

CHANGES AND/OR ADDITIONAL INFORMATION REGARDING INFORMATION DISCLOSURE TO SHAREHOLDERS

PLAN FOR CAPITAL INCREASE WITHOUT PRE-EMPTIVE RIGHTS
AS REFERRED TO IN FINANCIAL SERVICE AUTHORITY REGULATION NO.32/POJK.04/2015 AS AMENDED BY POJK
NO.14/POJK.04/2019
IN CONNECTION WITH THE MANAGEMENT AND EMPLOYEE STOCK OPTION PROGRAM (MESOP)



PT BFI FINANCE INDONESIA TBK
("The Company")

Line of Business:

General business activities in financing services

Domiciled in Tangerang Selatan

Head Office:

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**Extraordinary General Meeting of Shareholders (EGMS) to approve
the Capital Increase Without Pre-emptive Rights will be held in Tangerang Selatan
on 15 September 2025**

The Board of Directors and Board of Commissioners of the Company declare full responsibility for the accuracy of the information contained in this Disclosure, which was prepared after conducting reasonable checks, and also confirms that all material information related to the Transaction Plan contained in this Information Disclosure is true and that there are no other material facts that have not been disclosed and/or omitted that could cause the information in this Information Disclosure to be inaccurate and/or misleading.

This Additional Information is issued in Tangerang Selatan on September 11, 2025, supplementing the Information Disclosure issued on August 7, 2025.

RATIONALE AND OBJECTIVE OF THE CAPITAL INCREASE WITHOUT PRE-EMPTIVE RIGHTS

The Company, a financing company, recorded positive growth in the investment and working capital financing segments throughout the Q1/2025. The receivables managed from investment and working capital financing are provided to consumers for capital goods required for business activities, investments, and working capital, with a relatively positive growth trend. Throughout the Q2/2025, the Company successfully maintained positive performance through a 0.9% increase in financing receivables, with a healthy non-performing financing ratio, still below the industry average, at 1.63% gross and 0.30% net. This increase demonstrates a healthier and more balanced financing portfolio, in line with the risk management strategy and focus on productive sectors with the potential to support sustainable growth.

Going forward, the challenges in distributing investment financing and working capital are closely tied to credit risk management. Therefore, the Company continues to strengthen portfolio quality control by enhancing underwriting process oversight and bolstering collection capabilities.

Company Performance Development as of June 30, 2025

The Company operates its financing business by:

- Providing financing products to more than 441,000 consumers in 35 provinces in Indonesia, to improve their economic capabilities;
- Providing financing worth more than IDR 12.2 trillion to support the advancement of UMKM in Indonesia;

The business segments that the Company focuses on in the field of consumer financing are new car financing or financing with used car collateral, financing with property collateral in order to support the market needs of middle-income communities with fixed incomes, and financing through finance leases or sale and lease backs for the industrial, mining, trade, construction, services, agriculture, manufacturing, transportation, infrastructure, and other sectors. The following is revenue growth data based on the Company's consolidated financial statements that have been announced.

Description	6 (six) months ending June 30		12 (twelve) months ending December 31	
	2025 (unaudited)	2024 (unaudited)	2024 audited	2023 audited
REVENUE				
- Financing Receivables	3,084,497	2,894,257	5,883,344	5,933,842
- Finance	20,416	29,416	54,426	82,564
- Sharia	79,963	70,802	146,520	108,662
- Others	116,971	114,187	250,780	228,045
Total	3,301,847	3,108,662	6,335,070	6,353,073

In connection with this, the Company has developed a Share Ownership Program through the Management and Employee Stock Option Plan (MESOP Program) with MESOP Program Participant eligibility criteria that take into account their duties and responsibilities in making decisions that have a significant impact on the Company's risk profile.

