



# SPECIAL POLICY REGARDING PROCEDURES OF GOOD CORPORATE GOVERNANCE

PT BANK TABUNGAN NEGARA (Persero) Tbk 2023





## SPECIAL POLICY REGARDING PROCEDURES OF GOOD CORPORATE GOVERNANCE

### 2023

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## **B. AIMS AND OBJECTIVES**

- 1. The purpose of implementing Good Corporate Governance procedures at the Bank includes:
  - optimizing the value of the Company in the form of improving the performance and 1.1. good image of the Company as well as realizing the Bank's competitive advantage;
  - 1.2. realizing professional, transparent, and efficient management of the Bank as well as empowering functions and improving coordination between company organs;
  - 1.3. reminding company organs that in making decisions and carrying out actions they must be based on high ethical/moral values and compliance with applicable laws and regulations; and
  - 1.4. providing awareness of corporate social responsibility (CSR) towards stakeholders.
- 2. The objectives of implementing Good Corporate Governance procedures at the Bank includes:
- 2.1. encouraging more efficient and effective management of company resources and risks;
- 2.2. reducing potential conflicts of interest between company organs and stakeholders in carrying out Bank business; and
- 2.3. creating a business environment that is conducive to achieving the Bank's vision, mission, and objectives.





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#### C. SCOPE

The scope of the Special Policy on Good Corporate Governance Procedures includes directions and limitations that apply to each structure within the Bank. Various matters regulated in the Good Corporate Governance procedure guidelines include:

- 1. implementation of the duties, responsibilities, and authority of the Board of Directors;
- 2. implementation of the duties, responsibilities, and authority of the Board of Commissioners;
- 3. completeness and implementation of the committee's duties;
- 4. handling conflicts of interest;
- 5. implementation of compliance functions;
- 6. implementation of the internal audit function;
- 7. implementation of the external audit function;
- 8. implementation of risk management including internal control systems;
- 9. provision of remuneration;
- 10. provision of funds to related parties and provision of large funds;
- 11. integrity of reporting and information technology systems;
- 12. Bank strategic plan;
- 13. shareholders' aspect;
- implementation of anti-fraud strategies, including anti-bribery; 14.
- 15. implementation of sustainable finance, including implementation of social and environmental responsibility; and
- 16. implementation of governance within the Bank's business group.





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- 1. Principles of Good Corporate Governance in Commercial Bank (including when carrying out sharia banking services), including:
  - 1.1. Transparency Transparency is openness in the decision-making process and openness in disclosing all relevant information about the company.
  - 1.2. Accountability

Accountability is clarity of function, implementation and responsibility of an organization which has effective implications for company management.

### 1.3. Responsibility

Responsibility is a principle that refers to company management in accordance with applicable provisions within the scope of the company's internal and external regulations, in this case the relevant laws and regulations and healthy corporate principles.

1.4. Independency

Independency is a situation where the company concerned is managed professionally and is able to reduce or protect the company from conflicts or intervention by interests outside the company that are not in accordance with the provisions of laws and regulations and healthy corporate principles.

1.5. Equality and Fairness

> It is equal justice that is created within the company and with stakeholders that arises from agreements between the Bank and related parties and the provisions of laws and regulations.

2. All Bank activities, including but not limited to budget preparation and expenditure, are carried out by observing the principles of Good Corporate Governance.





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#### ORGANIZATION IN IMPLEMENTING PROCEDURES OF GOOD CORPORATE GOVERNANCE Α.

Main Organs and Supporting Organs are expected to be able to implement the principles of Good Corporate Governance in order to create clarity of functions, rights, obligations, and responsibilities among interested parties in the Bank, so that the Bank can gain the trust of Shareholders, Stakeholders, as well as potential investors so that the implementation of Good Corporate Governance becomes very important.

#### 1. Main Organs

The division of duties and authority of each organ in a Bank clearly has implications for the effectiveness of Good Corporate Governance management. Therefore, the Bank strictly separates the functions and duties between the General Meeting of Shareholders (GMS), the Board of Commissioners and the Board of Directors as organs of the Bank. In this case, the Board of Commissioners and Directors as one of the Governance Structures in the Bank have the aim of assessing the adequacy of the Bank's governance structure and infrastructure so that the process of implementing Good Corporate Governance principles produces outcomes that are in accordance with the wishes of the Bank's stakeholders.

Things that need to be implemented by the Board of Commissioners and Directors in order to achieve the desired outcome are internal control and risk management that are implemented well, achieving reasonable returns for shareholders, stakeholder interests are protected fairly, stakeholder interests and rights are protected fairly, succession leadership and continuity of management are carried out in all lines of the company organization, and the implementation of Good Corporate Governance is carried out in all lines of the company.

2.1. General Meeting of Shareholders (GMS)

> The General Meeting of Shareholders, hereinafter abbreviated to GMS, is a Company Organ that has authority that is not granted to the Board of Commissioners or Board of Directors as intended in the Law regarding limited liability companies and/or the Articles of Association. Instructions for implementing the procedures for holding a General Meeting of Shareholders (GMS) are further regulated in more detail in the Bank's Special Policies and Articles of Association.

#### 1.2 Board of Commissioners

The Bank has a Board of Commissioners whose duties and responsibility are collectively to supervise and provide advice to the Board of Directors and ensure that the Bank implements Good Corporate Governance. Other matters related to the Board of Commissioners are regulated in the Bank's Articles of Association and the Board of Commissioners' Work Code of Conduct.

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#### 1.3 Board of Directors

The Board of Directors is a Company Organ that has the authority and full responsibility for managing the Company for the interests of the Company, in accordance with the aims and objectives of the Company and representing the Company, both inside and outside the court in accordance with the provisions of the Bank's Articles of Association. Other matters related to the Board of Directors are regulated in the Bank's Articles of Association and the Board of Directors' Work Code of Conduct.

1.4 Senior Executive Vice President (SEVP) who oversees the Compliance Function The Bank has a Senior Executive Vice President (SEVP) who is tasked and responsible for supervising the implementation of Good Corporate Governance.

#### 2. Supporting Organs under the Board of Commissioners

The supporting organs under the Board of Commissioners consist of the Secretary of the Board of Commissioners, Audit Committee, Remuneration and Nomination Committee, Risk Monitoring Committee, and Integrated Governance Committee.

Secretary to the Board of Commissioners 2.1.

> The Secretary of the Board of Commissioners is responsible to the Board of Commissioners to assist the Board of Commissioners in secretarial matters.

2.2. Audit Committee

> The Audit Committee is a supporting organ for the Board of Commissioners which was formed by and is responsible to the Board of Commissioners in carrying out company supervisory functions, including ensuring the effectiveness of the internal control system, reviewing, and confirming financial information to be released by the bank and ensuring the effectiveness of the implementation of the duties of external auditors and internal auditors. Other matters related to the Audit Committee are regulated in more detail in the Audit Committee Charter.

