



gebyok



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GOOD CORPORATE GOVERNANCE





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BASIS FOR APPLICATION OF GOOD CORPORATE GOVERNANCE

Good Corporate Governance (GCG) has an important role to play in ensuring good management that can guarantee the success of Bank Mandiri. The application of GCG is part of the effort by Bank Mandiri to provide more value to customers, the public, and stakeholders, in addition to boosting the corporate image of the Bank. GCG is needed to support the strength and sustainability of Bank Mandiri, and to ensure a robust structural system. The application of GCG in Bank Mandiri is in line with the provisions of the laws and regulations in effect.

Before becoming a public company whose shares are listed on the Indonesia Stock Exchange (IDX), Bank Mandiri already applied the principles of Good Corporate Governance, as outlined in the Joint Resolution of the Board of Directors and Board of Commissioners on the Principles of Corporate Governance in 2000. Since then, Corporate Governance has been further refined so as to satisfy the regulatory requirements for listing on the Indonesia Stock Exchange, which require all public companies to appoint independent officials and establish an independent organizational structure, and to assign an strategic role to the Corporate Secretary to ensure that information disclosure obligations are complied with.

GCG Policies

Bank Mandiri is committed to providing added value to stakeholders. One of the keys to realizing this commitment is to consistently apply the principles of Good Corporate Governance and make it part of the Bank's corporate culture. It is this realization that underscores everything that Bank Mandiri does as part of the application of good corporate governance to all of its operations so as to ensure the long term sustainability of its business.

Through the active participation and full support of the members of the Board of Commissioners and Board of Directors, the Bank ensures the application of good corporate governance to every aspect of its business and at all levels of the organization. This is manifested in the following aspects:

1. The performance of the duties and responsibilities of the Board of Commissioners;
2. The performance of the duties and responsibilities of the Board of Directors;
3. The establishment of committees and the performance of their functions;
4. The handling of conflicts of interest;
5. Compliance;
6. The Internal Audit function;
7. The External Audit function;
8. The Application of risk management, including the internal control system;
9. The provision of funds to related parties and large exposures;
10. Transparency in the Bank's financial and other conditions, reports on the application of Good Corporate Governance and internal reporting; and
11. The bank's strategic planning.

In preparing its Good Corporate Governance policy, Bank Mandiri, as a state-owned, limited liability bank, is highly regulated and so needs to adopt various external regulations, among others in the fields of banking, limited liability company, state, FSA regulations and guidelines, including those related to the banking industry, limited liability companies, OJK, and GCG guidelines.

Bank Mandiri has instituted good corporate governance measures in order to accommodate all of the applicable regulations, which measures include the following:

1. The corporate structure established by the Board of Directors is in line with the Company's needs.
2. The Board of Directors has properly allocated management duties and responsibilities based on qualifications.



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3. The Board of Directors has formulated a Company Long Term Plan (RJPP), which includes:
 - a review of the previous RJPP
 - assumptions and analysis concerning the application of the RJPP during the current year
 - Targets, policies, strategies and RJPP implementation program.
4. The Board of Directors has performed its functions and duties in implementing development programs by participating in relevant training programs.
5. The number of Directors' meetings.

PRINCIPLES OF CORPORATE GOVERNANCE

GCG principles are applied to every aspect of Bank Mandiri's business and at all levels in the Bank's structure. The said principles consist of transparency, accountability, responsibility, independence, fairness and equality. These principles help ensure the sustainability of the Bank's business by taking into account the interests of stakeholders.

• Transparency

Transparency refers to the disclosure and provision of information in a timely, adequate, clear and accurate manner so that it can be easily compared and accessed by stakeholders and members of the public. Transparency is needed so that the bank can run its business objectively and professionally, while at the same time protecting the interests of consumers.

• Accountability

Transparency refers to the disclosure and provision of information in a timely, adequate, clear and accurate manner so that it can be easily compared and accessed by stakeholders and members of the public. Transparency is needed so that the bank can run its business objectively and professionally, while at the same time protecting the interests of consumers.

• Responsibility

Responsibility refers to compliance with the laws and regulations, Internal regulations, the principles of sound bank management and the responsibility of Bank Mandiri towards society and the environment. Responsibility is necessary in order to ensure long term business sustainability and recognition as a good corporate citizen

• Independence

This element refers to independence from the domination of others and objectivity in performing one's duties and obligations. In relation to the principle of independence, the bank is managed independently in such a way that each organ of the Bank and all of its employees cannot be dominated or subject to intervention by any third party where this could affect an employee's objectivity and professionalism in carrying out his or her duties and responsibilities.

• Fairness and Equality

Fairness and equality refers to fair treatment and equal opportunities for all in line with their qualifications. In conducting its operations, Bank Mandiri must always have regard to the interests of shareholders, partners and other stakeholders based on the principles of fairness and the equality of each of party.





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ROAD MAP FOR APPLICATION AND INTERNALIZING OF GOOD CORPORATE GOVERNANCE

1998

START OF MERGER PROCESS

Awareness of the importance of GCG was heightened by the Indonesian banking crisis that erupted as a result of bad governance in the banking industry. This led to many banks being bailed out. Subsequently, bank directors and commissioners were required to sign Management Contracts with the World Bank, which contained an obligation to apply Good Corporate Governance.

2000 - 2001

LAYING OF FOUNDATIONS OF GOVERNANCE COMMITMENT, STRUCTURE AND MECHANISMS

- In response to the signing of a Management Contract with the World Bank, Bank Mandiri issues:
 - Joint Directors and Commissioners' Resolution on the principles of good corporate governance
 - Joint Directors and Commissioners' Resolution on the Bank Mandiri Code of Conduct, which serves as a guide to staff behavior in interacting with customers, partners and fellow employees.
 - Board of Directors Resolution on Compliance Policy, which requires all PT Bank Mandiri (Persero) Tbk employees to accept individual responsibility in conducting bank-related operations in their respective fields
- Bank Mandiri assigns PWC to conduct a diagnostic review on the application of GCG in the Bank.
- Standard & Poor's assesses the application of GCG in 2003 at 6.2, an increase from 5.4 the previous year.

2003

INITIAL PUBLIC OFFERING (IPO) BANK MANDIRI

In the context of the Bank Mandiri IPO, further improvements were made to the application of GCG, including:

- The establishment of a number of committees at the Board of Commissioners' level, namely
 - An Audit Committee
 - A Risk Monitoring Committee
 - A Remuneration and Nominations Committee
 - A GCG Committee
- The establishment of the Office of Corporate Secretary
- The holding of General Meetings of Shareholders in accordance with the laws and regulations applicable to public companies
- Information disclosure, including publication of Annual Report, information and material facts.
- Respecting the interests of minority shareholders
- Bank Mandiri for the first time undergoes an appraisal of GCG implementation by an independent body – The Indonesian Institute for Corporate Governance.
- National Corporate Governance Policy Committee issues GCG guidelines.



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2005 CULTURAL TRANSFORMATION	2008 – 2010 FURTHER CULTURAL TRANSFORMATION
<ul style="list-style-type: none"> • Bank Mandiri conducts transformation through application of shared values and formulation of Bank Mandiri key behaviors (TIPCE), which encapsulate the new Bank Mandiri work culture. • Preparation of GCG Charter, which is adopted by way of a Board of Commissioners Resolution –the charter covers the principal issues related to GCG in Bank Mandiri. 	<ul style="list-style-type: none"> • Bank Mandiri continues to improve the application of prudential banking, Good Corporate Governance, and internal control through the development of a GCG website, Compliance Risk Management Sm, Anti-Money Laundering and Prevention of Terrorisme SOPs,, Risk-Based Audit Tools, and the Audit Management Information System. • Business and other management decisions are taken based on the principles of GCG, while also having regard to the prevailing laws and regulations. • The Bank Mandiri culture internalization program involves, among other things, the holding of a Culture Fair, Culture Seminar, and Recognition Program that provides awards to the best units and change agents in implementing the culture program so as to help increase the motivation of all units and change agents.

2011 – Present
<ul style="list-style-type: none"> • Bank Indonesia issues Bank Indonesia Regulation 13/1/PBI/2011 on the appraisal of the soundness of commercial banks, under which bank's are required to appraise soundness on a consolidated and unconsolidated basis using the risk-based bank rating (RBBR) approach, one of the elements of which is GCG. • Thanks to the consistent application of GCG, Bank Mandiri receives awards from various independent and professional institutions, both domestic and international, including: <ul style="list-style-type: none"> - The Indonesian Institute for Corporate Governance (IICG) The IICG, in collaboration with SWA Magazine, has compiled the Corporate Governance Perception Index (CGPI) since 2001. Bank Mandiri has participated in the process 10 times and was awarded the "Highly Trusted" title 7 times in a row. - The Indonesian Institute for Corporate Directorship (IICD) The IICD evaluates and rates the 100 public companies with the largest market capitalizations that are listed on the Indonesia Stock Exchange - Corporate Governance Asia (CGA) The bank also participates in the assessments conducted by Corporate Governance Asia, which is based in Hong Kong. This body conducts annual assessments of all major companies in India, China, Singapore, Malaysia, Thailand, Indonesia and other parts of in Asia. Since 2009, Bank Mandiri has consistently ranked among the best companies in the implementation of GCG. • As part of the effort to eliminate gratuities in line with the advice of the Corruption Eradication Commission and the provisions of Law No. 20 of 2001 on the Amendment of Law No. 31 of 1999 on the Suppression of Corruption, Bank Mandiri published Technical Operational Guidelines on Gift Disclosure Statements on 2 July 2013. • Bank Mandiri plays an active role in the effort to create an anticorruption culture by, among other things, participating in the Anticorruption Week Exhibition 2013, which was held by the Corruption Eradication Commission (KPK) on 9-11 December 2013. During the exhibition, Bank Mandiri received the award for second best stand.





corporate governance summary



IICD Award Ceremony 2013



Receiving Finance Asia Award 2013




ICG Awards, 2013

AWARDS AND ACCOLADES FOR BANK MANDIRI’S CORPORATE GOVERNANCE

For the purpose of obtaining feedback on its application of GCG, the Bank participates in the Corporate Governance Perception Index (CGPI), which is a rating exercise conducted by IICG. Bank Mandiri’s participation in the exercise also encourages our employees to do everything necessary to improve GCG in the Bank.

Over the course of the ten years that Bank Mandiri has participated in the GCPI, it has been named “Highly Trusted” seven times in a row between 2006/2007 and 2012/2013.

Corporate Governance Perception Index

	Year	Award	Score
 <p>THE INDONESIAN INSTITUTE FOR CORPORATE GOVERNANCE</p>	2013	Highly Trusted	91.88
	2012	Highly Trusted	91.91
	2011	Highly Trusted	91.81
	2010	Highly Trusted	91.67
	2009	Highly Trusted	90.65
	2008	Highly Trusted	89.86
	2007	Highly Trusted	88.66

The Indonesian Institute for Corporate Directorship

	Year	Award
 <p>IICD Indonesian Institute for Corporate Directorship</p>	2013	Best Financial
	2012	Best Overall
	2011	Best Financial
	2010	Best Overall
	2009	Best Overall

2. Award for “Best Corporate Governance” from Finance Asia

Bank Mandiri has received a Corporate Governance Asia Recognition Award in the Asia’s Best Company for Corporate Governance category five times in a row – 2009, 2010, 2011, 2012, and 2013. The awards are presented by Corporate Governance Asia. Bank Mandiri’s achievements are as shown in the following table:





CGA AWARDS			
Company Category		CEO Category	
Year	Award	Year	Award
2013	Asia's Icon Companies for Corporate Governance	2013	Asian Corporate Director Recognition Award – Best CEO
2012	Asia's Best Companies for Corporate Governance	2012	Asian Corporate Director Recognition Award – Best CEO
2011	Asia's Best Companies for Corporate Governance	2011	Asian Corporate Director Recognition Award – Best CEO
2010	Asia's Best Companies for Corporate Governance	2010	Asian Corporate Director Recognition Award – Best CEO
2009	Asia's Best Companies for Corporate Governance		

APPLICATION OF CORPORATE GOVERNANCE

Good corporate governance (GCG) is an important element in the banking industry considering that the risks and challenges faced by the industry are on the increase. The application of GCG is a long-term process designed to result in sustainable value. It is implemented as a system by internal processes involving the Board of Commissioners, Board of Directors and all employees of the Company. Since first adopting the principles of good corporate governance, Bank Mandiri has changed for the better, especially in the human resources (HR) field, with the result that our employees are now able to work more efficiently, effectively, and competitively, and are supported by a professional culture and highly developed work ethic.

The governance transformation experienced by Bank Mandiri was instituted based on the principles of good corporate governance in five stages, as shown below:

1	2	3	4	5
<p>FORMULATION OF GOVERNANCE COMMITMENT</p> <ul style="list-style-type: none"> Formulation of Bank Mandiri strategic vision – mission Articles of Incorporation Formulation of corporate values Code of Conduct Reinforcement of Code of Conduct GCG Charter 	<p>IMPROVING GOVERNANCE STRUCTURE</p> <ul style="list-style-type: none"> Appointing members to Board of Commissioners, Board of Directors, and committees accountable to Board of Commissioners and Board of Directors Strengthening Risk Management, Compliance and Internal Control Improving organizational structure so as to ensure checks & balances 	<p>IMPROVING GOVERNANCE MECHANISMS</p> <ul style="list-style-type: none"> Incorporating GCG principles in policies, guidelines, regulations, and SOPs Establishing rewards and punishment system Product transparency Establishment of Call Center and Customer Care Antifraud Strategy Whistle-blowing system (Letter to CEO) 	<p>DISSEMINATION AND EVALUATION</p> <ul style="list-style-type: none"> Internalization of Corporate Values Dissemination of Strategic initiatives Conducting self-assessments on application of GCG Reporting on application of GCG Appraisal of GCG by independent third parties Performance and recognition 	<p>WALKING THE TALK</p> <ul style="list-style-type: none"> Implementing principles of GCG in all bank operations Change agents (1:4) Service excellence Upholding ethics at every organizational level through: <ol style="list-style-type: none"> e-procurement Integrity pacts Confidentiality Issuance of Bank Mandiri Gift Disclosure Statement Policy in implementation of the prohibition of the acceptance of gratuities by Bank Mandiri staff. Promoting an anticorruption culture by participating in the 2013 Anticorruption Week Exhibition, which was organized by the KPK.





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I. Corporate Governance Commitment

During the formulation of the Bank Mandiri Governance Commitment, the Bank also launched a process of cultural revitalization in order to provide greater confidence and assurance. Revitalization was carried out through the adoption of a new corporate culture, known as "TIPCE," namely: Trust, Integrity, Professionalism, Customer Focus and Excellence, while the Company's vision was also revitalized so as to become "To be Indonesia's Most Admired and Progressive Financial Institution." These changes were incorporated into the Bank Mandiri 2010-2014 Corporate Plan. For the future, Bank Mandiri is aiming to become the No. 1 bank in ASEAN and to be a major regional player.

II. Corporate Governance Structure

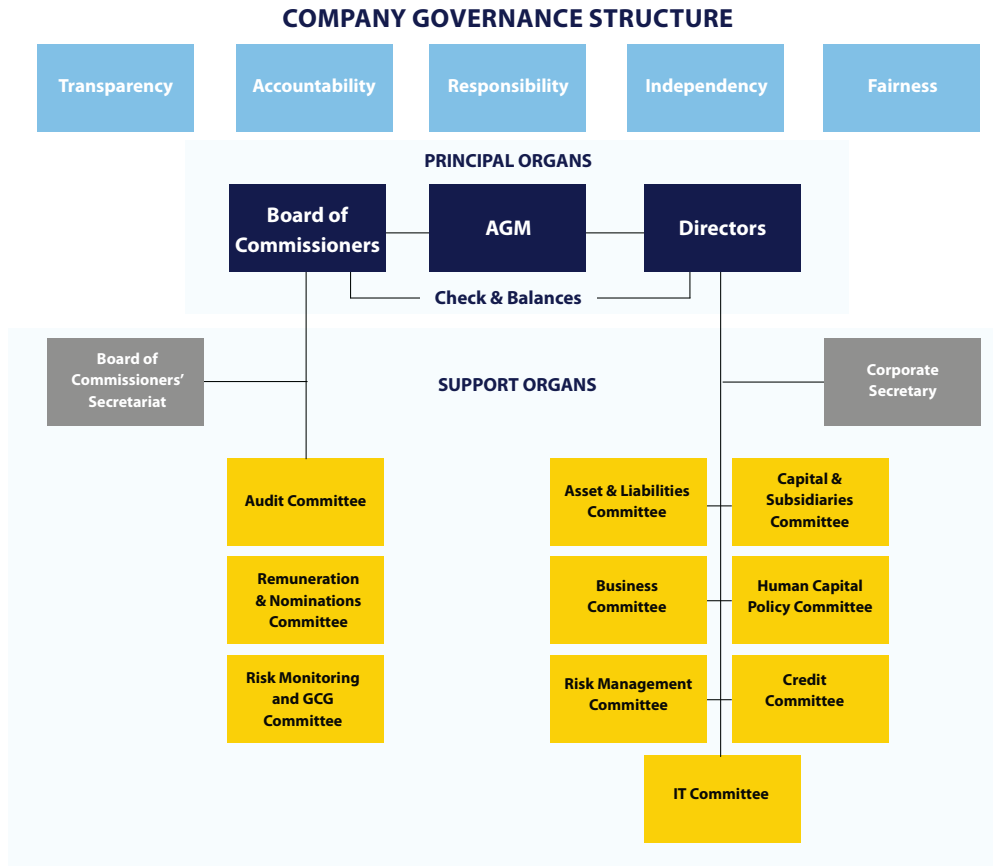
To support the achievement of the vision, mission and strategies of Bank Mandiri, improvements to the organizational structure of the Bank continue to be made. These changes are intended to ensure a robust system of checks and balances, and clear and unequivocal accountability on the part of each corporate organ.

The application of Good Corporate Governance has been carried out systematically and consistently based on a set of practical guidelines. The Board of Commissioners has established subordinate committees to strengthen oversight functions. These committees assist the Board of Commissioners in the performance of its duties and responsibilities, and in formulating policies in line with their respective areas of focus. The committees are established by Board of Commissioners' resolution.

Management has also established a number of supporting units to control, oversee and take charge of the implementation of good corporate governance and to act as partners of the committees established by the Board of Commissioners. These units consist of the Office of the Corporate Secretary and the Internal Audit and Compliance Unit, which are accountable directly to the CEO.



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Bank Mandiri has structures and policies that support the implementation of Corporate Governance (Corporate Governance Policy) and a Code of Conduct, both of which are set out in the Company's Sustainability Charter, along with other matters. In addition, Bank Mandiri has corporate organizational guidelines to assist the organs of the Company in carrying out their duties. These include internal rules governing to work of the Board of Commissioners and the Board of Directors, charters of the committees that are accountable to the Board of Commissioners and committee resolutions at the Board of Directors' level.

Bank has also prepared a policy and procedure architecture that explains the hierarchy and categories of policies & procedures. This architecture supports the consistent application of corporate governance and is published on the internal portal as a guide for the preparation of written procedures and policies governing all activities in Bank Mandiri.

The said policies and procedures are continuously reviewed and updated in line with the latest developments, and changes in the applicable laws and regulations Order Architectural Drafting Policies and Procedures based Principles of Corporate Governance

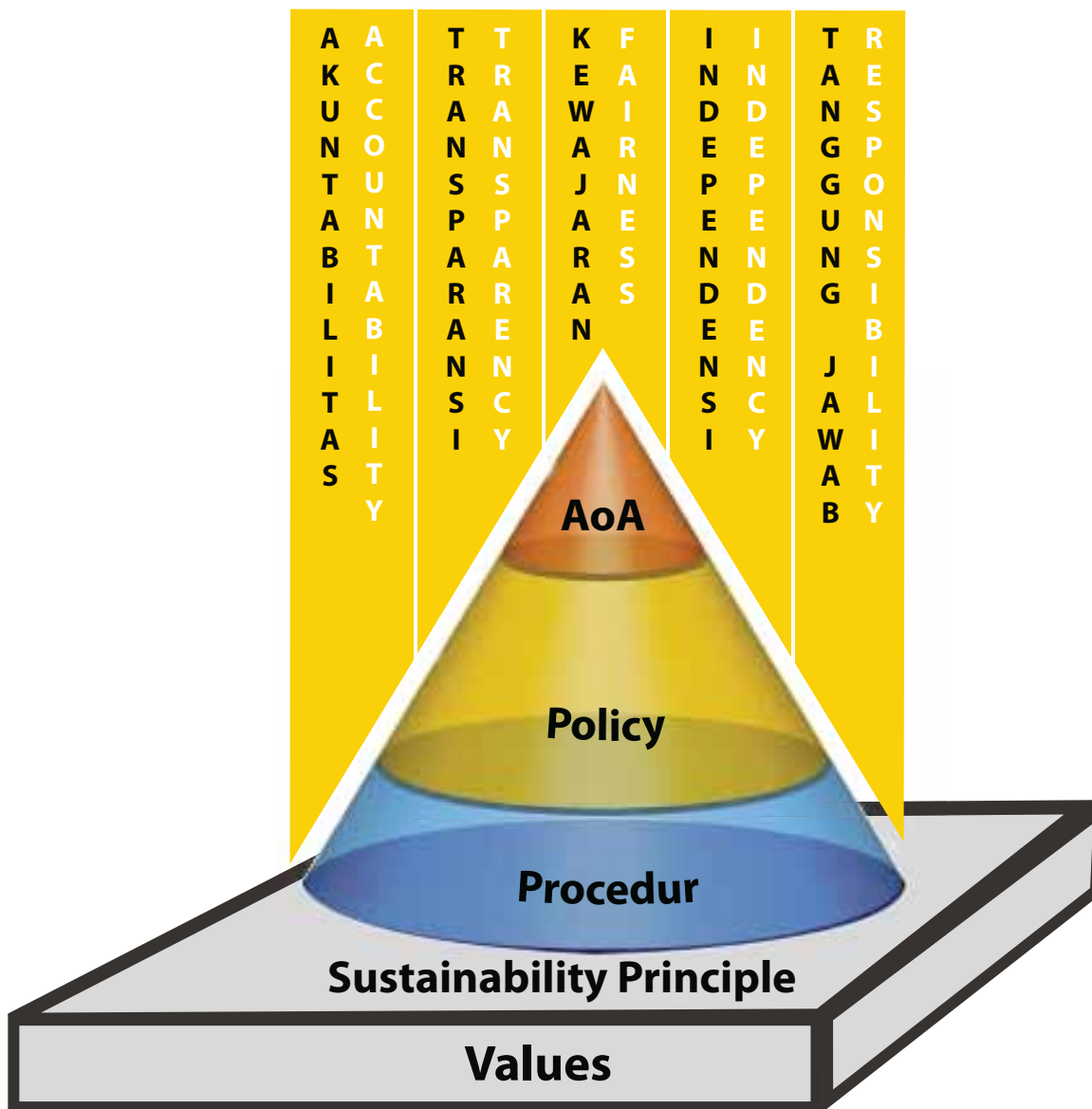




corporate governance summary

Policy & Procedure Architecture based on GCG Principles

Requirements for Written Policies & Procedures



III. Mechanism of Corporate Governance

In this stage, the existing system was refined so as to ensure the implementation of Bank Mandiri's culture, business ethics and good corporate governance through the Bank's Policies and Procedures Architecture, which is based on the principles of good corporate governance, corporate culture, business ethics and the code of conduct, as part of which all of the Bank's operations must be governed by the policies and rules.



IV. Dissemination and Evaluation

To ensure the implementation of GCG, dissemination was not only conducted in relation to GCG principles, but also the corporate culture, strategic initiatives and policies. Meanwhile, in order to strengthen the implementation of GCG, Bank Mandiri conducted evaluations. The purpose of the dissemination and evaluation processes was to ensure that everyone in the Bank understood and applied the Bank's vision, mission and strategies, and the principles of good corporate governance.

V. Walking the Talk

Ultimately, Bank Mandiri is aware that the four stages described above will be meaningless if they are not consistently applied so that the principles of good corporate governance are manifested in concrete action by all management levels in the Bank.

In implementing this stage (walking the talk), top and senior management needed to act as Change Management Champions and Change Agents in each unit, and as role models for the consistent implementation of the Bank Mandiri corporate culture and GCG principles.

In addition to the example provided by top and senior management as Change Agents, the Bank also established mechanisms for the implementation of good corporate governance principles through greater transparency by disclosing information on risks to all stakeholders, including:

1. Investors, as reflected in the incorporation of the Risk Management Committee Report in the Annual Report, the holding of public briefings, and the provision of information to the GMS.
2. Regulators, as reflected in the Risk Profile Report and New Products and Activities Report that is submitted to Bank Indonesia, as well as public company reports to Bapepam.
3. Customers, by providing greater product knowledge.
4. Public at large by, among other things, providing information through the media, including the Bank Mandiri website.

Bank Mandiri believes that the consistent implementation of the business transformation process, the Bank Mandiri corporate culture and GCG will ensure that the company benefits from solid and sustainable governance in the long term so that it can achieve its vision of being Indonesia's Most Admired and Progressive Financial Institution.

SELF ASSESSMENT OF CORPORATE GOVERNANCE

In compliance with Bank Indonesia Regulation No. 8/4/PBI/2006 dated 30 January 2006, as amended by Bank Indonesia Regulation No. 8/14/PBI/2006 dated 5 October 2006 and BI Circular No. 15/15/DPNP dated 29 April 2013 (on the application of Good Corporate Governance in Commercial Banks), Bank Mandiri conducted a self-assessment on the application of GCG for the period June 2013.

The results of self-assessment were ranked Level 2 by Bank Indonesia, meaning that Bank Mandiri is in general properly applying the principles of good corporate governance. The weakness found in the application of corporate governance were insignificant and were capable of being resolved through normal action by the Bank's management. The weaknesses identified in the feedback received from Bank Indonesia has been rectified so that the Bank's self-assessment for the period December 2013 resulted in Bank Mandiri receiving a Level 2 ranking (Excellent).





corporate organs

Bank Mandiri is a legal entity in the form of a limited liability company that is established based on an agreement to conduct business with an authorized capital that is divided into shares, and which meets the requirements stipulated by Law No. 40 of 2007 on Limited Liability Companies ("Companies Law").

To carry out its operations, a limited liability company requires organs that consist of the General Meeting of Shareholders, Board of Commissioners and Board of Directors. These three organs are equal to each other hierarchically, but have different functions and authority as regards the day-to-day management of the Bank.

GENERAL MEETING OF SHAREHOLDERS (GMS)

The GMS is an organ of the company that is vested with authority that has not been granted to the Board of Directors or Board of Commissioners, subject to the limits prescribed by the Companies Law and / or the Articles of Association of the Bank. Bank Mandiri's GMS serves as a forum through which all of the shareholders can make decisions for Bank Mandiri based on reasonable and transparent interests. The GMS is not permitted to intervene in the functions, duties, and authority of the other corporate organs, namely, the Board of Commissioners and Board of Directors. However, this does not diminish the authority of the GMS to exercise its rights under the Bank's Articles of Incorporation and the provisions of the laws and regulations in effect.

Bank Mandiri Shareholders

Bank Mandiri shares consist of two types, namely, the Series A Dwiwarna share, which may only be held by the Republic of Indonesia, and the Series B Shares, which may be held by the public. In accordance with Article 5(3) of the Articles of Association of Bank Mandiri, the holder of the Series A Dwiwarna share has additional rights over and above those of the Series B shareholders, which rights are to:

1. Amend the Articles of Association in connection with;
2. A change in capital;
3. The appointment and / or removal of a member of the Board of Directors and / or Board of Commissioners;
4. A merger, consolidation, acquisition, spin-off, or change in legal form; and
5. The dissolution and liquidation of the Bank.

Other than the special rights of the Series A shareholder, as described above, to the extent not otherwise provided by the Articles of Association the holders of the Series A shares and Dwiwarna Series B shares shall have the same rights as shareholders of the Bank, namely:

- a. The right to attend, express opinions, and vote at the AGM based on one vote per share.
- b. The right to obtain information on the Company in a timely, correct and regular manner, with the exception of confidential matters, so as to allow the shareholder to make investment decisions regarding the Company based on accurate information.
- c. The right to receive a share of the profit of the Company that is reserved for the shareholders in the form of a dividend and other forms of profit sharing in an amount that is proportional to the number of shares held.
- d. The right to obtain full explanations and accurate information on the procedures to be followed for the holding of the GMS so that the shareholder can participate in the decision-making process, including decisions on matters affecting the Company's existence and the rights of shareholders.



corporate organs

- e. In the event that the Company issues more than one type and class of share, each shareholder shall be entitled to vote in accordance with the type, class and number of shares that he or she holds, and every shareholder shall be entitled to be treated equally having regard to the type and class of shares that he or she holds.
- f. To alienate all or part of the assets that affect the value of the Company.

Shareholder Responsibilities

1. The controlling shareholder must:
 - a. Have regard to the interests of minority shareholders and stakeholders in accordance with the provisions of the laws and regulations in effect.
 - b. Disclose to law enforcement agencies the identify of the Ultimate Shareholder in the event of suspected breaches of the laws and regulations in effect or when requested by the relevant authorities.
2. Where the controlling shareholder is also the controlling shareholder in other companies, transparency must be applied so as to clarify accountable and the relationships between companies.
3. Minority shareholders are responsible for properly exercising their right in accordance with the Articles of Association of the Company and the laws and regulations in effect.
4. Shareholders must be able to:
 - a. Separate the ownership of Company assets from their private assets.
 - b. Separate their functions as shareholders and as members of the Board of Commissioners or Board of Directors in a situation where a shareholder sits on one of the said two corporate organs.

Dalam melindungi kepentingan para pemegang saham, Bank Mandiri selalu mengacu pada Anggaran Dasar Perseroan, beserta seluruh ketentuan internal Perseroan yang termasuk ke dalam hierarki kebijakan Perseroan, dan sesuai dengan ketentuan perundang-undangan yang berlaku.

Shareholding Structure

Bank Mandiri has appointed PT Datindo Entrycom to act as the Company's Stock Administration Bureau, which is responsible for registering shareholders and providing updated shareholder reports on a regular basis to the Company.

The reports provided by PT Datindo Entrycom include the following:

1. List of Shares in Circulation;
2. List of Shareholders;
3. Registration Report;
4. Report on Holdings of 5% or More of Issued and Fully Paid-Up Shares;
5. Report of Shareholdings of Directors and Commissioners;
6. List of Controlling Shareholders;
7. Monthly Report on Ownership of Issuer or Public Company Shares and Recapitulation.





corporate organs - gms

Share Capital

Shareholder	2013			
	Number of Shares	Face Value per Share (Rp)	Total Value of Shares (Rp)	Percentage Share Ownership
Authorized Capital				
- Series A Dwiwarna Shares	1	500	500	0,00%
- Series B Ordinary Shares	31.999.999.999	500	15.999.999.999.500	100,00%
Total Authorized Capital	32.000.000.000	500	16.000.000.000.000	100,00%
Issued & Paid-up Capital				
Republic of Indonesia				
- Series A Dwiwarna Shares	1	500	500	0,00%
- Series B Ordinary Shares	13,999,999,999	500	6,999,999,999,500	60,00%
Public (each less than 5%)				
- Series B Ordinary Shares	9.333.333.333	500	4.666.666.666.500	40,00%
Total Issued and Paid-up Capital	23.333.333.333	500	11.666.666.666.500	100,00%

Shareholder	2012			
	Number of Shares	Face Value per Share (Rp)	Total Value of Shares (Rp)	Percentage Share Ownership
Authorized Capital				
- Series A Dwiwarna Shares	1	500	500	0,00%
- Series B Ordinary Shares	31.999.999.999	500	15.999.999.999.500	100,00%
Total Authorized Capital	32.000.000.000	500	16.000.000.000.000	100,00%
Issued & Paid-up Capital				
Republic of Indonesia				
- Series A Dwiwarna Shares	1	500	500	0,00%
- Series B Ordinary Shares	13,999,999,999	500	6,999,999,999,500	60,00%
Public (each less than 5%)				
- Series B Ordinary Shares	9.333.333.333	500	4.666.666.666.500	40,00%
Total Issued and Paid-up Capital	23.333.333.333	500	11.666.666.666.500	100,00%



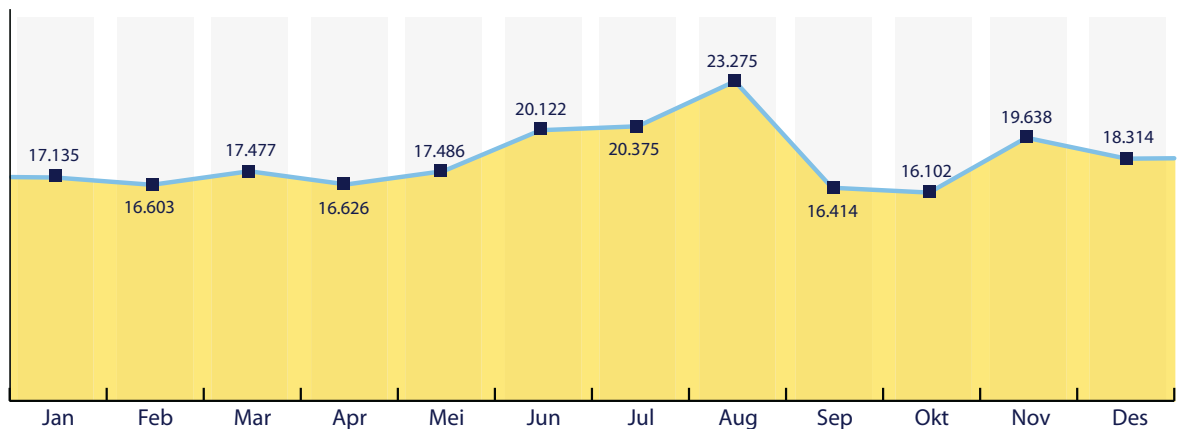
corporate organs - gms

20 BRMI BIGGEST SHAREHOLDERS AS PER DECEMBER 2013

No	Name	No. of Shares	Percentage Ownership (%)
1	REPUBLIC OF INDONESIA	14.000.000.000	60,0000000
2	JPMCB - NORGES BANK	349.284.351	1,4969329
3	SSB 4545 S/A LAZARD EMERGING MARKETS	336.017.430	1,4400747
4	PT. JAMINAN SOSIAL TENAGA KERJA (PERSERO)	320.524.106	1,3736747
5	GIC S/A GOVERNMENT OF SINGAPORE	256.385.047	1,0987931
6	BNYM SA/NV AS CUST OF EMPLOYEES PROVIDEN	199.717.794	0,8559334
7	JPMCB-SCHRODER INTERNATIONAL SELECTION	189.648.492	0,8127793
8	BBH BOSTON S/A VANGRD EMG MKTS STK INFD	180.572.780	0,7738833
9	PT PRUDENTIAL LIFE ASSURANCE-REF	163.212.509	0,6994822
10	THE BANK OF NEW YORK MELLON DR	155.051.550	0,6645066
11	JPMORGAN CHASE BANK NA RE NON-TREATY	123.635.782	0,5298676
12	SSB ZM47 S/A INVESCO DEVELOPING MARKETS	121.601.000	0,5211471
13	JP MORGAN CHASE BANK RE ABU DHABI INVEST	120.216.376	0,5152130
14	SSB OBIH S/A ISHARES MSCI EMERGING MARKET	103.119.900	0,4419424
15	JPMCB-JPMORGAN FUNDS	101.939.029	0,4368816
16	REKSA DANA SCHRODER DANA PRESTASI PLUS 9	97.588.986	0,4182385
17	HSBC BANK PLC S/A SAUDI ARABIAN MONETARY	94.041.532	0,4030351
18	THE NORTHERN TRUST AND COMPANY S/A FUTURE	83.944.529	0,3597623
19	CITIBANK NEW YORK ADR S/A CITIBANK N.A.	83.564.300	0,3581327
20	JPMCB-T.ROWE PRICE EMERGING MARKETS STOCK	83.153.845	0,3563736

No significant changes were recorded in the Company's shareholding structure during 2013. The Republic of Indonesia continued to be the controlling shareholder with 60% of the Bank's shares. No other shareholder had a shareholding in excess of 5%.

