



## BOARD OF COMMISSIONERS

## ORIENTATION PROGRAM FOR NEW COMMISSIONERS

Newly appointed members of the Board of Commissioners participate in an orientation program designed to familiarize the Board on its duties and responsibilities. The main objective is to provide a comprehensive understanding of the Bank, its overall condition, core values, vision, and mission, as well as an introduction to the Bank's business activities and its subsidiaries. The program also covers key regulations, procedures, and the implementation of corporate governance practices.

The orientation is conducted by presenting relevant materials, delivered by the appropriate Directors and coordinated by the Corporate Secretary.

In addition, new Commissioners are provided with a Board Manual that stipulates the duties and responsibilities, including the Bank's Articles of Association, the BOC Charter, Committee Charters, and other essential governance documents. This ensures that new Commissioners have the necessary resources to carry out their roles with a clear understanding of the Bank's governance framework.

In 2024, orientation programs had been held for new Commissioners with the following details:

No.	Name	Position	Date	Training/Seminar Subjects	Trainers
1.	Tedi Bharata	Commissioner	25 March 2024	PSAK 71	Head of Accounting Unit
			3 April 2024	Corporate Plan 2020-2024, RBB 2024-2027, RKAP 2024, and Financial Performance 2024	Head of Strategy & Performance Management Unit
			17 April 2024	Rating and Risk Management Framework	Head of Credit Portfolio Risk Unit
			06 May 2024	GCG, AML CFT & PPSPM, and Integrated Governance	Head of Compliance Unit
			16 May 2024	IT Management	Head of IT Unit

## BOARD OF COMMISSIONERS MEETING

The procedures and requirements for Bank Mandiri Board of Commissioners meetings are outlined in the BOC Charter and align with POJK No. 17 of 2023. The key provisions for these meetings are as follows:

- 1. Meeting Frequency:** The Board of Commissioners is required to hold regular meetings of the Board of Commissioners at least once every 2 (two) months.
- 2. Joint Meetings with the Board of Directors:** The Board of Commissioners must hold joint meetings with the Board of Directors at least once every 4 (four) months.

- 3. Quorum Requirements:** Meetings of the Board of Commissioners and Joint Meetings with the Board of Directors are held if attended by the majority of the Board of Commissioners' members.

- 4. Meeting Attendance:** The Board of Commissioners must attend meetings in person at least 2 (two) times a year. Non-Independent Commissioners who cannot physically attend may participate in meetings of the Board of Commissioners via face-to-face interaction using information technology.

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**5. Meeting Decision-Making:** Decisions in meetings of the Board of Commissioners must first be made based on deliberation for consensus. If consensus cannot be reached, decisions are made by majority vote. All decisions of the Board of Commissioners are binding for all members of the Board of Commissioners.

**Meeting Materials:** All relevant materials for the Board of Commissioners' meetings must be distributed to participants no later than 5 (five) days before the meeting. If a meeting is held outside the regular schedule, materials can be provided prior to the meeting.

**Leadership and Documentation:** Meetings are chaired by the President Commissioner. If the President Commissioner is absent, the meeting will be chaired by a designated Commissioner. All meetings are documented in minutes of the meeting, distributed to all Commissioners, and recorded in the official archives of the Company. Any dissenting opinions expressed during the Board of Commissioners' meetings must be clearly stated in the minutes of the meeting, including the reasons for the dissent.

### Board of Commissioners Meetings Plan

The Board of Commissioners' meetings plan for 2024 as uploaded on the Bank Mandiri website are as follows:

Quarter I	Quarter II	Quarter III	Quarter IV
<ul style="list-style-type: none"> <li>Monthly Review of Bank Performance.</li> <li>Review of Consolidated Financial Statements for Financial Year 2023 (Audited).</li> <li>Quarterly Review of the Bank and Subsidiaries' Performance for 2023.</li> <li>Preparation of Annual General Meeting of Shareholders for Financial Year 2023</li> <li>Selection of Public Accountant Office (KAP) for the Audit of Financial Statements for the Year 2024.</li> <li>Quarterly Review of Risk Profile, Business Activities, IT, HR, and Other Strategic Initiatives for the period of Quarter IV/2023.</li> </ul>	<ul style="list-style-type: none"> <li>Monthly Review of the Bank's Performance.</li> <li>Quarterly Review of Risk Profile, Business Activities, IT, HR, and Other Strategic Initiatives for the period of Q1/2024.</li> <li>Quarterly Review of the Performance of the Bank and its Subsidiaries for the period of Q1/2024.</li> </ul>	<ul style="list-style-type: none"> <li>Monthly Review of the Bank's Performance.</li> <li>Quarterly Review of the Performance of the Bank and its Subsidiaries for the period of Quarter II/2024.</li> <li>Quarterly Review of Risk Profile, Business Activities, IT, HR, and Other Strategic Initiatives for the period of Quarter II/2024.</li> <li>Review of the Implementation of Integrated Governance.</li> <li>Discussion of the Company's Work Plan and Budget Year 2025.</li> <li>Discussion of the Company's Work Plan and Budget Year 2025.</li> </ul>	<ul style="list-style-type: none"> <li>Monthly Review of Bank Performance.</li> <li>Quarterly Review of the Performance of the Bank and its Subsidiaries for the period of Q3/2024.</li> <li>Quarterly Review of Risk Profile, Business Activities, IT, HR, and Other Strategic Initiatives for the period of Q3/2024.</li> <li>Approval of the 2025 Corporate Work Plan &amp; Budget, 2025-2027 Bank Business Plan, 2025-2029 Sustainable Finance Action Plan, 2024 Recovery Plan Update, and 2024 Resolution Plan Update.</li> <li>Discussion on Bank Mandiri Collegial Key Performance Indicators (KPI) 2025</li> </ul>