#### 2.3. **Remuneration and Nomination Committee**

The Remuneration and Nomination Committee is a supporting organ formed by and responsible to the Board of Commissioners whose task is to assist the Board of Commissioners in carrying out its duties, namely working hand in hand with the Human Resources Work Unit as a tool owned by the Board of Directors to appreciate human resources and prepare future leaders. who provides exemplary examples and pays close attention to the implementation of good corporate governance, including policies and the amount of remuneration. Other matters related to the Remuneration and Nomination Committee are regulated in more detail in the Remuneration and Nomination Committee Charter.

#### 2.4. **Risk Monitoring Committee**

The Risk Monitoring Committee is a Supporting Organ formed by and responsible to the Board of Commissioners which aims to assist the Board of Commissioners in evaluating the suitability of the Risk Management Policy with the implementation of said

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policy and monitoring and evaluating the implementation of the duties of the Risk Management Committee and the Risk Management Work Unit. Other matters related to the Risk Monitoring Committee are regulated in more detail in the Risk Monitoring Committee Charter.

2.5. Integrated Governance Committee

The Integrated Governance Committee is a Supporting Organ formed by the Board of Commissioners with the aim of assisting and facilitating the Board of Commissioners in carrying out their duties and functions in supervising the implementation of Governance at each Financial Services Institution (FSI) in the Bank Financial Conglomeration so that it complies with the Governance Guidelines Integrated, supervising the implementation of the duties and responsibilities of the Board of Directors, providing direction or advice to the Board of Directors regarding the implementation of the Integrated Governance Guidelines, as well as evaluating the Integrated Governance Guidelines and directing them in order to improve them. Bank can form supporting organs under the Board of Commissioners in the form of an Integrated Governance Committee in the event that the Bank has a subsidiary.

3. Supporting Organs under the Board of Directors

Supporting organs under the Board of Directors include:

- 3.1. Committees
  - 3.1.1. Asset and Liability Committee (ALCO)

Committee that discusses SSG ALCO's suggestions/recommendations regarding bank developments related to portfolio structuring on both sides of the balance sheet from time to time in order to obtain the most optimal structure in each period with risks that can be taken into account, taking into account various changes in the external and internal environment which includes management liquidity, income gap, foreign exchange management and investment and income management. The Asset and Liability Committee (ALCO) policy is regulated in more detail in a separate Special Policy or Technical Instructions.

3.1.2. Information Technology (IT) Steering Committee

A committee whose role is to provide recommendations to the Board of Directors in formulating strategies, policies, and targets as well as facilities for monitoring and making decisions regarding the implementation of Bank Information Technology management. The Information Technology Steering Committee's policies are regulated in more detail in a separate Special Policy or Technical Instructions.

3.1.3. Risk Management Committee

The Risk Management Committee or abbreviated as RMC is a nonstructural body that has the authority and responsibility to provide





recommendations to the President Director regarding policy and strategic direction related to risk management. The Risk Management Committee policies are regulated in more detail in a separate Special Policy or Technical Instructions.

- 3.1.4. Human Capital Committee
  The committee plays a role in improving the quality of Human Capital policies guided by the principles of good governance and improving the quality of Human Capital management to support the Bank's business strategy. The Human Capital Committee's policies are regulated in more detail in a separate Special Policy or Technical Instructions.
- 3.1.5. Credit or Financing Policy Committee

The committee tasked with assisting the Board of Directors who are responsible for determining credit or financing policies at the Bank, is responsible to the Board of Directors and periodically provides input and direction to the Division that manages the Bank's credit or financing policies. The Credit or Financing Policy Committee's policies are regulated in more detail in a separate Special Policy or Technical Instructions.

3.1.6. Credit or Financing Committee

The committee plays a role in providing decisions on granting credit (new credit or credit restructuring) in accordance with the highest authority based on the Credit Decision Authority Limit (CDAL). Credit Committee policies are regulated in more detail in separate Special Policies or Technical Instructions.

3.1.7. Business Committee

The Company Committee plays a role in formulating, deciding, supervising, monitoring, and evaluating the implementation of business policies and strategies related to Bank Products that will be and have been launched by the Company to monitor developments and provide suggestions for improvement steps related to the Company's business. Business Committee policies are regulated in more detail in separate Special Policies or Technical Instructions.

3.1.8. Transformation Steering Committee

The Transformation Steering Committee is to assist the Board of Directors in determining priorities and deciding on the implementation of Transformation initiatives in accordance with the Bank's business strategy. The Transformation Steering Committee's policies are regulated in more detail in a separate Special Policy or Technical Instructions.

3.1.9. Other committees determined by the Board of Directors in accordance with regulatory provisions/Bank needs.





### 3.2. Corporate Secretary Work Unit

Corporate Secretary Work Unit is a work unit at the Head Office which is directly under the Board of Directors and has the task of managing the activities of the Corporate Secretary function. Other matters that regulate the duties and functions of the Corporate Secretary Work Unit are regulated in more detail in the Technical Instructions related to the Job Description.

3.3. Risk Management Work Unit

The Bank established a Risk Management Work Unit that is independent of the Operational Work Unit (risk taking unit) and the Work Unit that carries out the internal control function. The Risk Management Work Unit is directly responsible to the President Director or to a specially assigned Director. Policies governing the duties and functions of the Risk Management Work Unit are regulated in more detail in the Technical Instructions related to the Job Description.

3.4. Internal Audit Work Unit (SKAI)

The Bank forms SKAI that is independent of the Operational Work Unit. SKAI is required to have work guidelines, systems, and procedures for carrying out duties for Internal Auditors, and is required to carry out regular reviews and updates in accordance with applicable provisions and laws. Policies governing the duties and functions of SKAI are regulated in more detail in the Technical Instructions related to Job Descriptions.

3.5. Compliance Work Unit

The Bank established a Compliance Work Unit which is an independent Work Unit and is tasked with assisting the implementation of the Compliance Director's functions as regulated in Regulatory provisions regarding the Implementation of Commercial Bank Compliance functions. Policies governing the duties and functions of the Compliance Work Unit are regulated in more detail in the Technical Instructions related to Job Descriptions.

### 3.6. Supporting Work Unit if the Bank has a Subsidiary Company

3.6.1. Integrated Risk Management Work Unit

The Bank as the parent company formed an independent Integrated Risk Management Work Unit in order to implement comprehensive and effective Integrated Risk Management which is adapted to the characteristics and complexity of the business as well as the risks inherent in the Financial Conglomerate. In the event that the Bank already has a Risk Management Work Unit, the implementation of the duties and responsibilities of the Integrated Risk Management Work Unit can be one of the functions of the existing Risk Management work unit.

