666	46,666,666,666	23,333,333,333	23,333,333,333
Dividend Pay Out Ratio (%)	60%	45%	45%	45%	30%
Date of Announcement	19 February 2020	16 May 2019	23 March 2018	14 March 2017	21 March 2016
Date of Payment	20 March 2020	19 June 2019	20 April 2018	13 April 2017	22 April 2016

Announcement and Dividend Payment for the 2019 Fiscal Year

On February 19, 2020, Bank Mandiri held an AGMS which approved and determined the use of Bank Mandiri's net profit for the financial year ended December 31, 2019 reaching to IDR27,482,133,229,323.20 as follows:

- 60% of Bank Mandiri's net profit for the financial year 2019 reaching to IDR16,489,279,937,593.92 distributed as cash dividends to shareholders and special dividends for the Government/State of the Republic of Indonesia would be paid in accordance with statutory provisions. To grant power and authority to the Board of Directors to regulate the procedure and implementation of the cash dividend payment and further announce in accordance with the applicable regulations with the allocation of:
 - Shareholders of the Government/Republic of Indonesia are 60%
 - Public shareholders by 40%.
- A total of 40% of Bank Mandiri's net profit for the 2019 financial year was determined as Retained Earnings.

The dividend payment for the 2019 financial year was made on March 20, 2020 while the financial performance for the 2020 financial year would be decided at the AGMS in 2021.



Announcement And Dividend Payment For Financial Year 2018

Bank Mandiri GMS dated 16 May 2019 has approved and decided the use of Bank Mandiri net profit of the financial year ended in 31 December 2018 amounting IDR25.015.020.898.824,50 as detailed below:

1. 45% of the Company's Net Profit for the period of 1 January - 31 December 2015, or IDR6,100,490,253,271.41, will be distributed as cash dividend to the shareholders, while dividend for Government/Republic of Indonesia shall be paid pursuant to the laws and regulations. To grant power and authority to the Board of Directors to regulate the procedure and implementation of cash dividend payment, and to further announce it pursuant to the applicable provision with the distribution allocation as follows:
 - Amounting to 60% for Government/Republic of Indonesia Shareholder
 - Amounting to 40% to majority shareholders.
2. Amounting to 55% of the Company's Net Profit or IDR11,956,960,896,411.96 will be booked as Retained Earning.

Employee Stock Option Program (ESOP)/Management Stock Option Program (MSOP)

Based on the Resolution of the GMSE dated 29 May 2003 as stated in the Notarial deed of Sutjipto, S.H., No. 142 dated May 29, 2003, the shareholders of Bank Mandiri also approved plans for share ownership by employees and Directors through the Employee Stock Allocation ("ESA") Program and Provision of Management Stock Option Plan ("MSOP"). The ESA Program consisted of a Share Plan Bonus and a Share Purchase at Discount program. Meanwhile, the MSOP program was aimed at Directors and employees at grade level or certain criteria. The fees and discounts on the ESA program became the responsibility of Bank Mandiri, whose expenses are sourced from reserves that have been formed. The management and implementation of the ESA and MSOP programs would be handled by the Board of Directors, while the supervision was carried out by the Board of Commissioners.

On July 14, 2003, the Government of the Republic of Indonesia released 4,000,000,000 shares, representing 20% 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 June 2, 2003 which approved a divestment of up to 30.00% of Government ownership in Bank Mandiri and based on the decision of the State Owned Enterprise Privatization Team No. Kep-05/TKP/01/2004 dated January 19, 2004, the Government of the Republic of Indonesia carried out a further divestment of 10.00% ownership in Bank Mandiri or as many as 2,000,000,000 Common Series B shares on March 11, 2004 through a private placement.

During the IPO on July 14, 2003, Bank Mandiri gave the option to purchase shares to management through the MSOP Stage 1 (one) program of 378,583,785 options with an execution price of IDR742.50 (full amount) per share and nominal value of IDR500 (value full) per share. The issuance of this stock option was accounted for at the Equity - Stock Option at a fair value of IDR.69.71 (full amount) per share. The option executed from MSOP Stage 1 (one) is 375,365,957 shares, resulting in an increase in the Issued and Paid Up Capital of IDR.187,683, the addition of the Shareholder Agio of IDR.117,193. MSOP Stage 1 (one) could be executed until July 13,

2008 as announced at the Announcement of the Indonesia Stock Exchange (formerly the Jakarta Stock Exchange) No. Peng-262/BEJ. PJS/P/07-2004 dated July 14, 2004.

Furthermore, at the Annual General Meeting of Shareholders dated May 16, 2005, MSOP Phase 2 (two) was approved for 312,000,000 options stock. The execution price per share is IDR1,190.50 (full amount) as the implementation in the first year and IDR2,493 (full amount) as the implementation in the second year and in the following year. The nominal value per share was IDR500 (full amount). The issuance of this stock option was recorded in equity - stock options with fair value of stock options amounting to IDR642.28 (full amount) per share. The options executed from MSOP Stage 2 (two) are 311,713,697 shares resulting in the addition of issued and paid-up capital of IDR.155,857 and additional share premiums of IDR.425,233. The 5 (last period) period of implementation of MSOP Stage 2 (two) option conversion rights is May 4, 2010 for 30 exchange days as announced in the Announcement of the Indonesia Stock Exchange (formerly the Jakarta Stock Exchange) No. Peng-97/BEJ-PSJ/P/02-2007 dated February 2, 2007. MSOP Stage 2 (two) stock options which were not executed were 286,303 shares or IDR.184 which passed the implementation period which was recorded as an additional share premium.

The Annual General Meeting of Shareholders dated May 22, 2006 approved the granting of MSOP Stage 3 (three) of 309,416,215 stock options. The GMS also authorized the Board of Commissioners to establish MSOP Stage 3 (three) implementation and supervision policies and report them at the upcoming GMS. The MSOP Stage 3 (three) option price per share of MSOP Stage 3 was IDR1,495.08 (full amount) with a nominal value of IDR500 (full amount) per share. This stock option was recorded at the Equity - Stock Option post with a fair value of stock options of IDR.593.89 (full amount) per share. Options executed from MSOP Stage 3 (three) amounted to 309,415,088 shares resulting in the addition of issued and paid-up capital of IDR154,707 and additional share premiums of IDR491,651.