The MESOP Program to be implemented by the Company is a reward for MESOP Program Participants, namely the Company's Directors and senior employees who are permanent employees and hold strategic positions in the Company, who demonstrate good performance and behavior, and uphold the Company's core values with the aim of providing incentives and rewards for their contributions, increasing motivation, productivity, and loyalty, and to strengthen the Company's capital structure in a sustainable manner. Thus, it is expected that there will be an improvement in the quality of the portfolio by controlling the parties that are given financing and implementing payments according to the predetermined schedule, so that collection capabilities can be carried out as well as possible, thereby recording income in the future as planned.

For implementation, the Company is required to obtain approval from the Independent General Meeting of Shareholders (Independent GMS) as referred to in POJK 14/2019, which is planned to be held on September 15, 2025. In accordance with POJK 47/2020 concerning Business Licensing and Institutional Financing Companies and Sharia Financing Companies in conjunction with POJK 46/2024 concerning the Development and Strengthening of Financing Companies, Infrastructure Financing Companies, and Venture Capital Companies article 71A, changes in paid-up capital that do not result in changes in Controlling Shareholders must be reported to the OJK no later than 10 working days from the date of the change in paid-up capital.

As of the date of this Disclosure, the Company is not involved in any material cases or disputes, either in or out of court, that could potentially have a negative impact on the Company's business continuity or the implementation of the Transaction Plan.

EXPLANATION OF PMTHMETD TO THE MESOP PROGRAM

ARTICLES OF ASSOCIATION FORMING THE BASIS FOR THE CAPITAL STRUCTURE AND CALCULATION OF THE IMPLEMENTATION OF PMTHMETD

The Company's articles of association have been amended several times as last amended based on Deed No. 1 dated June 3, 2025, made before Shanti Indah Lestari S.H., M.Kn, Notary in Tangerang Regency, which has been approved by the Minister of Law of the Republic of Indonesia ("Menkum") based on Decree No. AHU-0045866.AH.01.02.Year 2025 dated July 14, 2025.

MAXIMUM AMOUNT OF PMTHMETD FOR THE MESOP PROGRAM

The maximum number of shares planned for issuance is 230,000,000 (two hundred thirty million) shares with a nominal value of IDR 25 (twenty-five Rupiah) per share through PMTHMETD, representing approximately 1.53% (one point five three percent) of the Company's total issued and fully paid-up capital as of this disclosure date, at a price will be determined by reference to section V.2 of Appendix II of the Listing Regulations of the Indonesia Stock Exchange No. A-1 Decision No. Kep-00101/BEI/12-2021 dated December 21, 2021.

In connection with this PMTHMETD, the Company will implement a Share Ownership Program for Management and Senior Employees, or known as Management and Employee Stock Option Plan (MESOP Program).

The MESOP Program grants option rights to participants (Optionees) to purchase up to 230,000,000 (two hundred thirty million) new shares of the Company at a nominal value of IDR 25 (twenty-five Rupiah) per share, representing 1.53% (one point five three percent) of the current total issued and fully paid-up capital, with an exercise price that refers to the provisions of Section V.2 of Appendix II of the Listing Regulations of the Indonesia Stock Exchange Regulation No. A-1, Decision No. Kep-00101/BEI/12-2021 dated December 21, 2021. The exercise of the option rights to purchase the shares may be carried out during the exercise period (windows exercised) determined within the validity period of the option rights.

The use of funds resulting from the exercise of Option Rights by MESOP Program Participants will be used for the Company's working capital.

a. MESOP Program Participants

Directors and Senior Employees are employees with specific positions designated by the Commissioners who serve on the Company's Remuneration and Nomination Committee. These employees are registered in the Company's personnel database 14 (fourteen) days prior to the date of the option distribution. The MESOP Program participants will be determined by the Company's Board of Directors, taking into consideration recommendations from the Company's Remuneration and Nomination Committee.

The Senior Employees of the Company referred to are permanent employees who are key employees who have worked for at least 10 years, hold strategic decision-making positions within the Company, including managers and department heads, and meet the following criteria for MESOP program participants:

- a) Performance assessment determined by the Company's Remuneration and Nomination Committee
- b) Demonstrate good behavior and uphold the Company's core values

b. Option Rights Distribution Period (Grant Date)

The Option Rights will be distributed no later than 90 (ninety) days after the EGMS approving the implementation of the MESOP Program, and no earlier than 14 (fourteen) days after the Company obtains pre-listing approval for the shares resulting from the MESOP Program implementation from the Indonesia Stock Exchange.

