



REMUNERATION AND NOMINATION COMMITTEE

The Remuneration and Nomination Committee of Bank Mandiri serves a strategic role in supporting the Board of Commissioners to ensure that the nomination, performance management, remuneration policy, and leadership development processes are conducted ethically, accountably, transparently, and sustainably. Through its function, the Committee ensures that Bank Mandiri's strategic-level governance aligns with the Bank's long-term objectives, corporate values, and the principles of good governance.

Purpose of Establishment

Pursuant to the Remuneration and Nomination Committee Charter, Bank Mandiri Remuneration and Nomination Committee was established by the Board of Commissioners to assist in carrying out its supervisory and strategic advisory functions related to nomination, performance management, remuneration, and leadership development for both the Board of Commissioners and the Board of Directors. The establishment of this Committee aims to ensure that all processes regarding selection, performance assessment, and compensation determination are conducted objectively, transparently, and in alignment with Bank Mandiri's strategic direction.

The Committee plays a key role in fostering a governance framework that promotes integrity-driven leadership, sustainable performance, and a competitive and equitable remuneration structure. It also ensures that all policies and decisions adhere to the principles of good governance. Through its role, the Committee supports the Board of Commissioners in maintaining a balance between short-term priorities and long-term objectives, while enhancing Bank Mandiri's competitiveness and sustainability.

Legal Reference

The establishment of the Remuneration and Nomination Committee refers to:

1. SOE Minister Regulation No. PER-2/MBU/03/2023 on Guidelines for Governance and Significant Corporate Activities of State-Owned Enterprises.
2. SOE Minister Regulation No. PER-3/MBU/03/2023 on Organs and Human Resources of State-Owned Enterprises.
3. POJK No. 34/POJK.04/2014 on the Nomination and Remuneration Committee of Issuers or Public Companies.
4. POJK No. 45/POJK.03/2015 on Governance in Providing Remuneration for Commercial Banks.
5. POJK No. 17 of 2023 on Governance Practices for Commercial Banks.
6. SEOJK No. 14/SEOJK.03/2025 on Governance Practices for Commercial Banks.

7. Bank Mandiri's Articles of Association and amendments.
8. Decree of the Board of Commissioners No. KEP. KOM/012/2025 tanggal 30 December 2025 on the Composition of Memberships of the Audit Committee, Risk Oversight Committee, Integrated Governance Committee and Remuneration and Nomination Committee of PT Bank Mandiri (Persero) Tbk.
9. Decree of the Board of Directors No. KEP. DIR/060/2025 dated 29 August 2025 on Determination of Remuneration and Nomination Committee Membership.

Structure. Membership and Profile of the Committee

The Remuneration and Nomination Committee consists of at least 3 (three) members with a composition of:

- a. 1 (one) Independent Commissioner as Chairman and member;
- b. 1 (one) Non-Independent Commissioner; and
- c. 1 (one) Executive Officer who oversees the human resource function or 1 (one) representative officer (ex officio) as a non-voting member.

In the event that the Remuneration and Nomination Committee consists of more than 3 (three) members, the majority of the members must be Independent Commissioners.

The Chairman of the Remuneration and Nomination Committee may only hold concurrent positions as Chair of the Committee at most in 1 (one) another Committee.

As of 31 December 2025, the composition of the Remuneration and Nomination Committee's membership is as follows:

Remuneration and Nomination Committee Composition as of 31 December 2025

Name	Position in the Committee	Position in Bank Mandiri	Period
Zulkifli Zaini	Chairman concurrently a Member	President Commissioner/Independent	2025 – 2030
Mia Amiati	Member	Commissioner	2025 – 2030
Muhammad Yusuf Ateh	Member	Commissioner	2021 – 2026
Yuliot	Member	Commissioner	2025 – 2030
Luky Alfirman	Member	Commissioner	2025 – 2030
Rudy Salahuddin Ramto	Member	Vice President Commissioner	2025 – 2030
Bintoro K. Pardewo	Member	Commissioner	2025 – 2030
Votivia Mardinna	Non-Voting Member & Secretary	Remuneration SEVP/Group Head Human Capital	2023 – 2028

Remuneration and Nomination Committee Profile

The profile of the Remuneration and Nomination Committee members as members of the Board of Commissioners is presented in Chapter 3 Profile of the Board of Commissioners in this Annual Report.