NUMBER OF SHAREHOLDERS WITH HOLDINGS OF LESS THAN 5% IN 2013





corporate organs - gms

Per 31 December 2014, the four largest categories of public shareholders were the Government of the Republic of Indonesia (65%), domestic retail investors (13.6%), domestic Institutional investors (11.0%) and foreign investors (10.4%).

Holding of GMS

In the Articles of Association of Bank Mandiri, there are 2 (two) types of GMS namely, the Annual General Meeting (AGM), which should be held annually not later than 6 (six) months from the end of the last financial year, and an Extraordinary General Meeting (EGM), which may be held at any time deemed necessary by the Board of Directors at the written request of the Board of Commissioners or the holder of the Dwiwarna Series A shares and / or 1 (one) or more shareholders jointly representing at least 1/10th (one-tenth) of the total shares having valid voting rights.

During 2013, Bank Mandiri held an AGM for the 2012 financial year on 2 April 2013, but did not hold an EGM.



The notice for the AGM for the 2012 Financial Year was published on March 2, 2013 in *Bisnis Indonesia* and *Suara Pembaruan* (Indonesian language dailies), and in the *Jakarta Post* (English language daily), and on the website of Bank Mandiri. The invitation to the AGM was made through letter No. FST.CSC/CCM.003/2013 dated March 18, 2013, which was published in the same newspapers. The agenda of the meeting was as set out in the notice of the AGM, with the motions presented to the shareholders being to:

1. Approve the Company's Annual Report and Ratify the Company's Consolidated Financial Statements, approve the Board of Commissioners' Supervisory Report and Ratify the Annual Report of the Partnership and Environmental Development Program for the financial year ended on December 31, 2012.
2. Approve the use of the Company's net profit for the financial year ended on December 31, 2012.
3. Appoint a Public Accountant's Office to audit the Company's Financial Statements and Annual Report of the Partnership and Environmental Development Program for the financial year ended on December 31, 2013.
4. Determine Directors' salaries and Commissioners' honorariums, as well as allowances and other benefits payable to the Directors and Commissioners of the Company.
5. Approve an increase in the pension benefits payable to participants in the Dana Pensiun Bank Mandiri Satu to Dana Pensiun Bank Mandiri Empat schemes.
6. Ratify the application of Minister of State-owned Enterprise Regulation No PER-12/MBU/2012.
7. Confirm the ceiling for non-collectable receivables as determined by the GMS and approve the use thereof, including in the case of borrowers affected by natural disasters.
8. Amend the Articles of Association with respect to the provisions on write-offs.
9. Make changes to Company management.



Bank Mandiri served valid notice of the meeting on the Shareholders through an advertisement as an official notice in accordance with the Company's Articles of Association. The notice included the following notes:

1. The Company does not send separate invitations to each of its Shareholders as the announcement constitutes the official invitation in accordance with Article 13 (6) a of the Company's Articles of Association.
2. Shareholders of the Company whose names were recorded in the Company's Shareholder Register (Registrar of Members) on March 15, 2013, at 16.00 WIB (Western Indonesian Time) or holders of securities account in the collective custody of PT Kustodian Sentral Efek Indonesia (KSEI) after the market closing on March 15, 2013 (recording date) were the only ones entitled to attend or be represented at the Meeting.
3. The Company's Shareholders or their proxies who attend the Meeting are required to submit copies of their Identity Card or other forms of identification before entering the meeting room. Company shareholders in the form of legal entities are asked to bring copies of their latest Articles of Association and list of directors and commissioners. The Company's Shareholders whose shares are deposited in the Collective Depository of PT Kustodian Sentral Efek Indonesia are required to bring Written Confirmation for Meeting (KTUR) which may be obtained from the securities company or custodian bank where they have their securities account.
4. Any Company Shareholder who cannot attend the Meeting may be represented by his/her proxy, provided that none of the members of the Board of Directors / Board of Commissioners or Company employees may act as a proxy for a Shareholder of the Company at this meeting.
5. Power of Attorney forms are available during office hours from the Company's Share Registrar ("BAE") and a completed Power of Attorney form should be submitted to the Company through the Share Registrar Office, namely PT Datindo Entrycom, at Puri Datindo Wisma Diners Club International Annex, Jl. Jenderal Sudirman Kav. 34 Jakarta 10220, by 26 March 2013 at the latest.
6. All materials to be discussed at the meeting are available during office hours at the Head Office of the Company, PT Bank Mandiri (Persero) Tbk., Plaza Mandiri 3rd Floor, Jl. Jend. Gatot Subroto Kav. 36-38, Jakarta 12190, Tel. (021) 5291 3321, Fax (021) 526 3460.
7. In order to ensure the smooth conduct of the Meeting, the Company's Shareholders or their certified proxies are required to be present at the meeting venue at least 30 (thirty) minutes before the Meeting starts.

Details of GMS

Day / Date	: Tuesday, 2 April 2013
Waktu	: 9 am WIB – Conclusion
Venue	: Auditorium Plaza Mandiri Lt.3 Jl. Jend. Gatot Subroto Kav. 36-38 Jakarta 12190 - Indonesia

The AGM was attended by all members of the Board of Commissioners, and the Holder of the Dwiwarna Series A Shares and Holders of Series B Shares or their proxies, with the attendance amounting to 83.21% of total shares with voting rights. Accordingly, the meeting satisfied the quorum requirements under the Articles of Association. The meeting was also attended by representatives of the Public Accountant's Office (KAP) and the independent assessor.





corporate organs - gms

The GMS was presided over by the Chief Commissioner who read out the procedure for the GMS at the start of the Meeting, which statement formed part of the Minutes of the GMS. The chairman of the meeting gave an opportunity to the shareholders or their proxies to ask questions/give responses and/or suggestions on each of the motions. The chairman of the meeting or a Director nominated by the chairman then answered or responded to the questions of the shareholders present at the meeting. Upon answering or responding to all the questions that were asked, votes were taken, with only shareholders or their lawful proxies being entitled to cast votes. Each share entitled the holder to cast one vote. The Company appointed an independent party, namely, Notary Ashoya Ratam, SH, MKn, to tally and/or validate the votes. The Resolutions of the AGM for Financial Year 2012 were published in two Indonesian newspapers, namely, *Bisnis Indonesia* and *Investor Daily*, and in one English newspaper, *The Jakarta Post*, on 4 April 2013. They were also posted on the Company's website, www.bankmandiri.co.id in both English and Indonesian, as follows:

The resolutions of the GMS have been taken in compliance with the prescribed agenda that was stated in the notice of the GMS.

Procedures for the payment of the cash dividend are as follows:

1. The Cash Dividend will be paid to shareholders whose names are registered in the Shareholders Register of the Company on 1 May 2013 as at 16.00 WIB (Western Indonesian Time) and/or in the sub securities account at PT Kustodian Sentral Efek Indonesia (KSEI) at the close of the Indonesian Stock Exchange trading session on 1 May 2013 (recording date).
2. For those shareholders whose shares are deposited in the KSEI, the cash dividend shall be paid through KSEI and distributed to the sub securities account of the Securities Companies and/or Custodian Banks in KSEI on 16 May 2013. Proof of payment of the cash dividend shall be given by KSEI to the Securities Companies or their Banks or the Custodian Banks where the shareholders have their accounts. For shareholders whose shares are not deposited in collective deposit at the KSEI, the cash dividend will be transferred directly to the shareholder's account.
3. The cash dividend is subject to taxes under the prevailing laws and regulations. The amount of tax that will be borne by each shareholder and the amount of the cash dividend received by each shareholder will be net of the applicable taxes.
4. For shareholders that are domestic corporate taxpayers, they should inform their Tax Register Number (Nomor Pokok Wajib Pajak/NPWP) to the KSEI or the Company Share Registrar, PT Datindo Entrycom, Puri Datindo - Wisma Sudirman, Jl. Jend Sudirman Kav. 34 Jakarta 10220, at the latest by 16.00 WIB on 1 May 2013 and, if as of the said date KSEI or the Company Registrar has not received the NPWP, the cash dividend will be subject to withholding tax at a rate of 30%.
5. For shareholders which are non-resident taxpayers that wish to avail of a tax treaty, they must comply with article 26 of the Income Tax Law (No. 36 of 2008), and must submit a copy of a Certificate of Domicile (SKD) that has been legalized by the Indonesian Tax Service to the KSEI or BAE at the latest by 16.00 WIB on 1 May 2013 and, if as the said date the KSEI or the Company Registrar has not received the Certificate of Domicile in the required form, the cash dividend will be subject to withholding tax at a rate of 20%.
6. As of 10 June 2013, shareholders whose shares are deposited in the KSEI may collect their cash dividend tax deduction slips at the Securities Company and/or the Custodian Banks where the shareholders have their securities accounts, while the holders of Scrip Shares may collect the slip at BAE.



Information to Shareholders

Bank Mandiri has provided information to the Shareholders to enable them to exercise their rights, namely:

1. The GMS, which the Company communicates with Shareholders, provides information on the Company, and enables the Shareholders to participate in the decision making process through the granting or withholding of Shareholder approval.
2. Electronic media such as the Bank Mandiri website and email address (ir@bankmandiri.co.id) to provide relevant information, including the annual report. A shareholder who wants to receive information on the Company regularly through the email address may register their particulars and email address on the shareholders mailing list through the Company's website, www.bankmandiri.co.id.
3. Other communication media such as external meetings, news alerts, advertising campaigns, conference calls, non deal-related roadshows, site visits, and investment conferences.
4. The Company's website has a special section devoted to shareholder information which contains reports and publications that may be downloaded easily by Shareholders, as well as members of the public.

GMS RESOLUTIONS

On 2 April 2013, Bank Mandiri held its Annual General Meeting of Shareholders (AGM) with the following agenda:

Agenda	AGM RESOLUTION	In Favor	Against	Blank
First	1. a. Approves Corporate Annual Report including Supervising Report from the Board of Commissioners for financial year ended on 31 December 2012, and validates Corporate Consolidated Financial Statements for financial year ended on 31 December 2012 as audited by Tanudiredja, Wibisana & Rekan Public Accounting Firm – a member firm of PwC Global Network, with “Unqualified” opinion as evidenced by Report No. A130225001/DC2/LLS/1/2013.A dated 25 February 2013. b. Approves Partnership and Community Development Annual Report for financial year ended on 31 December 2012 as audited by Rama Wendra Public Accounting Firm with “Unqualified” opinion as evidenced by Report No. A13-YB/BM/AUNI/1091 dated 20 March 2013	19.364.307.664 (99,976%)	4.671.500	46.768.127





corporate organs - gms

Agenda	AGM RESOLUTION	In Favor	Against	Blank
	<p>2. With the approvals of Corporate Annual Report including Supervising Report from the Board of Commissioners and Corporate Consolidated Financial Statements for financial year ended on 31 December 2012 and the Partnership and Community Development Annual Report for financial year ended on 31 December 2012, then:</p> <ul style="list-style-type: none"> The AGM provides full release and discharge (volledig acquit et de charge) to all members of Board of Directors and Board of Commissioners for their management and supervision actions in the financial year ended on 31 December 2012, as long as such actions are not contract to the law and are reflected in the Annual Report, Consolidated Financial Statements and Partnership and Community Development Annual Report for financial year ended on 31 December 2012. Such full release and discharge are also provided to Mahmuddin Yasin as a member of Board of Commissioners of the Company from 1 January 2012 to 23 April 2012. 			
Second	<p>Approves and allocates the use of Corporate Net Income from the 2012 financial year of IDR15,504,066,523,686.20 as follows:</p> <ol style="list-style-type: none"> 30% of the corporate net income for the period of 1 January to 31 December 2012 or IDR4,651,219,957,105.86 shall be paid as a cash dividend to shareholders, under the following arrangements: <ul style="list-style-type: none"> Dividend to the Government in respect of 14 billion shares shall be transferred to the general account of the State Treasury in IDR No. 502.000000980 at Bank Indonesia. Provides power and authority to Board of Directors to administer cash dividends payment procedure and implementation and then announce them in line with the prevailing regulations. 9.7% of corporate net profit for the period of 1 January to 31 December 2012 or IDR1,503,894,452,797.56 shall be allocated as Reserve to support investments. 60.3% of the corporate net profit for the period of 1 January to 31 December 2012 or IDR9,348,952,113,782.78 shall be allocated as retained earnings. <p>In this year's AGM the Company did not allocate the 2012 net income for the Partnership and Community Development Program, but the Company shall establish a reserve for Environmental and Social Responsibility program in 2013 which amount shall be determined in accordance with the needs and capacity of the Company.</p>	19.297.444.859 (99,984%)	3.164.000	115.138.432
Third	<ol style="list-style-type: none"> Appoints Tanudiredja, Wibisana & Rekan Public Accounting Firm, a member firm of PwC Global Network, as the public accounting office which will audit the consolidated corporate financial statements and annual partnership and corporate community development program report for the financial year ended on 31 December 2013. Provides authority to the Board of Commissioners to determine honorarium and other requirements for the public accounting office, and appoints a replacement public accounting office in the event that Tanudiredja, Wibisana & Rekan Public Accounting Firm, a member firm of PwC Global Network, due to any reason whatsoever is unable to complete the audit of the consolidated corporate financial statements and annual partnership and corporate community development program report for the financial year ended on 31 December 2013. 	18.940.864.911 (98,928%)	205.180.042	269.702.338



corporate organs - gms

Agenda	AGM RESOLUTION	In Favor	Against	Blank
Fourth	<ol style="list-style-type: none"> Determines that the salaries of members of the Board of Directors and honorariums of members of the Board of Commissioners, and the benefits and other facilities payable to members of Board of Directors and Board of Commissioners in 2013 shall be the same as the salaries paid to members of the Board of Directors and honorariums paid to members of the Board of Commissioners, and the other benefits and facilities paid to members of the Board of Directors and Board of Commissioners in 2012. Provides power and authority to the Board of Commissioners, upon first seeking approval from the Dwiwarna Series A shareholder, to set the amount of performance bonuses (tantieme) payable to members of the Board of Directors and Board of Commissioners for the 2012 financial year, and other benefits payable to members of the Board of Directors and Board of Commissioners in 2013. 	18.813.508.300 (98,388%)	308.272.759	293.966.232
Fifth	<ol style="list-style-type: none"> Approves the increase in pension benefits for participants in the Dana Pensiun Bank Mandiri Satu, Dana Pensiun Bank Mandiri Dua, Dana Pensiun Bank Mandiri Tiga and Dana Pensiun Bank Mandiri Empat pension funds from 1 January 2013 in the following amounts: <ol style="list-style-type: none"> Dana Pensiun Bank Mandiri Satu with an increase of IDR200,000; Dana Pensiun Bank Mandiri Dua with an increase of IDR275,000; Dana Pensiun Bank Mandiri Tiga with an increase of IDR110,000; Dana Pensiun Bank Mandiri Empat with an increase of IDR240,000 Approves the provision of one-time other benefits in 2013 to participants who are effectively retired by the time the benefit is paid, with the amounts being as follows: <ol style="list-style-type: none"> Dana Pensiun Bank Mandiri Satu, IDR1,000,000; Dana Pensiun Bank Mandiri Dua, IDR1,000,000; Dana Pensiun Bank Mandiri Tiga, IDR1,000,000; Dana Pensiun Bank Mandiri Empat, IDR1,000,000 Pension benefit increases and/or the provision of other benefit may take place after the relevant articles of the Dana Pensiun Bank Mandiri Satu, Dana Pensiun Bank Mandiri Dua, Dana Pensiun Bank Mandiri Tiga, Dana Pensiun Bank Mandiri Empat regulations have been amended, and approval obtained from the Financial Services Authority (OJK). Approves the delegation of authority to decide on pension benefit increases and/or the provision of other benefits provision to the Founding Board of Commissioners based on and in consideration of proposals from the Founding Board of Directors, provided that the following minimum requirements have been fulfilled: <ol style="list-style-type: none"> Fund Adequacy Ratio (RKD) after the increase in pension benefits and/or provision of other benefits shall not be less than 115%. No additional premium or accounting obligations/ costs arise based on Financial Accounting Principles (PSAK) No. 24. The increase in pension benefits and provision of other benefits is based on Law No 11/1992 on Pension Funds and its implementing regulations, in conjunction with Law No 21/2011 on the Financial Services Authority. Provides power and authority to the Board of Directors of the Company to change the pension fund regulations of Dana Pensiun Bank Mandiri Satu, Dana Pensiun Bank Mandiri Dua, Dana Pensiun Bank Mandiri Tiga and Dana Pensiun Bank Mandiri Empat in line with Law No 11/1992 on Pension Funds and its implementing regulations, in conjunction with Law No 21/2011 on the Financial Services Authority. 	14.674.186.947 (77,716%)	4.207.615.071	533.945.273
Sixth	Confirms the application of Minister of State-Owned Enterprises (SOE) Decree No. PER-12/MBU/2012 on Support Organs for SOE Boards of Commissioners/ Supervisory Boards, with a transition period of no later than 12 months subsequent to this AGM resolution.	19.207.313.870 (100%-suara bulat)	-	208.433.421





corporate organs - gms

Agenda	AGM RESOLUTION	In Favor	Against	Blank
Seventh	Confirms the ceiling (limit) for account receivables write-offs at Rp 5 trillion, as determined by the EGMs in 2003 and 2005, excluding receivables write-offs that have been approved by the Finance Minister in the amount of IDR7,688,045,964.46. Consequently, the available ceiling for subsequent principal write-offs now stands at IDR4,992,311,954,035.54. The said ceiling will be used for non-performing principal loan write-offs based on a policy which requires approval from the Board of Commissioners, including in the case of borrowers affected by natural disasters, as declared by the Government and/or regulator, including the Yogyakarta disaster.	14.683.803.623 (77,171%)	4.343.804.116	388.139.552
Eighth	<ol style="list-style-type: none"> 1. Approves the amendment of Article 16 paragraph (5.f) of the Articles of Association of the Company so that it now reads as follows: <ol style="list-style-type: none"> 5. The following acts by the Board of Directors shall be approved in writing by the Board of Commissioners: f. Acts of transfer including selling, releasing rights to collect and/or no longer collect the following: <ol style="list-style-type: none"> 1) Non-performing (default) principal loans which are already written-off from the books (charged-off) for credit settlement, both partial and whole; 2) Difference between non-performing principal loans value which is already charged-off and transfer value including selling or with title transfer value, to be implemented based on a policy from the Board of Directors which already approved by the Board of Commissioners and in line with the ceiling (limit) as set out by the AGM which will be in effect until a new ceiling (limit) is set by AGM. 2. Provides authority to the Board of Directors with substitution right, to restate resolution on changes in the Articles of Association of the Company on a notarial deed and then inform it to authoritative agency and perform all other necessary actions in relation to the changes in the Articles of Association of the Company. 	14.510.026.621 (76,915%)	4.354.894.905	550.825.765
Ninth	<p>Approves the following:</p> <ol style="list-style-type: none"> 1. Honorable discharge of: <ol style="list-style-type: none"> a. Muchayat as Deputy President Commissioner; b. Cahyana Ahmadjayadi as Commissioner; and c. Zulkifli Zaini as President Director, whose position is ended at the Meeting closing. <p>The resignations as set out above are effective starting from the closing of this Meeting, and express the highest gratitude and appreciation for their services to the Company.</p> <p>Release and discharge (volledig acquite et de charge) for the work period from 1 January 2013 to 2 April 2013 shall be provided in the subsequent AGM.</p> 2. Transfer of position for Budi Gunadi Sadikin from Corporate Director to Corporate President Director with a term of office until the closing of Corporate AGM in 2016 and shall be effective upon approval from Bank Indonesia after a fit and proper test. 	14.534.295.685 (76,714%)	4.411.792.719	469.658.887



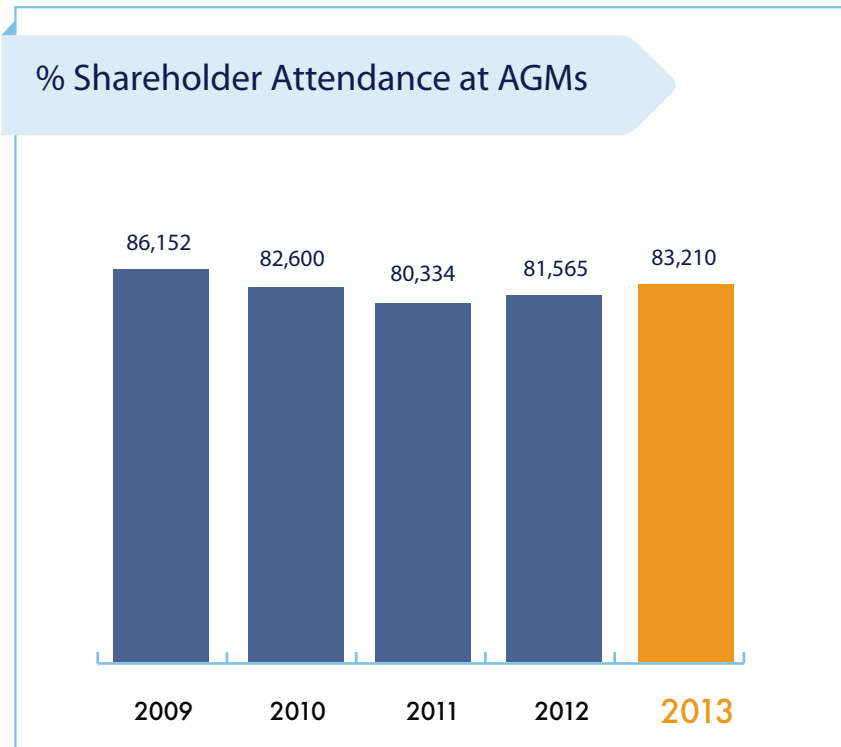
corporate organs - gms

Agenda	AGM RESOLUTION	In Favor	Against	Blank
	<p>3. Appoints the following persons::</p> <ul style="list-style-type: none"> a. Agus Suprijanto as a member of Board of Commissioners b. Rudi Rubiandini as a member of Board of Commissioners c. Abdul Aziz as a member of Board of Commissioners d. Ogi Prastomiyono as a Director e. Heri Gunardi as a Director <p>The appointment of members of the Board of Commissioners and Board of Directors as set out above, except for Ogi Prastomiyono, shall be effective upon approval from Bank Indonesia on the Fit and Proper Test assessment results and following the prevailing laws and regulations. Appointment of Ogi Prastomiyono shall be effective upon the closing of this Meeting.</p> <p>Term of office of the appointed members of Board of Commissioners and Board of Directors shall be until the closing of the fifth AGM after the appointment date and shall not diminish the authority of AGM to dismiss any of them at any time.</p> <p>The composition of Board of Commissioners and Board of Directors after the closing of this AGM shall be as follows:</p> <p>BOARD OF COMMISSIONERS</p> <p>President Commissioner and Independent Commissioner: Edwin Gerungan</p> <p>Independent Commissioner: : Gunarni Soeworo</p> <p>Independent Commissioner: : Pradjoto</p> <p>Independent Commissioner: : Krisna Wijaya</p> <p>Commissioner: : Wahyu Hidayat</p> <p>Commissioner: : Agus Supriyanto*</p> <p>Commissioner: : Rudi Rubiandini*</p> <p>Commissioner: : Abdul Aziz*</p> <p>With the following terms of office:</p> <ul style="list-style-type: none"> - Edwin Gerungan, Gunarni Soeworo, Pradjoto and Krisna Wijaya to the closing of AGM in 2015. - Wahyu Hidayat to the closing of AGM in 2017. - Agus Suprijanto, Rudi Rubiandini and Abdul Aziz to the closing of AGM in 2018. <p>BOARD OF DIRECTORS</p> <p>President Director: : Budi Gunadi Sadikin</p> <p>Vice President Director: : Riswinandi</p> <p>Director : Abdul Rachman</p> <p>Director : Sentot A. Sentausa</p> <p>Director : Ogi Prastomiyono</p> <p>Director : Pahala N. Mansury</p> <p>Director : Fransisca N. Mok</p> <p>Director : Sunarso</p> <p>Director : Kresno Sediarsi</p> <p>Director : Royke Tumilaar</p> <p>Director : Hery Gunardi</p> <p>With the following terms of office:</p> <ul style="list-style-type: none"> - Budi Gunadi Sadikin, Sentot A. Sentausa and Royke Tumilaar to the closing of AGM in 2016. - Abdul Rachman, Riswinandi, Pahala N Mansury, Fransisca Nelwan Mok, Sunarso and Kresno Sediarsi to the closing of AGM in 2015. - Ogi Prastomiyono and Hery Gunardi to the closing of AGM in 2018. - Under the condition that the President Director position shall be effective for Budi Gunadi Sadikin upon approval from Bank Indonesia on the Fit and Proper Test assessment results and the person shall remain as a Director prior to such approval. 			





corporate organs - gms



The level of shareholder attendance at Bank Mandiri AGMs over the last 5 (five) years has ranged from 80% to 86%, thereby showing the effectiveness of the the GMS announcements and notices made by the Bank, and also reflecting a high level of awareness and participation on the part of Bank Mandiri.



corporate organs - board of commissioners

BOARD OF COMMISSIONERS

The Board of Commissioners is the Company's supervisory body which is responsible for conducting general and/or specific supervisory duties in accordance with the articles of association. It acts in an advisory capacity to the Directors to ensure the company's compliance with good corporate governance at all organizational levels and components.

Independent Commissioners

Pursuant to BI Regulation No. 8/4/PBI/2006, as amended by BI regulation No. 8/14/PBI/2006 (on Good Corporate Governance in Commercial Banks), the Bank is required to have Independent Commissioners whose number shall account for at least 50% of the total membership of the Board of Commissioners. To that end and for the purpose of supporting GCG, the shareholders, through the GMS, appointed Independent Commissioners to perform supervisory functions in the Bank and its subsidiaries.

The Independent Commissioners are members of the Board of Commissioners without any financial relationships, management relationships, shareholdings and/or family relationships up to the second degree with the other Commissioners, the Directors and/or the controlling shareholders, or other relationships that could influence their ability to act independently. The objective of the Independent Commissioner mechanism is to create a positive working environment, and enhance fairness and equality overall, including protecting the interests of minority shareholders and other stakeholders.

The Bank's Independent Commissioners must not have conflicts of interest and shall act independently at all times, meaning that no conflict of interest will affect their ability to act independently and critically, whether in their relations with other commissioners or with the Directors.

A number of the Bank's Independent Commissioners occupy key positions in government agencies other than state enterprises / local government enterprises. However, all of the Independent Commissioners satisfy the main requirements to be an independent commissioner, which are as follows:

1. They do not have any financial or family relationships with the other Commissioners, the Directors and/or the controlling shareholders of Bank Mandiri, or other relationships that may influence their ability to act independently.
2. The members of the Board of Commissioners do not hold the position of Commissioner, Director or Executive Officer in more than 1 (one) non-financial institution/company, state enterprise, local government enterprise, private enterprise or other position that they should not hold in accordance with the Company's Articles of Association and the prevailing laws and regulations.
3. They have passed a Fit and Proper Test in accordance with Bank Indonesia regulations
4. They are proposed by the Shareholders and approved by the GMS.
5. In the 5 (five) years prior to their appointment:
 - a. they have not been declared bankrupt.
 - b. they have not served as a member of the Board of Directors or Board of Commissioners or Supervisory Board that was declared guilty of inflicting loss on a Company.
 - c. they have never been convicted of a criminal offense that causes losses to the state finances and/or those of a state enterprise and/or in the financial sector.





corporate organs - board of commissioners

Membership of Board of Commissioners

As of the closing of the GMS on 2 April 2013, the Bank has had eight members of the Board of Commissioners, four of whom are Independent Commissioners. This is in compliance with the provisions of the relevant Bank Indonesia Regulation which requires that at least 57% of the Board of Commissioners shall be Independent Commissioners.

MEMBERSHIP OF BOARD OF COMMISSIONERS SUBSEQUENT TO AGM ON 2 APRIL 2013:

Edwin Gerungan	Chief Commissioner and Independent Commissioner
Gunarni Soeworo	Independent Commissioner
Pradjoto	Independent Commissioner
Krisna Wijaya	Independent Commissioner
Wahyu Hidayat	Commissioner
Agus Suprijanto*	Commissioner
Rudi Rubiandini*	Commissioner
Abdul Aziz*	Commissioner

With their terms of office being as follows:

- Mr. Edwin Gerungan, Ms. Gunarni Soeworo, Mr. Pradjoto, Mr. Krisna Wijaya, until the closing of the Company's AGM to be held in 2015.
- Mr. Wahyu Hidayat, until the closing of the Company's AGM to be held in 2017.
- Mr. Agus Suprijanto, Mr. Rudi Rubiandini, Mr. Abdul Aziz, until the closing of the Company's AGM to be held in 2018.

Notes:

- * Bank Indonesia by virtue of its Letter no. 15/59/DPIP/Rahasia, dated 16 August 2013 terminated the fit and proper test on Mr. Rudi Rubiandini on the grounds that he was unqualified. As Mr. Rubiandini resigned from his position as a member of the Board of Commissioners on 14 August 2014, consequently he was never actually a serving member of the Board of Commissioners.
- * Mr. Agus Suprijanto's appointment as a member of the Board of Commissioners became effective on 24 October 2013.
- * Mr. Abdul Aziz's appointment as a member of the Board of Commissioners became effective on 24 October 2013.

Duties and Responsibilities of the Board of Commissioners

- 1) To supervise the Bank's management by the Directors, and provide advice to the Directors on operational plans, the Bank's development, compliance with the Articles of Associations and AGM and/or EGM resolutions, as well as required regulatory procedures.
- 2) To discharge the duties, authority and responsibilities as stated in the Company Articles of Association, and GMS and/or EGM resolutions in an effective and efficient manner. The Commissioners are also required to effective communication with the Directors, External Auditor, the banking regulators and the capital markets authority.
- 3) To uphold the interests of the Bank while having regard to shareholders' interests and its responsibilities to the GMS.
- 4) To review and analyze the annual report prepared by the Directors and to sign the annual report.
- 5) To provide feedback and advice on the Annual Operations and Budget Plan prepared by the Directors and to ratify it in accordance with the Articles of Association.
- 6) To monitor the progress of the Bank's operations.



corporate organs - board of commissioners

- 7) To provide opinions and advice to the GMS with regard to important matters related to the management of the Bank.
- 8) To immediately report to the GMS if and when there are any indications of a decline in the Bank's performance.
- 9) To inform Bank Indonesia within at least seven working days of any findings of (a) violations of regulatory procedures in the finance and banking sectors, and (b) events or indications of events that could jeopardize the Bank's business growth.

Frequency of and Attendance Rate at Meetings of the Board of Commissioners

Meetings of the Board of Commissioners are held to discuss strategic matters. In practice, the Board of Commissioners may invite guests to attend its meetings, as stated in Article 8 of Board of Commissioners' Regulation No. KEP.KOM/002/2012 dated 29 May 2012.

Number of Special Meetings of the Board of Commissioners without Attendance of Directors as Invitees

No.	Name	Number of Meetings	Present	Absent	% Attendance
1	Edwin Gerungan	9	9	-	100%
2	Gunarni Soeworo	9	9	-	100%
3	Pradjoto	9	9	-	100%
4	Krisna Wijaya	9	9	-	100%
5	Wahyu Hidayat	9	9	-	100%
6	Agus Suprijanto*	9	3	-	33.3%
7	Abdul Aziz**	9	3	-	33.3%

* Mr. Agus Suprijanto's appointment as a member of the Board of Commissioners became effective on 24 October 2013

** Mr. Abdul Aziz's appointment as a member of the Board of Commissioners became effective on 24 October 2013

Number of Meetings of Board of Commissioners with Directors Present as Invitees

No.	Name	Number of Meetings	Present	Absent	% Attendance
1	Edwin Gerungan	12	12	-	100%
2	Gunarni Soeworo	12	12	-	100%
3	Pradjoto	12	12	-	100%
4	Krisna Wijaya	12	12	-	100%
5	Wahyu Hidayat	12	12	-	100%
6	Agus Suprijanto*	12	3	-	25%
7	Abdul Aziz**	12	3	-	25%

* Mr. Agus Suprijanto's appointment as a member of the Board of Commissioners became effective on 24 October 2013

** Mr. Abdul Aziz's appointment as a member of the Board of Commissioners became effective on 24 October 2013



corporate organs - board of commissioners

Working Visits by Members of the Board of Commissioners

Commissioner	Position on BOC	Training	Organizer
Edwin Gerungan	Chief Commissioner	Non Deal Roadshow	Mandiri
		Investor Conference	Bank of America Merrill Lynch
		Pertemuan dengan Wells Fargo	Bank Mandiri
		Barclays Asia Forum 2013	Barclays
		Acara CSR	Bank Mandiri - Bapekris
Gunarni Soeworo	Independent Commissioner	Working visits by Audit Committee, and Risk Monitoring and GCG Committee	Committees and Regional Office VIII, Surabaya
		Working visits by Audit Committee, and Risk Monitoring and GCG Committee	Committees and Regional Office VIII, Surabaya
		Motivation Journey	Directorate of Criminal & Business Banking
		Coordinating Meeting to Review BMEL Development	BMEL
Wahyu Hidayat	Commissioner	Indonesia Corporate Day	Mandiri Sekuritas & Investor Relations
Abdul Aziz	Commissioner	Working visit by State Minister for State Enterprises	State Enterprises
		Visit to Boeing facilities	The Boeing Company

BOARD OF COMMISSIONERS' MEMBERS DEVELOPMENT PROGRAM

During 2013, the members of the Board of Commissioners attended a variety of Trainings/Workshops/Seminars to develop their capabilities, as detailed in the following table:

Commissioner	Position on BOC	Training	Organizer
Edwin Gerungan	Chief Commissioner	Behavioral Leadership Seminar	The Conference Board - Trusted Insights for Business Worldwide
Gunarni Soeworo	Independent Commissioner	Seminar Refreshment " Getting Ready for ICAAP and SREF	Bara/LSPP
		Executive International Conference	Bara/LSPP
		Executive International Conference	Bara/LSPP
Wahyu Hidayat	Commissioner	Leadership Forum	Mandiri
		Workshop on Enhancing the Role of the BOC in Bank Supervision	LPPI
Krisna Wijaya	Independent Commissioner	Overseas Executive Training	Wharton University of Pennsylvania



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Commissioner	Position on BOC	Training	Organizer
Agus Suprijanto	Commissioner	Seminar on "Sound Practice in Operational Risk Management-Beyond Regulation"	Bara/LSP
		Workshop on Enhancing the Role of the BOC in Bank Supervision	LPP
Abdul Aziz	Commissioner	International Economic Seminar"Jiayou Indonesia"	Indonesian Embassy in China
		Workshop on Enhancing the Role of the BOC in Bank Supervision	LPP

Recommendations of the Board of Commissioners

The Board of Commissioners actively provides recommendations to the Board of Directors. However, this function is carried out by taking into account the working procedures of the Board of Commissioners and the Board of Directors, as well as the principle of checks & balances in the working relationship between the Board of Commissioners and Board of Directors.

