



INFORMATION DISCLOSURE ON THE PLAN FOR THE TRANSFER OF A PORTION OF TREASURY SHARES OF PT BANK BTPN SYARIAH TBK

Introduction

PT Bank BTPN Syariah Tbk (the "Company") has carried out the Repurchase of Shares of the Company on October 23, 2019, as referred to in the Regulation of Financial Services Authority No.30/POJK.04/2017 regarding the Repurchase of Shares Issued by Public Company (the "POJK No. 30/2017"), based on the resolution of the Extraordinary General Meeting of Shareholders convened on September 2, 2019.

The Objective of the Repurchase of Shares of the Company is as having been published through the Information Disclosure by means of Kompas and Kontan Daily Newspapers, the Website of the Financial Services Authority and the Indonesian Stock Exchange as well as the Website of the Company on July 25, 2019, which is in the framework of providing variable remuneration to the Members of the Board of Directors over the performance of the Company, to comply with the Regulation of the Financial Services Authority Number 59/POJK.03/2017 Regarding the Application of Governance in the Providing of Remuneration for Sharia Commercial Banks and Sharia Business Units (the "POJK No.59/2017").

Total number of shares which have been repurchased aforesaid (the "Treasury Shares") are as have been reported in the Financial Statement of the Company per September 30, 2020, totaling 2,500,000 (two million five hundred thousand) shares, with the aggregate acquisition cost in the amount of Rp. 9,763 Million.

Explanation related to the completion of the first and second transfers over a portion of Treasury Shares of the Company in the year 2020 and 2021

Referring to POJK No.30/2017 related to the time of transfer of shares resulting from the repurchase, then, the Company has fulfilled the provisions to start carrying out the transfer of shares resulting from the repurchase within a period of 3 (three) years starting as of the completion of the process of repurchase of shares in October 23, 2019.

The Company has carried out the First and the Second transfer of shares:

- The first transfer over a portion of the Treasury shares, the implementation process of which is as published through information Disclosure of the Company on January 8, 2021, by means of Bisnis Indonesia Daily Newspaper, the Website of the Financial Services Authority, the Indonesian Stock Exchange, and the Website of the Company regarding the Plan for the Transfer of a Portion of Treasury Shares and has carried out the distribution of a portion of Treasury Shares of the Company on January 25, 2021, totaling to 402,800 (Four Hundred Two Thousand Eight Hundred) shares to the Recipients based on the amount of deferred variable remuneration (Deferred Bonus) over the performance of the Company for the Financial Year of 2018 and has delivered the Report on the Ownership or Change of Ownership of Shares of the Members of the Board of Directors and Information Disclosure of the Company over the Implementation of the Transfer of a portion of Treasury Shares of the Company on January 26, 2021;
- The second transfer over a portion of Treasury shares, the implementation process of which is as published through Information Disclosure of the Company on January 10, 2022, by means of Bisnis Indonesia Daily Newspaper, the Website of the Financial Services Authority, the Indonesian Stock Exchange, and the Website of the Company regarding the Plan for the Transfer of a Portion of Treasury Shares and has carried out the distribution of a portion of Treasury Shares of the Company on January 25, 2022, totaling to 829,200 (Eight Hundred Twenty Nine Thousand Two Hundred) shares to the Recipients based on the amount of deferred variable remuneration (Deferred Bonus) over the performance of the Company for the Financial Year of 2018 and 2019, and has delivered the Report on the Ownership or Change of Ownership of Shares of the Members of the Board of Directors and Information Disclosure of the Company over the Implementation of Transfer of a Portion of Treasury Shares of the Company on January 26, 2022

With the completion of the relevant first and the second transfer over a portion of Treasury shares of the Company, then, the total number of Treasury shares of the Company from initially totaling to 2,500,000 (two million five hundred) shares, becomes totaling to 1,268,000 (one million two hundred sixty eight thousand) shares per December 31, 2022.

Plan for the third Transfer of Shares over a portion of Treasury Shares of the Company

The Company is planning on carrying out further allocation and distribution of a portion of Treasury Shares as a part of the providing of deferred variable remuneration (Deferred Bonus) to the Board of Directors over the performance of the Company for the financial year of 2019 and 2020 as following:

- Transfer of a Portion of Treasury Shares of the Company**
Transfer of a Portion of Treasury Shares was conducted outside the Stock Exchange by using direct distribution to the parties entitled to the deferred variable remuneration (Deferred Bonus) over the performance of the Company for the financial year of 2019 and 2020 as referred to in Article 24 of POJK No. 30/2017.
- The Parties Who Will Receive Treasury Shares of the Company**
The parties who will receive the allocation and distribution of a portion of Treasury Shares (the "First Party") which constitutes deferred variable remuneration (Deferred Bonus) over the performance of the Company for the financial year of 2019 and 2020 to comply with POJK No.59/2017 shall be the Members of the Board of Directors of the Company with the period of term of office from March 6, 2017, up to April 16, 2020 (both those who are incumbent and those who have no longer occupied the office) and the Members of the Board of Directors of the Company with the period of term of office from the year 2020 up to the year 2023, with due observance of the recommendation of the Nomination and Remuneration Committee and by referring to the approval of the Board of Commissioners through the Minutes of Meeting of the Board of Commissioners of the Company Number MOM.012/KOM/CSGC/XI/2022 dated November 11, 2022.

Provisions for the implementation on the payment of variable remuneration

Whereas the implementation of payment of variable remuneration to the members of the Board of Directors of the Company shall be with the approval of the Board of Commissioners through the Minutes of Meeting Number MOM.012/KOM/CSGC/XI/2022 dated November 11, 2022.

This is in line with the result of the resolution of the Extraordinary General Meeting of Shareholders dated September 2, 2019, which resolved that the implementation of repurchase of shares in the framework of providing variable remuneration to the Members of the Board of Directors of the Company, correspondingly the implementation of payment of variable remuneration aforesaid must be with the written approval from the Board of Commissioners.

Provisions on the price of shares at the time of transfer

- For the performance in the year 2019, based on the Individual Letter dated April 16, 2020, then, the price of shares to be used in converting the value of the deferred variable remuneration (Deferred Bonus), shall be the price of shares on April 16, 2020, which is Rp 2.220,- per share.
 - For the performance in the year 2020, based on the Individual Letter dated April 21, 2021, then, the price of shares to be used in converting the value of the deferred variable remuneration (Deferred Bonus), shall be the price of shares on April 21, 2021, which is Rp 3.210,- per share.
- Time of Implementation and Total Number of Transfer of a Portion of Treasury Shares of the Company**
The Transfer of a Portion of Treasury Shares of the Company will be carried out on January 25, 2023, totaling to 651,900 (six hundred fifty one thousand nine hundred) shares or in the amount of Rp.1.633.825.000,- (one billion six hundred thirty three million eight hundred twenty five thousand Rupiah) which will be allocated based on the amount of deferred variable remuneration (Deferred Bonus) over the performance of the Company for the Financial Year of 2019 and 2020 as has been explained in point 2 above in this information disclosure.
 - Status of Treasury Shares of the Company to be allocated to the Recipients**
The Treasury Shares to be allocated and distributed to the Recipients constitute the component of deferred variable remuneration (Deferred Bonus), thus therefore, at the time the Treasury Shares are allocated and distributed on January 25, 2023, the relevant shares will not be imposed with Lock-up Period, thus therefore, they can be transacted and transferred by the Recipients, both through trading at the Indonesian Stock Exchange and/or outside the Stock Exchange.

Thus therefore, this Information is conveyed in the framework of fulfilling the provisions of Article 23 of POJK No.30/2017 related to Information Disclosure.

Jakarta, January 10, 2023
PT Bank BTPN Syariah Tbk
The Board of Directors



BTPN Syariah berizin dan diawasi oleh Otoritas Jasa Keuangan (OJK) dan merupakan peserta penjaminan Lembaga Penjamin Simpanan (LPS)