The following is the profile of member of the Remuneration and Nomination Committee as Non-Voting Member and Secretary:



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Votivia Mardinna
Non-Voting Member and Secretary

Age : 39 Years old

Citizenship : Indonesian

Domicile : Jakarta

Period of Assignment
02 August 2021 – Present

Basis of Appointment
Board of Directors Decree No. KEP.DIR/017/2023

Educational Background
Bachelor of Economics from University of Gadjah Mada (2008)

Professional Background

- › Group Head Performance & Remuneration (2023 - present)
- › Department Head Performance & Career Development (2019-2023)
- › Department Head Organization Development (2018-2019)
- › Pj. Department Head Organization Development (May 2017)

Remuneration and Nomination Committee Charter

The Remuneration and Nomination Committee of Bank Mandiri functions under the Remuneration and Nomination Committee Charter, which clearly defines the roles, responsibilities, and scope of duties of the Committee. The Charter serves as a key reference to ensure that the Committee performs its functions in a structured, consistent, and governance-aligned manner, in accordance with best practices. The Charter was last updated on 16 December 2025, pursuant to Board of Commissioners Decree No. KEP.KOM/010/2025.

The Remuneration and Nomination Committee Charter contains, among others:

1. General Purpose
2. Basic Regulations
3. Duties, Responsibilities, and Authority
4. Composition, Structure, and Membership Requirements
5. Meetings
6. Reports and Recommendations
7. Performance Evaluation
8. Closing

Committee Duties and Responsibilities

The Remuneration and Nomination Committee has the following duties and responsibilities:

1. Related to Nomination Function
 - a. Evaluate and provide recommendations to the Board of Commissioners on the Board of Directors' proposal regarding the Company's organizational structure.
 - d. Provide recommendations to the Board of Commissioners regarding the composition of positions of members of the Board of Directors and/or Board of Commissioners and/or Supervisory Board.
 - e. Identify candidates for members of the Board of Directors and/or candidates for members of the Board of Commissioners both from within and outside the Company who are eligible to be proposed/appointed as members of the Board of Directors or members of the Board of Commissioners.
 - f. Develop or evaluate and provide input to the Board of Commissioners regarding policies, criteria and qualifications required in the Nomination process in accordance with the Company's strategic plan.
 - g. Develop a system and procedure for the election and/or replacement of members of the Board of Directors and/or Board of Commissioners to be submitted to the GMS.
 - h. Provide proposals for the appointment, dismissal, and/or replacement of members of the Board of Directors and/or members of the Board of Commissioners to the GMS.
 - i. Assist the Board of Commissioners in obtaining and/or analyzing data on prospective

candidates for members of the Board of Directors from the talent pool of executives one level below the Board of Directors.

- j. Having a data base and talent pool of candidates for members of the Board of Directors and candidates for members of the Board of Commissioners.
 - k. Develop, implement, and analyze the criteria and procedures for dismissal of the Board of Commissioners and/or the Board of Directors.
 - l. Assess independent parties who will become members of the Supporting Committee of the Board of Commissioners and provide recommendations to the Board of Commissioners.
2. Related to Performance Management Functions
 - a. Develop or evaluate and provide input to the Board of Commissioners regarding the Performance Assessment Policy for members of the Board of Directors and/or members of the Board of Commissioners.
 - b. Prepare proposals for individual performance assessment system for members of the Board of Directors and/or members of the Board of Commissioners.
 - c. Evaluate the proposed Key Performance Indicators (KPI) of individual members of the Board of Directors.
 - d. Assisting the Board of Commissioners in performance assessment of members of the Board of Directors and/or members of the Board of Commissioners based on benchmarks that have been prepared as assessment materials.
 3. Related to Remuneration Function

Provide recommendations to the Board of Commissioners regarding:

 - a. Assisting the Board of Commissioners in proposing an appropriate remuneration system for members and/or members of the Board of Commissioners in the form of a payroll/honorarium system, provision of facilities, benefits, bonuses/incentives/tantiem, pension system, assessment or evaluation of the system and the options provided.
 - b. Evaluate the remuneration policy based on performance, risk, fairness with peer groups, goals and long-term strategies of the Company, fulfillment of reserves as stipulated in laws and regulations and potential future income of the Company.
 - c. Evaluate the Remuneration Policy for Employees that requires approval/response from the Board of Commissioners.
 - d. Ensure that the Remuneration Policy is in accordance with applicable regulations including the Regulations of the Minister of State-Owned Enterprises, Regulations of