The recommendations are provided having regard to the supervisory functions of the Board of Commissioners over Bank Mandiri’s performance, in line with the Board’s advisory functions.

Board Charter

In performing its supervisory and advisory functions vis-à-vis the Board of Directors, the Board of Commissioners acts based on the Board Manual. The Board Manual contains the working procedures of both the Board of Commissioners and Board of Directors and explains in a structured, systematic, readily understandable and consistent way the various stages involved. It is used as a reference by the Boards of Commissioners and Directors in performing their respective duties so as to achieve the Company’s Vision and Mission.

The Board Charter is set out in the Supervisory Board Charter number KEP.KOM/002/2012, dated May 29, 2012, covering:

- General provisions
- Duties, Obligations, Rights and Authority of the Board of Commissioners
- Supporting Institutions
- Meetings of the Board of Commissioners
- Allocation of Duties
- Amendment Process
- Conclusion





corporate organs - board of commissioners

BOARD OF COMMISSIONERS' PERFORMANCE INDICATORS

In performing its duties and functions, the Board of Commissioners always refers to the Articles of Association, AGM Resolutions, and the Board of Commissioners' Work Program.

The Board of Commissioners uses this work program as the basis for carrying out its duties in order to ensure the holistic application of GCG. In performing its work program, the Board of Commissioners is assisted by the Audit Committee, Risk Monitoring and GCG Committee, and Remuneration and Nominations Committee.

The realization of the Board of Commissioners' Work Program in 2013 resulted in various approvals, advisory opinions, responses, and recommendations forwarded to the Board of Directors. These were as follows:

1. Input on the implementation of the 2010-2014 strategic corporate plan.
2. Approval of the Revised Bank Mandiri Operations & Budget Plan for 2013.
3. Approval of the Revised Bank Business Plan for 2013-2015.
4. Supervisory Report on the Bank Mandiri Business Plan for Second Half of 2012.
5. Supervisory Report on the Bank Mandiri Business Plan for First Half of 2012.
6. Providing input and advice with respect on increasing corporate value and revenue market share.
7. Conducting Meetings of the Board of Commissioners, including Joint Meetings of the Board of Commissioners and the Board of Directors, to discuss realization reports on the business development plan, strategic alliances and operational efficiencies in accordance with the RKAP and RBB.

ASSESSMENT OF BOARD OF COMMISSIONERS' PERFORMANCE

The Board of Commissioners conducts self-assessment on the achievement of Key Performance Indicators as set out in the RKAP.

COMMISSIONERS' REMUNERATION POLICY

The determination of the remuneration of Commissioners is based on the Companies Law (No. 40 of 2007), Bank Mandiri's Articles of Association, and Minister of State Owned Enterprises Regulations No. PER 07/MBU/2010 (on Guidelines for Determining the Remuneration of Members of the Board of Directors, Board of Commissioners and Board of Supervisors of State-Owned Enterprises). The remuneration paid to the Commissioners of Bank Mandiri is based on Board of Commissioners Resolution No. KEP.KOM/006/2011 (on Allowances and other Facilities, and Post-Service Benefits for the Members of the Boards of Directors and Commissioners).

The remuneration of the members of the Board of Commissioners is determined by the General Meeting of Shareholders (GMS). The components of the remuneration members of the Boards of Directors and Commissioners consist of:

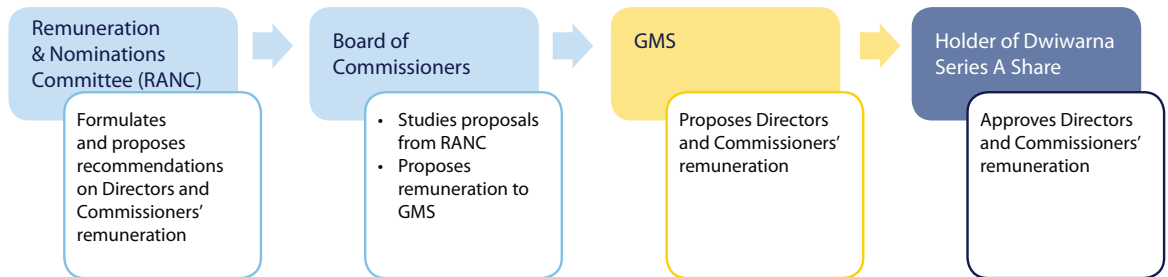
1. Salary/Honorarium
2. Allowances
3. Facilities
4. Bonuses/Performance Incentives

PROCEDURES FOR DETERMINING COMMISSIONERS' REMUNERATION

The remuneration of members of the Board of Commissioners is determined by the GMS. The mechanism (based on a formula) specified by the GMS should be first studied in depth and the amount of remuneration proposed by the Board of Commissioners based on the assessment conducted by the Remuneration & Nominations Committee in consultation with the State Minister of State Owned Enterprises, as the Holder of the Dwiwarna Series A Share, so as to determine allowances and other facilities and post-service entitlements payable to the members of the Boards of Directors and Commissioners based on an evaluation of Key Performance Indicators (KPI).



corporate organs - board of commissioners



REMUNERATION AND FACILITIES PAYABLE TO COMMISSIONERS

No.	Type of Income	Description
1	Honorarium	In the case of the Chief Commissioner, calculated based on a factor of 50% of the CEO's salary, 47.5% in the case of the Deputy Chief Commissioner, and 45% in the case of a Commissioner.
2	Religious Holiday Bonus	
	Religious Holiday Bonus	Paid in advance of the religious holidays celebrated by each Commissioner
	Communications Allowance	As incurred
	Post-service Allowance	Term of insurance while in office, covering accident and death insurance.
	Clothing Allowance	May be granted if special event requires special clothing
3	Facilities	
	Official vehicle	Extended to all Commissioners. Includes maintenance and fuel allowance in accordance with internal policy (Kep.Kom/006/2011)
	Health Facilities	Reimbursement of medical expenses
	Professional Membership Facility	Maximum of two memberships. Covers registration and annual fees
	Legal Assistance	As required
	Club Membership Allowance	Maximum of two memberships. Covers registration and annual fees
	Representation Allowance	As incurred for the purpose of representing Bank Mandiri's interests





corporate organs - board of commissioners

REMUNERATION AND FACILITY PACKAGES / POLICIES FOR BOARD OF COMMISSIONERS

Type of Remuneration / Facility	Amounts Paid in 1 Year (2013) ¹	
	Board of Commissioners	
	Persons	Millionan Rp
Remuneration :		
Honorariums ²	10	10.003
Bonuses	-	-
Routine Allowances ³	10	5.258
Tantiem ⁴	8	43.315
Facilities paid in kind		
Housing (may not be owned)	-	-
Official vehicle (may not be owned)	-	-
Presentation (may be owned) ⁵	8	1.757
Total remuneration per person in 1 year		Number of Commissioners
Above Rp 2 billion		7
Between Rp 1 billion and Rp 2 billion		-
Between Rp 500 million and Rp 1 billion		-
Less than Rp 500 million		-

1) Gross, including tax

2) A total of 10 Commissioners received remuneration (honorariums and allowances) during 2013

3) The calculation of allowances includes religious holiday allowances, total communications allowances in 2013, transportation allowances and fuel allowances

4) Includes tantiem for financial year 2012 paid to Mr. Mahmuddin Yasin (whose term of office ended on 23 April 2013), and Mr. Muhayat and Mr. Cahyana Ahmadjayadi (whose terms ended on 2 April 2013)

5) Includes post-service presentation (net) to Mr. Cahyana Ahmadjayadi (whose term of office ended on 2 April 2013) for the 2012-2013 period, which was paid in 2013.

CRITERIA AND PROCEDURES FOR APPOINTMENT OF MEMBERS OF THE BOARD OF COMMISSIONERS

As a State-Owned Enterprise in the form of a Public Limited Liability Company, the criteria and procedures for the appointment of members of the Board of Directors of Bank Mandiri are subject to Law No. 40 of 2007 on Limited Liability Companies ("UUPT"), Bank Indonesia Regulation No. 12/23/PBI/2010 dated 29 December 2010 regarding Fit and Proper Tests ("PBI No. 12/23/2010") and Government Regulation No. 45 of 2005 on the Establishment, Management, Supervision and Dissolution of State-Owned Enterprise ("GR No. 45/2005"). All relevant provisions in the above laws and regulations are incorporated in the Articles of Association of Bank Mandiri.

Law No. 40 of 2007 on Limited Liability Companies

Criteria

In UUPT provides that a person eligible to be appointed as a member of the Board of Commissioners shall be an individual who is qualified to perform legal acts, unless he/she has, within the last 5 (five) years prior to his/her appointment:

- been declared bankrupt;
- served as a member of a Board of Directors or Board of Commissioners that was found guilty of causing a Company's bankruptcy; or
- been convicted of a criminal act that inflicted losses on the state finances and/or is related to the financial sector.



corporate organs - board of commissioners

Appointment Procedures

Members of the Board of Commissioners are appointed by a General Meeting of Shareholders (GMS), for a fixed term of office and may be reappointed. The effective date of appointment, replacement or dismissal of a Commissioner will also be stipulated in a resolution of the GMS. If the GMS does not specify the effective date of appointment, replacement, or dismissal of a member of the Board of Commissioners, then the effective date of such appointment, replacement, or dismissal of such member of the Board of Commissioners shall be as per the close of the relevant GMS.

Government Regulation No. 45 of 2005 on the Establishment, Management, Supervision and Dissolution of State Owned Enterprises**Criteria**

In accordance with Article 50 of GR No. 45/2005, to be appointed as a member of the Board of Commissioners, the candidate must be a natural person who has integrity, dedication, understands the company's managerial issues in relation to one managerial functions, has sufficient experience in the company's line of business, and is able to allocate sufficient time to perform his/her duties and complies with the criteria set out in the laws and regulations on limited liability companies.

Appointment Procedures

The appointment and removal of members of the Board of Directors is the responsibility of the GMS.

Bank Indonesia Regulation No. 12/23/PBI/2010 dated 29 December 2010 on Fit and Proper Tests**Criteria**

Members of the Boards of Directors and Commissioners are members of the Bank Management and, therefore, are required to pass a fit and proper test conducted by Bank Indonesia. The Bank Management must fulfill the requirements regarding integrity, competency, and financial reputation. In order to fulfill the integrity requirement, a candidate member of the Bank's Board of Commissioners should:

- be of sound moral character;
- be committed to complying with the applicable laws and regulations;
- possess a strong commitment to the development of sound banking operations;
- not be on the Disqualified List.
- In order to fulfill the competency requirement, a candidate member of the Board of Commissioners should possess: sufficient knowledge of banking relevant to the position;
- experience and expertise in banking and/or finance; and
- capacity to conduct strategic management within the framework of the development sound banking operations.

In addition, it is required that the majority of members of the Board of Commissioners have experience in bank operations of at least 5 (five) years as an executive officer in a bank.

In order to fulfill the financial reputation requirement, candidate members of the Board of Commissioners must fulfill the following conditions:

- not be on the list of recalcitrant debtors; and
- never have been declared bankrupt nor served as member of a board of directors or board of commissioners that was found guilty of causing the bankruptcy of a company during the 5 (five) years preceding his or her candidacy.





corporate organs - board of commissioners

Appointment Procedures

In order to arrange a fit and proper test, the Bank submits an application for approval of the candidate executive to Bank Indonesia. The number of candidate executives covered by one application should be no more than two persons for each vacant position and the proposed candidates must be selected in accordance with applicable laws and regulations. Approval or rejection of an application shall be given by Bank Indonesia no later than 30 (thirty) days after receipt of a complete application.

The fit and proper test process conducted by Bank Indonesia encompasses administrative due diligence and interviews. In the event that a candidate for whom approval is requested from Bank Indonesia is approved and appointed as an executive pursuant to a resolution of the GMS, but the party concerned is not approved by Bank Indonesia, the Bank shall be required to dismiss the party concerned (by means of a GMS resolution).

A candidate executive who is awaiting approval from Bank Indonesia is prohibited from performing duties as a member of the Board of Commissioners where such duties concern the operations of the Bank and/or other activities that could significantly influence the policy and financial condition of the Bank, notwithstanding that the party concerned has been approved and appointed by the GMS.

FAMILIARIZATION PROGRAM FOR NEW COMMISSIONERS

Bank Mandiri conducts a familiarization program for newly appointed members of the Board of Commissioners to give an overview of the company's business activities, future plans, work guidelines and other matters that come within the responsibilities of the Board of Commissioners. The familiarization program is designed by the Group Corporate Secretary in the form of documentary review, provided both in soft copy and hard copy, covering such things as the Company's Annual Report, Operations and Budget Plan (RKAP), Long-Term Plan (RJPP), Articles of Association, Corporate Governance Policy and Code of Conduct, the Work Programs of the Board of Commissioners and its Committees, the Board of Commissioners' Charter, the Charters of the Board of Directors and its Committees, and all the relevant laws and regulations that concern the operations of Bank Mandiri.

COMMISSIONERS' AND THEIR FAMILY MEMBERS' SHAREHOLDINGS

Nama	Shareholdings of 5% of More of Paid-up Capital					Description
	Bank Mandiri	Family	Other Companies	Other Banks	Non-Bank Financial Institutions	
Edwin Gerungan	-	-	-	-	-	Zero
Wahyu Hidayat	-	-	-	-	-	Zero
Gunarni Soeworo	-	-	-	-	-	Zero
Pradjoto	-	-	-	-	-	Zero
Krisna Wijaya	-	-	-	-	-	Zero
Agus Suprijanto	-	-	-	-	-	Zero
Abdul Aziz	-	-	-	-	-	Zero



corporate organs - board of directors

BOARD OF DIRECTORS

The Board of Directors is the organ of the Company that is fully authorized to manage the company in the interests of the company, based on the company's intents and purposes, and to represent the company both in and out of court, pursuant to the articles of association.

Membership of the Board of Directors

The Board of Directors consists of 11 members, with the current members appointments being effective as of the close of the AGM held on 2 April 2013:

Budi G. Sadikin	CEO
Riswinandi	Deputy CEO
Abdul Rachman	Director
Sentot A. Sentausa	Director
Ogi Prastomiyono	Director
Pahala N. Mansury	Director
Fransisca N. Mok	Director
Sunarso	Director
Kresno Sediarsi	Director
Royke Tumilaar	Director
Hery Gunardi	Director

Based on the following terms of office:

- Mr. Budi G. Sadikin, Mr. Sentot A. Sentausa and Mr. Royke Tumilaar, until the closing of the Company's AGM to be held in 2016.
- Mr. Abdul Rachman, Mr. Riswinandi, Mr. Pahala N Mansury, Ms. Fransisca N. Mok, Mr. Sunarso and Mr. Kresno Sediarsi, until the closing of the Company's AGM to be held in 2015.
- Mr. Ogi Prastomiyono and Mr. Hery Gunardi, until the closing of the Company's AGM to be held in 2018.

The changes in the membership of the Boards of Directors and Commissioners of Bank Mandiri as made by the AGM on 2 April 2013, and all other resolutions of such AGM have been properly realized.

Duties and Responsibilities of the Board of Directors

Principal Duties of the Board of Directors

The principal duties of the Board of Directors are:

- a. to manage the Company in the interest of and in accordance with the purposes and objectives of the Company, and to steer the management of the Company.
 - b. to maintain and manage the Company;
- all of which duties were properly discharged during 2013.





corporate organs - board of directors

Scope and Allocation of Duties of Each Director

Chief Executive Officer

- 1) To coordinate and implement the Company's management as stipulated in the Articles of Association and resolutions of the GMS, having regard to the prevailing laws.
- 2) Together with the Deputy CEO, to coordinate, direct and supervise the work of the Company's Directorates in order that they operate smoothly, effectively, efficiently and sustainably so as to realize the Company's long term strategies.
- 3) To direct the ongoing transformation of Bank Mandiri by encouraging business units to market their products and services in a more dynamic and competitive way so as to overcome market challenges, having regard to comprehensive analyses from the Risk unit.
- 4) To promote the Company's image both at the national and international levels and to participate in building good relations with correspondent banks, investment banks, financial institutions, customers, and domestic and overseas monetary authority.
- 5) To act for and on behalf of the Directors and to represent the Company and, for certain acts at his/her own responsibility, to appoint one or more persons based on a power of attorney to conduct specific acts as described in the power of attorney.
- 6) To coordinate the work of the Regional Promotion Directors in assisting and guiding the Bank's Regional Offices and Regional CEOs in order to expand market share and enhance business volume (funding and loans).

Deputy Chief Executive Officer

- 1) Policies and Strategies
 - a) To assist the CEO in leading and directing policies and strategies and their updating and dissemination throughout all fields in a coordinated manner.
 - b) To assist the CEO in leading and directing the development of the Business Plan and the short term, mid term, and long term Action Plans, in line with Company policy.
- 2) Operations
 - a) To ensure the proper implementation of the work of the Directorates under the direct supervision of the Deputy CEO, namely, the Institutional Banking Directorate, Corporate Banking Directorate, Commercial & Business Banking Directorate, Micro & Retail Banking Directorate, and Consumer Finance Directorate. The Deputy CEO also supervises certain Regional Offices as specified by the Board of Directors with the objective of achieve properly coordinated, effective and efficient management.
 - b) To assist the CEO in directing and supervising the Directorates and Groups under the direct supervision of the Deputy CEO so that they can sustainability perform their in order to ensure the achievement of the Company's long term strategy.
 - c) To assist the CEO in directing the ongoing transformation process so as to meet competition challenges by encouraging Business Units to market their products and services in a more dynamic and competitive manner.
 - d) To assist the CEO in enhancing the Company image both at the national and international levels, and to participate in building good relations with correspondent banks, investment banks, financial institutions, customers, and domestic and overseas monetary authority.
 - e) To act for and on behalf of the Board of Directors and to represent the Company during absences of the CEO, for whatever reason, where such absences do not need to be proven to any third party.
 - f) To support the Regional CEOs role in managing coordination so as to forge alliances with other Business Units.



corporate organs - board of directors

Director of Institutional Banking

1) Policies and Strategies

- a) To lead and direct the development and implementation of policies and strategies, and their updating and dissemination in a coordinated manner.
- b) To lead and direct the development of the Business Plan, and short term, mid term and long term Action Plans, and ensure that they are in line with Company policies.
- c) To support the Micro & Retail Banking Director in assisting and advising Regional CEOs to boost the Company's market share through the Regional Offices that are under their coordination and responsibility.
- d) To support the Micro & Retail Banking Director in assisting and advising the Regional CEOs to achieve targeted business volumes (funding and loans).

2) Operations

- a) To lead and coordinate the implementation of policies and strategies related to Institutional Banking operations based on the short term, mid term, and long term action plans.
- b) To lead, direct and supervise the groups and subsidiaries (if any) under his or her authority in a coordinated way, to carry out duties related to each of their businesses in line with Company policy, and to manage market competition in the Institutional Banking field.
- c) To lead and direct the ongoing transformation process so as to meet the challenge of market competition related to Institutional Banking.
- d) To lead, direct and coordinate the development and marketing of the best Institutional Banking products and to ensure that they are competitive and of high quality.
- e) To lead and coordinate the aggressive arrangement of Institutional Banking products, having regard to Company policies and prudential principles.
- f) To lead and coordinate the effective promotion of Institutional Banking products in line with market research and customer segment.
- g) To foster good customer relations through on-the-spot visits and the monitoring of customer projects on a regular basis.
- h) To support the roles of the Regional CEOs in performing their coordinating functions so as to forge alliances with other Business Units.





corporate organs - board of directors

3) Human Resources

To lead and direct Human Resource (HR) policies under the coordination of Institutional Banking. This includes proposing recruitment, promotion, transfer/rotation, mentoring and training policies in coordination with the Compliance & Human Capital Director.

Risk Management Director

1) Policies and Strategies

- a) To lead and direct policy and strategy development and formulation, and updating Risk Management policies and disseminating information on such policies.
- b) To lead and direct the development of the Business Plan, and the short term, mid term, long term Action Plans of the Risk Management Directorate, in line with Company policy.
- c) To support the Micro & Retail Banking Director in assisting and advising the Regional Offices to achieve the Company's targeted market share in the Regional Offices under their coordination.
- d) To support the Micro & Retail Banking Director in assisting and advising the Regional CEOs to achieve and enhance targeted business volumes (funding and loans).

2) Operations

- a) To coordinate policy and strategy implementation related to Risk Management.
- b) To lead, direct and supervise groups in a sustainable manner to ensure that they are in line with Bank strategy in carrying out their duties in their respective fields.
- c) To develop and organize Risk Management so as to establish high quality policies, procedures and methods for the implementation of risk management.
- d) To monitor compliance and surveillance procedures by units in the implementation of Risk Management.
- e) To direct the ongoing transformation processes so as to meet the challenges of market competition by offering dynamic and competitive products and services.
- f) To support the Regional CEOs in implementing their coordination functions through the forging of alliances with other Business Units.

3) Human Resources

To lead and direct Human Resources (HR) policies under the coordination of Risk Management, including proposing recruitment, promotion, transfer/rotation, mentoring and training, with the coordination of the Compliance & Human Capital Director.

Micro & Retail Banking Director

1) Policy and Strategy

- a) To lead and direct policy and strategy development and implementation, update and disseminate policies in Micro & Retail Banking, and to assist and advise PT AXA Mandiri Financial Services, PT Bank Sinar Harapan Bali and Mandiri International Remittance (Bank subsidiaries) and PT Mandiri Manajemen Investasi (subsidiary of PT Mandiri Sekuritas).
- b) To lead and direct the development of short term, mid term, and long term Action Plans for the Micro & Retail Banking Directorate in line with Company policy.
- c) To lead and direct all Bank Mandiri Regional CEOs so as to enhance market share and to achieve business volume targets (funding and loans) in all Bank Mandiri regions.



corporate organs - board of directors

2) Operations

- a) To lead and coordinate policy and strategy implementation related to Micro & Retail Banking in respect of short term, mid term and long term operations.
- b) To direct and supervise the offshore groups and offices under his supervision and all subsidiaries for which he is responsible in a sustainable manner and ensure that they carry out their respective duties in line with Company policy, and to competently handle market competition in the Micro & Retail Banking segment.
- c) To lead and direct the ongoing transformation process so as to meet the challenges of market competition related to Micro & Retail Banking.
- d) To lead, direct, and coordinate the development and provision of the best Micro & Retail Banking products and to ensure that they are highly competitive.
- e) To lead and coordinate an aggressive Micro & Retail Banking product range in line with Company policy and prudential principles.
- f) To lead and coordinate effective advertising and promotion of Micro & Retail Banking products in line with customer segmentation and market research guidelines.
- g) To lead and direct front line marketers in correctly applying standard operating procedures in Micro & Retail Banking.
- h) To coordinate and direct the Regional CEOs in performing their coordination functions by forging alliances with other Business Units.

3) Human Resources

To lead and direct the Human Resources (HR) policy under the coordination of Micro & Retail Banking, including proposing recruitment, promotion, transfer/rotation, mentoring and training with the coordination of the Compliance & Human Capital Director.

Compliance & Human Capital Director

1) Policy and Strategy

- a) To lead and direct the drafting and implementation of policies and strategies and, updating and disseminating of policy to Compliance & Human Capital.
- b) To lead and direct the development of short term, mid term, long term Action Plans of Compliance & Human Capital Directorate in line with the Company policy.
- c) To direct the implementation of short term and long term Human Capital strategies in line with the Bank strategy and to refine Human Capital systems policy to enhance Human Resource (HR) competency and productivity.
- d) To coordinate the development of effective HR development Strategies through employee development system with implementation based on high levels of competency.
- e) To supervise the Bank Mandiri Pension Funds and Healthcare Foundation management.
- f) To support the Micro & Retail Banking Director in directing and mentoring the Regional CEOs to achieve the Company's targeted market share in Regional Offices that are under its mentorship and coordination and to act as Regional Office mentor.
- g) To support the Micro & Retail Banking Director in directing and mentoring the Regional CEOs to achieve targets and enhance business volume (funding and loans).





corporate organs - board of directors

2) Operations

- a) To coordinate, direct and implement the principles of good corporate governance.
- b) To determine the required measures to ensure the Bank compliance with all prevailing laws and regulations.
- c) To monitor and maintain the Bank business activity in line with the applicable laws.
- d) To monitor and maintain the Bank's compliance on all agreements and commitments agreed by the Bank with external parties.
- e) To lead and coordinate comprehensively, the policy and strategy formulation related to Compliance & Human Capital for short term, mid term, and long term operation.
- f) To coordinate and direct the policies, standards and procedure with decision published by the Bank so as to fulfill the required regulatory guidelines and does not violate the principles of prudence in accordance with best industry practices.
- g) To comprehensively lead and direct the policy and strategy in the implementation of systems of recruitment, placement, staff development and transfer for short term, mid term, and long term operation.
- h) To ensure the availability of organizational structure and effective job grading, including job-grading calibration to achieve consistency between SBUs.
- i) To direct and coordinate the productive work relations' policy between the Bank and its employees both individually and with line units.
- j) To coordinate and direct the implementation of the incentive system, benefits and compensation to be managed and run well within the reward strategy philosophy and the Bank's capability.
- k) To coordinate and direct the implementation of training systems that will result in high productivity and quality in line with the Bank requirements.
- l) To coordinate and direct the implementation of corporate culture evaluation, to support the Bank objectives.
- m) To direct and ensure the implementation of service standards, conduct and the company culture values in line with the Company's cultural transformation program.
- n) To coordinate, direct and monitor the handling of complex bank-wide legal matters by optimizing legal officers for legal advice to line units and the management through legal advice.
- o) To coordinate, direct and monitor the effective legal action through integrated cases management with clear targets.
- p) To coordinate the performance achievement of Compliance & Human Capital Directorate.
- q) To support the Regional CEOs role in implementing its coordination function to carry out alliances with other Business Units.

3) Human Resource

- a) To lead and direct the Human Resources (HR) strategy in Compliance & Human Capital Directorate, including proposing the recruitment, promotion, transfer/rotation, mentoring and training.
- b) To ensure the effective and responsive implementation of operational functions and development Human Capital information systems which are up-to-date, integrated and easy to use by all working units.
- c) To monitor the employee relations to create harmonious industrial relations.
- d) To monitor the execution and delivery of the Bank's strategic policies on employment of all categories of staffing.



corporate organs - board of directors

Finance & Strategy Director

1) Policy and Strategy

- a) To lead and direct the policy and strategy formulation and development, to update and disseminate Finance & Strategy policy.
- b) To lead and direct the development of short term, mid term and long term action plans in line with the Company policy.
- c) To support the Micro & Retail Banking Director in directing and mentoring the Regional CEOs to achieve the Company market share at Regional Offices under its coordination and mentorship.
- d) To support the Micro & Retail Banking Director in directing and mentoring the Regional CEOs to achieve targets and enhance business volume (funding and loans).

2) Operations

- a) To comprehensively lead and coordinate strategy, objectives for long term, mid term, and short term financial targets of Bank Mandiri.
- b) To lead, direct, and coordinate all investor relations activities for the purpose of carrying out financial communication to the investors in an effective, efficient, transparent, accountable, and timely manner and to improve the quality of the Company annual report as is expected of a public company.
- c) To lead and direct the accounting and bookkeeping activity so as to establish a financial system with appropriate supervision, policies and procedures and to deliver excellent, timely, complete, consistent and precise financial information and MIS.
- d) To lead and coordinate and develop the Company communication strategy and its implementation, specifically to maintain and uphold the Company image and reputation as the public company.
- e) To lead, coordinate, direct, and monitor the implementation of Corporate Action with regard to the disclosure of information with reference to the applicable provisions and the Company's other internal activities and to include those that are not limited by the execution of activities listed in the Calendar of Events and other events such as the Company's internal meetings.
- f) To lead and direct the policy and strategy implementation and development, to update and disseminate Finance & Strategy policy.
- g) To lead and direct the development of an excellent, precise, completed and consistent performance management system, and to measure its implementation timely and accurately.
- h) To lead, coordinate, direct and monitor the development of the Standard Procedure Manual, prepared by each line units in line with best industry practice, regulatory requirements, and with prudent principles.
- i) To coordinate and direct the Partnership and Community Development Program (PKBL) policy in line with prevailing laws and policies set by the General Meeting of Shareholders (GMS).
- j) To support the Regional CEOs role in implementing their coordination function in carrying out alliances with other Business Units.

3) Human Resources

To lead and direct the Human Resource (HR) policies with the coordination of Finance & Strategy, including proposing recruitment, promotion, transfer/rotation, mentoring and training coordinated with Compliance & Human Capital Director.





corporate organs - board of directors

Commercial Banking Director

1) Policy and Strategy

- a) To lead and direct the policy and strategy implementation and development, to update and disseminate Commercial & Business Banking policy, and to act as PT Bank Syariah Mandiri mentor.
- b) To lead and direct the development of business action plans of Commercial & Business Banking short term, mid term and long-term and in line with the Company policy.
- c) To support the Micro & Retail Banking Director in directing and mentoring the Regional CEOs to achieve the Company's targeted market share in Regional Offices under their coordination and mentorship.
- d) To support the Micro & Retail Banking Director in directing and mentoring the Regional CEOs to achieve and achieve the projected business volumes (funding and loans).

2) Operations

- a) To comprehensively lead and coordinate the policy implementation of long term, mid term, and short-term strategies of Commercial & Business Banking operations.
- b) To lead, direct and coordinate all working functions of the Jakarta Commercial Sales Group to develop more marketable and profitable products and alliances.
- c) To lead, direct and coordinate all working functions of Regional Commercial Sales I Group, Regional Commercial Sales II Group, to develop more marketable and profitable products and alliances.
- d) To lead, direct and coordinate all working functions of Business Banking I Group, Business Banking II Group, in developing more marketable and profitable products and alliances.
- e) To direct and coordinate the working functions of Wholesale Transaction Banking Solutions Group in the development of products that deliver competitive products and policies.
- f) To support the Regional CEOs role in implementing its coordination function to carry out alliances with other Business Units.

3) Human Resources

To lead and direct the Human Resources (HR) policy under the coordination of Commercial & Business Banking, which will include: proposing recruitment, promotion, transfer/rotation, mentoring and training with the coordination of the Compliance & Human Capital Director.

Corporate Banking Director

1) Policy and Strategy

- a) To lead and direct the policy, strategy implementation and development, to update and disseminate Corporate Banking policy, Bank Mandiri Hongkong Branch (Overseas Office), Bank Mandiri Singapore Branch (Overseas Office) and Bank Mandiri Shanghai Branch (Overseas Office), and to act as the mentor of PT Mandiri Sekuritas (Subsidiary), Bank Mandiri Europe Limited/BMEL (Subsidiary).
- b) To lead and direct the development of Business Action Plans of Corporate Banking Directorate for short term, mid term and long-term and in line with Company policy.
- c) To support the Micro & Retail Banking Director in directing and mentoring the Regional CEOs to achieve the targeted Company market share in Regional Offices under its coordination and mentorship.
- d) To support the Micro & Retail Banking Director in directing and mentoring the Regional CEOs to achieve and enhance the projected business volumes (funding and loans).



corporate organs - board of directors

2) Operations

- a) To comprehensively lead and coordinate the policy implementation, of long term, mid term, and short-term strategies of Corporate Banking operations.
- b) To lead and direct as well as supervise Groups and Overseas Offices under its operations as well as subsidiaries under its responsibility for the purpose of carrying out duties related to each field to be in line with the Company policy on an ongoing basis and to address the challenges market competition in Corporate Banking.
- c) To lead and direct the ongoing transformation processes to meet market challenges related to Corporate Banking.
- d) To lead, direct, and coordinate the development of the best and most competitive Corporate Banking products and to ensure its highly competitive quality.
- e) To lead and coordinate the Corporate Banking product arrangement aggressively, following the Company policy and with prudent principles.
- f) To lead and coordinate effectively on the Corporate Banking product promotion in accordance with customer segmentation and market research.
- g) To organize customer relations mentoring, through on the spot visits and monitoring of customer projects on a regular basis.
- h) To support the Regional CEOs roles in implementing coordination functions in carrying out alliances with other Strategic Business Units.

3) Human Resources

To lead and direct the Human Resources (HR) policies under the coordination of Corporate Banking, including proposing recruitment, promotion, transfer/rotation, mentoring and training with the coordination of Compliance & Human Capital Director.

Direktur Technology & Operations

1) Policy and Strategy

- a) To lead and direct the policy and strategy, development and implementation, to update and disseminate Technology & Operations Directorate policies dissemination.
- b) To lead and direct the development of Business action Plans for short term, mid term and long term of Technology & Operations Directorate in line with the Company policy.
- c) To lead and direct the development and implementation of service policies and strategies to maintain the customer trust and confidence.
- d) To support the Micro & Retail Banking Director in directing and mentoring the Regional CEOs to achieve the Company market share in Regional Offices under its coordination and mentorship.
- e) To support the Micro & Retail Banking Director in directing and mentoring the Regional CEOs to achieve and achieve the projected business volume (funding and loans).





corporate organs - board of directors

2) Operations

- a) To comprehensively lead and coordinate the policies implementation for long term, mid term and short-term strategies of Technology & Operations Directorate.
- b) To direct and supervise the groups under its operations in carrying out duties related of their respective fields in line with long-term, sustainable, strategy, of the Company and Technology & Operations Directorate.
- c) To develop Information Technology as a business partner with all working units of the Company organization to ensure the application of the accurate technology solutions for the Company for both current and future business needs through effective and efficient information technology planning, development, implementation, maintenance and sustainable support.
- d) To coordinate and direct the development of the Company services strategy, communication consolidation, and programs to enhance customer service quality.
- e) To coordinate and direct the optimization of customer database to support the Company's business activities.
- f) To coordinate and direct the procedures management and development on customer complaints as well as for customer disputes.
- g) To be fully responsible if found guilty or for neglecting the implementation of duties pertaining to the best interests and business of the Company.
- h) To support the Regional CEOs' role in carrying the coordination functions to implement alliances with other Strategic Business Units.

3) Human Resource

To lead and direct the Human Resources (HR) policies under the coordination of Technology & Operations Directorate, including proposing of recruitment, promotion, transfer/rotation, mentoring and training with the coordination of the Compliance & Human Capital Director.

