

Jakarta, 26 Januari 2022

Nomor : S. 031 /DIR/CSGC/I/2022
Lampiran : 1 (satu) lampiran

Kepada Yth.
Otoritas Jasa Keuangan
Kepala Eksekutif Pengawasan Pasar Modal
Gedung Soemitro Djojohadikusumo
Jl. Lapangan Banteng Timur No.204
Jakarta 10710

Direksi PT Bursa Efek Indonesia
Indonesia Stock Exchange Building, Tower I
Jl.Jend. Sudirman Kav. 52-53
Jakarta 12190

Perihal / Regarding : **Keterbukaan Informasi Yang Perlu Diketahui Publik /
Disclosure of Information**

Assalamu'alaikum Wr. Wb,

Dalam rangka memenuhi ketentuan Peraturan Otoritas Jasa Keuangan Nomor 31/POJK.04/2015 tanggal 22 Desember 2015 tentang Keterbukaan Atas Informasi Atau Fakta Material Oleh Emiten Atau Perusahaan Publik dan Keputusan Direksi PT Bursa Efek Indonesia Nomor : Kep-00015/BEI/01-2021 pada tanggal 29 Januari 2021 perihal Perubahan Peraturan Nomor I-E tentang Kewajiban Penyampaian Informasi, dengan ini kami untuk dan atas nama perusahaan menyampaikan laporan informasi atau fakta material sebagai berikut:

In accordance to comply with The Financial Services Authority Regulation Number 31/POJK.04/2015 dated 22 December 2015 regarding The Disclosure of Information or Material Facts by Issuer or Public Company and Decree of Board of The Director of Indonesia Stock Exchange Number Kep-00015/BEI/01-2021 dated 29 January 2021 regarding Amendment to Regulation Number I-E regarding Information Submission Obligation, we hereby for and on behalf of the Company submit the following information or material facts as follows :

Nama Emiten atau Perusahaan Publik
/Name of Issuer or Public Company

: PT Bank BTPN Syariah Tbk

Bidang Usaha / *Line of business*

: Perbankan Syariah/Sharia Banking

Telepon/ *Telephone*

: 021 - 300 26 400

Faksimili / *Facsimile*

: 021 - 292 72 096

Alamat Surat Elektronik (*email*)

: corsec@btpnsyariah.com

- | | | |
|---|---|---|
| 1. Tanggal Kejadian | : | 25 Januari 2022 / 25 January 2022 |
| 2. Jenis Informasi atau Fakta Material | : | Informasi atau fakta material lainnya – Pelaksanaan Pengalihan Sebagian Saham Treasuri / <i>Other information or material facts - Implementation of Partial Transfer of Treasury Shares</i> |
| 3. Uraian Informasi atau Fakta Material | : | <i>Description of Information or Material Facts</i> |

Merujuk kepada Keterbukaan Informasi tanggal 10 Januari 2022 tentang Rencana Pengalihan Sebagian Saham Treasuri PT Bank BTPN Syariah Tbk (Perseroan)

Referring to the Disclosure of Information dated 10 January 2022 concerning the Plan to Transfer Some Treasury Shares of PT Bank BTPN Syariah Tbk (The Company)

Sebagaimana disampaikan pada Keterbukaan Informasi pada tanggal 10 Januari 2022 sebagaimana disebutkan diatas, Perseroan telah melaksanakan pengalihan sebagian dari saham treasuri tersebut sebagai bagian dari pelaksanaan pemberian remunerasi yang bersifat variable untuk Direksi atas kinerja Perseroan untuk tahun buku 2018 dan 2019 sebagai berikut :

As stated in the Disclosure of Information on 10 January 2022 aforesaid, The Company has carried out the transfer of a portion of the treasury shares as part of the implementation of variable remuneration for the Board of Directors for the Company's performance for the 2018 and 2019 financial year as follows:

1. Pengalihan Sebagian Saham Treasuri

Pengalihan Sebagian Saham Treasuri Perseroan tersebut telah dilakukan di luar Bursa Efek Indonesia dengan melakukan pendistribusian langsung kepada pihak yang berhak atas remunerasi yang bersifat variable atas kinerja Perseroan untuk tahun buku 2018 dan 2019 sebagaimana dimaksud dalam Peraturan Otoritas Jasa Keuangan No.30/POJK.04/2017 tentang Pembelian Kembali Saham yang Dikeluarkan Perusahaan Terbuka (Pasal 24).

1. Partial Transfer of the Treasury Shares

The transfer of some treasury shares of The Company has been carried out outside the Indonesian Stock Exchange by distributing directly to the parties entitled to variable remuneration of the Company's performance for the 2018 and 2019 financial year as referred to the Regulation of the Financial Services Authority No.30/POJK.04/2017 regarding the Repurchase of Shares Issued by Public Companies (Article 24).

2. Pihak-Pihak Yang Menerima Saham Treasuri

Pihak-pihak yang akan menerima alokasi dan pendistribusian sebagian Saham Treasuri ("Pihak Penerima") yang merupakan komponen remunerasi yang bersifat variable (deferred bonus)

2. The Parties Who Receiving the Treasury Shares

The parties who will receive the allocation and distribution partial of the Treasury Shares (the "Recipient") which constitutes a variable remuneration component (the deferred bonus) over the performance of the

atas kinerja Perseroan untuk tahun buku 2018 dan 2019 untuk memenuhi Peraturan Otoritas Jasa Keuangan Nomor 59/POJK.03/2017 Tentang Penerapan Tata Kelola dalam Pemberian Remunerasi bagi Bank Umum Syariah dan Unit Usaha Syariah adalah Anggota Direksi Perseroan dengan periode masa jabatan 6 Maret 2017 sampai dengan 16 April 2020 (baik yang saat ini masih menjabat maupun yang sudah tidak menjabat), dengan memperhatikan rekomendasi Komite Nominasi dan Remunerasi dan merujuk kepada persetujuan Dewan Komisaris melalui Risalah Rapat Dewan Komisaris Perseroan Nomor MOM.013/KOM/CSGC/XII/2021 tanggal 16 Desember 2021.

Bahwa pelaksanaan pembayaran remunerasi yang bersifat variable kepada anggota Direksi Perseroan dengan persetujuan Dewan Komisaris ini sebagai pemenuhan hasil keputusan Rapat Umum Pemegang Saham Luar Biasa tanggal 2 September 2019 yang memutuskan bahwa pelaksanaan pembelian kembali saham dalam rangka pemberian remunerasi yang bersifat variable kepada Anggota Direksi Perseroan, demikian pula pelaksanaan pembayaran remunerasi yang bersifat variable tersebut harus dengan persetujuan tertulis dari Dewan Komisaris.

Adapun Pihak-Pihak yang akan menerima sebagian Saham Treasuri Perseroan sebagai berikut:

- a. Untuk kinerja tahun 2018, berdasarkan Surat Individu tertanggal 14 Februari 2019, maka harga saham yang digunakan untuk mengkonversi nilai remunerasi yang bersifat variabel yang ditangguhkan (*Deferred Bonus*), adalah harga saham pada tanggal 15 Februari 2019;

Company for the financial year of 2018 and 2019 to comply with 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 are the Members of the Board of Directors of the Company with the period of term of office from 6 March 2017, up to 16 April 2020 (both those who are incumbent and those who have no longer occupied the office), with due observance of the recommendation of the Nomination and Remuneration Committee and referring to the approval of the Board of Commissioners through the Minutes of Meeting of the Board of Commissioners of the Company Number MOM.013/KOM/CSGC/XII/2021 dated 16 December 2021.

Whereas the implementation of this payment of variable remuneration to the members of the Board of Directors of the Company with the approval of the Board of Commissioners is as the fulfillment of the result of the resolution of the Extraordinary General Meeting of Shareholders dated September 2, 2019, resolving 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, furthermore, the implementation of the payment of variable remuneration aforesaid must be with the written approval of the Board of Commissioners.

Whereas the Parties who will receive partial of the Treasury Shares of the Company are as following:

- a. For the performance in the year 2018, based on the Individual Letter dated February 14, 2019, then, the share price to be used to convert the value of the deferred variable remuneration (Deferred Bonus), is the share price on February 15, 2019;*

b. Untuk kinerja tahun 2019, berdasarkan Surat Individu tertanggal 16 April 2020, maka harga saham yang digunakan untuk mengkonversi nilai remunerasi yang bersifat variabel yang ditangguhkan (*Deferred Bonus*), adalah harga saham pada tanggal 16 April 2020.

b. For the performance in the year 2019, based on the Individual Letter dated April 16, 2020, then, the share price to be used to convert the value of the deferred variable remuneration (*Deferred Bonus*), is the share price on April 16, 2020.