3.6.2.

2. Integrated Internal Audit Work Unit

The Bank forms an Integrated SKAI which is independent of the Operational Work Unit. The Integrated SKAI has the task of at least





monitoring the implementation of internal audits at each Financial Services Institution in the Financial Conglomeration and submitting the integrated internal audit report to the Director appointed to carry out the supervisory function of the Financial Services Institutions in the Financial Conglomeration and the Board of Commissioners of the Bank and the Director who supervises the function. obedience. In the event that the Bank already has an internal audit work unit, the implementation of integrated internal audit tasks can be carried out by the existing internal audit work unit.

#### 3.6.3. Integrated Compliance Work Unit

The Bank established an Integrated Compliance Work Unit which is an independent Work Unit and has the task of at least monitoring and evaluating the implementation of the compliance function at each Financial Services Institution (FSI) in the Financial Conglomerate. The Integrated Compliance Work Unit prepares and submits reports on the implementation of duties and responsibilities to the Compliance Director or Director appointed to carry out supervisory functions over Financial Services Institutions (FSI) in the Financial Conglomerate. In the event that the Bank already has a Compliance Work Unit, the implementation of integrated compliance tasks can be carried out by the existing compliance work unit.

- 4. Other Supporting Organs (Sharia Supervisory Board) Another supporting organ is the Sharia Supervisory Board (DPS), which is tasked with providing advice and suggestions to the Board of Directors and supervising UUS activities so that they comply with Sharia Principles.
  - 4.1 The duties and responsibilities of the Bank's DPS are carried out in accordance with the provisions of laws and regulations regarding the implementation of governance for Sharia Commercial Bank.
  - 4.2 The duties, responsibilities, and authorities of the Sharia Supervisory Board (DPS) are regulated in more detail in the Sharia Supervisory Board Charter.

#### 5. External Governance Structure

In carrying out its business activities, the Bank must:

- 5.1. pay attention to regulatory aspects originating from external parties to the Bank and their implications for the implementation of the Bank's business activities; and
- 5.2. comply with Regulatory regulations and other applicable laws and regulations.





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## B. AUTHORITY IN IMPLEMENTING CORPORATE GOVERNANCE PROCEDURES

Organizations as regulated in Chapter III Subchapter A above have the following authorities:

- General Meeting of Shareholders (GMS)
  The following are the authorities, rights and obligations attached to the GMS in carrying out its
  - duties: 1.1. GMS Authority
    - 1.1.1. approve or reject the Bank's strategic plan;
    - 1.1.2. determine the calculation of the Company's profit allocation for:
      - 1.1.2.1. retained earnings and reserves;
        - 1.1.2.2. dividends to Shareholders; and
        - 1.1.2.3. bonuses to the Board of Directors and Board of Commissioners;
    - 1.1.3. appoint or dismiss the Board of Commissioners, Board of Commissioners and Sharia Supervisory Board;
    - 1.1.4. carry out collective and individual assessments of the Board of Directors and Board of Commissioners;
    - 1.1.5. appoint an External Auditor to conduct a Financial Audit of financial reports; and
    - 1.1.6. determine the remuneration of the Board of Directors, Board of Commissioners, Sharia Supervisory Board.
  - 1.2. Shareholder Rights
    - 1.2.1. attend the GMS and vote at the GMS;
    - 1.2.2. assess the Bank's financial reports submitted by the Board of Directors;
    - 1.2.3. obtain material information (including the right to ask questions) from both the Board of Directors and the Board of Commissioners regarding finances and other matters relating to the Bank in a complete, updated, timely and regular manner;
    - 1.2.4. receive distribution of Bank profits intended for shareholders/capital owners in the form of dividends, and remaining assets from liquidation, in proportion to the number of shares/capital owned;
    - 1.2.5. holding an annual GMS in the case of the Board of Directors or Board of Commissioners if the Board of Directors or Board of Commissioners fails to carry out the GMS. At any time, you can request to hold an extraordinary GMS if deemed necessary;

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- 1.2.6. the right of all shareholders of the same series in one class of shares to be treated equally as supported by the Bank's rules and procedures, or the right to receive disclosure of such rules and procedures as well as disclosure of capital structures and arrangements that enable certain shareholders to obtain disproportionate influence or control. share ownership;
- 1.2.7. The Bank has a communications policy that facilitates and encourages shareholder or investor participation;
- 1.2.8. The parent entity bank ensures that Good Corporate Governance policies apply to subsidiaries and controlling entities;
- 1.2.9. The Bank has rules and procedures governing substantial mergers, takeovers, consolidation, separation, dissolution, liquidation, and extraordinary transactions to ensure transactions occur transparently and under fair conditions and protect the rights of all shareholders according to their class; and
- 1.2.10. other rights in accordance with the articles of association and statutory provisions.
- 1.3. Shareholder obligations include:
  - 1.3.1. comply with the Bank's Articles of Association and applicable laws and regulations;
  - 1.3.2. does not carry out the duties and authority related to Bank management attached to the Board of Directors and Board of Commissioners;
  - 1.3.3. not use the Bank for personal, family, company or business group interests which are contrary to legal regulations and healthy practices in the banking industry; and
  - 1.3.4. evaluate the performance of the Board of Directors and Board of Commissioners through mechanisms and the GMS.
  - 1.3.5. The authority of the GMS, Shareholder Rights and Shareholder Obligations are regulated in more detail in the Special Policies and Technical Instructions related to the General Meeting of Shareholders and the Bank's Articles of Association.
- 2. Board of Commissioners

The duties, responsibilities and authority of the Board of Commissioners are further regulated in the Bank's Articles of Association and the Board of Commissioners' Code of Conduct.

3. Board of Directors

The following are the authorities, rights and obligations attached to the Board of Directors in carrying out their duties:

3.1 The Board of Directors is fully responsible for the implementation of Bank management;

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- 3.2 The Board of Directors is obliged to manage the Bank in accordance with its duties, authority and responsibilities as regulated in the Bank's Articles of Association and applicable laws and regulations;
- 3.3 implement the principles of Good Corporate Governance in every Bank business activity at every level of the organization;
- 3.4 The Board of Directors is obliged to create work guidelines and rules that are binding for each member of the Board of Directors, containing at least:
  - 3.4.1 organization of the Bank and assignment of duties of the Board of Directors;
  - 3.4.2 duties, responsibilities, and authority of the Board of Directors;
  - 3.4.3 regulation of authority and decision procedures for the Board of Directors
  - 3.4.4 regulation of the work ethics of the Board of Directors;
  - 3.4.5 arrangements for Board of Directors meetings;
  - 3.4.6 prohibitions on the Board of Directors;
  - 3.4.7 evaluation of the performance of the Board of Directors; and
  - 3.4.8 pattern of working relationships between the Board of Directors and the Board of Commissioners
- 3.5 The authority, rights and obligations of the Board of Directors are regulated in more detail in the Special Policy concerning the Board of Directors' Work Guidelines and Regulations and the Company's Articles of Association.





