













#### CORPORATE GOVERNANCE

## **BOARD OF COMMISSIONERS**

	Position	Financial, Family, and Commissioners Management Relations													
Name		Financial Relations With						Family Relations With							
		вос		BOD		Controlling Shareholders		вос		BOD		Controlling Shareholders		Management Relations	
		Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
Mohamad Nasir*)	Independent Commissioner		J		J		J		J		J		J		J
Rionald Silaban	Commissioner		1		V		<b>√</b>		V		V		1		<b>√</b>
Arif Budimanta	Commissioner		1		V		J		V		V		√		<b>√</b>
Nawal Nely	Commissioner		1		J		J		J		J		J		J
Faried Utomo	Commissioner		1		J		J		J		J		J		J
Muhammad Yusuf Ateh	Commissioner		J		J		J		J		J		J		J

<sup>\*)</sup> Ended his tenure effective as of the Annual GMS dated 10 March 2022

## **BOARD OF COMMISSIONERS** CONCURRENT **POSITION**

The concurrent positions of the Board of Commissioners refer to the Ministry of SOE Regulation No. PER-03/MBU/02/2015 and the OJK Regulation No. 55/POJK.03/2016 concerning the Implementation of Corporate Governance Commercial Banks, as follows:

- 1. Members of the Board of Commissioners shall be prohibited from having concurrent positions as:
  - a. Member of the Board of Commissioners of other State-Owned Enterprises (SOEs).
  - b. Member of the Board of Directors of SOEs, Regionally-Owned Enterprises, and Private Enterprises.
  - c. Concurrent positions beyond which are permitted by the regulations.
  - d. Concurrent positions that may cause a conflict of interest with respective SOEs.

- 2. Members of the Board of Commissioners shall be from prohibited having concurrent positions Directors, member of Board of Commissioners, or Executive Officers in:
  - a. Financial institution company, bank or non-bank.
  - b. More than 1 (one) nonfinancial institutions and companies domiciled in and outside of Indonesia.
- 3. However, the provision allows a Board of Commissioners member to serve concurrent position as:
  - a. Director, Board of Commissioners, or Executive with Officer oversight function on 1 (one) nonbank Subsidiary controlled by Bank Mandiri.
  - b. A non-independent member of the Board of Commissioners functional tasks of the shareholders which are legal entities in Bank's business group.
  - c. Member of the BOC in nonprofit organizations.

In addition, the Company's Articles of Association also regulates the concurrent position of the Board Commissioners policy. The Board of Commissioners shall be prohibited from having concurrent positions as:

- 1. Member of the Board of Directors at SOEs, Regionally-Owned Enterprises, and private enterprises.
- 2. Committee of political party and/ or candidate/ member of the House of Representative, House of Regional Representative, Regional People's House of Representative Level I and II, and/ or candidate of regional head/vice head.
- 3. Other positions pursuant to the applicable laws and regulations.
- 4. Concurrent positions that may cause a conflict of interest.

Mandiri's Board Bank  $\circ f$ Commissioners has revealed members' concurrent positions and does not have concurrent positions outside those permitted by applicable regulations and can cause conflict of interest which is prohibited by regulations.



## **BOARD OF COMMISSIONERS**

The following table describes the concurrent position of the Board of Commissioners.

Name	Position	Position in Other Companies/Institutions	Name of Other Companies/Institutions			
Muhamad Chatib Basri	President Commissioner/	President Commissioner/ Independent	PT XL Axiata Tbk			
Munamad Chatib Basri	Independent	Lecturer in Economics	University of Indonesia			
Andrinof A. Chaniago	Vice President Commissioner/ Independent	Lecturer in Political Studies	University of Indonesia			
		Special Staff to the Vice President for Bureaucratic Reform and Education	Team of Vice President of the Republic of Indonesia			
Mohamad Nasir*)	Independent Commissioner	Professor of Behavioural Accounting dan Management Accounting	University of Diponegoro			
Loeke Larasati Agoestina	Independent Commissioner	-	-			
Muliadi Rahardja	Independent Commissioner	Commissioner	PT XL Axiata Tbk			
Rionald Silaban	Commissioner	Director General of State Treasury	Directorate General of State Treasury, Finance Ministry of the Republic of Indonesia			
Arif Budimanta	Commissioner	The President's Special Staff for Micro Economics/MSME	Team of the President of the Republic of Indonesia			
Nawal Nely	Commissioner	Deputy of Finance and Risk Management	SOE Ministry of the Republic of Indonesia			
Faried Utomo	Commissioner	Deputy for Administration	Secretariat of the Cabinet of the Republic of Indonesia			
Muhammad Yusuf Ateh	Commissioner	Chairman	Financial and Development Supervisory Agency			

<sup>\*)</sup> Ended his tenure effective as of the Annual GMS dated 10 March 2022.

# MANAGEMENT OF THE BOARD OF COMMISSIONER'S CONFLICTS OF INTEREST

The management of conflictof-interest for the Board of Commissioners is regulated in the BOC Charter as follows:

 Pursuant to laws and regulations, each Commissioner shall maintain the information by keeping it confidential including provisions on insider trading and other information that the Company has not disclosed to the public.

- 2. Each Commissioner shal disclose:
  - a. Ownership of shares in the Company and in other companies domestically or abroad.
  - Financial and family relationships with other members of the Board of Commissioners and members of the Board of Directors and their families.
  - c. Other information related to laws and regulations must be disclosed to the public.

- The Board of Commissioners is prohibited from being involved in making decisions related to banking operational activities and/or making decisions that may cause conflicts of interest.
- 4. The Board of Commissioners in carrying out its duties, responsibilities and authority is prohibited from using the Company for personal, family, other companies or certain parties' interests in a manner that is contrary to the laws and regulations and the Company's code of ethics.