

INFORMATION DISCLOSURE

In Order to Fulfill Financial Services Authority Regulation No. 29 year 2023 Regarding the Buyback of Shares Issued by Publicly-Listed Companies

DISCLOSURE OF INFORMATION TO SHAREHOLDERS IN CONNECTION WITH THE BUYBACK OF SHARES PLAN AND TRANSFER OF SHARES RESULTING FROM THE BUYBACK OF PT BANK OCBC NISP TBK

PT Bank OCBC NISP Tbk ("Company")

Business Activity: Banking Service

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Background

It is, hereby, notified to the shareholders of the Company that the Company will conduct Annual General Meeting of Shareholders ("AGMS") on Monday, 18 March 2024 which is one of the agenda of the Company's plan to buy back shares issued by the Company and recorded on PT Bursa Efek Indonesia ("Stock Exchange") and transfer of buyback shares for the distribution of variable remuneration. This share buyback and its transfer of shares from the buyback will be conducted in accordance with the prevailing laws and regulations of the Republic of Indonesia, including Laws of The Republic of Indonesia No. 40 year 2007 regarding Law of Limited Liability Company, as last amended by Government Regulation in Lieu of Law No. 2 of 2022 on Job Creation and Financial Services Authority Regulation No. 29 Year 2023 regarding the Buyback of Shares Issued by Publicly-Listed Companies ("POJK No. 29/2023").

I. Detailed information to comply with Article 4 of OJK Regulation No. 29/2023:

A. Estimated Schedule, Estimated Shares Buyback Cost, and Estimated Nominal Value of All Shares to be Repurchased

The Buyback of shares will be implemented at the latest 12 (twelve) months since the approval of share buyback of the Company by AGMS which is planned on 18 March 2024.

The estimated cost required to buy back the shares is maximum of Rp 800,000,000,- (eight hundred million Rupiah) including broker-dealer commissions and other related costs.

Shares of the Company to be repurchased at maximum 0.002% (zero point zero zero two percent) of the total issued and fully paid shares or maximum of 402,000 (four hundred and two thousand) shares.

B. Explanations, Considerations and Reasons for the Buyback of Shares of Publicly-Listed Company

The Buyback of shares is done by the Company in the event of awarding variable remuneration for 2023 performance to the management and employees of the Company in order to fulfill the Financial Services Authority Regulation No. 45/POJK.03/2015 Regarding Implementation of Governance in Providing Remuneration for Commercial Banks ("OJK Regulation No. 45/POJK.03/2015").

The implementation of shares buyback in the event of awarding variable remuneration for the management and employees is in accordance to Financial Services Authority Regulation No. 29/2023 and will be implemented by following and abiding to the applicable laws and regulations.

C. Estimated Decrease in the Publicly-Listed Company's Revenue as a Result of the Implementation of Share Buyback and Impact on Financing Cost of the Publicly-Listed Company

The Company believes that the implementation of the share buyback transaction will not have a material adverse effect on the Company's business activities, considering that the Company has sufficient working capital and cash flow to conduct transaction financing in conjunction with the Company's business activities.

D. Proforma of the Publicly-Listed Company's Earnings per Share After Buyback of Shares Plan being Implemented By Considering Decreased Revenue

The Company recorded earnings per share of Rp 177.4, while the proforma earnings per share after shares buyback is amounted to Rp 177.4.

| Descriptions | 30 September 2023 (in million Rupiah, unless otherwise stated) | | |
|---------------------------------------|--|-----------|----------------|
| | Before Buyback | Impact | After Buyback |
| Total Asset | 246,997,563 | (800) | 246,996,763 |
| Net profit | 3,053,352 | | 3,053,352 |
| Equity | 35,979,134 | (800) | 35,978,334 |
| Number of outstanding shares (shares) | 22,945,296,972 | (402.000) | 22,944,894,972 |
| Earnings per Share (Full Value) | 177.4 | | 177.4 |
| Return on Assets (ROA) | 2.1% | | 2.1% |
| Return on Equity (ROE) ¹⁾ | 12.0% | | 12.0% |

1)ROE calculation using Bank's average tier 1 Equity.

E. Share Price Restrictions For Share Buyback

The Company will conduct the buyback of shares according to the Financial Services Authority Regulation No. 29 Year 2023 i.e:

1. In the case whereby buyback of shares is done through Stock Exchange, the purchase transaction is carried out through 1 (one) Stock Exchange Member and the offer price to buy back the shares should be lower or equal to the price of the transaction that occurred prior to that.
2. In the case of buyback of shares is done outside the Stock Exchange and by considering the Company's shares listed and traded on the Stock Exchange, the buyback share price shall be at the highest of the average price of daily closing price on the Stock Exchange for the last 90 (ninety) days prior to the date of shares buyback by the Company.

F. Time Restriction of Share Buyback Period

The share buyback is planned to be no later than 12 (twelve) months from the date of AGMS approval.

G. Methods to Be Used to Repurchase Shares

According to the OJK Regulation No. 29/2023, the Company will purchase shares through both on the Stock Exchange and outside the Stock Exchange.

H. Management Discussion and Analysis on The Effect of Share Buyback on Business And Growth Of The Publicly-Listed Company In The Future

The Company believes that the implementation of the share buyback will not affect the Company's business activities and operations, as the Company already has sufficient capital (CAR) according to the prevailing regulations.

I. The source of funds that will be used for the share buyback implementation.

The Company ensures that the source of funds that will be used to carry out the share buyback will be entirely internal funds from the Company, are not funds from a public offering and are not funds originating from loans and/or debt in any form, and do not significantly affect the Company's financial ability to meet its requirements obligations that will mature.

II. Detailed information to comply with Article 25 letter e of POJK No. 29/2023:

1. Background

1.1 Date of approval of the share repurchase GMS

The agenda for the buyback of company shares (share buyback) and the transfer of shares resulting from the buyback to provide variable remuneration will be submitted to the Company's AGMS on 18 March 2024 to obtain approval at the AGMS.

1.2 Period for implementing share buybacks

The share buyback will be carried out no later than 12 (twelve) months after the approval of the Company's share buyback by the AGMS.

1.3 Realization of share buybacks

Realization of share buybacks will be carried out according to number 1.2 above.

1.4 Source of shares resulting from the buyback to be transferred

The source of the shares resulting from the buyback which will be transferred to provide variable remuneration comes from the share buyback according to number 1.2 above.

1.5 Deadline for transfer of repurchased shares

The company will transfer the shares resulting from the buyback within a maximum period of 3 years after completion of the share buyback.

1.6 Number of shares to be transferred

The company will transfer the shares resulting from the buyback to provide variable remuneration in the amount of 402,000 shares.

2. Purpose of share transfer

The share buyback and transfer of shares resulting from the buyback was carried out by the Company in the context of providing variable remuneration for performance in 2023 to the Company's management and employees to comply with OJK Regulation No. 45/POJK.03/2015

3. Requirements for employees, directors and/or commissioners as parties entitled to receive shares

- The Company has a policy of providing long-term, performance-based compensation to management and/or employees as Material Risk Takers (MRT), in line with OJK Regulation No. 45/POJK.03/2015, the Company provided variable remuneration in the form of shares to MRT.
- To avoid conflicts of interest, the Company does not provide variable remuneration for commissioners.

4. Planned implementation period (exercise)

The company will transfer the shares resulting from the buyback to management and/or employees who are MRT parties within a maximum period of 3 years after the completion of the share buyback.

5. Exercise price or method of calculating the exercise price of shares

The exercise price is in accordance with the share buyback price.

6. Amount of payments by employees, directors and/or board of commissioners of a Publicly-Listed Company

There is no amount of payment by management and/or employees.

7. Pro forma capital structure before and after the exercise period

| Description | 30 September 2023 (in million Rupiah) | | | | |
|-------------|---------------------------------------|--------|---------------------|--------|----------------------------------|
| | Before Share Buyback | Impact | After Share Buyback | Impact | After Transfer of Buyback Shares |
| Equity | 35,979,134 | (800) | 35,978,334 | 800 | 35,979,134 |

8. Lock Up provisions, if there are Lock Up provisions

There is no Lock Up for the transfer of shares which are already vested in MRT.

This Disclosure of Information was delivered in Jakarta, on 24 January 2024