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- 1. Delegation of authority of GMS The GMS can delegate its authority to the GMS proxy, as long as the GMS authority is regulated in the Bank's Articles of Association or applicable laws and regulations, what is meant by the GMS proxy here is not the Bank Commissioner, except in the case of ratification of the draft RKAP.
- 2. Delegation of authority of the Board of Directors Provisions related to the delegation of authority of the Board of Directors include:
  - The Board of Directors can delegate its authority to other members of the Board of 2.1 Directors through a power of attorney without eliminating the nature of its responsibilities;
  - 2.2 in delegating authority to other members of the Board of Directors, it is necessary to stipulate provisions regarding the forms of Board of Directors decisions that can be taken by members of the Board of Directors individually or members of the Board of Directors on behalf of the Board of Directors collectively;
  - 2.3 The Board of Directors may assign a party outside the Bank to carry out its authority by issuing a decision letter, circular letter, or power of attorney from the Board of Directors:
  - 2.4 members of the Board of Directors are prohibited from granting general power of attorney to other parties which results in the transfer of the duties and functions of the Board of Directors: and
  - 2.5 provisions for delegation of authority of the Board of Directors refer to the Bank's Articles of Association.
- 3. Delegation of authority to the Senior Executive Vice President The Senior Executive Vice President can delegate his authority to officials one level below him but does not eliminate his duties and functions as well as the nature of his responsibilities, as long as the authority he delegates is regulated in the Bank's internal regulations.
- 4. Delegation of authority of the Head of Work Unit The Head of a Work Unit can delegate his authority to an official one level below him but does not eliminate his duties and functions as well as the nature of his responsibilities, which in





certain cases requires the establishment of a power of attorney in accordance with applicable regulations.

5. The authority policies of the GMS, Board of Directors and Board of Commissioners are regulated in more detail in the Bank's Articles of Association.





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# B. APPOINTMENT AND DISMISSAL OF THE BOARD OF DIRECTORS AND BOARD OF COMMISSIONERS

### 1. Board of Directors

The provisions for the appointment and dismissal of the Board of Directors are as follows:

- 1.1 Determination of a person as a member of the Bank's Board of Directors can be done through:
  - 1.1.1 Decision of the Minister as GMS/capital owner if all SOE shares/capital are owned by the State; or
  - 1.1.2 GMS decisions or circular decisions of all shareholders, if not all shares are owned by the State.
- 1.2 Series A Dwiwarna shareholders have special rights, namely nominating candidates for members of the Board of Directors, whose nominations are binding at the GMS.
- 1.3 Members of the Bank's Board of Directors may be dismissed at any time based on a GMS decision by stating the reasons as regulated in accordance with applicable laws and regulations.
- 1.4 Apart from paying attention to the provisions in this Special Policy, the appointment and dismissal of Board of Directors must also pay attention to the provisions stipulated in the internal regulations governing the Board of Directors' Work Guidelines and Rules.
- 2. Board of Commissioners
  - 2.1. The general provisions for the appointment and dismissal of the Board of Commissioners are as follows:
    - 2.1.1. members of the Board of Commissioners are appointed and dismissed by the GMS;
    - 2.1.2. The selection of prospective members of the Board of Commissioners is carried out through a transparent selection and nomination process by taking into account the recommendations of the Remuneration and Nomination Committee and considering the personality of the prospective Board of Commissioners including, integrity, honesty, professionalism, leadership, experience, loyalty, and adequacy of time for the progress of the Bank;
    - 2.1.3. the dismissal at any time of a member of the Board of Commissioners before the end of the term of office must be carried out before the GMS

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accompanied by a statement of the reasons, with the member of the Board of Commissioners first being given an opportunity to attend and defend themselves before the GMS;

- 2.1.4. The GMS can dismiss any member of the Board of Commissioners at any time if they are proven to have acted outside the provisions contained in the Bank's Articles of Association or applicable laws and regulations or are given a decision with permanent legal force before a court; and
- 2.2. The appointment and dismissal policy for the Board of Commissioners is further regulated in the Board of Commissioners' Guidelines and Work Rules policy.
- 3. The appointment and dismissal of the Board of Directors and Board of Commissioners is regulated in more detail in the Bank's Articles of Association taking into account statutory and regulatory provisions.





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#### G. GMS, MEETING OF THE BOARD OF DIRECTORS, AND MEETING OF THE BOARD OF **COMMISSIONERS**

1. General Meeting of Shareholders (GMS)

The General Meeting of Shareholders Policy is regulated in more detail in the General Meeting of Shareholders Policy and the Bank's Articles of Association.

- 2. Scheduled Board of Directors Meetings
  - 2.1 Determining the Meeting Agenda

Things that need to be paid attention to when determining a meeting agenda are that the meeting agenda is based on the work plan of the Board of Directors, and other things deemed necessary.

2.2 Implementation of the Meeting

Board of Directors meetings are held in accordance with needs and other matters deemed necessary. The implementation of Board of Directors meetings is regulated in more detail in the Board of Directors' Guidelines and Work Rules.

- 23 **Decision Making** 
  - 2.3.1 Decision making at Board of Directors meetings must first be made based on deliberation to reach consensus.
  - 2.3.2 In the event that deliberation to reach consensus does not occur, decisions are made based on the majority vote.
  - 2.3.3 Dissenting opinions that occur at Board of Directors meetings must be stated clearly in the minutes of the meeting along with the reasons for the difference of opinion.
- 2.4 **Documentation of Meeting Results** Board of Directors are required to prepare minutes of Board of Directors' meetings and document them in accordance with statutory regulations.
- 3 The mechanism for holding Board of Directors Meetings is regulated in detail in the Special Policy which regulates the Board of Directors' Work Rules.
- 4. Scheduled Meeting of the Board of Commissioners The Board of Commissioners' Meeting Policies are regulated in more detail in the Board of Commissioners' Guidelines and Work Rules and the Bank's Articles of Association.