The Remuneration and Nomination Committee will calculate the Option Rights to be allocated to each eligible Participant based on their performance and by considering their roles and responsibilities in making decisions that significantly impact the Company's risk profile.

c. Option Rights Validity Period (Option Life)

Pursuant to the provisions of Article 8C paragraph (1) letter b of Regulation No. 32/POJK.14/2015 as amended by POJK Number 14/POJK.04/2019. The validity period of the Option Rights is a maximum of 5 (five) years from the date of the Independent GMS which approved the PMTHMETD for the MESOP Program, thus if the option rights that have been distributed are not used to purchase shares in this MESOP Program until September 15, 2030, the Option Rights will be forfeited and cannot be used to purchase new shares of the Company in this MESOP Program.

d. Exercise Price of Option Rights

The Exercise Price of Option Rights shall be determined by the Board of Directors with approval from the Board of Commissioners, by referring to the provisions outlined in the Section V.2.2 of Appendix II of Listing Regulation No. I-A under Decree of the Board of Directors of the Indonesia Stock Exchange No. Kep-00101/BEI/12-2021 dated December 21, 2021, which stipulates that the exercise price is at least 90% (ninety percent) of the average closing price of the shares of the Listed Company concerned during a period of 25 (twenty five) consecutive Trading Days in the Regular Market prior to the Listing application, or at least Rp1,000 (one thousand Rupiah) per share. If the price calculation is less than Rp1,000 (one thousand Rupiah), then in accordance with the Company's requirements for the MESOP Program, the exercise price is set at a minimum of Rp1,000 (one thousand Rupiah) per share. Payment for the exercise of the Option Rights must be made by the Participant by making a cash deposit into the Company's account at the time of exercise of the Option Rights.

e. Exercise Period

The exercise of Option Rights shall be conducted in accordance with Section V.2.1 of Appendix II to Listing Regulations No. I-A under the Decision of the Indonesia Stock Exchange Board of Directors No. 00101/BEI/12-2021 dated 21 December 2021. The Company will establish two (2) exercise periods per year following the option grant date. The Board of Directors will announce these exercise periods through the Indonesia Stock Exchange website concurrently with the Exchange Report regarding the MESOP Program, after obtaining approval from the General Meeting of Shareholders (GMS).

Considering that the option rights are valid until September 15, 2030, the Company will open two exercise periods per year. There are no restrictions on exercise during each exercise period. Therefore, Option Rights holders can exercise their rights until the exercise period opened by the Company.

Year	Implementation Period: 30 trading days per phase	Number of options that can be exercised
2026	Phase I 1 May 2026 s/d 11 June 2026 Phase II 15 October 2026 s/d 12 November 2026	Total options distributed to purchase 46,000,000 shares for each phase
2027	Phase I 1 May 2027 s/d 11 June 2027 Phase II 15 October 2027 s/d 26 November 2027	Remaining options not exercised in the previous phase
2028	Phase I 1 May 2028 s/d 12 June 2028 Phase II 15 October 2028 s/d 26 November 2028	Remaining options not exercised in the previous phase
2029	Phase I 1 May 2029 s/d 12 June 2029 Phase II 15 October 2029 s/d 26 November 2029	Remaining options not exercised in the previous phase

Year	Implementation Period: 30 trading days per phase	Number of options that can be exercised
2030	Phase I 1 May 2030 s/d 12 June 2030 Phase II 6 August 2030 s/d 15 September 2030	Remaining options not exercised in the previous phase

If the option holder does not exercise their shares within the exercise period open until September 15, 2030, their option rights will lapse and cannot be used to purchase Company shares.

The number of New Shares allocated at each Option Rights exercise stage and each Option Rights exercise date will be determined by the Program Committee or the Board of Commissioners, taking into account applicable capital market laws and regulations.

MESOP Program participants may subscribe to their Option Rights by referring to the Option Rights exercise stage and Option Rights exercise date as described in the table above.

There is no limitation period for the transfer of shares resulting from the exercise of Option Rights by MESOP Program Participants.

At each exercise stage, Option Rights on New Shares in the MESOP Program that have not been exercised at that stage will not lapse and may be exercised at subsequent exercise stages, provided that Option Rights may only be exercised during the validity of the MESOP Program.

Funding for the implementation of the MESOP Program comes from each MESOP Program Participant.

f. MESOP Program Requirements

- The Company has obtained approval from the GMS.
- The application for Pre-Listing of Additional Shares for the MESOP Program has been approved by the Indonesia Stock Exchange.
- If, during the Option Rights Validity Period a MESOP Program participant resigns and/or is terminated due to disciplinary sanctions, all Option Rights granted to such Participant shall be revoked and may no longer be exercised to purchase the Company's shares. Given that, Directors of the Company may reallocate these Option Rights to other eligible Participants, subject to the recommendation of the Company's Remuneration and Nomination Committee.

Currently, the Company does not have any outstanding Share Ownership Programs as referred to in Article 8C, point (1) of POJK No. 14/POJK.04/2019. Therefore, the MESOP Program, which will be implemented through a Capital Increase without Pre-emptive Rights (PMTMETD), proposed for approval at the Independent GMS on September 15, 2025, is the only share ownership program for management and employees that the Company will implement upon its implementation.

Capitalization and Shareholder Composition

Based on the latest Amendment to the Articles of Association, Deed No. 1 dated June 3, 2025 made before Shanti Indah Lestari, S.H., M.Kn., Notary in Tangerang Regency, regarding the approval of changes to the issued and paid-up capital that has been received and recorded in the Legal Entity Administration System database of the Ministry of Law of the Republic of Indonesia through the Letter of Receipt of Notification of Amendments to the Articles of Association number AHU-0045866.AH.01.02 of 2025 dated July 14, 2025, the following is the composition of the Company's capital and shareholders as follows:

	Number of Shares	Total Nominal Value Rp.25 per share	%
Authorized Capital	20,000,000,000	500,000,000,000	
Issued and Fully Paid-Up Capital			
1. Trinugraha Capital & Co SCA	7,688,125,938	192,203,148,450	51.12
2. Public	7,351,257,682	183,781,442,050	48.88
Total Issued and Fully Paid-Up Capital	15,039,383,620	375,984,590,500	100
Shares in Portfolio	4,960,616,380	124,015,409,500	

Information on the Company's Controlling Shareholders

Name of Controlling Shareholder : Trinugraha Capital & Co. SCA
A company incorporated under Luxembourg law.

Head Office Address : Rue Gabriel Lippmann, L-5365 Munsbach,
Grand Duchy of Luxembourg

Shareholders : 99.334% owned by Bravo Investment Ltd.,
an investment company managed by an investment manager supervised by the TCC Supervisory Board. Unitholders are passive investors and do not have voting rights.

Ultimate Beneficial Owners (UBO)

Jerry Ng (through Bravo Investment Limited) and Garibaldi Thohir are shareholders of Trinugraha Capital & Co. SCA are the Ultimate Beneficiary Owners of the Company, as registered with the Ministry of Law and Human Rights of the Republic of Indonesia, as stated in the Data Submission Information dated January 31, 2025.

RISKS OR IMPACTS OF PMTHMETD ON COMPANY SHAREHOLDERS

Impact of the PMTHMETD on Company Shareholders:

The PMTHMETD plan will increase the Company's issued and fully paid-up capital by a maximum of 230,000,000 (two hundred thirty million) shares with a nominal value of IDR 25 (twenty-five Rupiah) per share, representing approximately 1.53% (one point five three percent) of the total current issued and fully paid-up capital.

