

BOARD OF COMMISSIONERS

Criteria for Independent Commissioner	Independent Commissioners				
	Muhamad Chatib Basri	Andrinof A. Chaniago	Boedi Armanto	Loeke Larasati Agoestina	Muliadi Rahardja
Shall not become the person who works, has the authority over, or has responsibility to plan, lead, control, or monitor the Bank's activities in the last 6 (six) months except for reappointment as an Independent Commissioner of Public Company for the next period.	√	√	√	√	√
Shall not have shares either directly or indirectly in the Issuer or the Public Company.	√	√	√	√	√
Shall not have affiliate relationship with the Issuer or the Public Company, BOC member, BOD member, or majority shareholders of the Issuer or the Public Company.	√	√	√	√	√
Shall not have any business relationship either directly or indirectly in the Issuer or the Public Company.	√	√	√	√	√

The Bank's Independent Commissioner has signed the Statement certifying the fulfilment of criteria as well as independency of position in accordance with the criteria as set under the prevailing regulations and has been submitted to the OJK.



ORIENTATION PROGRAM FOR NEW COMMISSIONERS

New member of the Board of Commissioner who is appointed for the first time is given an

orientation in relation to their duties and responsibilities. The orientation program aims to provide an understanding and idea on the Company's condition in general, the Company's values, vision and mission, introduction to the business activities of the

Company and its subsidiaries as well as regulations, procedures, and implementation of corporate governance.

The orientation program for new Commissioners is carried out by presenting relevant material by the



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relevant Directors and coordinated by the Corporate Secretary.

In addition to direct explanations by the relevant Directors, new Commissioners are also given

a Board Manual, a document on regulations that shall be acknowledged by the Board of Commissioners to carry out its duties and responsibilities, including the Articles of Association,

BOC Charter, Committee Charter, and other related documents.

In 2022, orientation programs had been held for new Commissioners with the following details:

No.	Name	Position	Date	Trainings/Seminars Topics	Presenter
1	Muliadi Rahardja	Independent Commissioner	21 March 2022	Bank Soundness Rating and Risk Profile of Bank Mandiri	Head of Risk Management Unit
			21 March 2022	Corporate Plan, Bank Business Plan, Work & Budget Plan, and Financial Performance of Bank Mandiri	Head of Strategy & Performance Management Unit
			22 March 2022	PSAK 71 & 73, Financial Statements	Head of Accounting Unit
			22 March 2022	GCG, TKT, APU-PPT	Head of Compliance Unit

BOARD OF COMMISSIONERS MEETING

The Board of Commissioners meetings is regulated in the BOC Charter and also refer to the POJK No. 33/2014, as follows:

1. The Board of Commissioners must hold a meeting at least 1 (one) time in 2 (two) months or at any time if deemed necessary by one or more members of the Board of Commissioners or at the request of the Board of Directors.
2. The Board of Commissioners must hold regular meetings with the Board of Directors (Joint Meetings) at least 1 (one) time in 4 (four) months.
3. The meeting of the Board of Commissioners is legal and has the right to make binding decisions if 2/3 of the total members of the Board of Commissioners are present or represented at the meeting.
4. A Commissioner can be represented at a meeting by another Commissioner based

- on a proxy.
5. A Commissioner can only represent one other Commissioner.
6. The Board of Commissioners can schedule the Board of Commissioners meetings for the following year prior to the fiscal year ends.

Materials for the Board of Commissioners meetings are distributed to all meeting participants no later than 5 (five) working days prior to the meeting, unless the meeting is held out of schedule, the meeting materials can be delivered prior to the meeting.

Meeting of the Board of Commissioners may also be held remotely (such as teleconference, video conference or other electronic media) if such way enables all participants to directly hear, see and participate live in the meeting.

The Board of Commissioners meeting is chaired by the President Commissioner or one of

elected members of the Board of Commissioners, in the absent of President Commissioner. The Board of Commissioners meeting shall be recorded in the minutes of meeting and distributed to all members of the Board of Commissioners as well as shall be documented by the Company.

The Board of Commissioners may also take lawful decisions without convening the Board of Commissioners meeting (in circular) provided that all members of the Board of Commissioners have been notified and give their written approval concerning the proposed plan. This Circular Resolution shall have the same effect as the resolution validly adopted in the Board of Commissioners meeting.

Board of Commissioners Meetings Plan

The Board of Commissioners' meetings plan for 2022 as uploaded on the Bank Mandiri website are as follows: