

# **ASEAN CORPORATE GOVERNANCE SCORECARD**

Part A : Hak-hak Pemegang Saham

*Rights of Shareholders*

## Appendix

### Level 1

A.	Rights Of Shareholders	Explanation
<b>A.1</b>	<b>Basic Shareholder Rights</b>	
<b>A.1.1</b>	Does the company pay (interim and final/annual) dividends in an equitable and timely manner; that is, all shareholders are treated equally and paid within 30 days after being (i) declared for interim dividends and (ii) approved by shareholders at general meetings for final dividends? In case the company has offered Scrip dividend, did the company paid the dividend within 60 days.	Based on the AGMS convened on 20 May 2022, PermataBank has declared to pay dividend to shareholders on 21 June 2022. Reference on the announcement of the AGMS 2022 resolutions and dividend schedule: <a href="https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permat a.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permat a.pdf</a>
<b>A.2</b>	<b>Right to participate in decisions concerning fundamental corporate changes</b>	
	<i>Do shareholders have the right to participate in:</i>	
A.2.1	Amendments to the company's constitution?	All shareholders have equal rights to participate in amendments to the Company's Articles of Association subject to requirements as stipulated in the Company's Articles of Association and related regulations.  Based on the Articles of Association of PermataBank: <a href="https://www.permatabank.com/sites/default/files/Articles%20of%20Association 1.pdf">https://www.permatabank.com/sites/default/files/Articles%20of%20Association 1.pdf</a>
A.2.2	The authorisation of additional shares?	All shareholders have equal rights to authorize additional shares subject to quorum and voting requirements as stipulated in the Company's Articles of Association and related regulations. Based on the Articles of Association of PermataBank: <a href="https://www.permatabank.com/sites/default/files/Articles%20of%20Association 1.pdf">https://www.permatabank.com/sites/default/files/Articles%20of%20Association 1.pdf</a>

A.2.3 The transfer of all or substantially all assets, which in effect results in the sale of the company? All shareholders have equal rights to participate to decide on the transfer of all or substantially all assets subject to the quorum and voting requirements as stipulated in the Company's Articles of Association and related regulations.

Based on the Articles of Association of PermataBank:

[https://www.permatabank.com/sites/default/files/Articles%20of%20Association\\_1.pdf](https://www.permatabank.com/sites/default/files/Articles%20of%20Association_1.pdf)

**A.3 Right to participate effectively in and vote in general shareholder meetings and should be informed of the rules, including voting procedures, that govern general shareholder meetings**

A.3.1 Do shareholders have the opportunity, evidenced by an agenda item, to approve remuneration (fees, allowances, benefit-in-kind and other emoluments) or any increases in remuneration for the non-executive directors/commissioners? All shareholders have the opportunity to approve remuneration or any increases in remuneration subject to the Company's Articles of Association and related regulations.

Referring to the resolutions of AGMS 2022 on the voting related to remuneration:

[https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution\\_Bank%20Permata.pdf](https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permata.pdf)

Based on the Articles of Association of PermataBank:

[https://www.permatabank.com/sites/default/files/Articles%20of%20Association\\_1.pdf](https://www.permatabank.com/sites/default/files/Articles%20of%20Association_1.pdf)

A.3.2 Does the company provide non-controlling shareholders a right to nominate candidates for board of directors/commissioners? The Company provides non-controlling shareholders a right to nominated candidates for board of directors/commissioners subject to requirements as stipulated in the Company's Articles of Association and related regulations.

Based on the Articles of Association of PermataBank:

[https://www.permatabank.com/sites/default/files/Articles%20of%20Association\\_1.pdf](https://www.permatabank.com/sites/default/files/Articles%20of%20Association_1.pdf)

<p>A.3.3 Does the company allow shareholders to elect directors/commissioners individually?</p>	<p>Subject to requirements as stipulated in the Company's Articles of Association and related regulations.</p> <p>Based on the Articles of Association of PermataBank:  <a href="https://www.permatabank.com/sites/default/files/Articles%20of%20Association_1.pdf">https://www.permatabank.com/sites/default/files/Articles%20of%20Association_1.pdf</a></p>
<p>A.3.4 Does the company disclose the voting procedures used before the start of meeting?</p>	<p>The Company discloses the voting procedure and any rules related to the GMS in the Company's website since the date of the GMS invitation. Related website link:  <a href="https://www.permatabank.com/sites/default/files/documents/pdf/Meeting%20Rules_1.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/Meeting%20Rules_1.pdf</a></p> <p>Based on the Articles of Association of PermataBank:  <a href="https://www.permatabank.com/sites/default/files/Articles%20of%20Association_1.pdf">https://www.permatabank.com/sites/default/files/Articles%20of%20Association_1.pdf</a></p>
<p>A.3.5 Do the minutes of the most recent AGM record that the shareholders were given the opportunity to ask questions and the questions raised by shareholders and answers given recorded?</p>	<p>The latest AGMS minute has recorded the opportunity given to shareholders to ask questions and whether there was any question asked or not in the AGMS.</p> <p>Reference from the AGMS 2022 resolutions:  <a href="https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permat a.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permat a.pdf</a></p> <p>The information of Question and Answer is available in the Company's website.  <a href="https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders">https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders</a></p>
<p>A.3.6 Does the company disclose the voting results including approving, dissenting, and abstaining votes for all resolutions/each agenda item for the most recent AGM?</p>	<p>The Company disclosed the voting results for all resolutions/each agenda item for the AGMS 2022. The reference from the AGMS 2022 resolutions announced in the Company's website:  <a href="https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permat a.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permat a.pdf</a></p>

