



3. Board of Commissioners Meeting
 - a. Meeting Quorum Types and Quorums
 - b. Guest Participants in the Board of Commissioners' Meeting
 - c. Chairperson of the Meeting
 - d. Meeting materials
 - e. Meeting Decision
 - f. Minutes of meetings
 - g. Meeting Summons and Organizations
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 - e. Performance Evaluation of the Board of Commissioners
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Composition and Basis for Board of Commissioners

All Board of Commissioners have passed fit and proper without records and have obtained approval from the OJK, indicating that each member of the Board of Commissioners has adequate integrity, competence and financial reputation in accordance with OJK Regulation Number 27/POJK.03/2016 concerning Capability and Compliance Assessment for The Main Party of Financial Services Institution stating that prospective members of the Board of Commissioners must obtain approval from the OJK before carrying out its actions, duties and functions as a Board of Commissioners.

During 2020, the composition of the members of the Company's Board of Commissioners underwent several changes as explained below.

Composition of the Company's Board of Commissioners Before Annual General Meeting of Shareholders on February 19, 2020

The composition of the Board of Commissioners prior to the Annual General Meeting of Shareholders on February 19, 2020 was 8 (eight) consisting of 1 (one) President Commissioner, 1 (one) Deputy President Commissioner/ Independent Commissioner, 3 (three) Independent Commissioners and 3 (three) Commissioners. All members of the Board of Commissioners were domiciled in the working area of the Bank Mandiri Head Office.

The composition and basis for appointment of the Board of Commissioners can be seen in the table below.

Table of Composition and Basis of Appointment of the Board of Commissioners

Name	Position	Implementing fit and proper test	Rapture Basis	Efective Date
Kartika Wirjoatmodjo*	President Commissioner	Financial Service Authority	Extraordinary General Meeting of Shareholders on December 9, 2019	-
Muhamad Chatib Basri	Deputy Chief Commissioner / Independent Commissioner	Financial Service Authority	Extraordinary General Meeting of Shareholders on December 9, 2019	May 29, 2020
Makmur Keliat	Independent Commissioner	Financial Service Authority	Annual General Meeting of Shareholders on March 14, 2017	September 25, 2017
Mohamad Nasir	Independent Commissioner	Financial Service Authority	Extraordinary General Meeting of Shareholders on December 9, 2019	July 7, 2020
Robertus Bilita**	Independent Commissioner	Financial Service Authority	Extraordinary General Meeting of Shareholders on December 9, 2019	-
Rionald Silaban	Commissioner	Financial Service Authority	Extraordinary General Meeting of Shareholders on August 28, 2019	February 12, 2020
Ardan Adiperdana	Commissioner	Financial Service Authority	Annual General Meeting of Shareholders on March 21, 2016	October 3, 2016
R. Widyo Pramono***	Commissioner	Financial Service Authority	Extraordinary General Meeting of Shareholders on August 21, 2017	January 15, 2018

* The term of office had ended since the person concerned was appointed as Deputy President Commissioner of PT Bank Rakyat Indonesia (Persero) Tbk. on February 18, 2020

** The term of office had ended since the person concerned was appointed as President Director of PT Bahana Indonesian Business Development on February 11, 2020.

*** The term of office had ended since the person concerned was appointed as an Independent Commissioner of PT Bank Rakyat Indonesia (Persero) Tbk. on February 18, 2020



Composition of the Company's Board of Commissioners After Annual General Meeting of Shareholders on February 19, 2020

On February 19, 2020, the GMS decided to change the composition of the Company's management as follows:

1. Confirmed the dismissal with respect:
 - a. Kartika Wijatmodjo as President Commissioner because his term of office had ended since he was appointed as Deputy President Commissioner of PT Bank Rakyat Indonesia (Persero) Tbk. on February 18, 2020
 - b. R. Widyo Pramono as Commissioner because his term of office had ended since he was appointed as Independent Commissioner of PT Bank Rakyat Indonesia (Persero) Tbk. on February 18, 2020.
 - c. Robertus Billitea as an Independent Commissioner because his term of office had ended since he was appointed as President Director of PT Bahana Pembimbing Usaha Indonesia on February 11, 2020.
2. Dismissed honorably Makmur Keliat as an Independent Commissioner because his term of office had ended since the Annual General Meeting of Shareholders on February 19, 2020.
3. Transferred the assignment of Muhamad Chatib Basri, who was originally a Deputy President Commissioner and concurrently an Independent Commissioner to become a President Commissioner and concurrently an Independent Commissioner.
4. Appointed the following names as Management of the Company:
 - a. Andrinof A. Chaniago as Deputy President Commissioner concurrently as Independent Commissioner
 - b. Nawal Nely as Commissioner
 - c. Faried Utomo as Commissioner
 - d. Arif Budimanta as Commissioner
 - e. Boedi Armanto as Independent Commissioner
 - f. Loeke Larasati Agoestina as Independent Commissioner

Thus, the composition of the Board of Commissioners after the Annual GMS on February 19, 2020 was 10 (ten) people consisted of 1 (one) President Commissioner/Independent Commissioner, 1 (one) Deputy President Commissioner/Independent Commissioner, 3 (three) Independent Commissioners, and 5 (five) Commissioners. All members of the Board of Commissioners were domiciled in the working area of the Bank Mandiri Head Office.

The composition and basis for appointment of the Board of Commissioners can be seen in the table below.

Table of Composition and Basis of Appointment of the Board of Commissioners

Name	Position	Implementing fit and proper test	Rapture Basis	Effective Date
Muhamad Chatib Basri	President Commissioner/ Independent Commissioner	Financial Service Authority	Annual General Meeting of shareholders on 19 February 2020	May 29, 2020
Andrinof A. Chaniago	Deputy Chief Commissioner/ Independent Commissioner	Financial Service Authority	Annual General Meeting of shareholders on February 19, 2020	June 23, 2020
Boedi Armanto	Independent Commissioner	Financial Service Authority	Annual General Meeting of shareholders on February 19, 2020	July 03, 2020
Loeke Larasati A.	Independent Commissioner	Financial Service Authority	Annual General Meeting of shareholders on February 19, 2020	September 02, 2020
Mohamad Nasir	Independent Commissioner	Financial Service Authority	Annual General Meeting of shareholders on February 19, 2020	July 03, 2020
Ardan Adiperdana	Commissioner	Financial Service Authority	Annual General Meeting of shareholders on March 21 2016	October 03, 2016
Rionald Silaban	Commissioner	Financial Service Authority	Extraordinary General Meeting of shareholders on August 28 2019	February 12, 2020
Arif Budimanta	Commissioner	Financial Service Authority	Annual General Meeting of shareholders on February 19, 2020	August 04, 2020
Nawal Nely	Commissioner	Financial Service Authority	Annual General Meeting of shareholders on February 19, 2020	August 24, 2020
Faried Utomo	Commissioner	Financial Service Authority	Annual General Meeting of shareholders on February 19, 2020	August 04, 2020

Orientation Program for New Commissioners

The orientation program for the Board of Commissioners is only carried out by presenting relevant material by the Directors related and coordinated by the Corporate Secretary. The implementation of the orientation program for the Commissioners was only carried out after the appointment of a new Commissioner at the GMS. The introductory program material includes Good Corporate Governance, Company Performance, Risk Management, and topics relevant to the new Commissioner task fie ld. In addition to direct exposure by the relevant Directors, new Commissioners are also given a Board Manual, which is a document that contains documents/regulations that must be known by the Board of Commissioners to carry out its duties and responsibilities, including the Articles of Association, Charter and Rules of the Board of Commissioners, Committee Charter Board of Commissioner's Supporting Committee, and other related documents.