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### K. MANAGEMENT OF THE EXTERNAL AUDIT FUNCTION

- External Audit is a profession that has an important role in improving the reliability of Bank financial reports and other financial information. Financial reports and other reports audited by the External Auditor are information that forms the basis for assessing the Bank's condition by stakeholders.
- 2. Financial reports are the responsibility of Bank management. The responsibility of the External Auditor is to express an opinion on the financial statements. The Bank's collaboration process with External Auditors includes:
  - 2.1. The Bank (previously the Financial Management, Accounting and Taxation Work Unit) appoints a Public Accountant (AP) and a Public Accounting Firm (KAP) who:
    - 2.1.1 registered with the Financial Services Authority;
    - 2.1.2 recorded in the list of active APs and KAPs at the Financial Services Authority;
    - 2.1.3 has competence in accordance with the complexity of the Bank's business; and
    - 2.1.4 has been registered in the APU, PPT and PPPSPM reporting information systems.
  - 2.2. The appointment of a Public Accounting Firm must have criteria including:
    - 2.2.1. The Public Accounting Firm has received permission from the Minister of Finance and is actively registered with the OJK;
    - 2.2.2. KAP is registered in the BPK public accounting office information system;
    - 2.2.3. Public Accountants have received permission from the Minister of Finance and are registered actively with the OJK;
    - 2.2.4. Public Accountants and Public Accounting Firms are not subject to sanctions by the Minister of Finance and the Financial Services Authority; and
    - 2.2.5. The Public Accounting Firm has auditors of at least 100 (one hundred) people or another number according to the Risk Intensity of each SOE.
  - 2.3. KAP appointment process must comply with applicable provisions;
  - 2.4. Bank can only reuse audit services for annual historical financial information from the same Public Accountant, after passing a cooling off period in accordance with the type of AP's role in the engagement:

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- 2.4.1 The Public Accountant acts as an Engagement Partner, the cooling off period is 5 (five) consecutive reporting financial years;
- 2.4.2 The Public Accountant acts as the person responsible for reviewing engagement quality control, the cooling off period is 3 (three) consecutive reporting financial years; and
- 2.4.3 Other audit engagement partners, a cooling off period of 2 (two) consecutive reporting financial years.
- 2.5. the appointment of a public accountant and KAP must first obtain approval from the GMS based on recommendations from the Audit Committee through the Board of Commissioners;
- 2.6. the appointment of a public accountant and KAP for the audit of annual financial reports must be based on a work agreement;
- 2.7. the work agreement between the Bank and KAP related to audit assignments, at least covers the following aspects:
  - 2.7.1. the capacity of the appointed KAP;
  - 2.7.2. Responsible Public Accountant (Partner in Charge),
  - 2.7.3. legality of employment agreements;
  - 2.7.4. Public Accountant's obligation to carry out audits in accordance with Public Accountant professional standards;
  - 2.7.5. audit scope;
  - 2.7.6. audit completion period; and
  - 2.7.7. Regulator communication with the KAP in question.
- 2.8. Public accountants are obliged to communicate to Regulators regarding the condition of the Bank being audited in the context of preparation and implementation of the audit; and
- 2.9. The appointed Public Accountant and KAP must submit the results of the audit and management letter to Regulator.
- 3. More detailed provisions regarding the Management of the External Audit Function are regulated in the Special Policy which regulates the Guidelines for Preparing Financial Reports.





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#### Μ. TRANSPARENCY OF BANK FINANCIAL AND NON-FINANCIAL CONDITIONS, REPORTS ON THE **IMPLEMENTATION OF (GOOD CORPORATE GOVERNANCE AND INTERNAL REPORTING**

Matters that need to be considered regarding transparency of the bank's financial and non-financial conditions, implementation of Good Corporate Governance and internal reporting include:

- 1. The Bank has policies and procedures regarding procedures for implementing transparency of financial and non-financial conditions;
- 2. Bank is required to implement transparency of financial and non-financial conditions to Stakeholders, with at least:
  - 2.1 prepare and present reports with procedures, types, and scope in accordance with the Financial Services Authority Regulations regarding transparency and publication of Bank reports, and
  - 2.2 have channels for disseminating information that can be relied upon by Stakeholders.
- 3. Bank is required to implement information transparency regarding products and the use of consumer and/or Bank customer data based on the Financial Services Authority Regulations regarding the implementation of commercial bank products and the protection of consumers and the public in the financial services sector as well as other applicable laws.
- 4. The Bank carries out transparency of financial and non-financial conditions in the form of annual reports and published financial reports to stakeholders;
- 5. The Bank provides complete, accurate and timely internal reporting supported by an adequate Management Information System (MIS);
- 6. The Bank has an information system that is supported by the competent human resources and adequate IT Security System;
- 7. Bank in preparing and presenting financial and non-financial condition reports must comply with applicable regulations, with the procedures, types and scope regulated in Regulatory provisions regarding transparency of Bank financial conditions;
- 8. financial and non-financial condition reports are presented, both reports are reported to regulators and stakeholders in accordance with applicable regulations; and
- 9. The Bank's media for carrying out transparency of annual reports (financial and non-financial), guarterly published financial reports is through Indonesian language newspapers which have wide circulation at the Bank's head office and the Bank's website.

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#### 0. INFORMATION TECHNOLOGY GOVERNANCE

- 1. Information technology is directed at supporting the Bank's strategy to become a bank that focuses on the housing sector as well as expanding and improving banking operational activities based on information technology. In implementing good IT governance by considering at least the following factors:
  - 1.1. Bank business strategy and objectives;
  - 1.2. the size and complexity of the Bank's business;
  - 1.3. the role of IT for the Bank;
  - 1.4. TI resource procurement methods;
  - 1.5. risks and problems related to TI;
  - 1.6. practices or standards that apply nationally or internationally; and
  - 1.7. the provisions of the legislation.
- 2. Implementing information technology governance, the Bank carries out at least the following activities:
  - 2.1. evaluation of strategy choices, direction of TI implementation strategies, and monitoring strategy achievements;
  - 2.2. alignment, planning and organization of all units, strategies and activities that support the implementation of IT;
  - 2.3. definition, acquisition and implementation of IT solutions and their integration in the Bank's business processes;
  - 2.4. providing operational support for TI services to stakeholders; and
  - 2.5. monitoring performance and conformity of IT implementation with internal performance targets, internal control, and statutory provisions.
- 3. The general information technology governance policy uses an IT Governance Framework approach which is based on Regulatory regulations and general provisions or guidelines that have been used (best practices). IT governance aims to:
  - 3.1. support business development, achieving the Bank's business objectives and continuity of service to customers;
  - 3.2. effort to increase human resource competency related to the use of TL;
  - 3.3. the implementation of the risk management process in the use of TL is carried out adequately and effectively;

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- 3.4. availability of adequate IT policies and procedures that are communicated and implemented effectively, both to the Organizing Work Unit and IT users; and
- 3.5. There is a performance measurement system for the IT implementation process which includes, among others:
  - 3.5.1. support the monitoring process for strategy implementation;
  - 3.5.2. support project completion;
  - 3.5.3. optimizing SOM utilization and investment in infrastructure; and
  - 3.5.4. improving the performance of the TI implementation process and the quality of service delivery of process results to users.
- 4. Bank is prohibited from utilizing and/or abusing financial engineering and/or legal engineering for the benefit of the Bank and/or other parties, both internal and external to the Bank, which is not in accordance with the principles of sound Bank management.
- 5. More detailed provisions related to Information Technology are regulated in General Policies and Special Policies related to Information Technology.