Direktur Treasury, Financial Institutions & Special Asset Management

1) Policy and Strategy

- a) To lead and direct the policy and strategy implementation and development, to update and disseminate policy by the Treasury, Financial Institution, Special Asset Management, Procurement & Fixed Assets and Bank Mandiri Cayman Island Branch (Overseas Offices).
- b) To lead and direct the development of Business Plans for short term, mid term and long-term Action Plans in line with the Company policy.
- c) To support the Micro & Retail Banking Director in directing and mentoring the Regional Offices to achieve the Company's targeted market share in Regional Offices under its coordination and mentorship.
- d) To support the Micro & Retail Banking Director in directing and mentoring the Regional CEOs to achieve the projected business volume (funding and loans).



corporate organs - board of directors

2) Operations

- a) To comprehensively lead and coordinate the short term, mid term, and long term policies and strategy implementation related to the operations activities of the Treasury, Financial Institution, Special Asset Management, Procurement & Fixed Assets and Bank Mandiri Cayman Island Branch (Overseas Office).
- b) To direct and supervise the Groups and Overseas Offices under its coordination and responsibility in a sustainable manner in carrying out their respective duties in line with the Company policy as well as to direct and coordinate with Treasury, Financial Institution and Special Asset Management in handling market competition in line with Company policy.
- c) To lead and direct the ongoing transformation processes to meet the market challenges related to Treasury, Financial Institution and Special Asset Management.
- d) To direct the activity of procurement, maintenance, warehousing and archiving, service and facilities, effectively and efficiently as well as to ensure a secure archive of all the Company documents where can be recovered quickly and efficiently.
- e) To lead, direct and coordinate the best products development and offerings of the Treasury, Financial Institution and Special Asset Management, and to ensure that the development and offers are of quality and highly competitive.
- f) To lead and coordinate the aggressive product arrangement of Treasury, Financial Institution and Special Asset Management by following the Company policy and prudential principles.
- g) To lead and coordinate the effective promotion of the products of Treasury, Financial Institution, and Special Asset Management in line with customer segments and market research findings.
- h) To lead and direct the front liner marketers in implementing the appropriate Standard Operating procedures in Treasury, Financial Institution and Special Asset Management.
- i) To support the Regional CEOs role in implementing the coordination functions in conducting alliances with other Strategic Business Units.
- j) To lead and coordinate efforts by the Replacement Director in dealing with non-performing loans through restructuring and recovery measures, either done internally, or with the cooperation of third parties, in line with the Company policy.
- k) To coordinate the write-off recommendation of non-performing loans in a timely manner.
- l) To coordinate the management of loans billing and management in a resourceful manner.
- m) To coordinate the follow-up on non-performing loans transfer from Business Unit to Recovery Unit and the returning of non-performing loans from Recovery Unit to related units in an appropriate and timely manner.
- n) To support the Regional CEOs role in implementing its coordination functions to conduct alliances with other Strategic Business Units.

3) Human Resource

To lead and direct the Human Resources (HR) policies under the coordination of Treasury, Financial Institution, Special Asset Management and Procurement & Fixed Assets, including proposing recruitment, promotion, transfer/rotation, mentoring and training, in coordination with the Compliance & Human Capital Director.





corporate organs - board of directors

Frequency of Meetings and Attendance Rate of the Board of Directors in 2013

No.	Director	Number of Meetings	Present	Absent	% Attendance
1	Zulkifli Zaini*)	12	11	1	92%
2	Riswinandi	53	47	6	89%
3	Abdul Rachman	53	48	5	91%
4	Sentot A. Sentausa	53	47	6	89%
5	Budi G. Sadikin**)	53	47	6	89%
6	Ogi Prastomiyono	53	49	4	92%
7	Pahala N. Mansury	53	46	7	87%
8	Fransisca N. Mok	53	47	6	89%
9	Sunarso	53	45	8	85%
10	Kresno Sediarsi	53	47	6	89%
11	Royke Tumilaar	53	37	16	70%
12	Hery Gunardi***)	53	36	17	88%

*) Term of office as director ended at the closing of the AGM on 2 April 2013

***) Appointed CEO at closing of AGM on 2 April 2013, effective since 31 July 2013 pursuant to Bank Indonesia Letter No. 15/35/GBI/DPIP/Rahasia, dated 31 July 2013

****) Appointed Director at closing of AGM on 2 April 2013, effective since 27 July 2013 pursuant to Bank Indonesia Letter No. 15/16/GBI/DPIP/Rahasia, dated 27 July 2013

Senior Executive Vice President (SEVP)

To assist the Directors in performing their respective duties, the Board of Directors may appoint an SEVP to be in charge of the Directorate. Currently, in accordance with Decision Letter of the Board of Directors No. KEP. DIR/12/2014 dated January 9, 2014, there are 4 SEVPs, formerly EVP Coordinators as follows:

I. EVP Coordinator Change Management Office

1) Policy and Strategy

- a) To lead and direct the policies, strategies and, to update and disseminate Change Management Office Directorate policy.
- b) To lead and direct the business action plan formulation for short term, mid term, and long-term in line with the Company policy.

2) Activity Operasional

- a) To lead and direct the evaluation on the candidates proposed for legal, financial and valuation specialists.
- b) To lead and direct the reorganization of SBU establishment within the Directorate as well as with other units in Bank Mandiri.
- c) To coordinate the re-organization of SBU establishment with management consultants.
- d) To recommend the re-organization of SBU while considering its implications on Human Resources policy on the recommendations for required workforce.
- e) To monitor and direct the strategic alliances program, Corporate Culture and branding implementations in a timely, efficient manner to best advantage.
- f) To lead the development of feasibility study and project brief analysis (including profitability analysis) on the synergy potential of strategic alliances program between business units.
- g) To lead and coordinate the strategic initiatives on timing, costing and realization of benefits in accordance with the project charter.
- h) To lead the initiatives related to inorganic growth (merger and acquisition).

3) Human Resources

To lead and direct the Human Resources (HR) policy under the coordination of the Change Management Office Directorate including proposing the recruitment, promotion, transfer/rotation, mentoring and training, in coordination with Compliance & Human Capital Director.



corporate organs - board of directors

II. SEVP Consumer Finance

1) Policy and Strategy

- a) To lead and direct the policy, strategy, to update, disseminate formulate policies in Consumer Finance.
- b) To lead and direct the business action plans development for short term, mid term, and long-term of the Consumer Finance Directorate in line with the Company policy.

2) Operations

- a) To comprehensively lead and coordinate for short term, mid term and long-term policies and strategies implementation related to the operations activities of the Consumer Finance.
- b) To direct and supervise the groups under its coordination and subsidiaries under its responsibility in a sustainable manner in carrying out their respective duties in line with the Company policy as well as to assist in the handling market competition in Consumer Finance.
- c) To lead and direct the ongoing transformation processes to meet the market challenges related to the Consumer Finance.
- d) To lead, direct, and coordinate the development of best products and offerings of Consumer Finance, and to ensure that the products and offers are both competitive and of high quality.
- e) To lead and coordinate an aggressive product arrangement by Consumer Finance in line with Company policy and prudent principles.
- f) To lead and coordinate the effective promotion of the Consumer Finance products in accordance with customer segmentation and market research findings.
- g) To lead and direct the front liner marketers to implement working procedures in accordance with the Standard Operating procedures set in the Consumer Finance.

3) Human Resources

To lead and direct the Human Resources (HR) policies under the coordination of the Consumer Finance, including proposing recruitment, promotion, transfer/rotation, mentoring and training, coordinating with the Compliance & Human Capital Director.

III. SEVP Internal Audit

1) Policy and Strategy

- a) To lead and direct the policy, strategy, and to update as well as disseminate the policies of Internal Audit.
- b) To lead and direct the business action plan development for short term, mid term, and long-term of the Internal Audit Directorate in line with the Company policy.

2) Operations

- a) To lead and plan as well as control the activities of Internal Audit Directorate aiming to achieve the objectives established by the Internal Audit Charter and the Bank objectives.
- b) To ensure that Internal Audit is responsible in evaluating the adequacy and effectiveness of Internal Control System continuously in relation to the performance of Bank operations in achieving the target specified by the management.





corporate organs - board of directors

- c) To provide recommendations based on the analysis and evaluation of new procedures and systems and to ensure that internal control aspects are already in place to implement the new procedures and systems.
- d) To assess the risk management implementation of PT Bank Mandiri (Persero) Tbk by re-analyzing the risk assessment (risk profile report) that was provided by risk management line units, to assist in risk identification and evaluation by providing recommendations and solutions for Risk Management quality improvements.
- e) To assist by the provision of assurance regarding governance implementation by conducting the assessments and recommendations and providing solutions to improve the governance process.
- f) To evaluate the adequacy of follow-up implementation by the Auditee to ensure adequate internal control systems, risk management and governance process.
- g) To develop, supervise and coordinate the Regional Internal Control (RIC) with the Internal Audit in the implementation of the auditing functions in an effective and efficient manner.
- h) To coordinate the effectiveness of the implementation of duties of External Auditor and to monitor the follow-up of audit results by the External Auditor.
- i) To report the implementation of duties and responsibilities of Internal Audit to internal and external parties.

3) Human Resources

To lead and direct the Human Resources (HR) policy under the coordination of Internal Audit Directorate including proposing recruitment, promotion, transfer/rotation, mentoring, and training through coordination with the Compliance & Human Capital Director.

IV. SEVP Transaction Banking

1) Policy and Strategy

- a) To lead and direct the preparation and performance of policies and strategies and to update and disseminate transaction banking policies through product development, sales support and channel provision to main customers in order to ensure comprehensive services of marketable and profitable Transaction Banking products.
- b) To lead and direct the preparation of Business Plan and Action Plan for short term, mid term and long term operation of Transaction Banking Directorate in line with the Company policy.
- c) To lead and direct the IT Operation Transaction Banking Support in the system development and production support in order to ensure proper product development and Transaction Banking services for the customers.

2) Operations

- a) To comprehensively lead and coordinate the implementation of policies and strategies relating to the short term, mid term and long term Transaction Banking operational activities.
- b) To direct and supervise the groups under the Transaction Banking Directorate continuously in performing the duties relating to their respective authority in line with the Company policy and to deal with market competition in Transaction Banking sector.
- c) To lead and direct the process of change required to meet the market challenges related to the Transaction Banking sector.



corporate organs - board of directors

- d) To lead, direct, and coordinate the development and offer of the best Transaction Banking products, and to ensure that such development and offer is highly competitive and of high quality.
 - e) To lead and coordinate the aggressive Transaction Banking product arrangements by following the Company policy and prudent principles.
 - f) To lead and coordinate effective promotions of Transaction Banking products in line with market research and customer segments.
 - g) To lead and direct the front line marketers to carry out Standard Procedures in Transaction Banking correctly.
- 3) Human Resources
- To lead and direct the Human Resources (HR) policy under the coordination of Transaction Banking, including proposing recruitment, promotion, transfer/rotation, mentoring, and training through coordination with the Compliance & Human Capital Director.

SEVP Attendance at Meetings of the Board of Directors in 2013

No.	SEVP	Number of Meetings	Present	Absent	% Attendance
1	Riyani T. Bondan	53	44	9	83%
2	Ventje Rahardjo	53	48	5	91%
3	Hery Gunardi *)	9	9	0	100%
4	Tardi**)	39	36	3	92%
5	Rico Usthavia Frans***)	4	3	1	75%

*) SEVP Consumer Finance until 2 April 2013

**) Appointed SEVP at Board of Directors' Meeting on 8 January 2013

***) Appointed SEVP at Board of Directors' Meeting on 9 January 2013

Guidelines and Procedures for Board of Directors and SEVPs

The Board of Directors will refer to the Board Manual. The Board Manual contains the working procedures of the Boards of Commissioners and Directors and explains the structured, systematic, understandable and consistent stages of activity, and may be used as reference by the Boards of Directors in performing their respective duties to achieve the Company's Vision and Mission and, therefore, a high working standard in line with the principles of GCG may be achieved.

The Board Charter is set out in the Decision Letter of the Board of Directors No. KEP.DIR/317/2010 dated November 15, 2010, covering:

- General provisions
- Duties, Obligations, Rights and Authority of the Board of Directors
- Organizations and Distribution of Duties
- Meeting of the Board of Directors
- General Policies
- Committee
- Correspondences and others
- Amendment
- Closure





corporate organs - board of directors

Familiarization Program for Directors

Bank Mandiri conducts a familiarization program for newly appointed members of the Board of Directors to give an overview of the company's business activities, future plans, work and other guidelines which shall be under the responsibility of the Board of Directors. The familiarization program is prepared by the Group Corporate Secretary in the form of document review provided in soft copy and hard copy such as, amongst others, Annual Report, Company's Work Plan and Budget (RKAP), Company's Long-Term Plan (RJPP), Company's Articles of Association, Company's Corporate Governance Policy, Company's Code of Conduct, Board of Directors' Charter and Committees under the Board of Directors' Charter, as well as all laws and regulations related to the business process of Bank Mandiri.

Development Program for Members of the Board of Directors and SEVPs

During 2013, the members of the Board of Directors attended the following Training/Workshops/Seminars:

NO	NAME	POSITION ON BOD	TRAINING	ORGANIZER
1	Budi G. Sadikin	CEO	Risk Management in Banking	INSEAD, France
2	Riswinandi	Deputy CEO	Getting Ready for Uncertainty in Regulation and Marked Environment	BARa
3	Abdul Rachman	Director	Leading Organizational Effectives	Darden Business School
4	Sentot A. Sentausa	Director	Strategies for Creating Shareholder Value	Kellog School of Management
5	Ogi Prastomiyono	Director	Successful Corporate Renewal	Kellog School of Management
6	Pahala N. Mansury	Director	The Emerging CFO: Strategic Financial Leadership Program	Stanford Graduate School of Business
7	Fransisca N. Mok	Director	The Womens Leadership Program	Darden Business School
8	Sunarso	Director	The Customer Focused Organization: Leadership, Strategy and Implementation	Kellog School of Management
9	Kresno Sediarsi	Director	Driving Strategic Value from IT	Kellog School of Management
10	Royke Tumilaar	Director	Making Innovation Happen Program	London Business School
11	Hery Gunardi	Director	Leading Change & Organizational Renewal	Stanford Graduate School of Business
12	Riyani T. Bondan	SEVP	Growing with Confidence: The Role of Enterprise Risk Management in Driving a Winning Strategy	BARa
13	Ventje Rahardjo	SEVP	Leading Change & Organizational Renewal	Harvard Business School
14	Tardi	SEVP	Executing Breakthrough Strategy	Columbia Business School



corporate organs - board of directors

Key Performance Indicators of Board of Directors

No.	Strategic Target	Indicator	Realization per December 13
1.	Enhancing Company Value	BMRI has largest market capitalization among its competitors	- 3,1%
2.	Enhancing bank profitability	- Earning After Tax - ROE	16,99% 22,51%
3.	Increasing Revenue Market Share	- Loan market share - Low Cost Funds market share	12,6% 16,0%
4.	Improving quality of productive assets	- NPL Gross - NPL Netto	1,60% 0,37%
5.	Developing transactional banking	Fee Base Ratio	31,02%
6.	Increasing lending expansion and high yield contribution	- Loan growth (Net) - Loan growth	416,98% 86,18%
7.	Increasing fund & retail payment	- Growth in Low Cost Funds (demand and savings deposits) - Funding mix	330,38% 66,11%
8.	Enhancing customer satisfaction	Quality of service in branches and eChannels	1%
9.	Forging alliances with SBUs	Account Planning Program's targets 100% achieved for: - Growth of Anchor's Low Cost Fund - Growth of Alliance Revenue	39,73% 3,15%
10.	Enhancing employee innovation and productivity	Implementation of strategic initiatives	100%

Board of Directors Performance Assessment

The Board of Directors performance assessment is the result of collegial work of all Directors as reflected in the realization of the Company Work Plan and Budget (RKAP) on annual basis. The Board of Directors performance assessment is conducted on Bank Soundness that includes bank's risk profile, Good Corporate Governance (GCG), rentability and capital. The parties conducting assessment of the Board of Directors performance are the Board of Commissioners, GMS.

The Board of Directors Remuneration Policy

The determination of remuneration of the Board of Directors is based on Limited Liability Law no. 40 of 2007, Bank Mandiri's Articles of Association, and Regulation of Minister of State Owned Enterprises No. PER 07/MBU/2010 regarding Guidelines for Determination of Remuneration of Board of Directors, Board of Commissioners and Board of Supervisors of State-Owned Enterprises. The remuneration of the Board of Directors of Bank Mandiri is set out in the Commissioners' Decision Letter No. KEP.KOM/006/2011 regarding Allowances and other Facilities as well as Post-Official Compensation for the Boards of Directors and Commissioners.

The remuneration of the Board of Directors is determined by a General Meeting of Shareholders (GMS). The





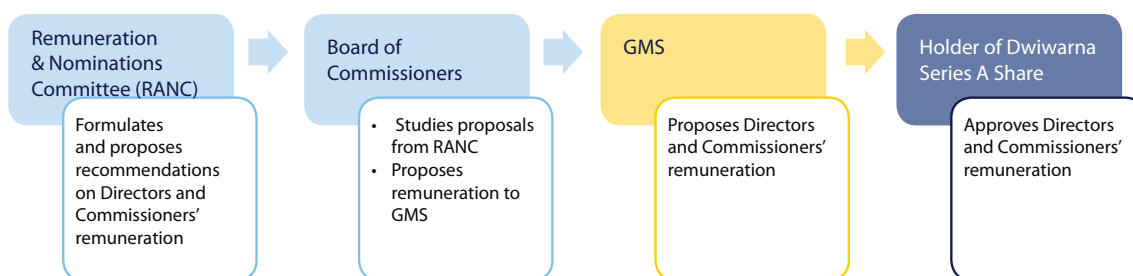
corporate organs - board of directors

components of remuneration of the Boards of Directors consist of:

1. Salary/Honorarium
2. Allowances
3. Facilities
4. Bonuses/Performance Incentives

The Board of Directors Remuneration Determination Procedure

- A. In addition to being reflected in the realization of the Company Work Plan and Budget (RKAP), the determination of remuneration for the Board of Directors is reviewed and proposed on the basis of the following:
1. In the end of the year, a business plan is prepared as set out in the Bank Business Plan (RBB), which is then delivered to the Stakeholders and regulator;
 2. Key Performance Indicators (KPI) of the CEO are prepared and they should then be approved by the Board of Commissioners and signed by the CEO and Chief Commissioner;
 3. KPI of the Vice CEO and Divisional Director are prepared to cover the KPI of the CEO;
 4. Performance of each business unit is evaluated regularly and the main target is evaluated monthly through performance review;
 5. Comprehensive assessment is conducted in the end of the year and the result thereof will be discussed in the meeting of the Board of Directors;
 6. The result of such assessment will then be reported to the Board of Commissioners and, after GMS, bonuses will be distributed to the Directors based on the result of such assessment and, therefore, the amount of bonuses may vary among the directors.
- B. The remuneration for the Board of Directors is determined through a GMS. The mechanism specified by a GMS should be first reviewed and the amount of remuneration proposed by the Board of Commissioners through assessment by the Remuneration & Nomination Committee in consultation with the State Minister of State Owned Enterprises as the Holder of Dwiwarna Series A Shares to determine allowances and other facilities and post-official compensation for the Boards of Directors and Commissioners on the basis of evaluation of Key Performance Indicator (KPI).



The Remuneration for the Board of Directors shall consider the realization of achievement of Key Performance Indicator (KPI) and contribution of each Director during 2012 specified by the Remuneration and Nominations Committee.

Salaries, Allowances and Facilities Payable to Directors in 2013



corporate organs - board of directors

No.	Type of Income	Description
1	Salary	Calculated based on the following factors CEO: 100% Deputy CEO: 95% Director: 90%
2	Allowances	
	Religious Holiday Bonus	Paid in advance of the religious holidays celebrated by each Commissioner
	Communications Allowance	As incurred
	Post-service Allowance	Term of insurance while in office, covering accident and death insurance.
	Clothing Allowance	May be granted if special event requires special clothing
	Annual Leave	Granted after serving for six consecutive months
	Extended Leave	Granted after serving for three consecutive years
	Housing allowance	Granted if official residence not provided
	Utility Allowance	As incurred for those occupying official residences, and maximum of 30% of housing allowance for those not occupying official residences
3	Facilities	
	Official vehicle	Extended to all Commissioners. Includes maintenance and fuel allowance in accordance with internal policy (Kep.Kom/006/2011)
	Health Facilities	Reimbursement of medical expense
	Professional Membership Facility	Maximum of two memberships. Covers registration and annual fees
	Legal Assistance	As required
	Office housing facilities	Office housing provided including maintenance and furniture, housing allowance (if housing offices is not used)
	Club Membership Allowance	Maximum of two memberships. Covers registration and annual fees
	Representation Allowance	Representation Allowance

Package/Policy on Remuneration and Other Facilities for the Board of Directors





corporate organs - board of directors

Type of Remuneration / Facility	Amounts Paid in 1 Year (2013) ¹	
	Board of Directors	
	Persons	Rp Millionan
Remuneration :		
Salaries ²	12	31.252
Bonuses	-	-
Routine Allowances ³	12	18.700
Performance-related Bonuses (Tantiem) ⁴	11	134.982
Facilities paid in kind		
Housing (may not be owned) ⁵	11	625
Official vehicle (may not be owned)	-	-
Presentation (may be owned) ⁶	11	6.506
Total remuneration per person in 1 year		Number of Commissioners
Above Rp 2 billion		11
Between Rp 1 billion and Rp 2 billion		-
Between Rp 500 million and Rp 1 billion		-
Less than Rp 500 million		-

1) Gross, including tax

2) A total of 12 Directors received remuneration (salaries and allowances) during 2013, including Mr. Zulkifli Zaini (whose term of office ended on 2 April 2013) and Mr. Hery Gunardi (effective 2 April 2013)

3) The calculation of allowances includes religious holiday allowances, total communications allowances in 2013, transportation allowances, annual leave allowances, extended leave allowances, housing allowances for 4 directors and fuel allowances

4) Includes tantiem for financial year 2012 paid to Mr. Zulkifli Zaini (whose term of office ended on 2 April 2013)

5) Only utility allowances for 2013, 7 Directors occupied official residences & 4 resided in their private residences

6) Post-service presentations (net)

DIRECTORS' AND THEIR FAMILY MEMBERS' SHAREHOLDINGS



corporate organs - board of directors

Name	Shareholdings of 5% of More of Paid-up Capital					Description
	Bank Mandiri	Bank Mandiri by Family Members	Other Companies	Other Banks	Non-Bank Financial Institutions	
Budi G. Sadikin	-	-	-	-	-	Zero
Riswinandi	-	-	-	-	-	Zero
Abdul Rachman	-	-	-	-	-	Zero
Sentot A. Sentausa	-	-	-	-	-	Zero
Ogi Prastomiyono	-	-	-	-	-	Zero
Pahala Nugraha Mansury	-	-	-	-	-	Zero
Fransisca N. Mok	-	-	-	-	-	Zero
Sunarso	-	-	-	-	-	Zero
Kresno Sediarsi	-	-	-	-	-	Zero
Royke Tumilaar	-	-	-	-	-	Zero
Hery Gunardi	-	-	-	-	-	Zero

CRITERIA AND PROCEDURES FOR APPOINTMENT OF MEMBERS OF THE BOARD OF DIRECTORS

As a State-Owned Enterprise in the form of Public Limited Liability Company, the criteria and procedures for the appointment of members of the Board of Directors of Bank Mandiri is subject to Law No. 40 of 2007 on Limited Liability Companies ("UUPT"), Bank Indonesia Regulation No. 12/23/PBI/2010 dated December 29, 2010 regarding Fit and Proper Tests ("PBI No. 12/23/2010") and Government Regulation No. 45 of 2005 regarding the Establishment, Management, Supervision and Dissolution of State-Owned Enterprise ("GR No. 45/2005"). All relevant provisions in the above laws and regulations are incorporated in the Articles of Association of Bank Mandiri.

Law No. 40 of 2007 on Limited Liability Companies

Criteria

In UUPT it is regulated that a person eligible to be appointed as a member of the Board of Directors shall be an individual who is qualified to conduct any legal action, unless he/she has, within the last 5 (five) years prior to his/her appointment:

- been declared bankrupt;
- been a member of Board of Directors or Board of Commissioners being declared guilty to cause a Company to be bankrupt; or
- been sentenced to have committed a criminal act to cause a loss to the state finance and/or related to the financial sector.

Appointment Procedure

Members of the Board of Directors shall be appointed by a General Meeting of Shareholders (GMS), for a certain term of office and may be reappointed, which in such resolution the GMS will also determine the effective date of appointment, replacement, and dismissal. If a GMS does not specify the effective date of appointment, replacement, and dismissal of a member of the Board of Directors, then the effective date of such appointment, replacement, and dismissal of such member of the Board of Directors shall commence on the closing of the GMS appointing him/her.

Government Regulation No. 45 of 2005 regarding Establishment, Management, Supervision and Dissolution



corporate organs - board of directors

of State Owned Enterprises

Criteria

A person eligible to be appointed as a member of the Board of Directors shall be natural person who fulfill criteria of expertise, integrity, leadership, experience, honesty, good conduct, and high dedication to promote and develop the company, and other criteria as stipulated in laws and regulations on Limited Liability Companies.

Appointment Procedure

The appointment and dismissal of members of the Board of Directors shall be made by a GMS, which the GMS through the Minister of State Owned Enterprise may request for suggestion from the Minister of Finance and/or other Technical Minister. The candidate Directors appointed to be the member of the Board of Directors shall be those who have passed the fit and proper test conducted by a team or professional institution appointed by the Minister of State Owned Enterprise.

Bank Indonesia Regulation No. 12/23/PBI/2010 dated December 29, 2010 regarding Fit and Proper Tests

Criteria

Members of the Boards of Directors and Commissioners of the Bank are the members of the Bank Management and, therefore, should pass the fit and proper test conducted by Bank Indonesia. The Bank Management should fulfill requirements on integrity, competency, and financial reputation. In order to fulfill the integrity requirement, the potential members of the Bank's Board of Directors should:

- possess sound moral character;
- possess commitment to comply with applicable laws and regulations;
- possess strong commitment to the development of sound Bank operations;
- not be on the Disqualified List.

In order to fulfill the competency requirement, a Member of the Board of Directors should possess:

- sufficient knowledge of banking relevant to the position;
- experience and expertise in banking and/or finance; and
- capacity for strategic management within the framework of the development of a sound Bank.

In addition, it is required that the majority of members of the Board of Directors should have experience in bank operation for at least 5 (five) years as executive officer in banks.

In order to fulfill the financial reputation requirement, the potential members of the Board of Directors should fulfill the following conditions:

- not on the list of bad debts; and
- never declared bankrupt nor served as member of the board of directors or board of commissioners found at fault in the bankruptcy of any company during the 5 (five) years preceding the candidacy.

Appointment Procedure

In order to join the fit and proper test, the Bank shall submit an application for approval of candidate managers to Bank Indonesia. The number of candidate Managers in the application shall be no more than 2 (two) persons for each vacant position and the proposed candidates must be selected in accordance with applicable laws and regulations. Approval or rejection of the application shall be given by Bank Indonesia no later than 30 (thirty) days after receipt of the complete application.

The fit and proper test conducted by Bank Indonesia encompasses administrative due diligence and interviews. In the event that a candidate for whom approval is requested from Bank Indonesia is approved and appointed as Bank Manager pursuant to a resolution of a GMS, but the party concerned is not approved by Bank Indonesia, the Bank shall be required to dismiss the party concerned in the GMS.

So as to promote the image of the Company as Blue Chip Stock in South East Asia (Regional Champion Bank), the



relations between boards of commissioners and board of directors

Board of Commissioners and Board of Directors of Bank Mandiri are committed to maintaining a sound and strong bank through the implementation of GCG principles in the management of the company.

The duties and responsibilities of the Board of Commissioners and the Board of Directors as two organs in the company that perform daily operational activities are different. The main duty of the Board of Commissioner is principally to act as supervisor and advisor, while the main duty of the Board of Directors is to perform the resolutions of GMS, directives of the Board of Commissioners and to manage the company's operation. However, both organs should always coordinate and cooperate with each other to achieve the purpose and going concern of the company in the long term.

The working relations of the Boards of Commissioners and Directors are a checks and balances relationship for the advancement and soundness of the Bank. The Boards of Commissioners and Directors each holds the responsibility of the Bank's long-term business growth in accordance with its functions. This is reflected by the following:

1. The Bank soundness has been maintained in accordance with the prudent principles and criteria established by Bank Indonesia.
2. Good implementation of risk management as well as internal control systems.
3. The achievement of fair returns for the shareholders.
4. The protection of stakeholders' interest in a fair manner.
5. The fulfillment of GCG implementation.
6. The implementation of leadership succession and management continuity in all line organizations.

In the commitment to fulfill the responsibilities and to conduct a check and balances relationship, the Boards of Commissioners and Directors have agreed with the following matters:

1. Vision, Mission and Corporate Values.
2. Business targets, strategy, long-term plan, including annual work plan and budget.
3. Policy to fulfilling legislated regulations, the articles of association and prudential banking practices including the commitment to prevent any kind of conflict of interests.
4. The policy and the Bank performance assessment method, the Bank working units and its personnel.
5. The executive level of organization structure that is able to achieve the business goals of the Bank's business.

No member of the Board of Commissioners or Board of Directors of Bank Mandiri is a Commissioner, Director or





financial relations and family relations between members of the boards of commissioners and directors and/or the bank's controlling shareholder(s)

Executive Officer of another Bank/institution, nor does any Commissioner or Director have a familial relationship (up to the second degree) with any other member of the Board of Directors or Board of Commissioners, as the case may be. Accordingly, the Directors of Bank Mandiri are able to act independently, avoid conflicts of interest in the performance of their duties and to discharge their responsibilities independently and critically, both in their relations with other members of the Board of Directors and with the Board of Commissioners.

The Board of Directors of Bank Mandiri is presided over by the CEO who is independent of the controlling shareholder(s). A Director may not serve as the CEO or Director of another State Owned Enterprise, Local Government Owned Enterprise, Private Enterprise or other position related to the management of Bank Mandiri, including structural and other functional positions in a central or local government agency/institution, or other positions in accordance with the Articles of Association of Bank Mandiri and the prevailing laws and regulations.

Name	Family Relationship with						Family Relationship with					
	Commissioner		Director		Controlling Shareholder		Commissioner		Director		Controlling Shareholder	
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
Commissioner												
Edwin Gerungan	0	0	0	0	0	0	0	0	0	0	0	0
Gunarni Soeworo	0	0	0	0	0	0	0	0	0	0	0	0
Pradjoto	0	0	0	0	0	0	0	0	0	0	0	0
Krisna Wijaya	0	0	0	0	0	0	0	0	0	0	0	0
Wahyu Hidayat	0	0	0	0	0	0	0	0	0	0	0	0
Agus Suprijanto	0	0	0	0	0	0	0	0	0	0	0	0
Abdul Aziz	0	0	0	0	0	0	0	0	0	0	0	0
Director												
Budi G. Sadikin	0	0	0	0	0	0	0	0	0	0	0	0
Riswinandi	0	0	0	0	0	0	0	0	0	0	0	0
Abdul Rachman	0	0	0	0	0	0	0	0	0	0	0	0
Sentot A. Sentausa	0	0	0	0	0	0	0	0	0	0	0	0
Ogi Prastomiyono	0	0	0	0	0	0	0	0	0	0	0	0
Pahala Nugraha Mansury	0	0	0	0	0	0	0	0	0	0	0	0
Fransisca Nelwan Mok	0	0	0	0	0	0	0	0	0	0	0	0
Sunarso	0	0	0	0	0	0	0	0	0	0	0	0
Kresno Sediarsi	0	0	0	0	0	0	0	0	0	0	0	0
Royke Tumilaar	0	0	0	0	0	0	0	0	0	0	0	0
Hery Gunardi	0	0	0	0	0	0	0	0	0	0	0	0

Based on the Extraordinary General Shareholders' Meeting held on May 29, 2003, which was notarized by Notary



share options

Sutjipto, S.H., in notarial deed No. 142 dated May 29, 2003, the shareholders of Bank Mandiri agreed an employee stock ownership plan through an Employee Stock Allocation Program ("ESA") and a Management Stock Option Plan ("MSOP").

The ESA consists of a Bonus Share Plan and a Share Purchase at Discount program. MSOP is designated for directors and senior management at certain levels and based on certain criteria. All costs and discounts related to the ESA program are recognized by the Bank through allocation of reserves. The management and execution of the ESA and MSOP programs is performed by the Board of Directors, while the supervision is performed by the Board of Commissioners.

On 14 July 2003, the date of the IPO, through MSOP Stage 1, the Bank issued 378,583,785 share options for the management with an exercise price of Rp742.50 per share and a nominal value of Rp500 per share. The share options are recorded in the Shareholders' Equity account - Share Options at fair value amounting to Rp69.71 per share options. MSOP Stage 1 has been exercised totaled 375,365,957 shares, thereby increasing the total issued and fully paid-in capital by Rp187,683, agio by Rp117,193. MSOP stage 1 could be exercised up to 13 July 2008 based on Announcement of Indonesia Stock Exchange (formerly Jakarta Stock Exchange) No. Peng-262/BEJ.PJS/P/07-2004 dated 14 July 2004. The Annual General Shareholders' Meeting on 16 May 2005 approved MSOP Stage 2 amounting to 312,000,000 share options. The exercise price for each share is Rp1,190.50 to be exercised in the first year and Rp2,493 to be exercised in the second year and the following year. The nominal value per share is Rp500. The Bank recorded MSOP Stage 2 in the shareholders' equity account - Share Options with fair value amounting to Rp642.28 per share options. MSOP Stage 2 has been exercised totaled 311,713,697 shares thereby increasing the total issued and fully paid-in capital by Rp155,857 million, and agio by Rp425,233 million. The 5th period (the last period) to exercise the MSOP Stage 2 conversion option right start from 4 May 2010 during 30 trading days as published in the Announcement of the Indonesia Stock Exchange (formerly Jakarta Stock Exchange) No. Peng-97/BEJ-PSJ/P/02-2007 dated 2 February 2007.

The Annual General Shareholders' Meeting on 22 May 2006 approved MSOP Stage 3 amounting to 309,416,215 share options. The General Shareholders' Meeting also delegated an authority to the Board of Commissioners to determine the execution and monitoring policy of MSOP Stage 3 including the options implementation and report it in the next annual general shareholders' meeting. The exercise price for each share in the MSOP Stage 3 is Rp1,495.08 with nominal value of Rp500 per share. The Bank recorded MSOP Stage 3 as part of the shareholders' equity account at fair value amounting to Rp593.89 per share option. The total option that has been exercised in MSOP Stage 3 was 309,415,088 shares thereby increasing the total issued and fully paid-in capital by Rp154,707 million and agio by Rp491,651 million. The execution period of MSOP Stage 3 ended in February 2011.

1. Ratio of the highest to lowest employee salary: 39.09:1





share options

Description / Name	Total Shareholding (prior to exercising stock option) (Number of Shares)	Option Amount		Granted (Number of Shares)	Executed (Number of Shares)
		Option Price	Timeframe for Exercising Option		
Board of Commissioners					
Edwin Gerungan	0	0	0	0	0
Gunarni Soeworo	0	0	0	0	0
Pradjoto	0	0	0	0	0
Krisna Wijaya	0	0	0	0	0
Wahyu Hidayat	0	0	0	0	0
Agus Suprijanto	0	0	0	0	0
Abdul Aziz	0	0	0	0	0
Non-Commissioner Members of Board of Commissioners' Subcommittees					
Zulkifli Djaelani	0	0	0	0	0
Imam Sukarno	0	0	0	0	0
Tama Widjaja	0	0	0	0	0
Board of Directors					
Budi G. Sadikin	3.500.500	0	0	0	0
Riswinandi	3.000.500	0	0	0	0
Abdul Rachman	3.181.500	0	0	0	0
Sentot A. Sentausa	4.350.335	0	0	0	0
Ogi Prastomiyono	485.712	0	0	0	0
Pahala N. Mansury	816.964	0	0	0	0
Fransisca N. Mok	1.000	0	0	0	0
Sunarso	15.749	0	0	0	0
Kresno Sediarsi	23.982	0	0	0	0
Royke Tumilaar	51.000	0	0	0	0
Hery Gunardi	171.500	0	0	0	0
EVP Coordinator					
Riyani T. Bondan	0	0	0	0	0
Ventje Rahardjo	0	0	0	0	0
Tardi	462.518	0	0	0	0
Rico Usthavia Frans	0	0	0	0	0

ratio of highest to lowest salaries

- Ratio of highest to lowest Director's salary: 1.1:1
- Ratio of highest to lowest Commissioner's salary: 1.1:1
- Ratio of highest Director's salary to highest employee's salary: 1.83:1

conflict of interest transactions

There was no transaction involving a conflict of interest during the reporting period as set out in regulation of BAPEPAM-LK No. IX.E.1 "Conflict of Interest".

buy back shares dan/atau obligasi.