The Company's Capital Structure Before and After the Share Issuance through PMTHMETD:

Based on the latest Amendment to the Articles of Association with Deed No. 1 dated June 3, 2025 made before Shanti Indah Lestari, S.H., M.Kn., Notary in Tangerang Regency, regarding the approval of changes to the issued and paid-up capital that has been received and recorded in the Legal Entity Administration System database of the Ministry of Law of the Republic of Indonesia through the Letter of Receipt of Notification of Amendment to the Articles of Association number AHU-0045866.AH.01.02 of 2025 dated July 14, 2025, the following are the details of the share capital structure before and pro forma after the issuance of New Shares assuming that all New Shares have been issued and fully paid by MESOP Program Participants:

	Before the Capital Increase without Pre-emptive Rights (PMTHMETD)			After the Capital Increase without Pre-emptive Rights (PMTHMETD)		
	Number of Shares	Total Nominal Value (Rp25)	%	Number of Shares	Total Nominal Value (Rp25)	%
Authorized Capital	20,000,000,000	500,000,000,000	-	20,000,000,000	500,000,000,000	-
Issued and Fully Paid-Up Capital:						
Trinugraha Capital & Co SCA	7,688,125,938	192,203,148,450	51.12%	7,688,125,938	192,203,148,450	50.35%
Ownership of Commissioners, Directors, and Employees						
Commissioners and Directors	391,904,480	9,797,612,000	2.61%	521,904,480	13,047,612,000	3.42%
New Shareholders from the MESOP Program (Employees)	-	-	-	100,000,000	2,500,000,000	0.65%
Public with ownership below 5%	6,959,353,202	173,983,830,050	46.27%	6,459,353,202	161,483,830,050	42.30%
Treasury Shares (buyback August 4 - October 31, 2025) – assumed buyback price of IDR 1,000/share	-	-	-	500,000,000	12,500,000,000	3.28%
Total Issued and Fully Paid-Up Capital	15,039,383,620	375,984,590,500	100.00%	15,269,383,620	381,734,590,500	100.00%
Shares in Portfolio	4,960,616,380	124,015,409,500		4,730,616,380	118,265,409,500	

Furthermore, assuming all shares in the Non-Preemptive Rights (PMTHMETD) can be issued through the exercise of Option Rights under the MESOP Program, shareholders will experience a maximum ownership dilution of 1.51% (one point five one percent) of their share ownership in the Company.

The number of shares of the Company owned by members of the Board of Commissioners and Board of Directors of the Company based on the Register of Shareholders of the Company as of July 31, 2025, is as follows:

No.	Name	Position	Number of Shares	Percentage (%)
1.	Francis Lay Sioe Ho*	President Commissioner	343,908,180	2.29%
2.	Sutadi	President Director	18,817,000	0.13%
3.	Sudjono	Director	26,310,800	0.17%
4.	Goklas	Director	1,012,500	0.01%
5.	Iwan	Director	1,650,000	0.01%
6.	Tan Rudy Eddywidjaja	Director	206,000	0.00%

* On August 27, 2025, the Company received the OJK Board of Commissioners Decree No. KEP-236/PL.02/2025 dated August 22, 2025, concerning the Results of the Fit and Proper Assessment of Mr. Francis Lay Sioe Ho as a Candidate for President Commissioner of PT BFI Finance Indonesia Tbk, which, among other things, stated that Mr. Francis Lay Sioe Ho was approved to serve as President Commissioner of PT BFI Finance Indonesia Tbk, effective from the date of appointment

As of the date of submission of this Disclosure of Information, the Company, the Board of Directors, and the Board of Commissioners are not involved in any material cases or disputes, either inside or outside the courts, that could potentially negatively impact the Company's business continuity or the implementation of the Proposed Transaction.