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#### Q. **PROVIDING REMUNERATION**

- 1. Bank is required to implement governance in providing remuneration.
- 2. Bank is required to have a written remuneration policy for the Board of Directors, Board of Commissioners, Sharia Supervisory Board and Bank employees.
- 3. Remuneration is the compensation determined and given to members of the Board of Commissioners and Directors, both fixed and variable, in the form of cash or non-cash according to their duties, authority and responsibilities.
- 4. Fixed remuneration is remuneration that is not linked to performance and risk, including basic salary, facilities, housing allowance, health allowance, education allowance, holiday allowance and pension.
- 5. Fixed and variable remuneration policies must at least pay attention to business scale, business complexity, peer group, inflation rate, financial conditions, and capabilities, and not conflict with applicable laws and regulations. In variable remuneration policies, bank is also required to encourage prudent risk taking.
- 6. Variable remuneration is remuneration that is linked to performance and risk, including bonuses or other equivalent forms. In determining variable remuneration policies, the Remuneration Committee is required to coordinate with the Risk Management Work Unit.
- 7. Implementation of governance in providing remuneration includes at least:
  - 7.1 duties and responsibilities of the Board of Commissioners and the Board of Directors;
  - 7.2 duties and responsibilities of the Remuneration Committee;
  - 7.3 application of the precautionary principle in providing Remuneration; and
  - 7.4 remuneration disclosure.
- 8. Policies related to the implementation of governance in providing remuneration are regulated in more detail in the Special Policy related to the Implementation of Governance in Providing Remuneration.





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#### R. IMPLEMENTATION OF SUSTAINABLE FINANCE AND SOCIAL **ENVIRONMENTAL** RESPONSIBILITY

- 1. Bank is required to implement sustainable finance in business activities and prepare sustainable finance action plans.
- 2. Bank is required to have and allocate a portion of their funds as social and environmental responsibility funds to support activities in implementing sustainable finance
- 3. Things that need to be paid attention to regarding general provisions related to environmental social responsibility include:
  - 3.1 The Bank realizes social awareness and contributes to community development and empowerment, especially at the center of the Bank's operational activities;
  - 3.2 Environmental Social Responsibility is part of the Bank's mission to provide added value to stakeholders in order to create good synergy, develop and grow together; and
  - 3.3 The Bank has legal, social, moral, and ethical obligations and responsibilities, to respect the interests of the surrounding community considering that the Bank's success cannot be separated from a harmonious, dynamic, and mutually beneficial relationship with the surrounding community.
- 4. Bank is required to implement business practices and investment strategies by paying attention to, implementing, and integrating environmental, social and governance values to support at least:
  - 4.1 sustainable business ecosystem;
  - 4.2 product development;
  - 4.3 transactions:
  - 4.4 sustainable activity financing services and transition financing;
  - 4.5 development of sustainable financial programs and implementation of environmentally sound bank operational activities; and
  - 4.6 social and community empowerment, in implementing sustainable finance.
- 5. The Environmental Social Responsibility Program aims to:
  - 5.1. Provide benefits for economic development, social development, environmental development as well as legal development and governance for companies.
  - 5.2. Contribute to the creation of added value for the company with principles that are integrated, directed and measurable in impact and accountable.
  - 5.3. As a form of mitigating reputation risk and operational risk in implementing the Bank's Social and Environmental Responsibility Program.

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- The SOE's Environmental Social Responsibility Program is implemented by applying the 6. principles:
  - 6.1 integrated, namely based on risk analysis and business processes that are linked to stakeholders:
  - 6.2 directional, namely having a clear direction to achieve company goals;
  - 6.3 measurable impact, namely having a contribution and providing benefits that produce change or added value for stakeholders and the company; and
  - 6.4 accountability, namely being accountable so as to avoid potential abuse and irregularities.
- 7. Provisions relating to Social and Environmental Responsibility are regulated in more detail in the Bank's internal regulations relating to Social and Environmental Responsibility.





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#### S. SHAREHOLDERS' ASPECTS

- 1. The controlling shareholder of the Bank and the final controlling shareholder of the Bank is required to comply with the Financial Services Authority Regulations and the provisions of laws and regulations in the financial services sector, as well as support the implementation of business activities and management of the Bank that are healthy, competitive and in accordance with the principles of prudence and management risk.
- 2. Bank shareholders participate in supporting the implementation of healthy Bank business activities and maintaining the continuity of the Bank's business.
- 3. Bank is required to have a dividend policy and communicate the dividend policy to shareholders at least containing:
  - 3.1 Bank considerations in distributing dividends;
  - 3.2 number of dividends given;
  - 3.3 approval mechanism for dividend distribution proposals; and
  - 3.4 Dividend policy update period.
- 4 Bank dividend policy may include:
  - 4.1. the Bank's authority to propose to the GMS regarding the postponement of dividend payments:
  - 4.2. stop payment of approved dividends;
  - 4.3. stop paying dividends in installments or stop paying dividends gradually; and /or
  - 4.4. withdrawing dividend payments to controlling shareholders, in the event the Bank experiences financial condition problems.
- 5. The Bank has dividend policies and/or procedures to:
  - 5.1. ensure fair treatment of all shareholders and protect shareholder rights, and
  - 5.2. facilitate shareholder and stakeholder participation and manage communication in its implementation.
- 6. More detailed policies related to shareholder aspects are regulated in the Bank's Articles of Association.





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#### Τ. **IMPLEMENTATION OF ANTI-FRAUD STRATEGIES**

- 1. Bank is required to implement risk management and internal control systems to minimize the occurrence of fraud.
- 2. Bank is required to develop and implement an anti-fraud strategy, including implementing an anti-bribery management system, as well as establishing a work unit or function tasked with handling the implementation of anti-fraud strategies within the Bank's organization.
- 3. Provisions regarding the implementation of anti-fraud strategies are regulated in more detail in the Bank's internal regulations regarding Fraud Risk Management.





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#### **BUSINESS ETHICS AND CODE OF CONDUCT** Α.