During 2013, Bank Mandiri did not conduct any share and/or bond buybacks.

In supporting its supervisory and advisory functions, the Board of Commissioners is assisted by the Secretary to



secretary to the board of commissioners and subcommittees of the board of commissioners

the Board of Commissioners and three Subcommittees accountable to the Board of Commissioners, namely: Audit Committee, Remuneration and Nominations Committee, and Risk Monitoring & GCG Committee.

LEGAL BASIS FOR ESTABLISHMENT OF SUBCOMMITTEES BY BOARD OF COMMISSIONERS

The establishment of subcommittees under the Board of Commissioners is based on:

- The Board of Commissioners resolution regarding Committee Establishment and Committee Budget Determination
- The Board of Commissioners resolution on Establishment of the Audit Committee
- The Board of Commissioners resolution on the Remuneration and Nominations Committee Establishment
- The Board of Commissioners resolution on the establishment of the Risk Monitoring and Good Corporate Governance Committee

SECRETARY TO THE BOARD OF COMMISSIONERS

The Secretary to the Board of Commissioners (SBC) is appointed by and responsible to the Board of Commissioners. The responsibilities of SBC are, amongst others, to organize administration and perform proper and good governance in order to assist the Board of Commissioners to perform effective supervisory function.

In addition, SBC is responsible to prepare meeting, to provide materials and information for meeting or report of the Board of Commissioners, to draw up minutes of meeting, to provide information required by the Board of Commissioners in decision making process and information required periodically, to prepare annual work plan and budget of the Board of Commissioners, to prepare reports of the Board of Commissioners, to keep documents on performance of activities of the Board of Commissioners and to ensure that the documents are properly kept in the Company for the orderliness of administration and performance of good governance, to ensure that the Board of Commissioners complies with the laws and regulations and implements the principles of GCG, to coordinate with relevant internal and external parties for the effective performance of the duties of the Board of Commissioners, to attend meetings of the Board of Commissioners and meetings of the Committee, and to receive and inform any Whistleblowing, and to give response to the informant regarding its settlement.

Profile of the Secretary to the Board of Commissioners



ANDUS WINARNO

Secretary to the Board of Commissioners

Earned bachelor's degree in accounting from Malang Merdeka University in 1994 and master of business law from University of Indonesia in 2011.

He started his career in the Directorate General of State-Owned Enterprise Development, Ministry of Finance in 1996 and currently serves as the Head of Primary Industry Business IIC Division, Ministry of State-Owned Enterprises.

In 2000, he was assigned to be the Secretary Staff of the Board of Commissioners of PT Bank Mandiri (Persero) and in 2011 appointed as the Secretary to the Board of Commissioners of PT Bank Mandiri (Persero) to date.



secretary to the board of commissioners and subcommittees of the board of commissioners

SUBCOMMITTEES OF THE BOARD OF COMMISSIONERS

In order for the Company to be managed in line with the GCG principles consistently, the Board of Commissioners has established Subcommittees under the Board of Commissioners to professionally, independently and collectively assist the Board of Commissioners in performing its supervisory and advisory duties and functions. The independence of each member of the Committees under the Board of Commissioners has been set out in the Committees under the Board of Commissioners Charter, which is regularly updated in order to be in compliance with the prevailing laws and regulations. In addition to being set out in the Committees under the Board of Commissioners Charter, each member of the Committees under the Board of Commissioners signs a statement of Committee independence every year.

AUDIT COMMITTEE

Bank Mandiri established an Audit Committee based on the Decree of State-Owned Enterprise Ministry, Capital Market Supervisory Board Chairman Decree, and Bank Indonesia Regulation to assist and facilitate the Commissioners in the implementation of duties and supervisory functions on matters related to financial information, internal control system, effectiveness of external and internal auditor investigation, risk management effectiveness and compliance to prevailing regulations.

The Chairman and members of the Audit Committee shall have the duty and responsibility to monitor the adequacy of internal control, adequacy and correctness of the process in preparing financial statements, work effectiveness of internal and external auditors, to identify matters requiring the Commissioners' attention, to prepare the concept and analysis relating to the Audit Committee's function, and to perform any other duties assigned by the Commissioners, covering: financial statements, compliance, internal audit, external audit and risk management. With respect to Internal Audit, the Audit Committee has the responsibility to monitor and evaluate the performance of Internal Audit works, namely:

1. To evaluate the work program of Internal Audit line unit.
2. To thoroughly review all significant findings and follow-ups thereto from Internal Audit and Investigation Activity.
3. To evaluate audit program and scope in the framework of implementation of annual work program of Internal Audit.
4. To evaluate the performance of Internal Audit Activity and Investigation Activity by Internal Audit line unit to ensure that the audit program has been in operation with the appropriate scope.
5. To hold periodic meetings with Internal Audit line unit to discuss significant Internal Audit and Investigation findings and to give inputs deemed necessary in the performance of Internal Audit Activity and Investigation Activity of Internal Audit line unit.
6. To ask for assistance of the Internal Audit line unit to conduct investigation in case of any Internal Audit findings and or information relating to breaches of the prevailing laws and regulations.
7. To periodically report the results of monitoring and to give inputs on matters requiring the Commissioners' attention.



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Structure of Membership of the Audit Committee

Chairman	Gunarni Soeworo	Chairman and member (independent Commissioner)
Member	Krisna Wijaya	Member (independent Commissioner)
	Wahyu Hidayat	Member (Commissioner)
	Agus Suprijanto	Member (Commissioner)
	Zulkifli Djaelani	Member (independent)
	Imam Sukarno	Member (independent)

Profile of Audit Committee

The following are the profile of members of the Audit Committee who are not also the members of the Board of Commissioners:



ZULKIFLI DJAELANI

Members of Audit Committee

Studied in the Faculty of Economics of Universitas Indonesia, Jakarta until 1975. He started his career as Assistant Accountant of PT Rohm & Haas Indonesia in 1975. During his career, he has served as branch director and regional director of Bank Niaga between 1984-1994 prior to being appointed to be Director of Operation & Human Resources of Bank Niaga in 1994. From 1999 to date, he serves as the member of Audit Committee of PT Bank Mandiri (Persero) Tbk.



IMAM SUKARNO

Member of Audit Committee

Earned his S1 degree from Universitas 17 Agustus 1945 in 1973 and Master of Management degree from Asian Institute of Management – Manila in 1985, as well as Magister of (Business) Law degree from Universitas Gadjah Mada (UGM) in 2011. He started his career in Department of Balance of Payments & Monetary – Economic & Statistic Affairs of Bank Indonesia in 1975. During his career, he has served as Supervisory Director of People’s Credit Bank from 1998-2000, Director of Bank Licensing & Information Directorate from 2000-2002 and Supervisory Team of Bank Universal in 2002. From 2003 to date, he serves as the member of Audit Committee of PT Bank Mandiri (Persero) Tbk.

Audit Committee Independency and Skills

With reference to the Audit Committee Charter it is hereby stated that:

1. Audit Committee Members is to consist of at least 1 (one) Independent Commissioner as the Chairman and member, 1 (one) Independent member with finance and accounting skills, and 1 (one) Independent member with legal or banking skills.
2. The total Audit Committee members including the Independent Commissioner and Independent members as referred to in point 1 should make up at least 51% of the total members of the Audit Committee.
3. Of the Audit Committee members, the Independent Commissioner is assigned as Audit Committee Chairman. If





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more than 1 (one) of the Audit Committee members are Independent Commissioners, one of it will be assigned as the Audit Committee Chairman.

Audit Committee Duties and Responsibilities

Audit Committee duties and responsibilities are to provide opinions to the Board of Commissioners on reports and other matters delivered by the Directors, as well as to identify matters that need to be taken into account by the Board of Commissioners, by the following methods:

- a) Reviewing the financial reports presented by the management.
- b) Reviewing the effectiveness of internal control implementation.
- c) Reviewing the effectiveness of implementation and investigation results by Internal Audit line unit.
- d) Reviewing on:
 - Independency and objectivity of Public Accountant Firm (KAP) that will participate in the tender
 - Audit Fee and audit coverage presented by the chosen Public Accountant Firm
 - Report on audit results presented by the chosen Public Accountant Firm
- e) Reviewing the compliance to applicable regulations.
- f) Reviewing and reporting any potential possibility of risks.
- g) Specifying the annual work program.
- h) Specifying the schedule of annual meeting.
- i) Preparing periodic reports on the Audit Committee's activities and matters deemed necessary to be considered by the Commissioners.
- j) Making Self-Assessment on the effectiveness of the Audit Committee's activities.
- k) Holding meetings regularly.
- l) Reviewing the meeting materials before the meeting.
- m) Attending meetings.
- n) Playing an active role and giving contribution in any activities of the committee.
- o) Preparing the meeting minutes.
- p) Conducting field work visits.

Audit Committee Activities

During 2013, the Audit Committee has performed the following activities:

1. Discussing and approving the development of NPL Consumer Loans and Consumer Card
2. Discussing and approving the Collection Results
3. Discussing significant findings in Quarter IV/2012
4. Discussing fraud cases in Quarter IV/2012
5. Discussing and approving the development of selection of Public Accountant Firm for the purpose of Financial Statements of PT Bank Mandiri (Persero) Tbk for 2013
6. Discussing the audit plan on the Financial Statements of Bank Mandiri for 2013 Financial Year
7. Discussing and approving the Management Letter on Result of Audit of Bank Mandiri Financial Statements for 2013 Financial Year with KAP Tanudiredja Wibisana & Rekan – PricewaterhouseCoopers
8. Discussing and approving the performance of transaction reconciliation of ATM Bersama and Link in a systematically manner
9. Discussing the follow-up to the result of audit of Bank Indonesia and BPK RI
10. Discussing and approving e-Channel Risk Control Improvement
11. Discussing and approving the Second Lines of Defense of Directorate of MRB



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12. Discussing and approving the performance of functions and duties of Central Operations Group
13. Discussing and approving the 2013 Education/Training Program Plan and Performance
14. Discussing and approving the performance of procurement and purchasing efficiency & effectiveness enhancement project
15. Discussing and approving the Complete Audit Plan on Bank Mandiri Financial Statements for 2013 Financial Year with KAP Tanudiredja, Wibisana & Rekan – PWC (TWR-PWC)
16. Discussing and approving Interim Management Letter of Audit Result for 2013 Financial Year and Interim Report of Audit Result of Bank Mandiri Financial Statements for 2013 Financial Year with KAP TWR-PWC
17. Discussing and approving the Annual Audit Plan of Directorate of Internal Audit for year 2014

Frequency of Audit Committee Meetings and Attendance Rate

No	Name	Number of Meetings**)	Present	% Attendance
1	Gunarni Soeworo	43	43	100%
2	Agus Suprijanto*)	43	6	13%
3	Krisna Wijaya	43	35	90%
4	Wahyu Hidayat	43	23	53%
5	Zulkifli Djaelani	43	43	100%
6	Imam Sukarno	43	42	97%

*) Mr. Agus Suprijanto effective as Commissioner per 24 October 2013

**) 43 meetings of Audit Committee in one year consisting of 36 meetings of the Audit Committee sitting on its own, and 7 joint meetings with Risk Monitoring and GCG Committee

REMUNERATION AND NOMINATIONS COMMITTEE

Remuneration and Nominations Committee is established to assist the Board of Commissioners in supervisory functions on matters related to qualification determination and nomination process as well as remuneration of Commissioners, Directors and Executive Officers.

Membership of Remuneration and Nominations Committee

Chairman	Edwin Gerungan	Chairman and member (independent Commissioner)
Member	Abdul Aziz	Member (Commissioner)
	Gunarni Soeworo	Member (independent Commissioner)
	Pradjoto	Member (independent Commissioner)
	Agus Suprijanto	Member (Commissioner)
	Krisna Wijaya	Member (independent Commissioner)
	Wahyu Hidayat	Member (Commissioner)

Profiles of Members of Remuneration and Nominations Committee

All members of the Remuneration and Nominations Committee are also the member of the Board of Commissioners and, therefore, their profile shall be as set out in previous section.

Remuneration and Nominations Committee Independency and Skills





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Referring to the Remuneration and Nominations Committee Charter it is hereby stated that:

1. The Remuneration and Nominations Committee members are to at least possess the following qualifications:
 - 1) Integrity, objectivity, and a record of ethical conduct
 - 2) High competency in the following matters:
 - a. Ample knowledge of prevailing laws and required regulatory procedures.
 - b. Understanding comprehensive human resource management concepts and ample knowledge on remuneration and nomination systems and the bank succession plan.
2. Remuneration and Nominations Committee member should at least consist of 1 (one) Independent Commissioner, 1 (one) Commissioner as voting member, and Human Capital Group Head (ex officio) as a non-voting member.
3. Remuneration and Nominations Committee is chaired by an Independent Commissioner.
4. If there are more than 3 (three) Remuneration and Nominations Committee members, 2 (two) at least are to be Independent Commissioners.
5. If necessary, the Remuneration and Nominations Committee may appoint a member from independent parties outside Bank Mandiri.
6. The Remuneration and Nominations Committee members are appointed by the Directors based on the decision of a Commissioners' meeting.

Remuneration and Nominations Committee Functions, Authority and Duties

1. Function

To assist the Commissioners in order to propose any recommendation to the holder of Dwiwarna 'A' shares in:

1. Preparing, executing and analyzing the criteria and procedure of nomination for candidates of Commissioners and Directors.
2. Identifying candidates of Directors, either from inside or outside, and candidates of Commissioners eligible to be nominated/appointed Directors or Commissioners.
3. Preparing the criteria for evaluation of the performance of the Board of Directors.
4. Preparing, executing and analyzing the criteria and procedure of dismissal of Commissioners and Directors.
5. Assisting the Commissioners in proposing a remuneration system suitable for the Commissioners and Board of Directors in the form of systems for payment of salary and allowances, evaluation on the system, the options given and the retirement system.

2. Authority

1. To ask PT. Bank Mandiri (Persero) Tbk. to conduct survey according to the requirements of the Nomination and Remuneration Committee.
2. To ask from various parties for any required information, either internal or external of PT. Bank Mandiri (Persero) Tbk.

3. Duties and Responsibilities

Chairman and Committee Members have duties and responsibilities to perform the following:

- 1) To prepare the concept and analysis relating to the functions of the Nomination and Remuneration Committee.
- 2) To assist the Commissioners in giving recommendation on the number of members of the Commissioners and Directors.
- 3) To assist the Commissioners in establishing the Personnel General Policy.
- 4) To recommend the approval of amendments to the organizational structure up to one level below the Board



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of Directors.

- 5) To assist the Commissioners in obtaining and analyzing the data of prospective candidates of officials one level below the Board of Directors quarterly and at any time in case of any alteration.
- 6) To assist the Commissioners in giving recommendation on option to the Commissioners, Directors and Employees, among others share options and the supervision of its implementation.
- 7) To hold the database of the candidates of Directors and Commissioners.
- 8) To evaluate the remuneration policy and provide recommendation to the Board of Commissioners, regarding:
 - Remuneration policy for the Board of Commissioners and Directors to be presented at the General Meeting of Shareholders.
 - Remuneration policy for the Executive Managements and all employees to be presented to the Directors.
- 9) To develop and provide recommendations of appointments and replacement, systems and procedures, for members of the Board of Commissioners and Directors, to the Board of Commissioners to be presented at the General Meeting of Shareholders.
- 10) To develop and provide recommendations on the candidates for membership to the Board of Commissioners and Directors to the Board of Commissioners to be presented at the General Meeting of Shareholders.
- 11) To provide recommendation on independent parties that will be appointed to the Audit Committee and Risk Monitoring Committee.

Remuneration and Nominations Committee Activities

During 2013, the Remuneration and Nominations Committee has conducted the following discussions:

- 1) Talent Pool
- 2) Performance of Fit & Proper Test of Candidate Commissioners and Directors of Bank Mandiri
- 3) Performance assessment of the Board of Directors of PT Bank Mandiri (Persero) Tbk
- 4) Follow-up discussion of 2013 GMS regarding Recommendation
- 5) Fit and Proper Test in BI
- 6) Professional Executive Remuneration Packete

Frequency of Remuneration and Nominations Committee Meetings and Attendance Rate

No.	Name	Number of Meetings	Present	Absent	% Attendance
1	Edwin Gerungan	5	5	0	100%
2	Abdul Aziz*	5	1	4	20%
3	Wahyu Hidayat	5	5	0	100%
4	Agus Suprijanto	5	0	5	0%
5	Gunarni Soeworo	5	5	0	100%
6	Pradjoto	5	5	0	100%
7	Krisna Wijaya	5	3	2	60%

*) Effective per 24 October 2013

RISK MONITORING AND GOOD CORPORATE GOVERNANCE COMMITTEE

1. Definition of Risk Monitoring and GCG Committee
 The Risk Monitoring and GCG Committee, hereinafter referred to as the Committee, is a committee established by the Board of Commissioners to conduct active supervision of the risk management and Good Corporate Governance practices in Bank Mandiri.
2. Vision and Mission





secretary to the board of commissioners and subcommittees of the board of commissioners

- 1) Vision
 - a. To be a reliable committee for monitoring the risk policy established by the management of Bank Mandiri, hence all risks faced by Bank Mandiri are well-managed
 - b. To be a reliable committee to assist Bank Mandiri in implementing GCG
- 2) Mission
 - a. To ensure that the company's risk management is performed effectively and efficiently
 - b. To ensure that the company's performance is consistent with the business plan
 - c. To assist the Board of Commissioners in the performance of supervisory duties and functions
 - d. To strengthen the implementation of GCG principles in Bank Mandiri to improve the shareholder value

Membership of Risk Monitoring and Good Corporate Governance Committee

Chairman	Pradjoto	Chairman and member (independent Commissioner)
Member	Edwin Gerungan	Member (independent Commissioner)
	Krisna Wijaya	Member (independent Commissioner)
	Tama Widjaja	Member (independent)

Membership of Risk Monitoring and Good Corporate Governance Committee

The following are the profile of members of the Risk Monitoring & Good Corporate Governance Committee who are not also the members of the Board of Commissioners:



TAMA WIJAYA

Member of Risk Monitoring and Good Corporate Governance Committee

Graduated from MBA program in Fort Hays State University, Kansas, USA. He started his career in banking sector in 1987 as Trainee in PT Bank Niaga. In 1990, he served as Treasury Manager in PT Fuji Bank International Indonesia. In 1993, he served as General Manager, Treasury Group, PT Raja Garuda Mas. In 2001, he served as Senior Vice President of Treasury & International Banking Group Head, PT Bank Bumiputera Indonesia, Tbk, before being appointed as member of the Risk Monitoring Committee of PT Bank Mandiri (Persero) Tbk in 2006 to date.

Risk Monitoring & Good Corporate Governance Committee Independency and Skills

Referring to Risk Monitoring and GCG Committee Charter article 4 hereby stated that:

1. Committee member should at least consist of 3 (three) members.
2. Committee members should consist of at least 1 (one) Independent Commissioner as the Chairman and member, 1 (one) Independent Party with finance skills, and 1 (one) Independent Party with risk management skills.
3. Previous members of the Bank's Directors or Executive Management or other related parties with the Bank that may influence its ability to act independently, cannot be appointed as Independent Parties in Bank Mandiri Committee Members, without a prior "cooling off" period, as stipulated in Bank Indonesia prevailing regulations.
4. Committee members assigned from external parties must fulfill the following requirements:
 - 1) Do not have business relationships with the Bank.
 - 2) Do not have family relations with the Directors, Commissioners and Controlling Shareholders.
 - 3) Have high integrity, capability, knowledge, and adequate experience in their duties, and proper knowledge of banking.



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Responsibilities and Authority

1. Responsibilities

- a. The Chairman of the Committee shall have the duty and responsibility to coordinate the Committee's meeting and proposes the meeting materials.
- b. Members of the Committee shall have the duties and responsibilities:
 - i. To hold meetings regularly;
 - ii. To first study the meeting materials;
 - iii. To attend meetings;
 - iv. To contribute and play an active role in meetings;
- c. The Chairman and Members of the Committee shall jointly perform their duties and responsibilities covering as follows:
 - i. Giving inputs to the Commissioners in preparing and improving the risk management policy relating to risk control in management of assets & liabilities, liquidity, credit and operations and performance of Good Corporate Governance before obtaining the Commissioners' approval.
 - ii. Having discussions with the Board of Directors or the line unit relating to the issue for which risk management is required or being discussed.
 - iii. Ensuring the implementation of risk management policy and GCG in the activity of Bank Mandiri.
 - iv. Studying and reviewing the policy and internal regulations on the risk management policy established by the Board of Directors.
 - v. Ensuring to have considered any significant risks in the new products of Bank Mandiri and any impacts of existing significant changes or events either from internal or external aspects of Bank Mandiri.
 - vi. Observing and studying decisions of the Risk Management Committee.
 - vii. Conducting the study on quarterly reports of Bank Mandiri's risk profile individually or in consolidation with subsidiaries.
 - viii. Giving inputs to Commissioners on matters requiring attention and discussion with the Board of Directors, in order that the Board of Directors conducts the follow-up of the result of risk management evaluation by the Committee.
 - ix. Pro-actively holding meetings with the Board of Directors, if the Committee anticipates any risk occurrence, particularly in case of any significant events or external regulations affecting the business line of Bank Mandiri.
 - x. Making periodical evaluation on the development of changes of the organizational structure up to one degree below the Board of Directors being performed by Bank Mandiri.
 - xi. Monitoring any negative information of the customers of Bank Mandiri that may cause any increase of credit risk.

2. Authority





secretary to the board of commissioners and subcommittees of the board of commissioners

The Committee's authority extends to the following matters:

- a. The Chairman and Members of the Committee may attend the Risk Management Committee Meeting as invitees.
- b. The Chairman and Members of the Committee may ask for internal reports relating to risk control in management of assets & liabilities, credit, treasury and operations and implementation of GCG covering:
 - i. Risk exposure;
 - ii. Compliance with policy and procedure and designation of limits;
 - iii. Realization of risk control implementation compared to the set target.
 - iv. Periodical individual or consolidated reports of Bank Mandiri's risk profile to Bank Indonesia.
 - v. Report of GCG Implementation in Bank Mandiri.
- c. Cooperating with the Audit Committee in general and in particular to ask the Group's Internal Audit to conduct audit on any certain fields having worsening risk exposure.
- d. Familiarizing and giving counseling session to Directors and officers for the implementation of GCG.
- e. Communication with external parties/institutions in relation to GCG subject to prior approval of the Board of Commissioners.

Performance of Risk Monitoring and Good Corporate Governance Committee's Duties

During 2013, the Risk Monitoring and GCG Committee conducted meetings with parties deemed relevant to the risk issues being discussed such as:

1. Significant issues/findings during Q4 of 2013
2. BM Risk Profile and consolidation with subsidiaries in Q4 of 2013
3. Liquidity position (USD & IDR) and projection for the next 12 months
4. Trading position (Forex, MM, Bond Recap/SUN and MTM, Derivatives, etc.)
5. Outstanding Legal Cases (i.e. Status, Lawyer, Fee, Judicial Court etc.) & risk mitigation
6. Hedge Fund Market Development in Indonesia and the Latest Development of Products
7. BM New Activities (Wealth Management) and risk mitigation
8. Evaluation of Bank IT Policies and Risk Mitigation related to:
 - 1) Exponential acceleration of e-banking transaction volume
 - 2) Fraud & cyber-attack, internally & externally
 - 3) Evaluation of cooperation between ATM BMRI and BCA
9. Bank Mandiri Risk Profile and Consolidation with Subsidiaries in Q1 of 2013
10. Liquidity position (USD & IDR) and projection for the next 12 months
11. Trading position (Forex, MM, Bond Recap/SUN and MTM, Derivatives, etc.)
12. SBU Progress Report on "100 Account Plan" to Increase Fee Based Income, Value Chain, etc,
13. Significant issues/findings during Q2 of 2013
14. Progress Report of Basel II & III implementation
15. BM Risk Profile and Consolidation with Subsidiaries in Q2 of 2013
16. Stress Test on NPL, CAR, NIM with assumptions such as (for Fair and Worst Scenario): inflation rate of 9%, reference interest rate of BI at 9-10%, USD/IDR exchange rate of 12,000-13,000, USD interest rate – 10 years, Treasury Bill of 4% p.a.
17. Impact of policies issued by the Government and the Bank on: (such as LDR of 78%-92%, increase in IDR interest rate, BI Deposit Certificate, Foreign Exchange TD, Relaxation of Provision on Foreign Exchange Purchase, etc.) issued or to be issued on:



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- 1) Liquidity position (USD & IDR) and projection for the next 12 months
- 2) Trading position (Forex, MM, Bond Recap/SUN and MTM, Derivatives, etc.)
- 3) Anticipation and mitigation
18. Significant issues/findings during Q1, Q3 of 2013
19. Outstanding Legal Cases & Risk Mitigationnya
20. Self Assessment GCG selama Q3 2013
21. Organizational Structure Change and Addition Plan:
 - 1) Direktorat Risk Management
 - 2) Direktorat Global Transaction Banking
22. Evaluation of Bank IT Policies and risk mitigation related to:
Capacity of IT and Human Resources with respect to e-banking products that have been and will be marketed such as E-commerce verified by Visa (VBV), Standing Instruction via EDC (post-dated EDC) for hedge fund purchasing transaction through e-channel internet banking, cross-bank fund transfer in EDC in artajasa network, EDC intensification, etc.
23. Progress Report of Basel II and III
24. BM Risk Profile and consolidation with subsidiaries in Q3 of 2013
25. Progress Report of Partnership and Community Development Program
26. 2014 Indonesia Economic Outlook (i.e.: Trade Balance, Balance of Payment, Inflation, Interest Rates, Exchange Rates, NPL, Capital Outflow, etc.)
27. Liquidity position (USD & IDR) and projection for the next 12 months
28. Trading position (Forex, MM, Bond Recap/SUN and MTM, Derivatives, etc.)

Frequency of Risk Monitoring and GCG Committee Meetings and Attendance Rate

No.	Name	Number of Meetings	Present	Absent	% Attendance
1	Pradjoto	16	9	7	56%
2	Edwin Gerungan	16	14	2	87%
3	Krisna Wijaya	16	16	0	100%
4	Tama Widjaja	16	16	0	100%

To support the effective performance of duties and responsibilities of the Board of Directors, a number of





subcommittees accountable to board of directors

subcommittees have been established by virtue of Board of Directors Resolution No. KEP.DIR/266/2011 dated November 8, 2011 regarding Executive Committees under the Supervision of the Board of Directors, which subcommittees are as follows:

1. Risk and Capital Committee;
2. Retail & Support Executive Committee;
3. Wholesale Executive Committee;
4. Human Capital Policy Committee;
5. Information Technology Committee; and
6. Credit Committee.

In 2013, to optimize the committee function more effectively, an adjustment was made to the Committees under the supervision of the Board of Directors by virtue of Board of Directors Resolution No. KEP.DIR/168/2013 dated June 21, 2013 regarding Executive Committee and, therefore, the composition of the subcommittees under the Board of Directors, effective as of May 7, 2013, is as follows:

1. Assets & Liabilities Committee;
2. Risk Management Committee;
3. Capital & Subsidiaries Committee;
4. Business Committee;
5. Information Technology Committee;
6. Human Capital Policy Committee; and
7. Credit Committee.

In this annual report, the discussion of subcommittees under the supervision of the Board of Directors during 2013 will be divided into 2 periods, namely: January-May 2013 and May-December 2013, in accordance with the aforesaid decision of the Board of Directors.

JANUARY-MAY 2013

1. RISK & CAPITAL COMMITTEE (RCC):

The RCC is a committee established to assist the Directors in carrying out their oversight functions as regards the duties of each subcommittee.

Risk and Capital Committee (RCC) consists of 4 (four) subcommittees, namely:

- 1) Risk Management Committee (RMC)
- 2) Asset and Liabilities Committee (ALCO)
- 3) Capital and Investment Committee (CIC)
- 4) Operational Risk Committee (ORC)

1.1 Risk & Capital Committee – Risk Management Committee (RCC-RMC)

RCC-RMC is a subcommittee established to assist the Directors in discussing and recommending amendments to Risk management policies and making strategic changes in scope of Risk Management.



subcommittees accountable
to board of directors

Frequency of Meetings and Attendance Rate of Directors and SEVPs

NO	Name	No. of Meetings	Total Attendance	Total Absent	% Attendance
PERMANENT VOTING MEMBERS					
1	Zulkifli Zaini	1	0	1	0%
2	Budi G Sadikin *)	1	1	0	100%
3	Riswinandi	2	2	0	100%
4	Sentot A. Sentausa	2	2	0	100%
5	Pahala N. Mansury	2	1	1	50%
6	Kresno Sediarsi	2	2	0	100%
7	Ventje Rahardjo	2	1	1	50%
NON PERMANENT VOTING MEMBERS					
8	Abdul Rachman	1	0	1	0%
9	Sunarso	1	1	0	100%
10	Fransisca N. Mok	1	0	1	0%
11	Royke Tumilaar	2	2	0	100%
12	Hery Gunardi	1	0	1	0%
13	Tardi	1	0	1	0%
PERMANENT NON VOTING MEMBERS					
14	Ogi Prastomiyono	2	2	0	100%
Invitee					
15	Riyani T. Bondan	2	1	1	50%

*) Mr. Budi Gunadi Sadikin attended the RCC RMC on 1 May 2013 as CEO (voting member)

In 2013 (January 2013 – 6 May 2013) RCC-RMC has made the following discussions:

1. 2013 VaR Limit Review
2. 2013 Delta Option Limit Review
3. Data Quality Awareness (DQA) Initiative Update
4. 2013 Portfolio Guideline Review (Industry Classification & Industry Limit)
5. 2013 KMRBM review



subcommittees accountable
to board of directors

1.2. Risk & Capital Committee – Assets and Liabilities Committee (RCC-ALCO)

RCC-ALCO is a subcommittee established to assist the Directors in stipulating policies, strategies and limits with respect to assets and liabilities management.

Frequency of Meeting and Attendance Rate of the Board of Directors

During January – 6 May 2013, 2 meetings of ALCO have been held with details as follows:

NO	Name	No. of Meetings ALCO	Total Present	Total Absent	% Attendance
PERMANENT VOTING MEMBERS ALCO					
1	Budi G. Sadikin	2	2	0	100%
2	Riswinandi	2	2	0	100%
3	Abdul Rachman	2	1	1	50%
4	Sentot A. Sentausa	2	2	0	100%
5	Hery Gunardi	2	2	0	100%
6	Pahala N. Mansury	2	2	0	100%
7	Fransisca N. Mok	2	2	0	100%
8	Sunarso	2	2	0	100%
9	Royke Tumilaar	2	2	0	100%
10	Tardi	2	2	0	100%
PERMANENT NON-VOTING MEMBERS ALCO					
11	Ogi Prastomiyono	2	2	0	100

In 2013 (January 2013 – 6 May 2013) RCC ALCO has conducted discussions of following matters:

1) Funding

In the effort to manage Bank Mandiri liquidity, RCC ALCO has reviewed and made decision on interest rate movement in Rupiah and Foreign Exchange Deposit special rate, and in Foreign Exchange Current Account special rate.

2) Kredit

With respect to loan interest rate, ALCO has reviewed and made decision on:

- Mandiri Tunas Finance Loan Interest Rate
- Publication of Loan Basic Interest Rate (SBDK), and
- Interest Rate of Rupiah Fixed Rate Loan.



subcommittees accountable
to board of directors

1.3. Risk & Capital Committee – Capital & Investment Committee (RCC-ICC)

RCC-ICC is a subcommittee established to assist the Directors in stipulating, discussing and recommending policies and strategies as well as limitations of subsidiary management.

Frequency of Meetings & Attendance Rate

Presentase Kehadiran Rapat Capital & Invesment Committee *)				
Year Jan-April 2013				
Nama	No. of Meetings	Present	Absent	% Attendance
Group A				
Zulkifli Zaini	1	1	0	100%
Riswinandi	1	1	0	100%
Sentot A. Sentausa	1	1	0	100%
Pahala N. Mansury	1	1	0	100%
Ventje Rahardjo	1	1	0	100%
Group B (present for particular discussions)				
Abdul Rachman	0	0	0	0%
Sunarso	1	0	1	0%
Fransisca N. Mok	0	0	0	0%
Budi G. Sadikin	1	1	0	100%
Royke Tumilaar	0	0	0	0%
Kresno Sediarsi	0	0	0	0%
Hery Gunardi	0	0	0	0%
Contributing Member				
Ogi Prastomiyono	0	0	0	0%
Invitee				
Riyani T. Bondan	0	0	0	0%

*) Number of meetings of each group based on agenda

In 2013 (January 2013 – 6 May 2013) RCC-CIC has made the following discussions:

1. Approval of Amendment to Articles of Association of PT AXA Mandiri Financial Services
2. Updating of Acquisition Process of PT AXA Life Indonesia by PT AXA Mandiri Financial Services
3. Capital Plan/IPO of PT Bank Syariah Mandiri
4. Proposed Agenda of GMS of Internal Audit and Establishment of Audit Committee in Subsidiaries
5. Proposed Agenda of 2012 AGM of PT Bank Syariah Mandiri
6. Proposed Agenda of 2012 AGM of PT Bank Sinar Harapan Bali
7. Proposed Agenda of 2012 AGM of PT AXA Mandiri Financial Services
8. Proposed Agenda of 2012 AGM of PT Mandiri Tunas Finance
9. Proposed Agenda of IPO Plan of PT Bank Syariah Mandiri
10. Proposed Agenda of 2012 AGM of PT Mandiri AXA General Insurance
11. Proposed Agenda of 2012 AGM of PT Mandiri Sekuritas
12. Proposed Agenda of 2012 AGM of PT Mandiri Manajemen Investasi





subcommittees accountable
to board of directors

1.4. Risk & Capital Committee – Operational Risk Committee (RCC-ORC)

RCC-ORC is a subcommittee established to assist the Directors in preparing, discussing and recommending operational policies of Bank Mandiri, bank product transparency policies and Customer personal data use.