- the Financial Services Authority, and other relevant prevailing laws and regulations.
- e. Submitting evaluation results and recommendations to the Board of Commissioners regarding the Remuneration Policy for the Board of Directors and/or Board of Commissioners to be submitted to the GMS.
 - f. Submitting the overall Remuneration Policy for Employees to be submitted to the Board of Directors.
 - g. Conduct periodic evaluations of the implementation of the Remuneration Policy.
4. Related to Development Function
 - a. Prepare proposals for Development Programs for members of the Board of Directors and/or members of the Board of Commissioners/Supervisory.
 - b. Conducting periodic reviews of the Company's Talent Management System, as well as monitoring and evaluating its implementation.
 - c. Evaluate the system and procedure of Talent Classification conducted by the Board of Directors.
 - d. Validating and calibrating the Talents proposed by the Board of Directors to the Board of Commissioners/Supervisory Board (Selected Talent) to produce a list of Talents to be nominated by the Board of Commissioners/Supervisory Board to the GMS/Minister of SOEs (Nominated Talent).
 - e. Evaluate the Company's Representative Candidates who will be proposed as members of the Board of Directors or members of the Board of Commissioners of Financial Services Institutions (FSIs) in the Financial Conglomeration, before being submitted to the GMS/Minister of SOEs.
 5. Prepare and submit an annual work plan and budget to the Board of Commissioners to be determined prior to the current financial year. Furthermore, a copy of the annual work plan and budget shall be submitted by the Board of Commissioners to the Board of Directors of the SOE for their information.

Remuneration and Nomination Committee Authority

The Remuneration and Nomination Committee has the following authority:

1. Communicating with the Management and work units within the Company as well as members of the Financial Conglomeration to obtain information, clarification and requesting the required documents and reports.
2. Requesting the Company to conduct surveys according to the needs of the Remuneration and Nomination Committee.
3. Accessing all relevant information concerning the Company and members of the Financial

Conglomeration related to the performance of its duties and functions, including records or information on employees, funds, assets, and other resources.

4. Obtaining input and or suggestions from outside parties of the Company relating to their duties.
5. Performing other authorities granted by the Board of Commissioners.

Remuneration and Nomination Committee Tenure

The tenure of members of the Remuneration and Nomination Committee as members of the Board of Commissioners, shall not be longer than the tenure of the Board of Commissioners as stipulated in the Articles of Association and can be re-elected for the next 1 (one) period. Whereas the tenure of the Remuneration and Nomination Committee members from Non-Commissioner Independent Parties is the latest 3 (three) years and can be extended 1 (one) time during 2 (two) years of tenure, by not eliminating the rights of the Board of Commissioners to terminate at any time.

Remuneration and Nomination Committee Reporting

The Remuneration and Nomination Committee must report the implementation of duties that are carried out for each assignment given and/or for any problems identified that require the attention of the Board of Commissioners or at least twice in 1 (one) year.

Remuneration and Nomination Committee Qualifications and Experience

Members of the Remuneration and Nomination Committee have at least the following qualifications:

1. General Requirements
 - a. Having integrity, character and good morals.
 - b. Does not have personal interests/relationships that can cause conflict of interest against the Company.
2. Competence Requirements
 - a. Having sufficient expertise, ability, knowledge and experience related to their duties and responsibilities, specifically related to the provisions of the Bank's remuneration and/or nomination system and succession plan.
 - b. Able to work together and to communicate well and effectively and are willing to provide sufficient time to carry out their duties.
 - c. Have adequate knowledge of the Company's Articles of Association, laws and regulations in the banking sector, Capital Market, SOEs and other relevant laws and regulations.
 - d. Willing to increase competencies continuously through education and training.
 - e. The qualifications and professional background of the Chairman and Members of the Remuneration and Nomination Committee are as follows.