- Code of Conduct 1.
  - The Bank understands the importance of implementing Good Corporate Governance. 1.1. In order to improve company values into business behavior and ethics that are in accordance with the principles of Good Corporate Governance and Corporate Culture, a Bank code of business behavior and ethics (Code of Conduct) has been prepared.
  - 1.2. The Bank fosters a corporate culture that ensures that all members of the Board of Directors, members of the Board of Commissioners/Supervisory Board as well as all employees understand and are committed to carrying out their responsibilities to behave in accordance with the guidelines on behavior and ethics (Code of Conduct).
  - 1.3. The Board of Directors effectively communicates the guidelines regarding behavior and ethics (Code of Conduct) as referred to in point 1 above to the Board of Commissioners/Supervisory Board and all employees.
  - 1.4. Policies related to the Code of Conduct are regulated in more detail in other Bank legal products.
- 2. Gratification Control

In order to protect the interests of stakeholders, create business and operations with integrity and implement business ethics, behavior to prevent and overcome corruption, a procedure for Gratification Control within the Bank is required.

Policies related to gratification control are regulated in more detail in the Special Policy and Technical Instructions on Gratification Control Procedures.

- 3. Anti-Corruption Policy
  - 3.1. Corruption is a criminal act, while the root of corruption is gratification. In order to implement the principles of Good Corporate Governance and sound banking principles, acts of gratification need to be controlled in accordance with the provisions of the Regulator, Corruption Eradication Commission, or the Government.
  - 3.2. The Board of Directors determines policies and practices for anti-money laundering and terrorism financing, anti-bribery, anti-corruption, anti-fraud, and involvement in politics with reference to national or international standards

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- 4. Anti-Bribery Management System
  - 4.1. In order to increase stakeholder trust through preventing and eradicating criminal acts of corruption, collusion and nepotism within the company, the Bank is committed to complying with all statutory regulations and running the company's business based on the principles of good corporate governance, complying with the code of conduct, corporate culture and implementing Anti-Bribery Management System (Sistem Manajemen Anti Penyuapan (SMAP). The Anti-Bribery Management System is designed to identify and evaluate bribery risks as well as prevent, detect, and respond to bribery.
  - 4.2. The Anti-Bribery Management System Policy is regulated in more detail in the Special Policy and Technical Instructions for the Anti-Bribery Management System.





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#### Β. ANTI-FRAUD AND WHISTLE-BLOWING POLICY

- The Bank has an Anti-Fraud strategy policy in accordance with Regulatory provisions and other 1. provisions related to Anti-Fraud. The Anti Fraud strategy business process consists of:
  - 1.1. prevention;
  - 1.2. detection:
  - 1.3. investigation and reporting, sanctions; and
  - 1.4. monitoring, evaluation, follow-up.
- 2. The Bank has a Whistle Blowing Policy which is a Whistleblowing System (WBS) policy established to make it easier for the Bank's organizational ranks and stakeholders who care about creating an open, honest, and sincere work situation to report all kinds of violations or irregularities that occur. happened at the bank. Apart from that, this WBS policy also helps in dealing guickly, safely, and accurately with violations that occur. Management ensures this happens and expects participation from all levels of the Bank's organization.
- All task implementation processes in the WBS are confidential so that all team members are 3. obliged to maintain the confidentiality of the process, until legally it must or can be declared open. Reporting violations can be done verbally, by letter, email, fax, cellular telephone, telephone extension to the WBS Team. The mechanisms and procedures for reporting violations are regulated in more detail through Special Policies and Technical Regulations on WBS.
- 4. More detailed provisions regarding Anti-Fraud and Whistle Blowing Systems are regulated in separate Bank internal regulations.





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	STAKEHOLDERS	Replaced Date	-

#### Α. **GENERAL PROVISIONS**

- Bank is required to have governance that is able to recognize the roles and requires cooperation 1. from stakeholders in creating long-term business sustainability, including at least:
  - 1.1 policy regarding Insider Trading;
  - 1.2 anti-corruption and anti-fraud policies;
  - 1.3 policy regarding supplier/vendor selection;
  - 1.4 policy regarding the fulfillment of creditor rights;
  - 1.5 policy regarding Whistle Blowing Systems; and
  - 1.6 policy regarding long-term incentives for the Board of Directors and Employees.
- 2. Stakeholder management is directed at the Bank's business interests by paying attention to the Bank's social responsibilities, work safety and health and the environment as well as paying attention to the priority scale and mutual respect so as to achieve balance and harmony between:
  - 2.1 business dimensions oriented towards value creation and customer satisfaction:
  - 2.2 social dimensions relating to business ethics and social responsibility aspects of the Bank, employee health and safety conditions and social aspects;
  - 2.3 environmental dimensions that direct the Bank to pay attention to aspects of environmental sustainability and balance around the Bank's business operational units; and
  - 2.4 stakeholder management is based on the principles of Good Corporate Governance, namely transparency, accountability, responsibility, independence, and justice.





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Implementation of Good Corporate Governance procedures in activities has the potential to cause risks. Based on the results of the identification of possible risks, they include the following:

No.	Type of Risk	Risk Potential	Cause	Mitigation
1	Operational Risk	Insufficient	Employee	The Work Unit carries out education
		employee	competency/	and training related to competencies
		competency	understanding is	in the field of Corporate Governance
			not optimal	
2	Operational Risk	Implementation	Level of	The Compliance Work Unit provides
		of Governance	employee	recommendations for improvement in
		has not been	awareness	collaboration with all work units in
		optimal	regarding	implementing corporate governance.
			corporate	
			governance	
			low	
3	Compliance Risk	Fine/penalty	Not carrying out	Compliance Work Unit to ensure that
			activities in	reports related to Corporate
			accordance with	Governance are carried out and
			established	reported to Regulator
			procedures	





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	ADMINISTRATION, REPORTING AND	Replaced Date	25 August 2023
	SANCTIONS		

#### Β. REPORTING

1. Reporting on the Implementation of Good Corporate Governance based on the Financial Services Authority (OJK)

Provisions in reporting the implementation of Good Corporate Governance include:

- 1.1 Bank is required to carry out Good Corporate Governance reporting to Regulators and Bank shareholders which is carried out no later than 4 (four) months after the last financial year;
- 1.2 Reporting on the implementation of Good Corporate Governance must be published on the Bank's website no later than 4 (four) months after the financial year ends.
- 1.3 Bank is required to carry out a self-assessment on the implementation of Bank governance at least 2 (two) times in 1 (one) year and the results of the Bank's selfassessment (self-assessment) are an inseparable part of the governance implementation report.
- 2. Reporting on the Implementation of Good Corporate Governance based on the Ministry of State-Owned Enterprises (Minister of SOEs)

Bank is required to measure the implementation of Good Corporate Governance in the form of:

- assessment, namely a program to identify the implementation of Good Corporate 2.1. Governance through measuring the implementation and application of Good Corporate Governance in SOE which is carried out periodically every 2 (two) years;
  - 2.1.1. The assessment is carried out by an independent appraiser appointed by the Board of Commissioners/Supervisory Board through a process in accordance with the provisions for procurement of goods and services for each SOE, and if necessary, the Board of Directors can request assistance in the appointment process.
  - 2.1.2. If it is deemed more effective and efficient, the assessment can be carried out using the services of a government agency that is competent in the field of Good Corporate Governance, whose appointment is made by the Board of Directors through direct appointment.
- 2.2. evaluation (review), namely a program to describe the follow-up to the implementation and application of Good Corporate Governance carried out in the following year after the assessment, which includes evaluation of the results of the assessment and followup on recommendations for improvement.





- 2.2.1. The evaluation is carried out by the Bank itself (self-assessment), the implementation of which can be discussed with or requested assistance (assistance) by an independent appraiser or using the services of a Government Agency that is competent in the field of Good Corporate Governance.
- 2.2.2. The assessment and evaluation are carried out using indicators/parameters determined by the Deputy.
- 2.2.3. In the event that the evaluation is carried out with the help of an independent appraiser or using the services of a Government Agency that is competent in the field of Good Corporate Governance, the independent appraiser or Government Agency that carries out the evaluation cannot be an appraiser in the following year.
- 2.2.4. Before carrying out the assessment, the appraiser signs a work agreement/agreement with the Bank's Directors which at least contains the rights and obligations of each party, including the time period and implementation costs.
- 2.2.5. The results of the assessment and evaluation are reported to the GMS/Minister at the same time as the submission of the annual report.
- 3. Sharia Good Corporate Governance Implementation Reporting UUS is required to prepare a report on the implementation of Good Corporate Governance at the end of each financial year, which is an inseparable part of the Bank's Good Corporate Governance Implementation Report Conventional General. The Corporate Governance Implementation Report (Good Corporate Governance) includes at least:
  - 3.1. general conclusions from the results of the self-assessment on the implementation of UUS Good Corporate Governance;
  - 3.2. concurrently serving as a member of the Sharia Supervisory Board at another sharia financial institution:
  - 3.3. list of consultants, advisors or the like used by UUS;
  - 3.4. remuneration policy and other facilities (remuneration package) for the Sharia Supervisory Board;
  - 3.5. frequency of Sharia Supervisory Board meetings;
  - 3.6. the number of irregularities (internal fraud) that occurred and efforts to resolve them by UUS.
  - 3.7. number of legal problems, both criminal and civil and efforts to resolve them by UUS;
  - 3.8. distribution of funds for social activities in terms of both the amount and the recipient of the funds:
  - 3.9. non-halal income and its use;
  - 3.10 disclosure of remuneration policies and other facilities for the Sharia Supervisory Board at least includes the number of members of the Sharia Supervisory Board, the total

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amount of salaries, allowances, compensation in the form of shares, other forms of remuneration and facilities determined by the General Meeting of Shareholders;

- 3.11 UUS is required to submit a Good Corporate Governance Implementation Report to the Regulator (Bank Indonesia/Financial Services Authority) no later than 3 (three) months after the financial year ends.
- 4. More detailed policies regarding Governance reporting are regulated in the Technical Instructions regarding the Implementation of Good Corporate Governance Assessments.

#### C. SANCTIONS

If there are discrepancies in the implementation of Corporate Governance, the Bank and/or the Bank's Main Party may be subject to sanctions in accordance with applicable laws and regulations.





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Bank is required to monitor all activities implemented by applying the principles of Corporate Governance (GCG), but not limited to monitoring the implementation of reporting as referred to in Chapter VIII Sub-chapter B.





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	CHAPTER X CLOSING	Revision to	0
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- 1. This Special Policy is effective from the date it is stipulated.
- 2. With the enactment of this Special Policy, then Regulation of the Board of Directors Number 11/PD/DIR/PPD/2018 dated 23 July 2018 concerning Good Corporate Governance Guidelines, is revoked, and declared no longer valid.
- 3. With the enactment of this Special Policy, the implementing regulations of the Board of Directors' Regulation Number 11/PD/DIR/PPD/2018 dated 23 July 2018 concerning Good Corporate Governance Guidelines will still apply as long as they do not conflict with this Special Policy.
- 4. This Special Policy is used as a guideline for Bank functions and must be implemented and complied with by all Bank employees.
- 5. This Special Policy is reviewed at least 1 (one) time in 1 (one) year.
- 6. The attachments listed in this Special Policy are an integral part of this Special Policy.
- 7. Matters that have not been regulated in this Special Policy will be determined later by the Board of Directors.
- 8. If errors are found in this Special Policy in the future, necessary corrections will be made.





SPECIAL PROCEDURES OF GOOD POLICY CORPORATE GOVERNANCE	Number	KK.6-F
	Edition	1
	Revision to	0
	Effective Date	25 August 2023
	Replaced Date	-

### VALIDITY SHEET

### SPECIAL POLICY REGARDING **GOOD CORPORATE GOVERNANCE**

Stipulated in Jakarta, on 25 August 2023

**BOARD OF DIRECTORS** PT. BANK TABUNGAN NEGARA (Persero) Tbk [Signed] Setiyo Wibowo Director of Risk Management

[Signed] Eko Waluyo Director of Human Capital, **Compliance & Legal** 

Published in the Bank Announcement Gazette Number : 7/VIII/2023 Announced in : Jakarta Dated : 25 August 2023 The copy is in conformance with the original

#### PT BANK TABUNGAN NEGARA (Persero) Tbk POLICY AND PROCEDURE DIVISION

[Signed] Wilson L. Simatupang Ad Interim (PJS) of Division Head

[Signed] Wandira Kusuma W **Department Head** 





SPECIAL POLICY	PROCEDURES OF GOOD CORPORATE GOVERNANCE	Number	KK.6-F
		Edition	-
		Revision to	-
		Effective Date	12 December 2023
		Replaced Date	25 August 2023

### **VALIDITY SHEET**

### SPECIAL POLICY REGARDING BOARD OF DIRECTORS REPRESENTATION PROTOCOCOL AND FEES

Stipulated in Jakarta, on 12 December 2023

### PT BANK TABUNGAN NEGARA (Persero) Tbk

[Signed] Setiyo Wibowo **Director of Risk Management** Compliance & Legal

[Signed] Eko Waluyo Director of Human Capital,

Published in the Bank Announcement Gazette			
Number	: 4/XII/2023		
Announced in	: Jakarta		
Dated	: 12 December 2023		
The copy is in conformance with the original			

PT BANK TABUNGAN NEGARA (Persero) Tbk POLICY AND PROCEDURE DIVISION [Signed] [Signed] K. Esti Dwi Retnosari Wandira Kusuma W Division Head **Department Head** 

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