Frequency of Meetings & Attendance Rate*)

NO	Name	No. of Meetings	Total Present	Total Absent	% Attendance
PERMANENT VOTING MEMBERS					
1	Zulkifli Zaini	1	1	0	100%
2	Riswinandi	1	1	0	100%
3	Sentot A. Sentausa	1	1	0	100%
4	Pahala N. Mansury	1	1	0	100%
5	Kresno Sediarsi	1	1	0	100%
NON PERMANENT VOTING MEMBERS					
6	Abdul Rachman	-	-	-	-
7	Budi G. Sadikin	1	1	0	100%
8	Sunarso	1	1	0	100%
9	Fransisca N. Mok	1	1	0	100%
10	Royke Tumilaar	-	-	-	-
11	Mansyur S. Nasution	-	-	-	-
12	Ventje Rahardjo	-	-	-	-
PERMANENT NON-VOTING MEMBERS					
13	Ogi Prastomiyono	1	1	1	100%
Invitee					
14	Riyani T. Bondan	-	-	-	-

*) Number of meetings of each group based on agenda

In 2013 (January 2013 – 6 May 2013) RCC-ORC has made the following discussions:

1. Approval of Segmentation SPO and Customer Management
2. Approval of Refined SP PKBL
3. Approval of Refined CO Loan SPO - Retail

2. RETAIL AND SUPPORT EXECUTIVE COMMITTEE (RSEC)



subcommittees accountable
to board of directors

RSEC is a subcommittee established to assist the Directors in stipulating product and development strategies or in performing activities in retail sector including Micro and Retail Banking, Consumer Finance and Business Banking and in setting up standardization and strategies relating to scope of bank-wide procurement of goods and services, general services and real estates.

Frequency of Meetings and Attendance Rate*)

Name	No. of Meetings	Present	Absent	% Attendance
PERMANENT VOTING MEMBERS				
Budi G. Sadikin	5	5	0	100%
Sentot A. Sentausa	6	6	0	100%
Pahala N. Mansury	6	6	0	100%
Kresno Sediarsi	6	6	0	100%
Mansyur S. Nasution	1	1	0	100%
Hery Gunardi	4	4	0	100%
Tardi	2	2	0	100%
Ventje Rahardjo	6	6	0	100%
NON PERMANENT VOTING MEMBERS				
Sunarso	2	2	0	100%
Royke Tumilaar	1	1	0	100%
PERMANENT NON-VOTING MEMBERS				
Ogi Prastomiyono	6	6	0	100%

*) Number of meetings of each group based on agenda

The Retail & Support Executive Committee Duties and Responsibilities: Assisting the Directors in the implementation of their functions, including:

1. To determine the strategy and procedure of funding products, loans and services or retail activity covering Micro & Retail Banking, Consumer Finance and Business Banking in accordance with Product Manual or Loans Standard Procedure (SPK) inclusive of developments and amendments. The Business Banking supervision and management remain under the Commercial & Business Banking Directorate.
2. To review, establish and monitor the retail strategic initiatives such as Product Manual/Skim/Projects that covers Micro & Retail Banking, Consumer Finance and Business Banking including the bank-wide services and goods procurement, general services and real estates.
3. To determine and decide on issues that are related to the cross-Directorate Performance Management System (PMS) through coordination with the related Field Director.
4. To discuss and stipulate business development related with the cross-Committee alliances by inviting the related Field Director and EVP Coordinator and Group Heads.
5. To conduct the strategic discussion in the scope of Retail, inclusive of but not limited, to the discussion of subsidiaries and entities under the control of the Company.



subcommittees accountable
to board of directors

In 2013 (Jan – 6 May 2013) RSEC has conducted the following:

1. To give approval of New Products and Activities (PAB) and direction on:
 - Proposed Issuance of Mandiri Visa Distribution Card Tirta Amarta
 - Proposed Issuance of Co-Brand Credit Card of Sulsebar Brand
2. To give approval and direction on:
 - Proposed Mandiri Deposito on Call Product Manual
 - Proposed e-Money Product Manual
 - Proposed Mandiri TabunganMU Product Manual
 - Proposed Consumer Segment Credit Product Manual Revision (except for Credit Card)
3. To give approval and direction on:
 - Proposed Pilot Project of Business Banking Credit Process for Limit above Rp 200 million – Rp 500 million by issuing Procedure Memorandum
 - Proposed Amendment to Pilot Project Process Flow for Micro Business Credit Extension (KUM) and Bad Debt Handling and Procedure Memorandum Issuance

3. WHOLESALE EXECUTIVE COMMITTEE (WEC)

WEC is a subcommittee established to assist the Directors in stipulating product, development and activity strategies in wholesale sector covering Corporate Banking, Commercial Banking, Treasury, Financial Institution and Special Asset Management.

Frequency of Meetings and Attendance Rate*)

Name	No. of Meetings	Present	Absent	% Attendance
PERMANENT VOTING MEMBERS				
Sunarso	3	3	0	100%
Abdul Rachman	4	2	2	50%
Sentot A. Sentausa	4	2	2	50%
Pahala N. Mansury	4	2	2	50%
Fransisca N. Mok	4	2	2	50%
Royke Tumilaar	4	1	3	25%
Ventje Rahardjo	4	3	3	75%
NON PERMANENT VOTING MEMBERS				
Hery Gunardi	4	1	3	25%
Kresno Sediarsi	4	3	1	75%
Budi G. Sadikin	1	1	0	100%
Riswinandi	1	1	0	100%
PERMANENT NON-VOTING MEMBERS				
Ogi Prastomiyono	4	3	1	75%

*) Number of meetings of each group based on agenda

In 2013 (Jan – 27 May 2013), Wholesale Executive Committee has stipulated the following:



subcommittees accountable
to board of directors

1. Conversion from SE to MP of Product Immediate Cash
2. Conversion from SE to MP of Product e-Biz Card
3. Mandiri e-tax PAB
4. Conversion from SE to MP of Product Shipping Guarantee
5. Conversion from SE to MP of Product UPAS
6. Receivables Financing Product Manual
7. Manual Revision of Cooperation/Loan Facility Product through/to Financing Company for the purpose of End User Financing
8. Wholesale SPK Revision
9. KMK Product Reorganization
10. Trust Services
11. Post-Dated Check Warehousing Services
12. Provision on Principal Write-Off
13. MP of Mandiri Corporate Auto Debit
14. MP of Mandiri Corporate Bill Collection
15. MP Revision of Contractor/Subcontractor Facility of APBN Project
16. Foreign Exchange Business
17. Line Collective Treasury Offering of Agrobased Group Customers

MAY – DECEMBER 2013

1. ASSETS & LIABILITIES COMMITTEE (ALCO)

Assets & Liabilities Committee is a committee established by virtue of Decision Letter of the Board of Directors No. KEP.DIR/169/2013 dated June 21, 2013 to assist the Directors in stipulating assets and liabilities management strategies of the Company, determining interest rate and liquidity and other matters relating to the assets and liabilities management of the Company.

ASSETS & LIABILITIES COMMITTEE DUTIES AND RESPONSIBILITIES

ALCO has the following duties and responsibilities with respect to:

1. Stipulation, development and re-assessment of strategy modification of assets & liabilities management.
2. Evaluation on the Bank assets & liabilities position in accordance with the objectives of liquidity risk, interest rate risk, and exchange rate risk management.
3. Evaluation of the Company position and Assets & Liabilities Management (“ALM”) strategy to ensure the risk taking position results of the Company are consistent with the objectives of liquidity risk, interest rate risk, and exchange rate risk management.
4. Re-assessment on the asset and liabilities pricing to ensure optimum funding investment from that pricing, to minimize funding cost and to maintain the Company balance sheet structure, in accordance with the Company ALM strategy.
5. Re-analyzing the deviation between realization with projection of the budget and business plan of the Company.
6. Setting up limits of Liquidity Management, GAP Management, Pricing Management, FX Management;
7. Setting up Fund Transfer Pricing methodology;
8. Strategic discussion of the ALM scopes, inclusive but not limited, to the discussion on subsidiaries under the control of the Company

In the capacity as committee, ALCO is not authorized to act for and on behalf of the Company to bind the





subcommittees accountable
to board of directors

Company or to enter into any agreement with any third party. Any and all actions for and on behalf of the Company shall be taken in accordance with the Company's Articles of Association.

From 7 May 2013 to the date of ALCO Meeting, the following discussions have been conducted:

1. Funding

In the effort to manage Bank Mandiri liquidity, ALCO has done various reviews and has taken the Decision on interest rate movement that covered Rupiah Deposit counter interest rate, Foreign Exchange Savings, Rupiah and Foreign Exchange Deposit special, Rupiah and Foreign Exchange Current Account special rate and Rupiah Premier Current Account.

2. Loans

With respect to loan interest rate, ALCO has made reviews and decisions on:

- Rupiah Loan Interest Rate
- Publication of Loan Basic Interest Rate (SBDK), and
- Interest Rate of Rupiah Fixed Rate Loan.

3. Banking Book Portfolio Risk Management Limit

Covering the Liquidity Risk, Interest Rate Risk, and Exchange Rate Risk

Frequency of Meetings and Attendance Rate *)

NO	Name	No. of Meetings	Total Present	Total Absent	% Attendance
PERMANENT VOTING MEMBERS ALCO					
1	Budi G. Sadikin	11	10	1	91%
2	Riswinandi	11	11	0	100%
3	Abdul Rachman	11	10	1	91%
4	Sentot A. Sentausa	11	9	2	82%
5	Hary Gunardi	11	8	3	73%
6	Pahala N. Mansury	11	9	2	82%
7	Fransisca N. Mok	11	11	0	100%
8	Sunarso	11	8	3	73%
9	Royke Tumilaar	11	10	1	91%
10	Tardi	11	10	1	91%
PERMANENT NON - VOTING MEMBERS ALCO					
11	Ogi Prastomiyono	11	11	0	100%

*) Number of meetings of each group based on agenda



subcommittees accountable
to board of directors

2. BUSINESS COMMITTEE

Business Committee is a committee established by virtue of Decision of The Board of Directors No. KEP. DIR/174/2013 dated 21 June 2013 to assist the Directors in determining the Company business management strategies in an integrated manner, the Company products and/or activities management and marketing communication strategies and effectiveness in wholesale and retail banking sector.

BUSINESS COMMITTEE (BC) DUTIES AND REPONSIBILITIES

BC has the following duties and responsibilities::

1. To evaluate and determine the Company's business strategies
2. To discuss and determine integrated business development, including product development, related procedures, rates, infrastructure & facilities and business supporting technology
3. To discuss and determine business strategies with the Company's anchor client
4. To monitor and evaluate the results of business/project strategic initiatives
5. To discuss and settle strategic business issues including alliance between the Company's line units and alliance with subsidiaries.
6. To delegate authority to officers appointed to decide and perform operational business matters

In the capacity as a committee, BC is not authorized to act for and on behalf of the Company to bind the Company or to enter into any agreement with any third party. Any and all actions for and on behalf of the Company shall be taken in accordance with the Company's Articles of Association.

From 7 May 2013 to date, BC has made the following decisions:

1. Current Account Improvement Program;
2. MP of Mandiri Confirmed LC/SBL/SKBDN;
3. MP of Trade Financing to Correspondent;
4. MP of Mandiri Forfeiting;
5. MP of Bank to Bank Export Bills Discounting;
6. MP of Intraday & Overnight Facility;
7. MP of KIK (Collective Investment Contract) Current Account;
8. Improvement and harmonization program of KPI Monitoring with respect to Current Account;
9. Food & Energy Security Loan Business Review;
10. Small Scale Business Loan Review;
11. Mandiri Showroom Business Financing Review;
12. Micro Business Review;
13. BPR Financing Business Review;
14. Current Account Strategy;
15. Low Cost Fund Increase through End Year BG Program;
16. Foreign Exchange Saving MP Revision

Frequency of Meetings and Attendance Rate *)





subcommittees accountable
to board of directors

NO	Name	No. of Meetings	Total Present	Total Absent	% Attendance
PERMANENT VOTING MEMBERS					
1	Budi G. Sadikin	3	1	2	33%
2	Riswinandi	3	3	0	100%
3	Sunarso	3	3	0	100%
4	Hery Gunardi	3	2	1	67%
5	Abdul Rachman	3	2	1	67%
6	Sentot A. Sentausa	3	2	1	67%
NON PERMANENT VOTING MEMBERS					
7	Fransisca N. Mok	3	2	1	67%
8	Royke Tumilaar	3	2	1	67%
9	Kresno Sediarsi	3	2	1	67%
10	Pahala N. Mansury	3	1	2	33%
11	Ventje Rahardjo	3	0	3	0%
12	Tardi	3	2	1	67%
PERMANENT NON - VOTING MEMBERS					
13	Ogi Prastomiyono	3	1	2	33%
INVITEE					
14	Riyani T. Bondan	3	2	1	67%

*) Number of meetings of each group based on agenda

3. RISK MANAGEMENT COMMITTEE

Risk Management Committee is a committed established by virtue of Decision of the Board of Directors No. KEP.DIR/170/2013 dated 21 June 2013 to assist the Directors in discussing and recommending any policies and procedures other than those related to human capital and in monitoring profiles and managing all risks of the Company.

RISK MANAGEMENT COMMITTEE (RMC) DUTIES AND RESPONSIBILITIES

Risk Management Committee has the following duties, authority and responsibilities:

1. To discuss & recommend policies and to determine the Company's procedures, other than policies and procedures related to human capital
2. To monitor risk profile and to manage all risks for the purpose of determining risk appetite, integrated risk management strategy and capital adequacy
3. To determine methodology, scenario, evaluation including stress conditions in the risk assessment and contingency plan
4. To refine the implementation of risk management periodically and incidentally as follow-up to changes in internal and external conditions which affect the capital adequacy and risk profile of the Company
5. To hold strategic discussion in the scope of risk management including subsidiaries
6. To decide matters relating to business decisions with special condition (such as decision on significant business expansion exceeding the prescribed business plan of the Company)
7. To delegate authority to officers appointed to decide and perform any operational matters.
8. To supervise Risk & Business Control ("RBC") Supervisory Team.

In the capacity as a committee, RMC is not authorized to act for and on behalf of the Company to bind the



subcommittees accountable
to board of directors

Company or to enter into any agreement with any third party. Any and all actions for and on behalf of the Company shall be taken in accordance with the Company's Articles of Association.

In 2013 (7 May May 2013 to date), RMC has made the following decisions:

1. The Committee accepted the refined SPO of Electronic Money Management
2. The Committee approved the refined SPO of Policy and Procedure Preparation
3. The Committee approved SPO of Business Continuity Management
4. The Committee accepted report on incorporation of BI regulation into Internal Regulations
5. The Committee approved proposed addition to the requirements of Deposit Secured Loan – Sriwijaya Project
6. The Committee recommended proposed revision to APU PPT Policy for approval of the Boards of Directors and Commissioners and the Committee approved the revised SP of APU PPT
7. The Committee approved SPA revision
8. The Committee approved SPK Consumer revision
9. The Committee approved SPK FI revision
10. The Committee accepted report of Credit Session and Credit Risk Model
11. The Committee approved Electronic Money Management SPO revision
12. The Committee approved Wealth Management Service SPO revision
13. The Committee approved Corporate Secretary SP
14. The Committee approved revisions to Commercial SPK, Business Banking SPK and CSP BMDTL
15. The Committee recommended revision to Bank Mandiri Legal Policies (KHBM) for approval of the Boards of Directors and Commissioners
16. The Committee approved Legal Procedure Standard (SPH) revision
17. The Committee approved New Products and Activities (PAB) SPO revision
18. The Committee approved Capital Market Service SPO revision
19. The Committee recommended revision to Bank Mandiri Compliance Policy (KKBM) for approval of the Boards of Directors and Commissioners
20. The Committee recommended the combination of the Bank Mandiri Capital Contribution Policy and Bank Mandiri Subsidiary Management Policy into the Capital Contribution and Subsidiary Management Policy for approval of the Boards of Commissioners and Directors
21. The Committee approved Other Service Operational Guideline Standard (SPO) revision
22. The Committee approved Trust Service SPO revision
23. The Committee approved Customer Complaint Management SPO revision
24. The Committee approved Operational Risk Management SPO revision
25. The Committee recommended KOBM revision for approval of the Boards of Directors and Commissioners
26. The Committee recommended KTBM revision for approval of the Boards of Directors and Commissioners
27. The Committee recommended KCSBM revision for approval of the Boards of Directors and Commissioners
28. The Committee approved e-Banking Service SPO revision
29. The Committee approved SPT revision

Frequency of Meetings and Attendance Rate *)





subcommittees accountable
to board of directors

NO	Name	No. of Meetings	Total Present	Total Absent	% Attendance
PERMANENT VOTING MEMBERS					
1	Riswinandi	7	6	1	86%
2	Sentot A. Sentausa	7	7	0	100%
3	Pahala N. Mansury	7	6	1	86%
4	Kresno Sediarsi	7	6	1	86%
5	Ventje Rahardjo	7	7	0	100%
NON PERMANENT VOTING MEMBERS					
6	Budi G Sadikin	0	0	0	0%
7	Abdul Rachman	0	0	0	0%
8	Sunarso	1	1	0	100%
9	Fransisca N. Mok	1	1	0	100%
10	Royke Tumilaar	3	3	0	100%
11	Hery Gunardi	5	3	0	60%
12	Tardi	1	1	0	100%
PERMANENT NON-VOTING MEMBER					
13	Ogi Prastomiyono	7	7	0	100%
INVITEE					
14	Riyani T. Bondan	4	2	2	50%

*) Number of meetings of each group based on agenda

4. HUMAN CAPITAL POLICY COMMITTEE

Human Capital Policy Committee is a committee established by virtue of Decision of the Board of Directors No. KEP.DIR/171/2013 dated 21 June 2013 to assist the Directors in stipulating the Company's human capital management strategies;

Human Capital Policy Committee Duties and Responsibilities

HCPC has the following duties, authority and responsibilities:

1. To discuss/recommends policies and to stipulate procedures and operational systems of human capital management;
2. To determine the strategic and operational direction of human capital management, including the company's culture and values;
3. To establish the strategic human resource development policy in the Subsidiary, Financial Institution Pension Fund (DPLK), Bank Mandiri Pension Fund (DPBM), Foundations related to Bank Mandiri as well as the Company Subsidiaries among others;
4. To set Strategic Direction of Human Capital Information System Development;
5. To establish and develop organization including fulfillment, development & training of human capital in accordance with the Company's business requirements;
6. To set individual performance management & rewards, talent & succession management and employee relations management;
7. To set the Authority Limits Policy in Conducting the Human Capital Management;
8. To discuss and settle strategic issues related to human capital management. In the capacity as a committee, HCPC is not authorized to act for and on behalf of the Company to bind the Company or to enter into any agreement with any third party. Any and all actions for and on behalf of the Company shall be taken in accordance with the Company's Articles of Association.

In 2013 Human Capital Policy Committee has conducted the following:



subcommittees accountable
to board of directors

1. Discussion of Proposal and Resolution on Remuneration and Bonus Agenda, and GMS Management for 2012 financial year in PT Bank Harapan Sinar Bali (BSHB)
2. Discussion of Proposal and Resolution on Remuneration and Bonus Agenda, and GMS Management for 2012 financial year in PT Mandiri Tunas Finance (MTF)
3. Discussion of Proposal and Resolution on Remuneration and Bonus Agenda, and GMS Management for 2012 financial year in PT Axa Mandiri Financial Services (AMFS)
4. Discussion of Proposal and Resolution on Remuneration and Bonus Agenda, and GMS Management for 2012 financial year in PT Bank Syariah Mandiri (BSM)
5. Discussion of Proposal and Resolution on Remuneration and Bonus Agenda, and GMS Management for 2012 financial year in PT Mandiri Manajemen Investasi
6. Discussion of Proposal and Resolution on Remuneration and Bonus Agenda, and GMS Management for 2012 financial year in PT Mandiri Axa General Insurance
7. Granting of Appreciation and Retention to the Management of PT Mandiri Sekuritas
8. Flexible Working Hours (Flexi Time)
9. Overtime Policy
10. Organic Security Employee Career Ladder
11. Additional Benefit for Women Healthcare Facility
12. Determination of salary for Directors of PT Axa Mandiri Finance Services and PT Mandiri Axa General Insurance in 2013
13. Flexible Benefit Policy Proposal
14. Flexi Time Implementation Update
15. Employee Assessment Revision Proposal
16. Kriya Mandiri Program Improvement Proposal
17. Employee Training Cost Allocation

Frequency of Meetings and Attendance Rate:

Name	No. of Meetings	Present	Absent	% Attendance
PERMANENT VOTING MEMBER				
Budi G. Sadikin	6	6	0	100%
Riswinandi	6	6	0	100%
Ogi Prastomiyono	6	6	0	100%
Hery Gunardi	6	6	0	100%
NON-PERMANENT VOTING MEMBER^{*)}				
Abdul Rahman	1	1	0	100%
Sentot A. Sentausa	3	3	0	100%
Fransisca N. Mok	3	3	0	100%
Sunarso	2	2	0	100%
Ventje Rahardjo	4	4	0	100%
Tardi	2	2	0	100%
Riyani T. Bondan	3	3	0	100%
Pahala N. Mansury	3	3	0	100%
Kresno Sediarsi	2	2	0	100%

**) Number of meetings of each group based on agenda*

5. INFORMATION TECHNOLOGY COMMITTEE





subcommittees accountable
to board of directors

Information Technology Committee is a committee established by virtue of Decision of the Board of Directors No. KEP.DIR/172/2013 dated 21 June 2013 to assist the Directors in performing controlling function through determination of ISP, IT strategic project and IT security strategy;

Information & Technology Committee Duties:

- a) To determine the Bank Mandiri IT Strategic Plan (ISP).
- b) To establish the strategic reference framework on IT Resources development.
- c. To determine the policy and action plan on projects and their budget.
- d. To set the IT security strategy and IT risk management
- e. To ensure and monitor the implementation of IT projects and IT risk management.
- f. To set the priorities and allocation of IT budgets that has been decided by the Directors
- g. To provide the decisions or directions related to strategic IT system planning, development and addition.
- h. To discuss and settle any strategic issues in the scope of IT and direction of IT investment including in subsidiaries
- i. To delegate authority to officers appointed to decide and perform operational IT matters.

In the capacity as a committee, ITC is not authorized to act for and on behalf of the Company to bind the Company or to enter into any agreement with any third party. Any and all actions for and on behalf of the Company shall be taken in accordance with the Company's Articles of Association.

In 2013 IT Committee has conducted the following:

1. Approving the delegation of authority in Information Technology SPO.
2. Approving the 2013 IT Strategic Initiative Budget Proposal Tier 2 and IT Strategic Initiative Management Review
3. Reviewing 2013 IT Initiative Budget and Approving the Proposes Adjustment to 2013 IT Initiative Budget
4. Reviewing 2013 IT Investment
5. Approving 2014 Investment Budget Proposal

In 2013 IT Committee has conducted the following:

Name	No. of Meetings	Total Present	Total Absent	% Attendance
PERMANENT VOTING MEMBER				
Budi G. Sadikin*	3	3	0	100%
Riswinandi	4	4	0	100%
Sentot A. Sentausa	4	4	0	100%
Pahala Nugraha Mansury	4	4	0	100%
Kresno Sediarsi	4	4	0	100%
Ventje Rahardjo	4	3	1	75%
NON-PERMANENT VOTING MEMBER				
Abdul Rachman	4	1	3	25%
Fransisca N. Mok	3	2	1	66.7%
Sunarso	4	1	3	25%
Royke Tumilaar	4	2	2	50%
Tardi	4	3	1	75%
Hery Gunardi	3	0	3	0%
PERMANENT NON-VOTING MEMBER				
Ogi Prastomiyono**	4	4	0	100%

*) Per 7 June 2013, the CEO sat as non-permanent voting member

**) Director of Compliance & Human Capital may delegate the functions of Director of Compliance to Group Head Compliance



subcommittees accountable
to board of directors

6. CAPITAL & SUBSIDIARIES COMMITTEE

Capital & Subsidiaries Committee is a committee established to assist the Directors in determining subsidiary management strategy, capital investment and divestment recommendation and remuneration and management appointment of subsidiary.

CAPITAL & SUBSIDIARIES COMMITTEE (CSC) DUTIES, AUTHORITY AND RESPONSIBILITIES

CSC has the following duties, authority and responsibilities:

1. To determine strategies and limits of subsidiary management
2. To discuss and recommend capital investment business strategic initiatives
3. To evaluate and decide the additional capital investment in subsidiary to the extent not changing the status of majority owner.
4. To recommend investment & divestment plan and to evaluate the financial performance of subsidiaries
5. To recommend strategies for management, remuneration and management/supervision of subsidiaries as well as Company Work Plan and Budget ("RKAP") and administration of General Meeting of Shareholders ("GMS") of subsidiaries.
6. To recommend capital allocation plan in the Strategic Business Unit ("SBU") and to evaluate the investment performance in SBU.
7. To monitor and evaluate the Financial Institution Pension Fund ("DPLK") management and financial strategies and Pension Fund investment strategies.

In the capacity as a committee, CSC is not authorized to act for and on behalf of the Company to bind the Company or to enter into any agreement with any third party. Any and all actions for and on behalf of the Company shall be taken in accordance with the Company's Articles of Association.

In 2013 CSC has conducted the following:

1. Governance of Bank Mandiri Subsidiary Investment Performance
2. Assignment of Bank Mandiri Employees/Officials as the Chief Commissioner and Commissioner of PT Digital Artha Media (DAM)

Frequency of Meetings and Attendance Rate *)

Name	No. of Meetings	Present	Absent	% Attendance
GROUP A				
Budi G. Sadikin	6	5	1	83%
Riswinandi	6	6	0	100%
Sentot A. Sentausa	6	5	1	83%
Pahala N. Mansury	6	4	2	67%



subcommittees accountable
to board of directors

Ventje Rahardjo	6	6	0	100%
GROUP B (PRESENT FOR PARTICULAR DISCUSSIONS)				
Abdul Rachman	-	-	-	-
Sunarso	4	3	1	75%
Fransisca N. Mok	4	4	0	100%
Royke Tumilaar	-	-	-	-
Kresno Sediarsi	-	-	-	-
Hery Gunardi	4	4	0	100%
Tardi	4	4	0	100%
CONTRIBUTING MEMBER				
Ogi Prastomiyono	6	5	1	83%
INVITEE				
Riyani T. Bondan	1	1	0	100%

*) Number of meetings of each group based on agenda

7. CREDIT COMMITTEE

In an effort to firmly implement the GCG principles and in ensuring prudent loans disbursement in line with the best practice of risk management principles, Bank Mandiri has completely restructured its loan disbursement process. On every loan disbursement in the wholesale segment, a forum discussion must be conducted through the Loan Committee Meeting, to facilitate the implementation of the four-eye-principle as well as a checks and balances process by Business Unit as the initiator and Risk Management as the Risk Mitigation Unit. The Legal Group and Compliance Group must attend this committee meeting to provide opinions from the legal and compliance points of view in order to strengthen the independency aspect, to prevent a unit domination, to avoid conflict of interest, and to ensure that decision-making is objective and free of pressure.

I. Credit Committee Authority, Duties and Responsibilities in accordance with SPK per segment

A. Credit Committee Authority

The Credit Committee is authorized to recommend and or decide the loan disbursement (new, addition, reduction, extension, and or restructuring) managed by Business Unit within the limit of its authority, including establishing/changing loan structure. The loan structure includes, but not limited to, credit limit, purpose/objective of financing, type of loan, loan nature, availability period, grace period, payment portion, covenant, and collateral.

B. Credit Committee – Restructuring is authorized to make recommendation and or decision on:

1. Restructuring and settlement of loans with collectability 3, 4, 5 and collectability 1 and 2 after restructuring, still managed by Credit Recovery Unit.
2. Restructuring of loans with collectability 1 and 2 in the watch list categories as specified by Credit Risk Management Unit
3. Rescue/settlement of ekstrakomtabel credit, including decision of Repossessed Assets (AYDA).
4. Write-off and haircut

C. Credit Committee/Credit Committee – Restructuring is responsible for loans recommended or decided in accordance with its limit of authority including deciding/changing the credit structure as referred to above by conducting the following:

1. To ensure that every loan disbursement has complied with general banking norms and sound credit principles
2. To ensure that the loan disbursement has complied with credit disbursement guideline/procedure prevailing in the Bank
3. To ensure that the loan disbursement has been based on fair, objective, careful, and cautious



subcommittees accountable
to board of directors

- assessment and shall be free from influence of related parties to loan applicants
4. To make sure that the loan so disbursed will be repaid in timely manner and will not become bad debt.

Frequency of Meetings and Attendance Rate

Name	No. of Meetings	Attendance	% Attendance
RISK MANAGEMENT FUNCTION			
Zulkifli Zain	2	2	100%
Budi G. Sadikin	7	7	100%
Riswinandi	35	35	100%
Sentot A. Sentausa	52	52	100%
Pahala N. Mansury	9	9	100%
Kresno Sediarsi	34	34	100%
Ventje Rahardjo	28	28	100%
BUSINESS FUNCTION			
Abdul Rachman	29	29	100%
Royke Tumilaar	33	33	100%
Sunarso	43	43	100%
Fransisca N. Mok	58	58	100%
Hery Gunardi	17	17	100%
Tardi	35	35	100%

To enhance its service to the capital community, Bank Mandiri as a public company established a Corporate



corporate secretary

Secretary that serves as the Bank's liaison with investors, the capital market's community, regulators and observers. The Corporate Secretary facilitates effective communications and ensures information availability for interested parties and acts as the main liaison between the Bank, Financial Services Authority, Indonesia Stock Exchange and the public.

CORPORATE SECRETARY FUNCTIONS AND DUTIES

The Corporate Secretary has significant role in facilitating the communication between the Company's organs, relationship between the Company and Stakeholders, and compliance with the laws and regulations. To support this role, the Corporate Secretary has several main functions to assist the Directors in performing their duties such as Compliance Officer, Liaison Officer (Corporate Communication), GCG Implementation, and Administration of policy documents and minutes of meeting. Such functions and roles are in compliance with Bapepam regulation IX.I.4 concerning the establishment of Corporate Secretary as well as the Decree of Minister of State-Owned Enterprise No. KEP-117/M-MBU/2002 concerning the Implementation of Good Corporate Governance Practices at the State-Owned Enterprises and in accordance with the Decree of the Company Directors No. 31/Kep.Dir/1999 dated 8 September 1999.

The Corporate Secretary has the following duties and responsibilities:

1. The Company's Compliance with respect to capital market:
 - To direct the administration of a GMS for its proper performance
 - To decide the internal and external materials relating to the administration of GMS to ensure the compliance of such materials with the prevailing regulations
 - To direct the internal coordination relating to compliance aspect of the capital market and to review the capital market regulation and its impact on the Company in order to have awareness of the Company's compliance with such regulation.
2. The Company's Reputation in Public & Media
 - To determine the strategy for the implementation of corporate communication program for general, media, and internal public in order to maintain the Company's goods reputation in the opinion of Stakeholders.
 - To direct the corporate communication program for general, media, and internal public in order to maintain the Company's goods reputation in the opinion of Stakeholders.
3. Publication Materials
 - To set implementation strategy of the Company's non-media publication for non-financial public, investors and financial community in order to maintain the Company's goods reputation and market expectation.
 - To set implementation strategy of the Company's mass media advertisement related to financial and non-financial aspects in order to maintain the Company's goods reputation and market expectation.
 - To direct the management of Bank Mandiri website content in order to ensure completeness and accessibility of data.
4. Internal Communication
 - To determine and evaluate the implementation process of internal communication media to contribute to the establishment of favorable working climate
 - To direct and evaluate the preparation of the Company's presentation materials related to financial and non-financial aspects to ensure information accuracy in an integrated manner.
 - To direct the Company's internal events for proper performance of such events
 - To direct the Company's documentation in order to ensure the availability of the Company's documentation database.
5. GCG Manual Building
 - To direct the GCG manual planning in order to ensure the completeness of documents



corporate secretary

- To direct the synchronizing process between the Board of Commissioners charter and the Board of Directors charter and the Company's management policy, ethic standard, evaluation and monitoring process and GCG Manual, so that all policies of the Company are in harmony.
- 6. To plan, determine and perform the Bank security system control
- 7. To manage the Partnership Program and to distribute fund for Community Development Program.
- 8. GCG Database
To ensure the completeness of GCG manual database, to update GCG manual database at Bank Mandiri portal and GCG library at Bank Mandiri portal in order to guarantee the data availability and accessibility.
- 9. Company Secretariat Administration
To direct the Company secretariat administration to ensure the availability of complete documents including submission of meeting materials no later than 5 days before the Board of Directors meeting or the Board of Commissioners meeting.

The Corporate Secretary has a mission namely to determine, develop, direct and prepare strategies for the implementation of Corporate Communication, Good Corporate Governance and secretariat administration in order to support the achievement of Bank Mandiri vision and mission with due observance to the principles of Code of Conducts and values.

To support such duties, the Corporate Secretary is in charge of several Departments namely:

- Capital Market & Assurance Department
- Office of The Board Department
- Corporate Communication Department
- Brand Management Department
- Corporate Social Responsibility Department
- Security Department

PROFILE OF CORPORATE SECRETARY**NIXON L. P. NAPITUPULU****Corporate Secretary**

An Indonesian Citizen, 45 years of age, Nixon L.P. Napitupulu earned his S1 degree from Universitas Sumatera Utara (USU) in 1994. He started his career in Bank Ekspor Impor Indonesia (BankExim) in 1996. During his career, he served as Department Head of Performance Management System – Strategy & Performance Group, Department Head of PMS Production & Development – Strategy & Performance Group, SBU Decision Support – Corporate BK Head - Strategy & Performance Group, Group Head of Micro Network Development Group, Group Head of Strategy & Performance Group. Starting 16 January 2013, Nixon L.P. Napitupulu served as Group Head of Corporate Secretary of PT Bank Mandiri (Persero) Tbk., by virtue of Decision of the Board of Directors No. KEP.DIR/189/2013 dated July 2, 2013.

• Development History of Corporate Secretary

- Legal & Accounting:
Certification of Risk Management-1, Certification of Risk Management-2, Train the Trainers Accounting e-MAS, Indonesian Bank Accounting Guideline
- Corporate Secretary:
Basics of Corporate Secretary, Good Corporate Governance
- Others:
Service Excellence, Accountability Session, Great Leader Program, Coaching for Leader, Adversity Quotient, Corporate Transformation, Performance Management System, dan Corporate Valuation.

In order to support the Bank Mandiri's vision to be Indonesia's Most Admired and Progressive Financial Institution as set out in the 2013 Bank Business Plan (RBB), it is the commitment of the Bank to be at all times in compliance with



compliance function

the prevailing laws and regulations.

3. Compliance Function Implementation

a. Level of Compliance with Laws and Regulations

The commitments are detailed as follows:

1. To grow and develop Compliance Culture in all organizational levels and business activities of the Bank.
2. To ensure firm application of compliance function in order for all Bank's activities to be in compliance with the prevailing regulations of Banking Authority, legislated laws and rules as well as principles of prudence.
3. The compliance is not intended only to the written rules, but also to the underlying soul and spirit. It is important to maintain the Bank's reputation as an institution engaged in financial services.
4. All personnel of the Bank are responsible for the performance of compliance function in each activity of their respective unit.
5. In addition to comply with the prevailing laws and regulations in Indonesia, foreign offices should comply with the laws and regulations applicable in local country. In case of inconsistency between the regulations prevailing in Indonesia and another country, more prudent steps should be taken.

Based on the foregoing, the Bank sets the principles of compliance as follows:

1. Bank shall at all times comply with the prevailing laws and regulations and apply the principles of prudence in the performance of all its activities (mandatory).
2. Members of the Boards of Directors and Commissioners shall be the role model of trustworthiness and integrity to make the compliance performance the Bank culture (starts from the top).
3. All personnel of the Bank shall be responsible for the performance of compliance function in their respective activity.