Remuneration and Nomination Committee Qualifications and Professional Background

Name	Position	Period	Education	Professional Background
Zulkifli Zaini	Chairman and Member	30 – 31 December 2025	› Master of Business Administration di bidang Finance dan International Business Sarjana di bidang Teknik Sipil	Professional background in banking and corporate supervision
Mia Amiati	Member	4 August – 31 December 2025	› Honorary Professor (HCSA) in Human Resource Development › Doctor (PhD) in Law › Master's Degree in Law › Bachelor's Degree in Law › Bachelor's Degree in Indonesian Literature	Professional background in law.
Muhammad Yusuf Ateh	Member	1 January – 31 December 2025	› Doctor in Public Administration › Master of Business Administration (MBA) › Diploma IV in Accounting › Diploma III in Accounting	Professional background in finance and audit
Yuliot	Member	25 March – 31 December 2025	› Master's Degree in Management (Economics) › Bachelor's Degree in Socio-Economics	Professional background in finance and corporate supervision.
Luky Alfirman	Member	25 March – 31 December 2025	› Doctor of Economics › Master of Economics › Bachelor's Degree in Industrial Engineering	Professional background in economics and corporate oversight
Rudy Salahuddin Ramto	Member	30 – 31 December 2025	› Doctor of Engineering Management and Systems Engineering › Master of Engineering Management › Bachelor's Degree in Law › Bachelor's Degree in Civil Engineering	Professional background in economics and finance
Bintoro K. Pardewo	Member	30 – 31 December 2025	› Master of Business Administration (MBA) › Bachelor's Degree in Mechanical Engineering	Professional background in economics
Votivia Mardinna	Non-Voting Member & Sekretaris	1 January – 31 December 2025	Bachelor's Degree in Economics	Professional background in the human capital field

Remuneration and Nomination Committee Independence

All members of the Remuneration and Nomination Committee who are independent parties have no financial, management, shareholding, or familial relationships with the Board of Commissioners, the Board of Directors, and/or the Controlling Shareholders. Additionally, there are no affiliations with Bank Mandiri that could compromise objectivity or influence ability to carry out their responsibilities independently. This ensures that the Committee is upholding the principles of good corporate governance and maintaining integrity in its oversight of the nomination and remuneration processes.

Independence Aspects	Zainudin Amali	Kuswiyoto	Mia Amiati	Zulkifli Zaini
Does not have financial relations with the Board of Commissioners and Directors	✓	✓	✓	✓
Does not have management relations in the company, subsidiaries, or affiliates	✓	✓	✓	✓
Does not have shareholding relations in the company	✓	✓	✓	✓
Does not have family relations with the Board of Commissioners, Directors and/or with fellow members of Committee	✓	✓	✓	✓
Does not serve as the management in political parties, officials and in the government	✓	✓	✓	✓

Meetings of Remuneration and Nomination Committee

The Remuneration and Nomination Committee holds regular meetings at least once in 3 (three) months. The meetings can only be held if attended by at least 51% of the total committee members including 1 (one) Independent Commissioner and 1 (one) Executive in charge of the Human Resources function or 1 (one) employee representative.

Decisions of the Remuneration and Nomination Committee meetings are taken based on deliberation to reach consensus. The meeting shall be chaired by the Chairman of the Remuneration and Nomination Committee or other member that serves as Independent Commissioner if the Chairman of the Remuneration and Nomination Committee is unable to attend.

Each Remuneration and Nomination Committee meeting is outlined in the minutes of the meeting, including dissenting opinions, which are signed by all members of the Committee present and submitted to the Board of Commissioners.

During 2025, 14 (fourteen) meetings were held with the following agenda.

Remuneration and Nomination Committee Meeting Agenda

No.	Date	Agenda	Additional Information	Quorum
1.	09 January 2025	Proposal for Subsidiary Management	Nomintaion related	100
2.	27 February 2025	Discussion on Bank Mandiri Talent	Nomintaion related	83.3
3.	13 March 2025	1. Proposal for Subsidiary Management 2. Proposal for Remuneration	Nomintaion related	66.7
4.	18 March 2025	Discussion on Bank Mandiri Talent	Nomintaion related	83.3
5.	25 March 2025	Proposal for Bank Mandiri Management at the 2024 Annual GMS	Nomintaion related	83.3
6.	10 April 2025	Proposal for the Organizational Structure of Bank Mandiri Following the AGM on 25 March 2025	Nomintaion related	100
7.	23 June 2025	Proposal for Subsidiary Management	Nomintaion related	100
8.	17 July 2025	Human Capital Management at Bank Mandiri	Related to Human Resources of Bank Mandiri	66.7
9.	04 August 2025	Proposal for Bank Mandiri Management on the August 2024 Extraordinary GMS	Nomintaion related	100
10.	04 September 2025	Proposal for the Organizational Structure of Bank Mandiri Following the EGM on August 2025	Related to the Organizational Structure of Bank Mandiri	75
11.	23 October 2025	Update on the Human Capital & Compliance Directorate for 2025	Update on HCC Directorate for 2025	100
12.	27 November 2025	Proposal for the Adjustment of Bank Mandiri's Organizational Structure	Related to the Organizational Structure of Bank Mandiri	100
13.	18 December 2025	Discussion on Bank Mandiri Talent	Nomintaion related	100
14.	19 December 2025	Proposal for Bank Mandiri Management on the December 2024 Extraordinary GMS	Nomintaion related	100