3. Waktu Pelaksanaan dan Jumlah Pengalihan Saham Treasuri

Pengalihan Sebagian Saham Treasuri Perseroan akan dilaksanakan pada tanggal 25 Januari 2022 sejumlah 829.200 (delapan ratus dua puluh sembilan ribu dua ratus) lembar saham atau senilai Rp.1.766.875.000,- (satu miliar tujuh ratus enam puluh enam juta delapan ratus tujuh puluh lima ribu Rupiah) yang akan dialokasikan berdasarkan besaran remunerasi yang bersifat variabel atas kinerja Perseroan untuk Tahun Buku 2018 dan 2019 sebagaimana telah dijelaskan pada butir 2 diatas pada keterbukaan informasi ini.

3. Time of Implementation for the Transfer of the Treasury Shares

The Partial Transfer of the Treasury Shares of the Company will be carried out on January 25, 2022, totaling to 829,200 (eight hundred twenty nine thousand two hundred) shares or in the amount of Rp. 1.766.875.000,- (one billion seven hundred sixty six million eight hundred seventy five thousand Rupiah) which will be allocated based on the amount of the variable remuneration over the performance of the Company for the Financial Years of 2018 and 2019 as has been explained in point 2 above on this information disclosure.

4. Status Saham Treasuri yang dialokasikan kepada Pihak-Pihak Yang Menerima

Saham Treasuri yang akan dialokasikan dan distibusikan kepada Pihak Penerima merupakan komponen remunerasi yang bersifat variabel yang ditangguhkan (*deferred bonus*), dengan demikian pada saat Saham Treasuri dialokasi dan distibusikan pada tanggal 25 Januari 2022, saham dimaksud tidak akan dikenakan *Lock-up Period*, dengan demikian dapat ditransaksikan dan dipindahtangankan oleh Pihak Penerima, baik melalui perdagangan di Bursa Efek Indonesia dan/atau di luar Bursa Efek Indonesia.

4. Status of the Treasury Shares allocated to the Recipients

The Treasury Shares to be allocated and distributed to the Recipient constitute a deferred variable remuneration component (deferred bonus), thus therefore, at the time the Treasury Shares are allocated and distributed on 25 January 2022, the relevant shares will not be imposed with Lock-up Period, thus therefore, can be transacted and transferred by the Recipient, both through trading at the Indonesian Stock Exchange and/or outside the Indonesian Stock Exchange.

5. Jumlah Saham Tresuri Perseroan setelah pengalihan saham

Dengan telah dilaksanakannya pengalihan sebagian saham tresuri sebagaimana dimaksud diatas maka jumlah saham tresuri di Perseroan menjadi sejumlah 1.268.000 (Satu Juta Dua Ratus Enam Puluh Delapan Ribu) lembar saham.

5. Number of Treasury Shares of the Company after the transfer of share

Upon the implementation of the transfer of some treasury shares aforesaid, the number of treasury shares in the Company becomes a number of 1.268.000 (One Million Two Hundred Sixty Eight Thousand) shares.

4. Dampak kejadian, informasi atau fakta material tersebut terhadap kegiatan operasional, hukum, kondisi keuangan, atau kelangsungan usaha Emiten atau Perusahaan Publik / *The impact of such event, information or material facts on the operational activity, legal, financial or business continuity of the Issuer of Public Company* : Tidak ada / *None*
5. Keterangan lain-lain / *other informations* : Tidak ada / *None*

Demikian informasi ini kami sampaikan, terima kasih atas perhatiannya.
Thank you for you kind attention.

Wassalamu'alaikum Wr. Wb.

PT BANK BTPN SYARIAH TBK



Arief Ismail

Direktur Kepatuhan dan Sekretaris Perusahaan/
Compliance Director and Corporate Secretary

Tembusan :

1. Deputi Komisiner Pengawas Pasar Modal II – Otoritas Jasa Keuangan
2. Direktur Penilaian Keuangan Perusahaan Sektor Jasa – Otoritas Jasa Keuangan
3. Departemen Pengawasan Bank Syariah (DPBS) – Otoritas Jasa Keuangan
4. Direksi PT Kustodian Sentral Efek Indonesia
5. Dewan Komisaris PT Bank BTPN Syariah Tbk
6. PT Datindo Entrycom
7. PT Trimegah Securities Indonesia

INFORMATION DISCLOSURE PLAN FOR THE TRANSFER OF A PORTION OF THE 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 the Financial Services Authority No. 30/POJK.04/2017 regarding the Repurchase of Shares Issued by Public Companies (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 the Shares of the Company is as has been announced 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").