During 2013, all policies decided by the Management have been in compliance with/have not violated the prevailing laws and regulations.

b. Fulfillment of commitment to the competent authority

Bank Mandiri is intended to fulfill all commitments to Bank Indonesia and competent authority. To ensure compliance with the commitments to Bank Indonesia, the Bank's Compliance Unit continuously monitors all such commitments described in function of Supervisory services, Review/examination (ex-ante and ex-post), Consultation services and Regulatory services.

During 2013, all commitments to the Authority have been completed/fulfilled properly.

4. Director in charge of Compliance Function

The process of appointment, dismissal and/or resignation of the Director in charge of Compliance Function of Bank Mandiri has been governed as follows:

- a. The appointment, dismissal, and/or resignation of the Director in charge of the Compliance Function of Bank Mandiri have referred to the provisions on appointment, dismissal and/or resignation of members of the Board of Directors as contemplated in Bank Indonesian regulations on Commercial Bank, and PBI No. 13/2/PBI/2011 dated 12 January 2011 regarding Compliance Function Implementation.
- b. In case of permanent absence, resignation, or office term expiration of the Director in charge of the Compliance Function, the Bank shall immediately appoint his/her replacement.
- c. During the process of replacement of the Director in charge of the Compliance Function, another Director shall be appointed to temporarily carry out the duties of the Director in charge of the Compliance Function.
- d. The Director temporarily carrying out the duties of the Director in charge of the Compliance Function due to his/her permanent or temporary absence shall not be the CEO and or Vice CEO and Director in charge of



compliance function

functions which may affect the independency of Compliance Function. In case of no Director concurrently the Director in charge of the Compliance Function, such position will be temporarily performed by another Director in charge of operational functions.

- e. Every replacement of the Director in charge of the Compliance Function shall be reported to Bank Indonesia.

The appointment of the Director in charge of the Compliance Function shall be made upon Fit & Proper Test in accordance with Bank Indonesian Regulation.

5. Compliance line unit

Bank Mandiri Compliance line unit is directly under and responsible to the Director in charge of the Compliance Function.

Every appointment and/or dismissal of the Head of Bank Mandiri Compliance line unit has referred to Bank Mandiri Compliance Policy and shall be reported to Bank Indonesia with the following criteria:

- a. Fulfilling the Independency requirement
- b. Understanding Bank Indonesia regulations and prevailing legislated laws
- c. Not carrying out duties other than those of Compliance Function
- d. Having strong commitment to implementing and developing Compliance Culture.

The duties and responsibilities of Compliance line unit of Head office in relation to the Compliance Function implementation shall be as follows:

1. To conduct steps required to support the establishment of Compliance Culture in all business activities of the Bank in all organizational levels.
2. To conduct identification, assessment, monitoring, and control of Compliance Risk with reference to Bank Indonesian regulation on Application of Risk Management for Commercial Banks.
3. To assess and evaluate the effectiveness, adequacy, and compliance of the policies, regulations, systems and procedures established by the Bank with the prevailing laws and regulations.
4. To review and/or recommend update and refinement of policies, regulations, systems and procedures established by the Bank in order to make them in compliance with Bank Indonesian regulations and the prevailing legislated laws.
5. To take any measures required to ensure that the policies, regulations, systems, procedures and business activities of the Bank are in compliance with Bank Indonesia regulations and prevailing legislated laws.
6. To perform other duties related to the Compliance Functions.

The Compliance line unit so established does not take over the responsibilities of Heads of Bank line units for compliance implementation in their respective units.

INTERNAL AUDIT FUNCTIONS, INTERNAL AUDIT COVERAGE AND EFFECTIVENESS IN





internal audit

ASSESSMENT OF ALL THE BANK ASPECTS AND OPERATIONS

Internal Audit (IA) is an element of Internal Control System that functions as the third line of defense with important roles to maintain and secure the bank business activity, as well as to be responsible to guard the bank vision and mission accomplishments. IA assists the organization to achieve its goal through a systematic and regulated approach to evaluate and improve the effectiveness of internal control, risk management, and governance process.

INTERNAL AUDIT ROLES AND FUNCTIONS

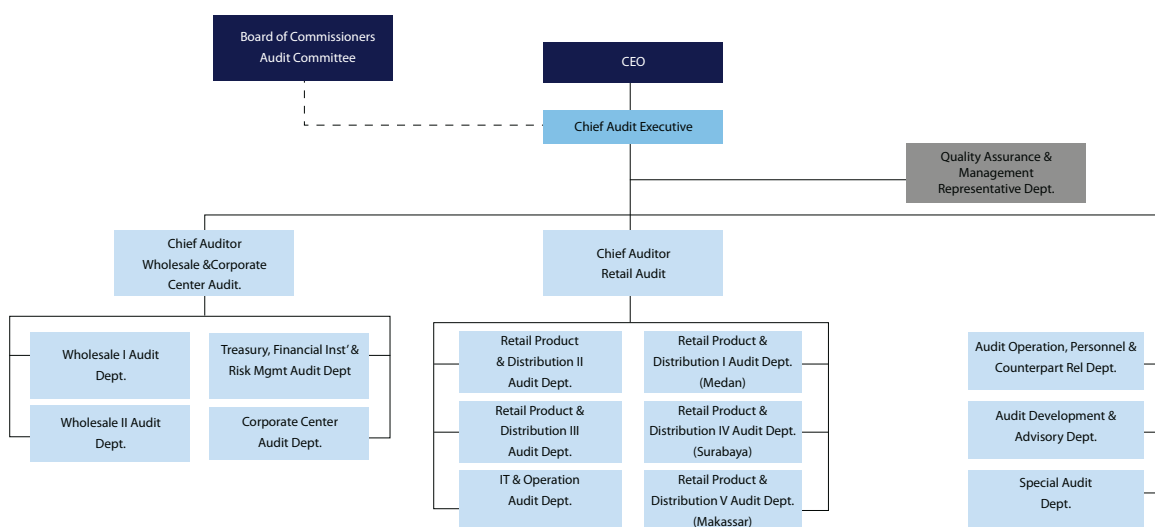
In the implementation of its functions, IA has carried out alliances on assurance functions within the bank organizations, including subsidiaries. Good synergy, effectiveness and efficiency will be accomplished through consistent alliances in the assurance functions implementation. The alliances of assurance functions are focused on alignment of Governance and Risk & Compliance, in collaboration with the risk management units and compliance units. In general, the alliances are implemented to determine the top risks of line units and the development of an audit plan.

In addition to executing audits which is the function of compliance assurance within the applicable rules, IA also conducts the assurance functions to support the overall focus of Bank Mandiri such as business achievements, services, cost efficiency, prudential banking practices, and the application of good corporate governance.

ORGANIZATION OF INTERNAL AUDIT DIRECTORATE (DIA)

To maintain independency and objectivity in order to express undistorted opinions and judgments, the position of DIA in organization is in the level of Directorate and should be responsible directly to the CEO and may communicate with the Board of Commissioners directly through the Audit Committee. The organizational structure of DIA is adjusted to the business strategy of the Organization, namely Retail and Wholesale segment and Corporate Center. The Organizational Structure of Internal Audit is also completed with special audit function (investigation), research & development, operation and quality assurance. Detailed organizational structure of DIA is as follows:

ORGANIZATIONAL STRUCTURE OF INTERNAL AUDIT DIRECTORATE



INTERNAL AUDIT CHARTER

The position, authority and responsibility of Internal Audit (IA) have been declared formally in the Internal Audit



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Charter. This Internal Audit Charter is consistent with the Bank Internal Audit Function Performance Standard (SPFAIB) and Decree of the Chairman of Capital Market and Financial Institution Supervisory Board (BAPEPAM-LK) regarding Preparation and Guideline for Preparation of Internal Audit Charter and best practice in accordance with IPPF (International Professional Practice Framework) standard by IIA (Institute of Internal Auditor).

The Internal Audit Charter is approved by the CEO and the Board of Commissioners which the said Charter regulates that IA should be able to place its function above all interests and the vision and mission of IA should be able to ensure the realization of sound Bank which may grow reasonably.

CHIEF AUDIT EXECUTIVE (CAE)

The Internal Audit Directorate is led by Riyani T. Bondan as Chief Audit Executive (CAE) with position of Senior Executive Vice President (SEVP) since 2005 by virtue of Decision of the Board of Directors No. KEP.DIR/117/2008 dated 21 October 2008. Riyani T. Bondan graduated from her S1 program in Institut Pertanian Bogor in 1984 and earned MBA degree from University of Illinois, Urbana Champaign, USA in 1994.

She started her professional experience as Credit Analyst in Plantation Credit Bureau of Bank Eskpor Impor Indonesia in 1987, and in 1994 she served as Head of Corporate Bureau Section, before being appointed as Executive Secretary to CEO in 1997 until 1999. Upon merger of several banks into Bank Mandiri, she was appointed as Group Head Corporate & Commercial Credit. Then from 2000-2001, she was appointed as Head of Commercial Credit III Department, and in 2002 she was appointed as Group Head of Retail Credit Risk Approval. In 2005, she was assigned to be Group Head Learning Center. On 21 October 2008, she was appointed as EVP Coordinator of Internal Audit, which is not SEVP of Internal Audit.

During 2010-2013, she served as General Chairperson of Communication Forum of Internal Control Unit (FKSPI) and from 2013-2016, she occupies the position of Chairperson of Governing Board of FKSPI. The Chief Audit Executive is appointed and dismissed by the CEO of Bank Mandiri upon approval of the Board of Commissioners and such appointment or dismissal shall be reported to Bank Indonesia and the Capital Market and Financial Institution Supervisory Board.

SCOPE, DUTIES AND RESPONSIBILITIES

Scope of work of IA includes all operation areas of Bank Mandiri, its subsidiaries/affiliates (in accordance with the applicable governance), to determine the adequacy of internal control, risk management implementation, and governance process.

IA assists the organization in achieving its objectives through Internal Audit Activities (assurance and consulting) and Investigation Activities.

- **Assurance**

To conduct testing objectively on evidence in order to provide independent assessment of internal control, risk management implementation, and governance process in the organization.

- **Consulting**

To render advisory service related to Client's activities which characteristic and scope are agreed with the Client and aimed at giving added value and improving internal control, risk management implementation, and governance process, without taking over any operational responsibility.

- **Investigasi**

To collect evidence using investigation techniques with respect to result of initial analysis result of existing indications and/or frauds. The purpose of investigation is to find out the modus operandi, causes, potential losses, perpetrator and other parties involved. Investigation covers the obtaining of evidence and statements, report writing, testimony of findings and follow-up monitoring as may be deemed necessary.

AUTHORITY OF IA

1. To conduct Internal Audit Activities for activities of all line units of Bank Mandiri and its subsidiaries/affiliates in



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accordance with the applicable governance.

2. To conduct direct communication with the Board of Directors, Board of Commissioners, and/or Audit Committee of Bank Mandiri and its subsidiaries/affiliates in accordance with the applicable governance.
3. To hold regular and incidental meetings with the Board of Directors, Board of Commissioners, and/or Audit Committee of Bank Mandiri and its subsidiaries/affiliates in accordance with the applicable governance.
4. To access all employees' information, records, and including, without limitation, their accounts/records and resources and other matters as may be deemed necessary relating to its duties and functions.
5. To conduct Investigation Activities for cases/issues in all aspects and components of activities indicated as fraud and violation of code of conduct.

RESPONSIBILITIES OF IA

1. To plan and perform Internal Audit Activities with focus given on areas/activities with high risk and to evaluate existing procedure/control system to make sure that the purpose and objective of the Bank may be achieved optimally and continuously.
2. To investigate, report and recommend sanctions on fraud to the Management.
3. To develop and perform programs to evaluate and improve the quality of IA.
4. To be responsible for any recommendations given and to conduct monitoring of the follow-up to the results of Internal Audit Activities and Investigation Activities.
5. To cooperate with Audit Committee to anticipate any risks and events that may cause the Bank to incur loss.
6. To coordinate its activities with the external audit activities and with other assurance provider units/functions.

In relation to Subsidiaries, DIA is authorized to conduct audit and/or investigation activities to Subsidiaries through mechanism: request from the Board of Commissioners of relevant Subsidiary to the Internal Audit, resolution of GMS of relevant Subsidiary, or any other mechanism agreed upon by both parties. In addition to assurance service, DIA provides consulting service to Mandiri Sekuritas (Mansek), Bank Syariah Mandiri (BSM), and Mandiri Manajemen Investasi (MMI). Alliance and knowledge transfer with subsidiaries are also conducted by way of assignment of the SKAI head of the subsidiaries and preparation of Annual Audit Plan.

2013 AUDIT PLAN & REALIZATION

As a response to the business strategies and risk faced by Bank Mandiri, changes in business environment, results of 2013 Enterprise Risk Assessment and management expectation (inputs from directorates), Internal Audit has established risk priorities which should be focused on during 2013 audit. It is in line with risk based audit approach applied by the Internal Audit, namely to ensure control effectiveness, risk management and governance of risks with high potential.

The top 6 risks which become the main focus during 2013 audit are: Information Technology, Competitor, Default, Fraud, Reputation and Human Resources Risks. Based on the top 6 risks above, the 2013 audit plan is prepared to cover areas exposed with such risks as presented in the following table. The audit plan is also prepared with an intention to achieve the three focused strategies of Bank Mandiri and 10 Bank priorities for 2013. In addition to the top 6 risks, Internal Audit has conducted audit for other 3 risks namely interest rate risk, compliance risk



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and strategic risk, with consideration that though such risks are not Bank's priorities, the Internal Audit considers that such risks should be audited to ensure the Bank compliance with external regulations, interest rate risk management and that the Bank strategy plan is in line with the specified vision.

The six (6) top risks are covered in the 2013 Annual Audit Plan (AAP) through thematic or regular audit. The thematic audit is conducted comprehensively, so that the main issues, distribution, and recommendation given to the management may give added value. The regular audit is focused more on certain line units, products, and activities with limited scope in accordance with the specified sample.

TOP 6 RISK	AUDIT SUBJECT
IT RISK	<ul style="list-style-type: none"> • Application systems, including risk management application system • IT Infrastructure • IT strategic initiatives <p><i>*) Critical business processes: e-channels</i></p>
COMPETITOR RISK	<ul style="list-style-type: none"> • Account Plan IT infrastructure • Cash Management • SPAN • E-Channel (EDC) <p><i>*) Promotion (Marketing Communication)</i></p>
DEFAULT RISK	<ul style="list-style-type: none"> • Loan management in Corporate, CBB, Mikro, Consumer Loan - Consumer Card segments • Bad debt management at Mandiri Sekuritas • Credit Risk & Portofolio Management (CRPM)
FRAUD RISK	<ul style="list-style-type: none"> • E-Channel (transaction & development) • Top risks in areas & branches, micro business banking • Financing management at BSM • Regional Treasury Marketing • Treasury Operation (pooling cash) • Procurement <p><i>*) Audit of "empowerment 1st line and alliance with 2nd and 3rd lines of defense in strengthening internal control in micro business"</i></p>
REPUTATION RISK	<ul style="list-style-type: none"> • Social Media • E-channel transaction • Customer services • Treasury operation (settlement) • Extending special rates (WMG)
HR RISK	<ul style="list-style-type: none"> • eHCMS data quality • LCG/MU <p><i>*) Optimization of people manager competencies</i></p>

Several risk indicators focused on in 2013 audit will be bank-wide monitored through continuous auditing mechanism in order to detect indication of deviation earlier. Such detection may be known by observing risk





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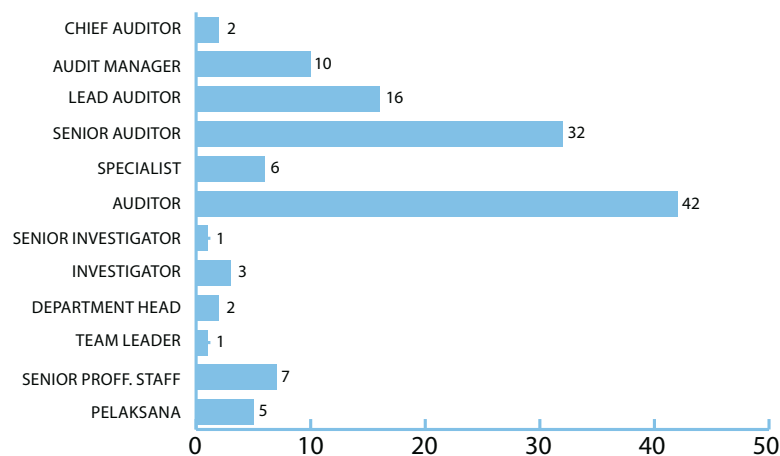
indicators exceeding the specified threshold. The result of the continuous auditing will be submitted to the related unit for immediate correction, and if more advanced evaluation is required, on-site and surprised audit may be carried out by internal audit. Through continuous auditing strategy, the audit coverage of certain risks may be broader and more intensive. For main risks not monitored through continuous auditing mechanism, on-site or on-desk audit will be carried out.

In general, the 2013 Annual Audit Plan may be realized in accordance with the targets as set out in the following table:

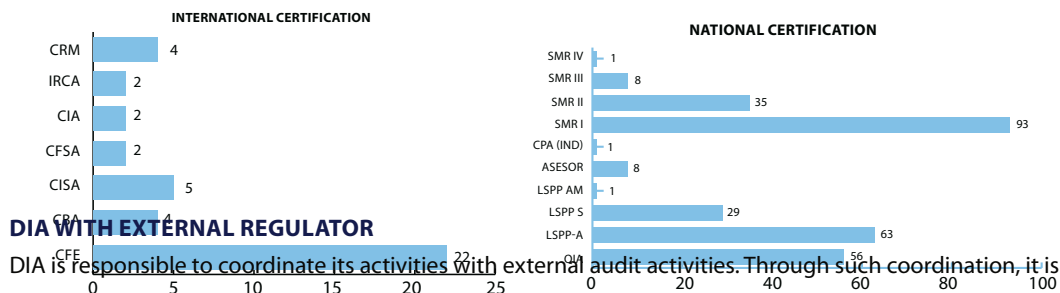
2012				2013 (s/d Sept)			
Assignment Type	Target	Realization	Achievement (%)	Assignment Type	Target	Realization	Achievement (%)
Routine	217	236	108.44	Routine	193	216	147.85
Mandatory	4	4		Mandatory	13	13	
Thematic	4	4		Thematic	3	3	
Special	0	32		Special	0	77	

DIA RESOURCES

The Internal Audit Directorate is supported by 112 auditors, 10 professional staff, and 5 executors totaling 127 personnel.



The competency of such 112 auditors is continuously improved and assessed through professional certification required for each type of audit. Every auditor may obtain more than 1 type of certification in line with the company's requirements.



DIA WITH EXTERNAL REGULATOR

DIA is responsible to coordinate its activities with external audit activities. Through such coordination, it is





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expected that a comprehensive and optimal audit result will be obtained. The coordination is established through, amongst others, periodic meetings by both parties to discuss important matters. In addition, DIA should conduct evaluation of the performance of external auditor particularly the Public Accountant Firm in the following aspects: its understanding of issues faced by the Bank, cooperation, communication, experience, expertise and deliverable (output given).

ROLE OF DIA IN CSR

As part of Corporate Social Responsibility (CSR) and Prosperous Spirit, DIA actively transfers knowledge of internal audit management particularly the application of risk based audit, not only to subsidiaries and Bank customers namely: PLN, Kimia Farma, Pegadaian and Jamsostek, but also to the regulators namely Bank Indonesia, Financial Services Authority and State Audit Board (BPK).

IMPLEMENTATION OF ANTI-FRAUD STRATEGY (SAF)

The Bank has implemented the Anti-Fraud Strategy as part of the internal control system in accordance with Bank Indonesia Circular Letter No. 13/28/DPNP dated 9 December 2011 regarding Implementation of Anti-Fraud Strategy for Commercial Banks. The Anti-Fraud Strategy constitutes the commitment of the Bank management to control Fraud by way of Fraud control system which is part of the Bank internal control system. The pillars in SAF programs namely pillar I: Prevention, pillar II: Detection, pillar III: Investigation, Reporting and Sanction and pillar IV: Monitoring, Evaluation and Follow-up keeps being improved. DIA as the coordinator in the implementation of Anti-Fraud Strategy should conduct monitoring consistently of the implementation of SAF. With consistent implementation of SAF, it is expected that the number of frauds may be minimized.

The Bank business rapidly develops but the number of internal frauds has been able to be minimized as presented in the following table.

Number of internal fraud cases

Internal fraud cases in 1 year	Number of Cases Involving:					
	Managers		Permanent Employees		Non-Permanent Employees	
	2012	2013	2012	2013	2012	2013
Total Fraud	-	-	31	23	15	12
Resolved	-	-	31	21	15	10
In process of internal resolution by Bank	-	-	-	2	-	2
Yet to be handled	-	-	-	-	-	-
In Legal Process	-	-	4	3	-	1

DIA IN WHISTLEBLOWER PROGRAM: LETTER TO CEO (LTC)

As part of the Anti-Fraud Program, the Bank has implemented the whistleblower program: "Letter to CEO (LTC)" coordinated by the Risk Management Unit. In this program, DIA will follow up letters categorized into fraud and violation of internal control. In each on-site audit to line units, DIA will allocate time to participate in socialization of LTC programs. DIA will also conduct and encourage improvement of LTC program such as LTC expansion for use by vendors.



external audit

EXTERNAL AUDIT FUNCTIONS, EFFECTIVENESS OF EXTERNAL AUDIT IMPLEMENTATION AND THE BANK COMPLIANCE WITH THE REGULATIONS REGARDING RELATIONS BETWEEN THE BANK, PUBLIC ACCOUNTANT AND BANK INDONESIA FOR CONVENTIONAL BANKS

In performing its operation, the Bank is supervised by Bank Indonesia (in this case, the Financial Services Authority), State Audit Board and a Public Accountant Firm.

The Internal Audit holds the responsibility to coordinate its activities with those of the External Auditors. Through this coordination, a comprehensive and optimum audit result can be achieved. Coordination can be done by periodic meetings by both parties to discuss important issues. In addition, Internal Auditor should conduct evaluation of the performance of External Auditor in the following aspects: its understanding of issues faced by the Bank, cooperation, communication, experience, expertise and output given.

COMPANY ACCOUNTANT

KAP APPOINTMENT PROCESS

1. The Board of Commissioners submitted a request to the Board of Directors to conduct pitching of Public Accountant Firm for audit of 2013 financial statements.
2. Bank Mandiri held a procurement process to select Public Account Firm, started with the establishment of Procurement Team of Public Accountant Firm in relation to the procurement of 2013 financial statements audit service and ended with evaluation of technical and financial aspects of the proposals submitted by the Bidders.
3. The Board of Directors submitted the result of evaluation of technical and financial aspects of the proposals submitted by Bidders to the Audit Committee.
4. The Audit Committee gave recommendation on the appointment of Public Accountant Office that would audit the 2013 financial statements to the Board of Commissioners for presentation at AGM.
5. The Board of Commissioners proposed to the AGM the Public Accountant Firm that would audit the 2013 financial statements.
6. The AGM held on 2 April 2013 resolved:
 - a. To appoint KAP Tanudiredja, Wibisana & Rekan as the Public Accountant Firm that would audit the 2013 financial statements
 - b. To confer power upon the Board of Commissioners to determine the fee and other requirements for the selected Public Accountant Firm.
7. Bank Mandiri delivered Notice to Bidders regarding the results of AGM.



external audit

Public Accountant's Offices that Have Audit PT Bank Mandiri (Persero) Financial Statements

Financial year	Name of Public Accountant	Public Accountant Period	Accountant	Accounting Period	Fee *) (Rp. Millionan)
2009	Haryanto Sahari & Rekan (PricewaterhouseCoopers)	1	Drs. Haryanto Sahari, CPA	3	10.697,5
2010	Tanudiredja, Wibisana & Rekan (PwC)	4	Drs. Haryanto Sahari, CPA		11.495,0
2011	Tanudiredja, Wibisana & Rekan (PwC)		Drs. Haryanto Sahari, CPA		11.800,0
2012	Tanudiredja, Wibisana & Rekan (PwC)	4	Lucy Luciana Suhenda, SE, AK, CPA	1	9.500,0
2013	Tanudiredja, Wibisana & Rekan (PwC)		Drs. Haryanto Sahari, CPA	1	9.975,0

Note : *) Tax included

The amount of fee for External Auditor namely KAP Tanudiredja, Wibisana & Rekan for 2013 financial year is Rp9.975 billion as stated above, inclusive of other attestation service fees.

Other services in addition to audit of annual financial statements should be agreed reliable procedures of a reporting system to Bank Indonesia, PSA 62 audit and security system of scriptless securities, custodian service, evaluation of Bank Mandiri performance, and evaluation of PKBL performance.

The appointment of KAP Tanudiredja, Wibisana & Rekan as the Public Accountant Firm to audit the 2013 financial statements is decided in AGM held on 2 April 2013 and has been in accordance with the regulations of Bank Indonesia, Bapepam-LK (in this case Financial Services Authority) and other related regulations.

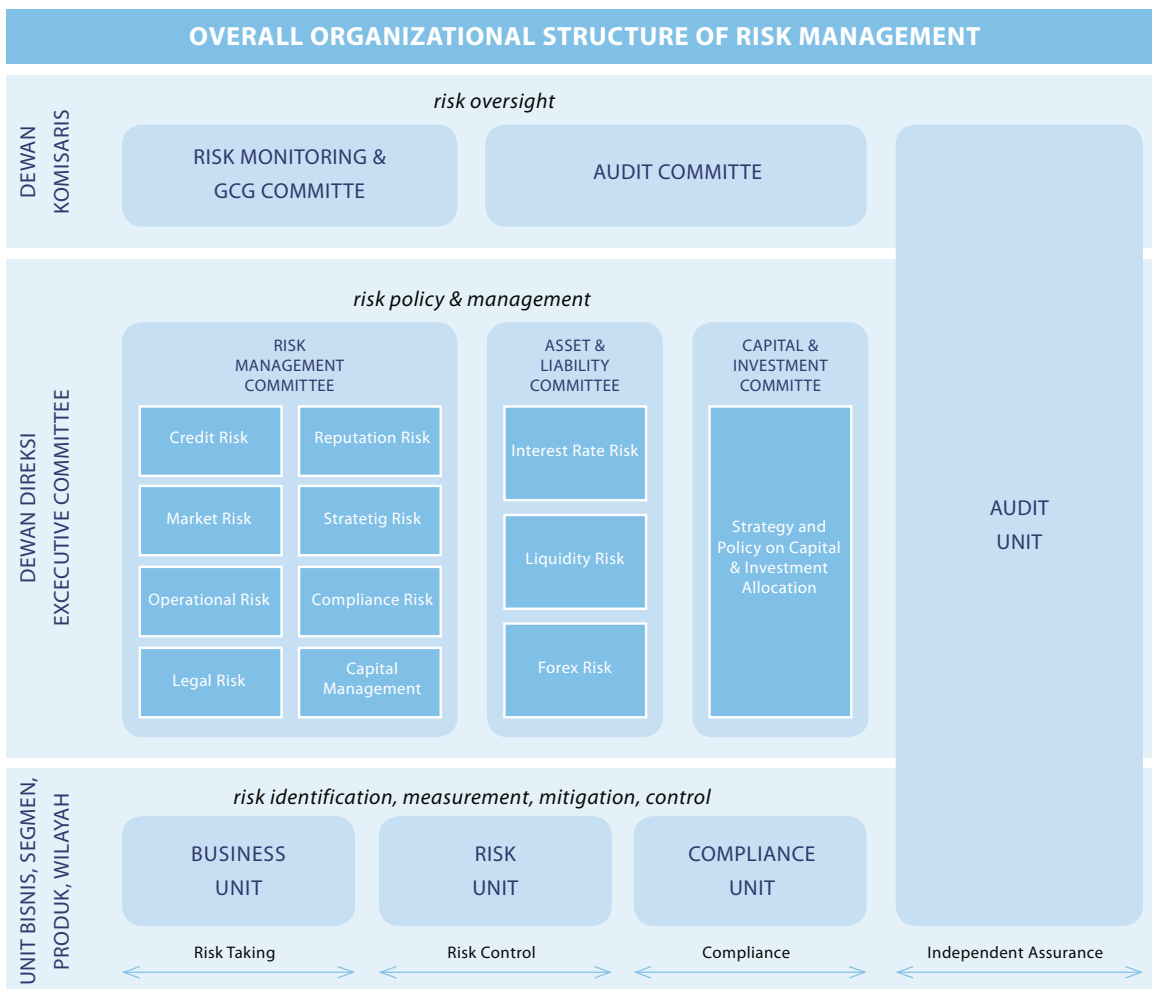


risk management

OVERVIEW OF RISK MANAGEMENT SYSTEM

Risk management implementation is conducted by the guidelines of Bank Indonesia Regulation (PBI) concerning the Implementation of Risk Management for Commercial Banks No. 5/8/PBI/2003 dated 19 May 2003 as amended with PBI No. 11/25/PBI/2009 and Bank Indonesia Circular Letter No. 13/23/DPNP dated 25 October 2011 concerning the Amendment to Circular Letter No. 5/21/DPNP regarding the Implementation of Risk Management for Commercial Banks. The implementation was carried out through risk management framework and governance and using risk management processes, namely identification, measurement, monitoring and controlling of risk in all levels.

Bank Mandiri conducts proactive risk management principles to support sound and sustainable growth of the Bank, as well as maintaining the level of optimized risk-adjusted return. The risk management of Bank Mandiri thereby has a mission to create and implement a comprehensive approach to identify, mitigate, prioritize, manage, and monitor risks that have a direct impact on the business, operations and organization. The Bank also continues to find business opportunities to optimize risk-adjusted return and shareholder value. Bank Mandiri has developed policies in process, competency, accountability, reporting and supporting technology with the objective to support effective and efficient risk management implementation.





OVERALL ORGANIZATIONAL STRUCTURE OF RISK MANAGEMENT

The risk management frameworks and organizations in Bank Mandiri consist of the Board of Commissioners in charge of the risk oversight function through the Risk Monitoring & Good Corporate Governance Committee, and the Audit Committee, the Board of Directors in charge of the risk policy function through Executive Committee related to risk management namely Risk Management Committee, Asset & Liability Committee, and Capital & Investment Committee. On operations, Risk Management line unit with the business and compliance line units are in charge of risk identification functions, risk measurement, risk mitigation and risk control.

Bank Mandiri adopts risk management implementation with an Enterprise Risk Management (ERM) approach, which consists of 4 building blocks, namely Organization & Human Resource, Policy & Procedure, System & Data, as well as Methodology/Model & Analytics.

Considering that the bank going concern is affected by risk exposure arising directly from its business activities or indirectly from its subsidiaries' business activities, the Bank should ensure that the principles of prudence and risk management are also applied in the subsidiaries.

IMPLEMENTATION OF RISK MANAGEMENT

The risk management and internal control of Bank Mandiri are implemented in all lines (3 layers of defense) and in all levels, as follows:

1. Active Supervision of the Boards of Commissioners and Directors
 - a. The Boards of Commissioners and Directors understood the risks that are faced by the Bank and has provided clear direction, carried out active supervision and mitigation, as well as developed the Risk Management culture in the Bank.
 - b. The Directors established the organization structure that clearly reflected the limits of authority, responsibility and functions, as well as independency between business units and line units of bank risk management.
 - c. The Board of Commissioners holds the responsibility in the approval and periodical observation of the risk strategy and policy that covers the Bank tolerance levels toward risk, the cyclic trends of domestic and international economy, as well as the design for long-term requirements.
 - d. The Directors are responsible in implementing the risk strategy and policy, by clearly outlining and communicating of risk strategy policy, monitoring and controlling risks and evaluating of the implementation of policy and strategy.
 - e. The Directors monitor the internal and external conditions, to ensure the execution of the Bank strategy has taken into account the risk impacts and to ensure that the line units in the Bank have the authority and responsibility that supports the formulation and monitoring of strategy implementation, including the corporate plan and business plan.
 - f. The Directors established the procedure of adequate review on the accuracy of risk assessment methodology, risk management information system implementation adequacy, as well as risk limit and procedure policy.





risk management

2. The Adequacy of Policy, Limits Determination and Procedure
 - a. The implementation of Risk Management in Bank Mandiri is supported by the framework covering the Risk Management policies and procedures, and limits the risks, as clearly defined by the vision, mission and the Bank business strategy.
 - b. The Bank has written policies and procedures that comply with the principles of transparency, improving the quality of customer service & obligations to stakeholders and the policy must be in accordance with the legislation in force.
 - c. The Bank risk management policy is developed in accordance with the Bank mission, business strategy, capital adequacy, HR capability, and risk appetite.
 - d. The Bank conducts evaluation and renews its risk management policies by taking into the development of internal and external conditions.
 - e. Determination of risk limits has been adequate, including limit per product/transaction, per risk types and per functional activity, and the adequacy of monitoring procedures on a regular basis.
3. The adequacy of the process Identification, Measurement, Monitoring of risk and controlling risk as well as the Risk Management Information System
 - a. The Bank conducts accurate risk identification and measurement process on every product or transaction deemed to be with risk.
 - b. Risk identification is proactive, covers all business activities of the Bank and is conducted to analyze the sources and the possibility of the incidence of risk and its impact.
 - c. The Bank already has adequate risk exposure monitoring systems, including the existence of independent functions to routinely monitor the risk exposure, provide accurate and timely information and feedback and follow-up on repairing and refinement.
 - d. The Bank developed the management information system that tailored to the characteristic, activities and complexities of the Bank business activities.
4. A comprehensive Internal Control System
 - a. The Bank implements internal control systems into Bank Risk Management application with reference to the established policies and procedures.
 - b. The determination of authority and responsibility on the compliance monitoring in line with the policies, procedures and limits.
 - c. The determination on line reporting and clear separation of functions from operational line units and line units controlling functions.
 - d. Sufficient procedures to ensure the Bank compliance toward prevailing laws.
 - e. The Bank conducts an effective, independent, and objective review of the policies, framework and Bank operations which frequency/intensity of these procedures can be judged, based on the Bank Risk exposures, market movements, measurement methods, and Risk management.
 - f. Internal Audit line unit conducts the audit on a regular basis with adequate coverage, documenting the audit findings and the management feedbacks on audit results, and reviewing the follow-up on audit findings.
 - g. Comprehensive description of risk factors and efforts to manage each of the risk may be viewed in Overview and Business Condition relating to Risk Management section.



INTERNAL CONTROL SYSTEM

The Internal Control System is an ongoing control mechanism established by the Board of Directors with approval of the Board of Commissioners with the following purposes:

- (a) To guard and secure Bank's assets,
- (b) To guarantee the availability of more accurate financial reporting,
- (c) To increase Bank's compliance towards the applicable provisions and regulations,
- (d) To reduce the risks of loss, deviations including frauds, and violations to the prudential aspects, and
- (e) To improve organization effectiveness and cost efficiency.

As a process implemented by all lines of the Bank, the Internal Control System should be started from the strategy determination in all organizations and should be designed to be able to identify possible events which may affect the company, and to keep risks within the tolerance limit (risk appetite), in order to give adequate certainty in achieving the company's objectives. The Internal Control System consists of 8 interrelated components that determine the effectiveness of the process, namely:

- | | |
|-------------------------|--------------------------------|
| 1. Internal Environment | 5. Risk Response |
| 2. Objective Setting | 6. Control Activities |
| 3. Event Identification | 7. Information & Communication |
| 4. Risk Assessment | 8. Monitoring |

As a process implemented by all levels of the Bank, the Internal Control System covers the strategies for all organizations. Therefore, the Bank has implemented the concept of three lines of defense in the Internal Control System. The implementation of three lines of defense categorizes the party in charge of the supervision into three groups namely:

- a. role of business units as the first line of defense in their function to manage the internal control aspects in their line units,
- b. role of risk and compliance unit in ensuring the bank-wide risk management, and compliance with the external regulations in the second line of defense,
- c. role of internal audit unit in the performance of independent assurance as the third line of defense.