Meeting Frequencies and Attendance of Remuneration and Nomination Committee

Name	Position	Total Meetings	Total Attendance	(%)
Zulkifli Zaini	Chairman concurrently a Member	1	1	100
Rudy Salahuddin Ramto	Member	-	-	-
Mia Amiati	Member	3	3	100
Muhammad Yusuf Ateh	Member	13	12	92
Yuliot	Member	1	1	100
Luky Alfirman	Member	-	-	-
Bintoro K. Pardewo	Member	-	-	-
Votivia Mardinna	Secretary (ex-officio) concurrently a Member	14	14	100
Zainudin Amali***	Chairman concurrently a Member	9	9	100
Kuswiyoto***	Member	5	5	100
Chatib Basri**	Chairman concurrently a Member	5	4	80
Rionald Silaban**	Member	5	5	100
Muliadi Rahardja**	Member	5	5	100
Arif Budimanta*	Member	1	1	100
Faried Utomo*	Member	1	1	100
Tedi Bharata**	Member	5	5	100

*) Ended his tenure on 19 February 2025

**) Ended his tenure based on the Annual GMS dated 25 March 2025

***) Ended his tenure based on the Annual GMS dated 19 December 2025

Performance Evaluation Mechanism and KPI Achievements

The Remuneration and Nomination Committee of Bank Mandiri undergoes regular performance evaluations to assess the effectiveness of its duties and responsibilities in supporting the Board of Commissioners' supervisory function. The evaluation is based on the implementation of the Committee's Work Plan, the quality of recommendations, and the effectiveness of coordination and communication with the Board of Commissioners, Board of Directors, and relevant work units.

Throughout 2025, the Committee successfully executed all programs outlined in the 2025 Remuneration and Nomination Committee Work Plan. The achievement of Key Performance Indicators (KPI) was reflected in the relevance and quality of the Committee's recommendations, which served as a key consideration for the Board of Commissioners in making strategic decisions, particularly concerning nomination, remuneration, and leadership development policies.

Moreover, consistent communication between the Committee, the Board of Commissioners, and the Board of Directors throughout the year enhanced coordination on strategic issues and ensured timely and effective follow-up on recommendations. The evaluation results confirmed that the Remuneration and Nomination Committee performed optimally and contributed significantly to strengthening governance and supporting Bank Mandiri's sustainable performance.

Committee Remuneration

The remuneration of members of the Remuneration and Nomination Committee who are Independent Non-Commissioners is governed by the Board of Commissioners Decree No. KEP.KOM/034/2025 dated 28 May 2025 concerning the Remuneration of Supporting Organs of the Board of Commissioners of PT Bank Mandiri (Persero) Tbk, and is further stipulated in the respective assignment letters appointing them as Committee members under the Board of Commissioners, as issued by Bank Mandiri.

No.	Description	Non-Commissioner Committee Members
1.	Salary/Honorarium	At most 20% of President Director's Salary
2.	Post-Employment Compensation	Not provided
3.	Holiday Allowance	In accordance with Bank Mandiri employee stipulation
4.	Bonus/Tantiem	Not provided
	Facilities	
	- Transportation Allowance	Not provided
5.	- Health	Provided as per the Bank's Internal rules
	- Employment	Provided as per the Bank's Internal rules
	- Business Trips	In accordance with Bank Mandiri employee stipulation/equivalent to Group Head

BOARD OF DIRECTORS SUCCESSION POLICY

Bank Mandiri's succession policy for the Board of Directors is guided by the Minister of SOE Regulation No. PER-3/MBU/03/2023 regarding the Organs and Human Resources of State-Owned Enterprises. One of the core duties of the Remuneration and Nomination Committee is to develop a comprehensive nomination system for the selection of members of the Board of Commissioners and/or Directors. This nomination system forms an integral part of the Company's Good Corporate Governance Policy and serves as a key reference for the Board of Commissioners and the GMS in determining the appropriate processes for the nomination and remuneration of the Board of Commissioners and/or Directors. This system aims to ensure transparency, merit-based selection, and alignment with regulatory requirements.