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

Implementation of the first Transfer over a portion of the Treasury Shares of the Company

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

The Company has carried out the first transfer over a portion of the Treasury shares, the implementation process of which is as published through the Information Disclosure of the Company on January 8, 2021, through 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 the Treasury Shares and has carried out the distribution of a portion of the 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 variable remuneration amount 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 the Information Disclosure of the Company over the Implementation of the Transfer of a Portion of the Treasury Shares of the Company on January 26, 2021.

With the implementation of the relevant first transfer over a portion of the Treasury shares of the Company, then, the total number of the Treasury shares of the Company which was initially totaling to 2,500,000 (two million five hundred) shares, becomes totaling to 2,097,200 (two million ninety seven thousand two hundred) shares per December 31, 2021.

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

The Company is planning on carrying out the allocation and redistribution of a portion of the Treasury Shares as a part of the variable remuneration provision to the Board of Directors for the performance of the Company for the financial years of 2018 and 2019 as following:

1. Transfer of a Portion of the Treasury Shares of the Company

The Transfer of a Portion of the Treasury Shares is conducted Outside the Indonesian Stock Exchange by using direct distribution to the parties entitled to the variable remuneration over the performance of the Company for the financial years of 2018 and 2019 as referred to in POJK No. 30/2017 (Article 24).

2. The Parties Who Will Receive the Treasury Shares of the Company

The parties who will receive the allocation and distribution of a portion of the Treasury Shares (the "Recipient") which constitutes a variable remuneration component (the deferred bonus) over the performance of the Company for the financial year of 2018 and 2019 to comply with the POJK No. 59/2017 are 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), with due observance of the recommendation of the Nomination and Remuneration Committee and referring to the approval of the Board of Commissioners through the Minutes of Meeting of the Board of Commissioners of the Company Number MOM.013/KOM/CSGC/XII/2021 dated December 16, 2021.

Whereas the implementation of this payment of variable remuneration to the members of the Board of Directors of the Company with the approval of the Board of Commissioners is as the fulfillment of the result of the resolution of the Extraordinary General Meeting of Shareholders dated September 2, 2019, resolving 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, furthermore, the implementation of the payment of variable remuneration aforesaid must be with the written approval of the Board of Commissioners.

Whereas the Parties who will receive a portion of the Treasury Shares of the Company are as following:

- a. For the performance in the year 2018, based on the Individual Letter dated February 14, 2019, then, the share price to be used to convert the value of the deferred variable remuneration (Deferred Bonus), is the share price on February 15, 2019;
- b. For the performance in the year 2019, based on the Individual Letter dated April 16, 2020, then, the share price to be used to convert the value of the deferred variable remuneration (Deferred Bonus), is the share price on April 16, 2020;

3. Time for the Implementation and Total Transfer of a Portion of the Treasury Shares of the Company

The Transfer of a Portion of the Treasury Shares of the Company will be carried out on January 25, 2022, totaling to 829,200 (eight hundred twenty nine thousand two hundred) shares or in the amount of Rp. 1.766.875.000,- (one billion seven hundred sixty six million eight hundred seventy five thousand Rupiah) which will be allocated based on the amount of the variable remuneration over the performance of the Company for the Financial Years of 2018 and 2019 as has been explained in point 2 above on this information disclosure.

4. Status of the Treasury Shares allocated to the Recipient

The Treasury Shares to be allocated and distributed to the Recipient constitute a deferred variable remuneration component (deferred bonus), thus therefore, at the time the Treasury Shares are allocated and distributed on January 25, 2022, the relevant shares will not be imposed with Lock-up Period, thus therefore, can be transacted and transferred by the Recipient, both through trading at the Indonesian Stock Exchange and/or outside the Indonesian Stock Exchange.

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

Jakarta, January 10, 2022
PT Bank BTPN Syariah Tbk
The Board of Directors