<https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders>

<p>A.3.7 Does the company disclose the list of board members who attended the most recent AGM?</p>	<p>The Company disclosed the members of the board who attended the AGMS 2022. The reference from the AGMS 2022 resolutions announced in the Company's website:  <a href="https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permat a.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permat a.pdf</a>   <a href="https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders">https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders</a></p>
<p>A.3.8 Does the company disclose that all board members and the CEO (if he is not a board member) attended the most recent AGM?</p>	<p>Based on resolutions AGMS 2022:  <a href="https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permat a.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permat a.pdf</a>   <a href="https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders">https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders</a></p>
<p>A.3.9 Does the company allow voting in absentia?</p>	<p>Based on the Articles of Association of PermataBank and Invitation of AGMS 2022:  <a href="https://www.permatabank.com/sites/default/files/Articles%20of%20Association_1.pdf">https://www.permatabank.com/sites/default/files/Articles%20of%20Association_1.pdf</a>   <a href="https://www.permatabank.com/sites/default/files/documents/pdf/AGMS%20Invitation_BNLI.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/AGMS%20Invitation_BNLI.pdf</a></p>
<p>A.3.10 Did the company vote by poll (as opposed to by show of hands) for all resolutions at the most recent AGM?</p>	<p>The Company applied hybrid votes based on the AGMS 2022 resolutions:  <a href="https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permat a.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permat a.pdf</a>   <a href="https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders">https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders</a></p>

<p>A.3.11 Does the company disclose that it has appointed an independent party (scrutineers/inspectors) to count and/or validate the votes at the AGM?</p>	<p>The Company disclosed appointment of an independent party to validate the votes at the AGMS 2022, based on the AGMS 2022 resolutions:  <a href="https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permat a.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permat a.pdf</a>   <a href="https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders">https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders</a></p>
<p>A.3.12 Does the company make publicly available by the next working day the result of the votes taken during the most recent AGM/EGM for all resolutions?</p>	<p>The Company announced the AGMS 2022 resolutions on the next working day after the AGMS, based on the AGMS resolutions:  <a href="https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permat a.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permat a.pdf</a>   <a href="https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders">https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders</a></p>
<p>A.3.13 Does the company provide at least 21 days notice for all AGMs and EGMS?</p>	<p>The Company announced the notice for AGMS on 20 May 2022 and for the EGMS on 25 January 2022 in the Company's website 28 days prior to the AGMS and EGMS. Related documents:  <a href="https://www.permatabank.com/sites/default/files/documents/pdf/AGMS%20Invitation_BNLI.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/AGMS%20Invitation_BNLI.pdf</a>   <a href="https://www.permatabank.com/sites/default/files/documents/pdf/EGMS%20Invitation_Bank%20Permata_0.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/EGMS%20Invitation_Bank%20Permata_0.pdf</a>             Based on the notice of AGMS 2022 and EGMS:  <a href="https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders">https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders</a></p>

A.3.14 Does the company provide the rationale and explanation for each agenda item which require shareholders' approval in the notice of AGM/circulars and/or the accompanying statement?

The explanation for each agenda provided in the Company's website 28 days prior to AGMS/at the same time with the announcement of the AGMS notice.

Related documents:

<https://www.permatabank.com/sites/default/files/documents/pdf/Additional%20AGMS%20Agenda%20Exlanation.pdf>

[https://www.permatabank.com/sites/default/files/Articles%20of%20Association\\_1.pdf](https://www.permatabank.com/sites/default/files/Articles%20of%20Association_1.pdf)

Based on notice of AGMS 2022 and explanation of the agenda:

<https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders>

A.3.15 Does the company give the opportunity for shareholder to place item/s on the agenda of AGM?

The Company provided the opportunity to place item on the AGMS agenda subject to requirements on the Company's Articles of Association and related regulations. The Company has announced the opportunity in the announcement of AGMS on 14 days prior to notice of AGMS. Related document:

<https://www.permatabank.com/sites/default/files/documents/pdf/AGMS%20Announcement1.pdf>

Based on announcement of AGMS 2022:

<https://www.permatabank.com/sites/default/files/documents/pdf/AGMS%20Announcement1.pdf>

**A.4 Markets for corporate control should be allowed to function in an efficient and transparent manner**

A.4.1 In cases of mergers, acquisitions and/or takeovers requiring shareholders' approval, does the board of directors/commissioners of the company appoint an independent party to evaluate the fairness of the transaction price?

Refer to documents related to acquisition which took place in 2020:

<https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders>

<https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/Corporate-Actions>

**A.5 The exercise of ownership rights by all shareholders, including institutional investors, should be facilitated**

A.5.1 Does the company disclose its practices to encourage shareholders to engage with the company beyond AGM?

Based on information in PermataBank website, include Shareholders and Investors Communication Policy and material of public expose:

[https://www.permatabank.com/sites/default/files/documents/pdf/PLRPBP%2006%20Shareholders%20dan%20Investors%20Communication%20Policy%20%28fin1%29\\_0.pdf](https://www.permatabank.com/sites/default/files/documents/pdf/PLRPBP%2006%20Shareholders%20dan%20Investors%20Communication%20Policy%20%28fin1%29_0.pdf)

<https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/Corporate-Presentation>