Management's Analysis and Discussion of Financial Condition

The exercise price of the MESOP will be determined in accordance with the provisions of Point V.2 of Attachment II of the Listing Regulations of the Indonesia Stock Exchange No. A-1, Decree No. Kep-00101/BEI/12-2021 dated December 21, 2021, with a maximum of 230,000,000 (two hundred and thirty million) shares with a par value of IDR 25 (twenty-five Rupiah) per share, or 1.53% (one point five three percent) of the total issued and fully paid-up capital. The exercise of the option to purchase these shares may be carried out within the exercise window specified during the option period.

If all 230,000,000 new shares in the MESOP have been issued, with a nominal share price of Rp25 (twenty-five Rupiah) per share, the Company's share capital will increase to Rp381,734,590,500. Furthermore, if the exercise price determined in accordance with applicable regulations is above the Company's nominal share price, the Company's additional paid-in capital account will increase by Rp224,250,000,000, which is the difference between the exercise price and the nominal price multiplied by the number of new shares issued.

From an asset perspective, the proceeds from the MESOP will increase the Company's cash flow, which can then be used in accordance with the planned use of funds outlined in this Information Disclosure.

Planned Use of Proceeds from the Capital Increase

All funds obtained from the Capital Increase will be used to strengthen the Company's working capital, specifically to support the expansion of financing activities, including investment financing, working capital financing, and multipurpose financing. This allocation is expected to strengthen the Company's financing capacity, maintain liquidity, and encourage healthy and sustainable portfolio growth.

GENERAL MEETING OF SHAREHOLDERS

The Extraordinary General Meeting of Shareholders (EGMS) and Independent GMS (Meeting) will be held in Tangerang Selatan on September 15, 2025. The EGMS announcement was published on 7 August 2025 and the EGMS convening notice on August 22, 2025, both through Indonesia Stock Exchange website www.idx.co.id, eASY-KSEI system, and Company website www.bfi.co.id.

The Agendas for the EGMS is as follows:

1. Changes in the Composition of Management;
2. **Approval of the Capital Increase Without Pre-emptive Rights as referred to in Regulation No. 32/POJK.04/2015 as amended by POJK No. 14/POJK.04/2019 in the context for the Management and Employee Stock Ownership Program (Management and Employee Stock Option Plan or MESOP Program)**

The meeting will be held in accordance with the provisions of the Company's Articles of Association and Financial Services Authority Regulation No. 15/POJK.04/2020 concerning the Planning and Implementation of General Meetings of Shareholders of Issuers or Public Companies. It may be held if:

- a) For the first agenda item, concerning Changes in Management Composition, the Extraordinary

GMS is attended by more than 1/2 (one half) of the total shares with valid voting rights.

- b) For the second agenda item, the Independent GMS is attended by more than 1/2 (one half) of the total shares owned by Independent Shareholders and shareholders who are not affiliated with the public company, members of the Board of Directors, members of the Board of Commissioners, major shareholders, and controlling shareholders.

Second Meeting

If the quorum is not reached, a second GMS may be held, provided that the second GMS may be held if:

- a) The EGMS is attended by more than 1/2 (one half) of the total shares with valid voting rights held by Shareholders with valid voting rights.
- b) For the second agenda item, the Independent GMS is attended by 1/2 (one half) of the total shares held by Independent Shareholders. The resolutions of the second Independent GMS are valid if approved by more than 1/2 (one half) of the total shares with valid voting rights held by Independent Shareholders present at the second GMS.

Third Meeting

If the quorum for the second GMS is not reached, a third GMS may be held, provided that the third GMS is valid and has the right to make decisions if attended by Independent Shareholders with valid voting rights, within the quorum determined by the Financial Services Authority at the request of the Public Company. The resolution of the third GMS is valid if approved by Independent Shareholders representing more than 50% (fifty percent) of the shares owned by the Independent Shareholders present at the GMS.

This disclosure of information is prepared to comply with the requirements of the Financial Services Authority Regulation No. 14/POJK.04/2019.

This Additional Information was published in Tangerang Selatan, September 11, 2025.
Corrects and completes the Disclosure of Information is issued on August 7, 2025

PT BFI Finance Indonesia Tbk



Sudjono
Director