Basic Principles

Requirements for Board of Directors and Board of Commissioners.

1. Candidates for Directors and Commissioners must meet the requirements determined in the Company's Articles of Association and the applicable laws and regulations.
2. Candidacy and Candidate Proposal for Board of Directors and Board of Commissioners.
3. Candidates for Directors and Commissioners are proposed through a selection by taking into account the set requirements.

Succession Management

In accordance with SOE Minister Regulation No. PER-3/MBU/03/2023 Article 30, the basis for Succession Management of Directors of State-Owned Enterprises. is as follows:

1. Succession management is the process of selecting SOE Directors from the Talent Pool of the Ministry of SOEs or other sources determined by the Minister.
2. Succession management is carried out by the Ministry of SOEs through the Fit and Proper Test mechanism by the Succession Committee and/or considering the results of Assessments from Professional Institutions.

Pursuant to Law No. 1 of 2025, the Ministry of State-Owned Enterprises has been transformed into the SOE Regulatory Agency. Nonetheless, Minister of SOEs Regulation No. PER-3/MBU/03/2023 on the Organs and Human Resources of State-Owned Enterprises remains effective until 31 December 2025.

Procedures

In the Nomination function, the Bank Mandiri Remuneration and Nomination Committee performs the following procedures:

1. Develop the composition and process of nominating the Directors and/or Commissioners.
2. Formulate policies and criteria of nominating process of candidates of Directors and/or Commissioners.
3. Identify candidates who meet the criteria.
4. Assist the performance assessment of the Board of Directors and/or Board of Commissioners.
5. Develop capacity building programs for the Directors and/or Commissioners.
6. Review and propose candidates that fulfils the requirements as Commissioners and/or prospective Directors to the Board of Commissioners for submission to the GMS.
7. The selection process is carried out prior to the tenure ends or is requested by the Board of Commissioners. or if there is a vacancy.

Requirements and Criteria

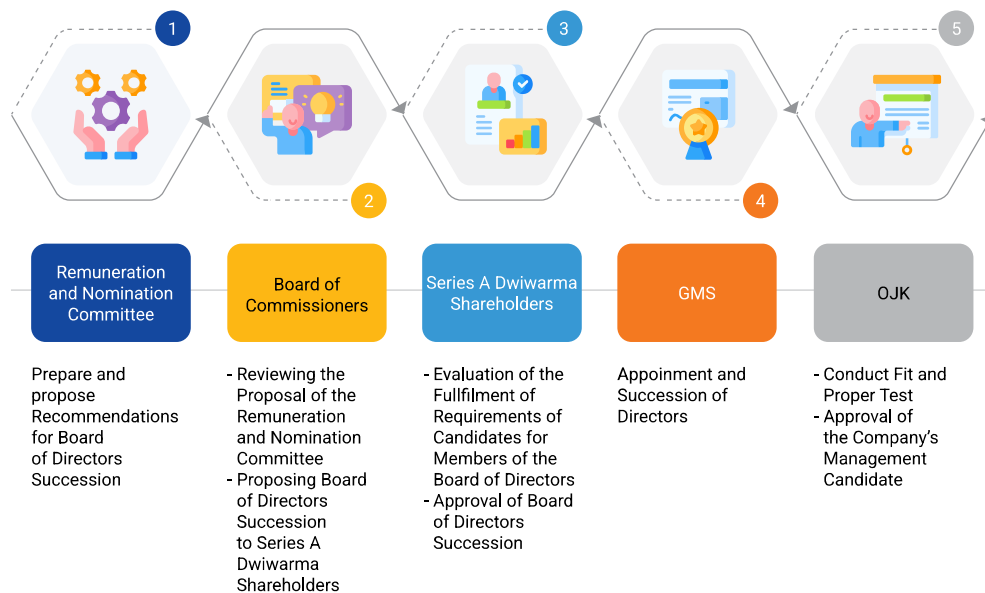
The requirements and criteria for candidates of Board of Directors and/or Commissioners are in accordance with the Company's Articles of Association and other applicable provisions. which are as follows:

1. The person eligible as a member of the Board of Directors and/or Commissioners is an individual with legal capacity and has never been declared bankrupt or convicted which cause bankruptcy of a company, or an individual who has never been sentenced for criminal offense which harm the State treasury within 5 (five) years prior to his/her appointment, one or the other by taking into account the prevailing laws and regulations.
2. Does not have family relations to third degree, both horizontally or vertically nor by marriage (in laws) with other Directors or Commissioners.
3. Does not listed in the banking blacklist as determined by bank supervisory authorities.
4. Has good integrity, in the sense of:
 - a. Having good character and morals.
 - b. Complying with prevailing laws and regulations.
 - c. Having high commitment to the development of sound bank operations.
 - d. Deemed fit and proper to be a member of Board of Directors and/or Commissioners.
5. Integrity assessment is conducted by evaluating the candidates in the sense that they have never done any of the following:

- a. Banking manipulation and practices that deviate from banking regulations.
- b. Actions categorized as non-fulfilment of commitments to Bank Indonesia or Government.
- c. Actions categorized as beneficial to Owner, Management, Employees, and or other parties that may detrimental or reduce bank's profit.
- d. Actions categorized as violation of the provisions related to banking prudential principles.
- e. Actions by Management and Executives categorized as not independent.
6. Fulfil the competence criteria, in the sense of having:
 - a. Adequate knowledge in Banking.
 - b. Experience and expertise in Banking and or Financial Institution.
 - c. Ability to perform strategic management for the development of sound Banks.
 - d. The ability to perform strategic management to develop a sound Bank
7. Other than the above criteria, the following additional criteria are also required:
 - a. Having leadership skill supported by knowledge in economics, accounting and law.
 - b. For the Board of Commissioners, require having experience in banking or other financial institution supervisory.
 - c. For the Board of Directors, require having at least 3 (three) years' experience as Senior Management in banking or other financial institutions.

The candidates for the Board of Directors may be proposed by the Board of Commissioners following a thorough assessment, and if deemed eligible, the candidates can be recommended to the Minister of SOEs. Nominees for the position of Director must fulfill both formal and additional requirements as stipulated by the Regulation of the Minister of State-Owned Enterprises PER-3/MBU/03/2023 on the Organs and Human Resources of State-Owned Enterprises, and OJK Regulation No. 33/POJK.04/2014 regarding the Board of Directors and Board of Commissioners of Issuers or Public Companies. Moreover, all candidates must successfully pass the Fit and Proper Test conducted by the OJK.

Since 2021, Bank Mandiri submitted a list of top talent employees at the BoD-1 level to the Ministry of SOEs. The Ministry of SOEs will then evaluate the list and assign an accredited institution to conduct the talent assessment for prospective Directors. Candidates who receive a positive recommendation from the Assessor Service Company are reported by the Remuneration and Nomination Committee to the Board of Commissioners for consideration as nominees for submission to the GMS.



Remuneration and Nomination Committee Activities in 2025

Throughout 2025, the Remuneration and Nomination Committee of Bank Mandiri effectively carried out its duties and responsibilities as outlined in the Remuneration and Nomination Committee Charter. The Committee provided recommendations and nominations of qualified candidates for the Board of Commissioners and Board of Directors to the Board of Commissioners for submission to the GMS. These recommendations were developed through a structured process that included formulating policies, criteria, and qualification standards aligned with the Company's strategic direction. The Committee also assisted the Board of Commissioners in identifying and evaluating potential candidates from the executive talent pool one level below the Board of Directors, ensuring leadership continuity that is both capable and ethical.

In addition to its nomination duties, the Committee supported the Board of Commissioners in formulating an appropriate remuneration framework for both the Board of Directors and the Board of Commissioners. This included determining salary/honorarium structures, benefits and allowances packages, and bonus (tantiem) systems for 2025. The objective was to ensure a competitive, fair, and performance-based compensation system aligned with industry standards and the Company's strategic objectives, while fostering accountability and motivation across leadership levels at Bank Mandiri.

2026 Work Plans of the Remuneration and Nomination Committee

At the end of 2025, the Remuneration and Nomination Committee of Bank Mandiri prepared the 2026 Work Plan, which has been approved by the Board of Commissioners. The work plan outlines key activities grouped into four main focus areas: nomination function, remuneration function, discussion of specific strategic issues, and internal committee activities.

This work plan serves as a guideline for the Committee's activities throughout 2026 and forms part of the KPI used to evaluate the Committee's effectiveness in supporting the Board of Commissioners. With a structured and measurable plan, the Committee aims to further strengthen governance in nomination, remuneration, and leadership development, in alignment with Bank Mandiri's long-term strategic objectives.