

## BOARD OF DIRECTORS

are no longer legally qualified, including engaging in financial crime, then the members' term of office shall automatically expire.

## MANAGEMENT OF THE BOARD OF DIRECTORS CONFLICT OF INTEREST

Management of the Board of Directors conflict of interest is specified in Bank Mandiri Policy Architecture. Bank Mandiri Policy Architecture is a policy hierarchy/structure functioning as a framework and guidelines in policy preparation and implementation of Bank activity. The Management of the Board of Directors conflict of interest is as follows:

1. The Board of Commissioners, the Board of Directors, and Executives shall commit to prevent any forms of conflict of interest.
2. In the event that the Board of Directors member(s) has a personal Interests in a transaction, contract or contracts

proposed in which one of the parties is the Bank, the interest shall be mentioned in the Board of Directors Meeting and the concerned Board of Directors member has no authority to take a vote.

3. Periodically, at least 1 (once) in a year, every member of the Board of Commissioners, the Board of Directors and the Executives are required to make a statement regarding conflict of interests with the Bank activities.
4. Members of the Board of Commissioners, the Board of Directors and the Executives are prohibited from having concurrent positions as specified in the applicable regulations.

1. The Company's strategy, policy and work plan.
2. The Company's values, vision and mission.
3. The duties, responsibilities and authorities of the Board of Directors pursuant to the Articles of Association and the prevailing regulation in Indonesia.
4. Policies related with Good Corporate Governance.
5. Facility to support the implementation of duties of the Board of Directors.
6. Other relevant programs.

Orientation program for the new Board of Directors is coordinated by the Corporate Secretary. In 2022 there were no induction as there were no new members appointed.

## ORIENTATION PROGRAM FOR THE NEW BOARD OF DIRECTORS

Orientation Program is held by the Company for new members of the Board of Directors in order to provide an understanding of amongst others:

## RISK MANAGEMENT CERTIFICATION

As stipulated in POJK No. 11/POJK.02/2021 of 2021 concerning the Management of Professional Certification Institutions in the Financial Services Sector with the following classification:

No.	Position	Level	Validity
1.	Commissioner	Minimum Level 1	4 years
2.	Independent Commissioner	Minimum Level 2	4 years
3.	President Director and Directors of the Bank with assets > Rp10 trillion	5	2 years

After the certificate expires, a mandatory Refreshment Program must be taken regularly, at least:

1. 1 (one) time in 4 (four) years for certificate levels 1 and 2; or

2. 1 (one) time in 2 (two) years for certificate levels 3, 4, and 5.

In Bank Mandiri, as a bank with a total asset of > Rp10 Trillion, the entire members of its Board of Directors

are holders of Risk Management Certificate Level 5. This certification is also part of OJK's fit and proper test requirements. The certificates of the Board of Directors are as follows.