It is expected that by the implementation of such three lines of defense concept the Bank's Internal Control System may be strengthened in cooperation with all organizations of the Bank in the first, second and third line of defense.

The aforesaid framework is applied in all processes and decisions namely planning, execution and evaluation process in the form of code of conduct, distribution of duties, authority, procedures in which there is adequate risk assessment, risk mitigation, limit establishment, approval, and reporting.

EVALUATION OF RISK MANAGEMENT SYSTEM EFFECTIVENESS

To observe the effectiveness of the Risk Management System and its implementation, internal and external evaluations and reviews are conducted. Internally, the Risk Monitoring & Good Corporate Governance Committee (KPR & GCG) and the Audit Committee have the duties and responsibilities to conduct review and evaluation of the policy and implementation of risk management of the Bank, and to give input and recommendation to the Board of Commissioners in performing its supervisory function. The internal audit line unit regularly reviews and audits the implementation of the Bank's risk management using risk-based audit principles for the purpose of not only internal control, but also ongoing improvement of risk management implementation.



risk management

Externally, the evaluation of risk management implementation is conducted by external auditor or auditor of Bank Indonesia. Particularly in 2013, Bank Mandiri assigned an international external consultant to review the implementation of Basel II and Enterprise Risk Management (ERM) in Bank Mandiri. As a recognition for the implementation of ERM in Bank Mandiri, Bank Mandiri earned an award from The Asian Banker for the category of Enterprise Risk Management Project in 2013.

TYPES OF RISK AND THEIR MANAGEMENT DURING 2013

Bank Mandiri focuses its risk management on eight categories of risk as stipulated by Bank Indonesia, namely credit risk, market risk, liquidity risk, operations risk, strategic risk, reputational risk, legal risk, and compliance risk. Furthermore, the Bank also conducts management for other risks, such as information technology risk.

The risk management in daily business is conducted in order to make the risk not exceed the specified risk tolerance, including credit risk management through front end, middle end and back end, market and liquidity risk management through limit systems and operational risk management.

Aside from primary risks, the Bank understands and managed other risks, such as compliance, legal, reputation, strategic, information technology, and competitors risk. Other risks are measured using top down and bottom up assessment. Every year, the management carries out a top-down assessment using the voting system of Enterprise Risk Assessment (ERA), while a bottom-up process is also measured through the Risk Profile at every quarter.

The risk management in functional activities of Bank Mandiri covers 8 (eight) types of risk as described below:

1. Credit Risk

With reference to Bank Indonesia regulation, credit risk is defined as follows:

“Credit Risk is the Risk arising from default by a debtor and/or counterparty in meeting its obligations to the Bank” (11/25/PBI/2009).

Bank Mandiri maintains an integrated credit process and credit risk management by Business Unit, Credit Operation Unit, and Credit Risk Management Unit. The process is supported by an integrated system and applied in an end-to-end manner.

2. Market Risk

With reference to Bank Indonesia regulation, market risk is defined as follows:

“Market Risk is the Risk on the balance sheet and off balance sheet position including the derivative transactions due to the overall changes of the market condition, including the option price Risk changes” (11/25/PBI/2009).

The market risk management of Bank Mandiri includes trading book, banking book, exchange rate, and pricing management as described below:

a. Market Risk – Trading Book

The trading book's market risk was attributable to changes in market factors (interest rate and exchange rate) on the trading portfolio of the Bank in the form of treasury trading activity including cash instruments and derivative instruments.

In the implementation of trading market risk management with consideration of GCG, Bank Mandiri applies principle of segregation of duties by separating front office units (executing trading transactions), middle-office units (implementing risk management processes, developing policies and procedures) and back office unit (executing the transaction settlement process).

The level of risk exposure of trading activities of the Bank is measured using Value at Risk (VaR) method. The market risk control is conducted by specifying the VaR Limit and sensitivity limit daily monitored by market risk management line unit.



b. Market Risk – Banking Book

The banking book’s market risk is attributable to, interest rate and exchange rate fluctuations on banking book activity which could affect the Bank’s profitability as well as the economic value of the Bank’s capital.

Bank Mandiri performs controls over the Banking book’s market risk by setting a limit which refers to the regulator’s requirements and the internal policies, and utilizing the repricing gap and performing sensitivity analysis to obtain the projected Net Interest Income (NII) and Economic Value of Equity (EVE).

As the implementation of prudential principles, the calculation is monitored on a weekly and monthly basis by the market risk management unit and measures should be taken if the limits are exceeded due to the occurrence of the following risk sources:

Sources of Banking Book Interest Risks	
Repricing risk	<i>repricing mismatch between assets and liabilities</i>
Basis risk	use of different reference rates
Yield curve risk	changes in shape and slope of yield curve
Option risk	repayment of loans / redemption of deposits before maturity

c. Market Risk – Exchange Rate

Exchange rate risk is attributable to unfavorable exchange rate movements in the market when the Bank has an open position.

The Bank applies a proper exchange rate risk identification on assets, derivative transactions and other financial instruments with exchange rate risk in certain functional activities or Bank activities as a whole.

The Bank conducts the exchange rate risk measurement using Gap Analysis method. In gap analysis, the Net Open Position (NOP) namely net difference between foreign exchange assets or receivables and foreign exchange liabilities or payables, plus net difference between receivables and payables which are the off balance sheet commitment or contingency for each foreign exchange rate in Rupiah.

d. Pricing Management

As part of the interest rate risk management, the Bank applies a pricing policy for loans and deposit products as one of the Bank’s strategies to maximize Net Interest Margin (NIM) and simultaneously support the Bank to achieve revenue and market share in the competitive market.

In the pricing management, the Bank implements risk-based pricing to customers, which varies according to the level of credit risk. In order to minimize interest rate risk, the lending interest rate is adjusted with the interest rate from the cost of funds.

Other than cost of funds, lending interest rates are determined by considering overhead costs, credit risk premiums and profit margins as well as taking into account the Bank’s competitiveness with its major competitors. Lending rates can be either be floating or fixed rates.





risk management

3. Liquidity Risk

With reference to Bank Indonesia regulation, liquidity risk is defined as follows:

"Liquidity Risk is the Risk which is caused by Bank's inability to meet its obligation from cash flow funding sources and/or the high quality liquid asset which can be pledged, without disturbing the activity and financial condition of the Bank" (11/25/PBI/2009).

The Bank's liquidity is influenced by the funding structure, asset liquidity, liabilities to counterparty and loan commitment to debtors. Bank Mandiri measures the liquidity ratio using 2 (two) ratio approaches, namely Nominal Stock Based and Flow Based.

4. Operational Risk

With reference to Bank Indonesia regulation, operational risk is defined as follows:

"Operational Risk is the Risk which is caused by the inadequacy and/or non-functioning internal process, human error, system failure, and/or external events which influence Bank's operational" (11/25/PBI/2009).

The operational risk management is intended to reduce losses due to non-functioning internal process, human error, system failure, or external factors which influence Bank's operation. The Bank conducts effective operational risk management to reduce losses due to operational risk.

Frameworks for Operational Risk Management (ORM) are based on Bank Indonesia regulations and Basel II and the provisions of the Bank's internal regulations. At this time, the Bank has an ORM risk management policy namely Mandiri Risk Management Policy (KMRBM), and Standard Operating Procedures (SOPs), which contains technical operational risk management in terms of governance, procedure and reporting systems aspects. The Bank also establishes procedures for risk management and mitigation steps on New Products and Activities (PAB) namely SPO PAB containing assessment methodologies on 8 (eight) types of risk.

5. Legal Risk

With reference to Bank Indonesia regulation, legal risk is defined as follows:

"Legal Risk is Risk that happened because of legal claim and/or weakness of jurisdiction aspect" (source: 11/25/PBI/2009)

Legal risk may happen in all transaction aspects of Bank Mandiri, including contracts executed with the customers and other parties and may have impact on other risks such as compliance risk, market risk, reputational risk and liquidity risk.

6. Strategic Risk

With reference to Bank Indonesia regulation, strategic risk is defined as follows:

"Strategic Risk is Risk because of imprecision in taking and/or executing a strategic decision as well as failure in anticipating business environment change" (source: 11/25/PBI/2009)



7. Compliance Risk

With reference to Bank Indonesia regulation, compliance risk is defined as follows:

"Compliance Risk is the Risk when Bank does not obey and/or implement the relevant rules and regulation" (source: 11/25/PBI/2009).

In practice, the Bank's business activities relate to various prevailing laws and regulations, such as credit risk related to provisions on Capital Adequacy Ratio (KPMM), Productive Assets Quality, Provision to Productive Assets (PPAP), Legal Lending Limit (BMPK), market risk related to provisions on Net Open Position (PDN), strategic risk related to provision on Bank's Annual Work Plan and Budget (RKAT), and other risks related to certain provisions.

Since there are numerous related provisions, the compliance risk management is conducted continuously to improve the compliance culture in all business activities and organizational levels of the bank and to mitigate any potential compliance risk.

8. Reputational risk

With reference to Bank Indonesia regulation, reputational risk is defined as follows:

"Reputational risk is the Risk which is caused by the decrease of the stakeholder trust level that is caused by negative perception towards the Bank" (source: 11/25/PBI/2009)

The scope of reputational risk is quite broad and is not limited only to the reputation of a bank, but it may trigger another risk and affect the performance of banking sector as a whole. The risk event may occur in one bank whose risk control is not sufficient. However, the reputation of each product or sector may affect the banking industry as a whole.

Despite the economic slowdown, in 2013 Indonesia still recorded significant economic growth above 5.5% with bank credit growth of around 20%. Globally, the threat to economic growth and stability of the financial markets resulted from the crisis in America and Europe as well as the economic slowdown in China and developing countries. Bank Mandiri performs proactive and anticipatory risk management through, among others, stress testing and preparation of contingency plan and operation of the Business Command Center as an integrated crisis management center.





risk management

PERFORMANCE & RISK PROFILE	
	Lending growth of 22.65% (YoY) with NPL maintained at 1.62% (Bank only)
Good quality lending growth	Diversified loan portfolio with application of policy limits (industry and borrower limits). During 2013, exposures to the mining, commodities and textile sectors, and sectors that are susceptible to depreciation of the Rupiah (high import content) were closely monitored and expansion conducted selectively.
Strong liquidity and market access	<p>Good liquidity supported business operations with LDR of 82.05%. Simulated Liquidity Coverage Ratio (LCR) of 409% and Net Stable Funding Ratio (NSFR) of 120%.</p> <p>Good access to funding having regard to the quality, reliability, and pricing of funds in crisis conditions (liquidity contingency plan) in the form of Interbank Repo, Repo to Bank, Lending Facilities, Swaps, and Collateralized Funding.</p>
Reliable risk management application	<p>Active supervision by Board of Commissioners and Board of Directors.</p> <p>Risk management policies prepared in accordance with the mission, business strategies, capital adequacy, human resources capacity and risk appetite of the Bank.</p> <p>Awarded Risk Management Award 2013 in the Enterprise Risk Project Management category from The Asian Banker.</p>
Trustworthy application of Good Corporate Governance	<p>Ensuring compliance with both internal and external regulations.</p> <p>Recognition and awards from party independent third parties for quality of Good Corporate Governance (GCG), including the Corporate Governance Perception Index Indonesia.</p>

Bank Mandiri conducted a bank-wide integrated evaluation of the risks being faced. Several uncertainties faced by Bank Mandiri and the mitigation steps taken during 2013 are as follows:

Uncertainty	Description	Mitigation
Credit concentration	Overexposure to one individual or entity, a related entity group, a geographical region, certain products and the like with common systematic criteria, with a potential of highly material loss	<ul style="list-style-type: none"> Use a tool called Portfolio Guidance on all credit risk management stage Limit exposure by limit policy (industrial limit and debtor limit)
Business process complexity and wide network coverage	In line with aggressive and non-organic business growth, Bank Mandiri has complex and various businesses and wide networks including overseas branch offices and subsidiaries	<ul style="list-style-type: none"> Implement enterprise risk management Perform gradual and sustainable risk management consolidation with subsidiaries
Internal & eksternal fraud	Deliberate acts of deviation and omission to deceive, fraud, or manipulate the Bank, customers or other parties, which occur in the Bank domain and/or use Bank facilities thus causing the Bank, customers or other parties to suffer a loss and/or the fraud perpetrators to obtain direct or indirect financial benefits	<ul style="list-style-type: none"> Operational risk management by all work units. Increase risk awareness through a series of publication programs including the "NO Surprise" program to all work units Operational risk management implementation which is periodically monitored by operational risk management forum in central and regional offices Implement due diligence and risk management process to customers by referring to regulations of Bank Indonesia and based on risk-based approach principles



risk management

Uncertainty	Description	Mitigation
Global crisis and economic growth slowdown	European sovereign debt crisis has caused economic growth slowdown and financial market volatility. Economic growth slowdowns in China and India threaten commodity demand. Significant increase in BI key reference rate to reduce financial market volatility due to stimulus tapering off by the Federal Reserve.	<ul style="list-style-type: none"> Perform regular and comprehensive stress testing, and prepare a contingency plan Operate Business Command Center as an integrated crisis management center Close monitoring to industrial sectors with strong crisis and recession potentials, including mining, commodity and textile Develop special watch list tools for coal mining and oil palm plantation sectors to monitor debtors in the two sectors
National economic slowdown	Oil fuel price adjustment which supports higher inflation and interest rates	Perform active portfolio management to obtain credit portfolio in prospective sectors
Banking liquidity	Financial market volatility caused tighter banking liquidity, thus increasing market interest rates and competition to obtain funds	Proactive and prudent liquid assets management and increasing market access
Changes in regulator and government regulations	Changes in regulations by regulator which increase the Bank's exposure	Increase risk portfolio or exposure for the Bank thus reducing the impact of changes in regulator/ government regulations, including by Bank portfolio diversification, higher capital and the like
Higher competition in banking industry	Better economic condition supports higher competition in banking industry, including in interest rate pricing and credit processing time	<ul style="list-style-type: none"> Implement market leader strategy in funding pricing Implement risk-based pricing, which is different credit interest rates based on credit risk level Develop cash flow-based lending method/ approach for financing distributor Implement new credit process for credit with a limit from IDR200 million to IDR500 million





legal matters

CASE STATUS

Legal Issue	Board of Commissioners		Board of Directors		Total	
	Non Criminal	Criminal	Non Criminal	Criminal	Non Criminal	Criminal
Decided (permanent and binding legal effect)	-	-	-	-	67 matters	16 cases
Still in process	-	-	-	-	175 matters	32 cases
Total	Zero	Zero	Zero	Zero	242 matters	48 cases

IMPACTS ON THE COMPANY

The civil and criminal cases during the current financial year have been filed through legal process and the impact thereof on the company is not significant because they have been mitigated.

In addition, there is no administrative sanction imposed on the Issuer, Directors, and Commissioners, with respect to the case handling by the Bank.

information on financial and non-financial conditions that have not been disclosed in other reports:



access to information and corporate data

Bank Mandiri has been facilitating information access and corporate data to the public, through: Mandiri Call Center 62-21 5299 7777, 14000; corporate website: www.bankmandiri.co.id; Investor Relations website: ir.bankmandiri.co.id; email: ir@bankmandiri.co.id; mass media; mailing list, bulletins, periodical analyst meetings; and/or through Bank Mandiri branches.

INFORMATION ON FINANCIAL AND NON-FINANCIAL CONDITIONS THAT HAVE NOT BEEN DISCLOSED IN OTHER REPORTS:

Bank Mandiri has submitted all the financial and non-financial reports in a transparent manner to public through several print and electronic media, including financial report publication on the website of Bank Mandiri, Bank Indonesia, Indonesia Stock Exchange and the Portal of the Ministry of State Owned Enterprises. Such reports are made available in a timely, complete and accurate manner.

MEDIA ENGAGEMENT PROGRAM

No	Month	Activity	Media Target	Provided Information
1	January	1. Media Briefing WMM dan MYT 2012	National media reporters, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, and Detik.com	Background and developments of Mandiri Young Entrepreneur (<i>Wirasaha Muda Mandiri/ WMM</i>) and Mandiri Young Technopreneur for massive multiplier effect
		2. Press Conf WMM dan MYT 2012	National media reporters and photographers, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, ANTARA and Detik.com	Success of WMM and MYT programs in spreading entrepreneurship to university students and alumni to increase the number of award and workshop participants
		3. Informal media meeting	Media Indonesia, Bisnis Indonesia, Detik.com, Indonesia Finance Today and Kompas.com	Limited provided information, with the informal meeting essence to get Bank Mandiri to be closer to the media



access to information and corporate data

No	Month	Activity	Media Target	Provided Information
2	February	1. Media Briefing IFIF 2013	National media reporters, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, and Detik.com	Background of Bank Mandiri participation in the Indonesia Financial Inclusion Forum and expectation from holding the international event
		2. Press Conf IFIF 2013	National media reporters and photographers, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, ANTARA and Detik.com	Bank Mandiri is also active in publicizing financial inclusion, including through branchless banking program as implemented to subsidiaries
		3. Press Conf Q4/2012 Performance	National media reporters and photographers, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, ANTARA and Detik.com and foreign wirenews	Bank Mandiri recorded 23.7% in assets growth to IDR635.6 trillion in Q4/2012, closer to the aspiration of becoming the most admirable and progressive financial institution in Indonesia
		4. Chief Editor Gathering	National media chief editors, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, and Detik.com	In line to an aspiration to become one of the leading banks in ASEAN by 2020, Bank Mandiri is continuously expanding to main transaction bank for customers and expanding to regional level
		5. Informal media meeting	Republika, Tempo, Media Indonesia and photographers from Antara, Bisnis Indonesia, Kontan, Indonesia Finance Today, Media Indonesia, and Kompas	Bank Mandiri wants to strengthen constructive and mutually beneficial relations with media to obtain supports in relation to corporate business agenda



access to information and corporate data

No	Month	Activity	Media Target	Provided Information
3	March	1. Informal media meeting	Bisnis Indonesia, The Jakarta Post, Dow Jones, Majalah SWA, and Indonesia Finance Today	Bank Mandiri wants to maintain relationship quality through programmed informal activities to strengthen relationship with media
4	April	1. Press Conf 2013 AGM	National media reporters and photographers, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, ANTARA and Detik.com	As an institution that supports Good Corporate Governance principles, Bank Mandiri holds AGM to obtain shareholder approval on corporate performance and business strategies
		2. Press Conf CFO Forum 2013	National media reporters and photographers, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, ANTARA and Detik.com	Bank Mandiri gathers CEOs from various sectors to increase competition through funding for innovation. This activity is one of the efforts to strengthen synergy with corporate world to jointly support business growth
		3. Press Conf Q1/2013 Performance	National media reporters and photographers, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, and Detik.com	Bank Mandiri recorded Rp641 trillion in total assets in Q1/2013, a growth of 17.1% yoy, supported by consistency in business expansion by maintaining earning assets quality
		4. Chief editor Gathering	National media chief editors, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, and Detik.com	Bank Mandiri has prepared itself to welcome the ASEAN economic community and maintains active contributions to improve public welfare
5	May	1. Press Conf Macroeconomic Outlook Q1/2013	National media reporters, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, and Detik.com	Bank Mandiri continue to contribute to country welfare through current review which is beneficial to media
		2. Informal media meeting	Bisnis Indonesia, Kontan, Vivanews.com and Media Indonesia	The importance of media for corporate business and non-business target achievements
6	June	1. Informal media meeting	Media Indonesia, Bisnis Indonesia, Detik.com, Vivanews.com and Republika	The importance of media for corporate business and non-business target achievements





access to information and corporate data

No	Month	Activity	Media Target	Provided Information
7	July	1. Breakfasting with Reporters	National media reporters, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, and Detik.com, and economy desk photographers	Bank Mandiri readiness in welcoming 2013 fasting month and Eid holiday
		2. Press Conf Q2/2013 Performance	National media reporters, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, and Detik.com	Bank Mandiri recorded 22.3% growth in credit to Rp428.7 trillion in Q2/2013. This resulted in total assets hike to Rp672.2 trillion.
		3. Breakfasting with chief editors	National media chief editors, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, and Detik.com	Bank Mandiri readiness in welcoming 2013 fasting month and Eid holiday
8	August	1. Press Conf Macroeconomic Outlook Q2/2013	National media reporters, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, and Detik.com	Bank Mandiri is always a reliable research institution for media through comprehensive reviews on national economy
		2. Informal media meeting	Bisnis Indonesia, Kontan, Detik.com, Media Indonesia, and Tempo	Bank Mandiri and media have mutual need and mutually-beneficial relationship
		3. Media visit	Kontan	Bank Mandiri consistently implements GCG principles in all business activities
9	September	1. Informal media meeting	Vivanews.com, Okezone.com, Bisnis Indonesia, Rakyat Merdeka, Majalah Infobank, Republika, Detik.com, Media Indonesia, Tempo, and Jawa Pos	Bank Mandiri wants to optimize media role in delivering corporate latest updates to stakeholders



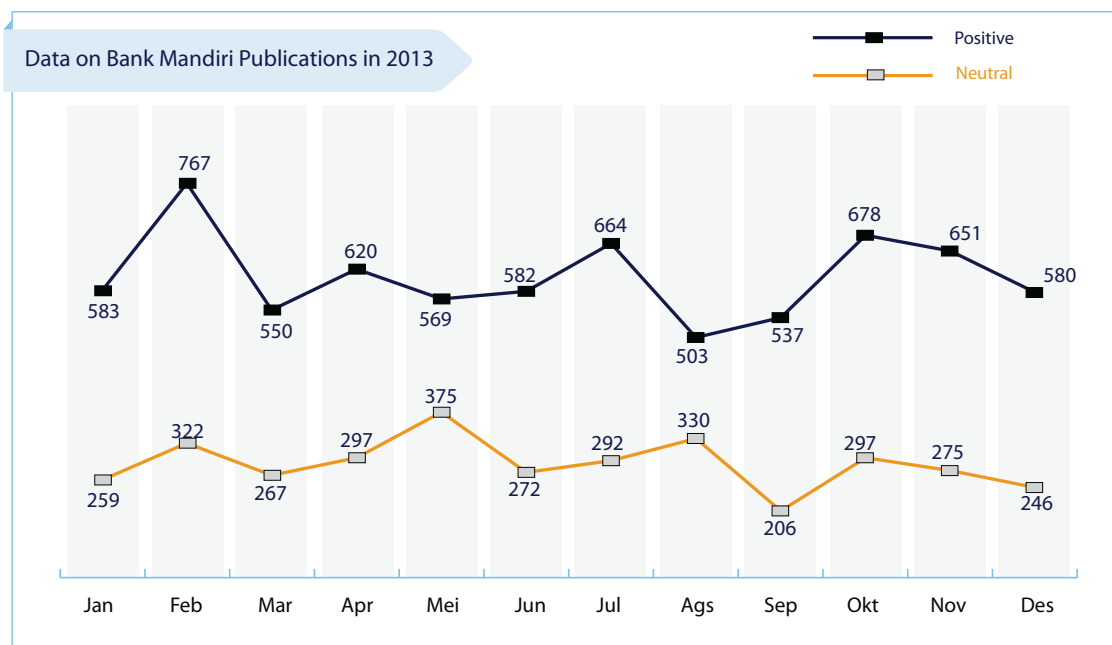
access to information and corporate data

No	Month	Activity	Media Target	Provided Information
10	October	1. Media Briefing Jakarta Marathon	National media reporters and photographers, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, ANTARA and Detik.com	Bank Mandiri supports national sports developments particularly athletic as a potential sport to record achievement in international events
		2. Press Conf Q3/2013 Performance	National media reporters and photographers, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, ANTARA and Detik.com	Bank Mandiri recorded 19% growth in total assets to Rp700.1 trillion yoy in Q3/2013
		3. Lunch with executive editors	National media editors and executive editors, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, and Detik.com	Bank Mandiri wants to be the top leading bank in Southeast Asia by 2020
		4. Media visit	Sinar Harapan	Bank Mandiri consistently implements GCG principles in all business activities
11	November	1. Media visit	Tempo Group	Bank Mandiri consistently implements GCG principles in all business activities
		2. Media Training: Media Reporters	National media reporters, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, and Detik.com	Bank Mandiri is on the right track to realize its vision to be the best in ASEAN by 2020
12	December	1. Press Conf Macroeconomic Outlook Q3/2013	National media reporters, including Kompas, Bisnis Indonesia, Kontan, Investor Daily, Media Indonesia, Koran Tempo, Jakarta Post, Republika, and Detik.com	Bank Mandiri is always a reliable research institution for media through comprehensive reviews on national economy
		2. Informal media meeting	Kontan and Detik.com	Bank Mandiri wants to continue optimizing media role in delivering corporate latest updates to stakeholders





access to information and corporate data



CUSTOMER COMPLAINTS

To handle customer complaints and to provide the right solutions quickly, Bank Mandiri has established a special line unit to handle this issue with standardized, comprehensive and reliable, operational policies.

The basic principle in handling customer complaint is "Welcome Complaint", in which many channels have been created by Bank Mandiri for quick and easy access by customers. The Channels are:

- Mandiri 24 Hours Call Center at number 14000
- Website www.bankmandiri.co.id and chose the menu: contact us
- Through email address: customer.care@bankmandiri.co.id
- Direct visits to Bank Mandiri
- Official letters for the attention of Bank Mandiri, whether by direct submission, through facsimile or by postal service
- Readers letters in in mass media columns, both prints or electronic
- Via Twitter account @mandiricare

Customer complaint settlement level up to 31 October 2013 was as follows:

Type of Complaint	Number of Complaints in 2013	Resolved in 2013
Financial	113.498	110.312
Non Financial	8.171	8.171
Total	121.669	118.483



code of conduct and corporate culture

Bank Mandiri has the Code of Conduct that sets the principles of personal and professional behavior to be upheld by all members of the Bank. This Code of Conduct gives members of the Bank proper and trustworthy standards of behavior.

The Code of Conduct of Bank Mandiri was prepared in 2000 and has been revised in 2010. The application of Bank Mandiri Code of Conduct shall be followed with mechanism of violation reporting system established by Bank Mandiri as a reporting media for any violation of code of conduct and Discipline Rules of Bank Mandiri regulating types of violation and violation handling mechanism.

CONTENT OF CODE OF CONDUCT

Bank Mandiri has the Code of Conduct that sets the ethical standards (business and professional ethic) and behavior to be upheld by all employees of the Bank, which regulates the following:

1. Conflict of interest
2. Confidentiality
3. Position Abuse
4. Insiders Behavior
5. Integrity and the Bank Data Accuracy
6. Banking System Integrity
7. Employee Accounts Management
8. Annual Disclosures
9. Fraud/incompliance Sanctions
10. Supervision of Implementation and Updates

Code of conduct is valid for all bank personnel namely the Board of Commissioners, Directors, and employees of Bank Mandiri in all organizational levels of Bank Mandiri. Every year, the Boards of Commissioners and Directors will sign the designated commitment form to perform the Company's code of conduct. Bank Mandiri requires every employee to prepare and sign the Employee Statement by which the employees commit themselves to personally and responsibly act by the Indonesia Banker Ethics Code, Bank Code of Conduct and all internal and external prevailing regulations.

Bank Mandiri also issued the Business Ethics Policy/Guidelines that must be observed by all bank personnel, which policy elaborates Personal Integrity, Discrimination Act Prevention on the Bank Business Implementation and others. In the effort to effectively implement the Indonesia Banker Ethics Code, Code of Conduct and business ethics, any violation, negligence, and breach thereof will be sanctioned in accordance with the prevailing laws.

IMPLEMENTATION AND ENFORCEMENT EFFORTS

The implementation and enforcement efforts of Bank Mandiri code of conducts are carried out consciously and continuously in attitude, commitment and provision, including:

Compliance Statement of Bank Mandiri Code of Conduct

For effective implementation of Code of Conduct, all employees of Mandiri are required to read, and understand and sign the "Compliance Statement of Mandiri's Employee to Code of Conduct".





code of conduct and corporate culture

Management Commitment

Confirmation of commitment of Bank Mandiri Management relates to the commitment of Bank Mandiri not to accept and/or request any gift or parcel in any form and for any reason whatsoever from customer, debtor, and business partner or any third party in mass media and on website of Bank Mandiri.

Annual Disclosure of Conflicts of Interest

Upon preparation of derivative policy of Bank Mandiri Code of Conduct in the form of Conflict of Interest Handling Guideline of Bank Mandiri, all employees of Bank Mandiri are required to prepare annual disclosure with respect to any conflict of interest every year, and all line units are required to submit transaction report/decision with Conflict of Interest each quarter.

Integrity Pact

The issuance of integrity pact to all Bank Mandiri partners that establish cooperation in the procurement of goods and/or services.

Awareness Program

the induction program of bank mandiri code of conduct is carried out on all new employees of bank mandiri through jump start program in education center of bank mandiri and continuous and consistent socialization of policies. in addition, socialization is also conducted to all line units of bank mandiri in relation to code of conduct such as anti-fraud strategy of bank mandiri, compliance culture, and service culture.

CORPORATE CULTURE

To support the achievement of vision, mission, and to make its strategy successful, Bank Mandiri has formulated and implemented a corporate culture namely TIPCE as explained below:

TRUST

To build and maintain confidence with stakeholders through open and sincere relationships based on trust.

INTEGRITY

To think, speak and act truthfully, with dignity and uphold the professional code of ethics.

PROFESSIONALISM

Committed to perform work accurately, with a high level of competence and with a full sense of responsibility.

CUSTOMER FOCUS

To always position our customers as the primary partners in mutually beneficial relationships that sustain growth.

EXCELLENCE

To develop and improve in all areas and to achieve optimum value and best results.

Internalization and socialization process of Corporate Culture for all organizational levels (Board of Commissioners, Board of Directors, and Employees) is carried out through formal and informal communication media, such as: in-class training, discussion and briefing of Management when conducting field visit, sms/email blast, articles in Mandiri magazine, teleconference/videotaped materials, and others.

Intensively and continuously this communication program has been implemented from 2005 to 2013 with Culture Specialist Group as coordinator of this Program. In addition, for Bank Mandiri internal members, the socialization will involve Subsidiaries.



code of conduct and corporate culture

In the 2010-2014 Long-Term Plan (RJP) of Bank Mandiri, the Bank has determined its VISION to be "Indonesia's most admired and progressive financial institution". Through such Vision, the aspiration of Bank Mandiri to be a financial institution fully committed to developing relationship with all its customers through innovative financial solution with international standard and giving contribution to the country through consistent performance improvement is reflected.

Cultural Transformation

Extraordinary target will have never been achieved with ordinary efforts. Business and cultural transformations carried out by Bank Mandiri become a unit which cannot be separated from each other. Both transformations are like two sides of a coin which support each other where without a strong culture the strategy cannot be implemented or its impact is insignificant and, therefore, a successful transformation cannot be achieved. To complete the transformation process, Bank Mandiri sharpened the Corporate Culture through a series of discussions involving the entire senior management at the Bank with the theme "Bank Mandiri The New Horizon". The results of these discussions are the formulation of TIPCE as stated in the guidelines of 11 main behaviors:

1. Trustworthy, sincere, open & wholehearted
2. Empowering potential, not materialistic, synergetic, and having mutual respect
3. Disciplined, consistent and fulfilling commitment
4. Commendable thinking, talking and acting
5. Reliable, resilient, responsible, learner and confident
6. Having intrapreneurship spirit and courage to make decision with measured risk
7. Having ability to found out the customer's needs and desires proactively and to give total solution
8. Giving the best service rapidly, accurately, effortlessly to the satisfaction of the customer
9. Patriotic, having winning mentality and courage to make a breakthrough
10. Innovative in creating opportunity to achieve performance beyond expectation
11. Focused and disciplined in executing Priorities.





corruption prevention

PROHIBITION ON GRATUITIES

For the strengthening of GCG, Bank Mandiri has reconfirmed the prohibition on the acceptance of gratuities by all employees. This is related to the commitment as set out in the 2000 Code of Conduct of Bank Mandiri, regulating conflict of interest, abuse of authority prohibition and employees' integrity.

The gratuity prohibition is the follow-up to appeal letter of KPK dated 21 January 2013 regarding Gratuity as organized around PTO Gift Disclosure Statement effective as of 2 July 2013.

The Bank is very aware of the need to maintain good relationship with the customers, partners and all stakeholders by considering the ethics and avoiding any things which may be categorized into gratuity.

In line with gratuity prohibition program, Bank Mandiri also participates in effort to create anti-corruption culture such as attending the 2013 Anti-Corruption Exhibition administered by the Corruption Eradication Commission (KPK) held from 9 to 11 December 2013. In such exhibition, Bank Mandiri was awarded as the 2nd best stand.

STRATEGI ANTI FRAUD

THE ANTI-FRAUD STRATEGY OF BANK MANDIRI CONSTITUTES THE COMMITMENT OF BANK MANDIRI TO CONTROLLING FRAUD, WITH ZERO TOLERANCE TOWARDS ANY FORMS OF FRAUD, INTERNALLY OR EXTERNALLY.

TRAINING

Anti-corruption materials become part of training program on leadership development as given in the following table:

Topic & Material	Participants		Employees
	Board of Directors	Employees	
Code of Conduct and Business Ethics	yes	yes	GCG Familiarization
Compliance	yes	yes	GCG Familiarization
Information Leaks	yes	yes	GCG Familiarization
Antibribery	yes	yes	Reporting violations and Ethical Standards
Anti-trust	yes	yes	GCG Familiarization
Conflicts of Interest	yes	yes	GCG Familiarization
Confidentiality	yes	yes	GCG Familiarization
Human rights	yes	yes	Training on Leadership & Corporate Values, Application of GCG



whistleblowing system

LETTER TO CEO (WHISTLEBLOWING SYSTEM)

Letter to CEO is one of the operational risk mitigation of Operational Risk by improving the effectiveness of the application of fraud control systems focusing on reporting violations (Whistleblower System). Letter to CEO (LTC) is a fraud reporting media from the employee to CEO focusing on disclosure of the complaint to improve effectiveness of fraud control system implementation.

STATUS OF LETTER TO CEO

2009	2013
<ul style="list-style-type: none"> Letter to CEO mechanism established in 2009 Whistleblower must identify himself Only for employees LTCs can be sent by letter, email and SMS Reports submitted through LTC mechanism must be related to fraud/ and improvements / excellence 2013 	<ul style="list-style-type: none"> Revitalization of LTC mechanism in 2013 Whistleblowers no longer need to identify themselves No only for employees but also for vendors Reporting channels expanded to include LTC website Reports submitted by LTC must concern fraud

LTC MECHANISM

LTC reporting mechanism is as follows:

1. LTC submission method

Whistleblower may submit report using the following media:

- SMS to 0811-900-7777
- Email to lettertoceo@bankmandiri.co.id
- Letter through PO BOX 14000 JKTM 12700
- Internal Website, namely lettertoceo

Every report submitted by whistleblowers will be given a Random Unique Number

2. Protection for the whistleblower

With reference to the Bank's internal regulations

3. Complaint Handling

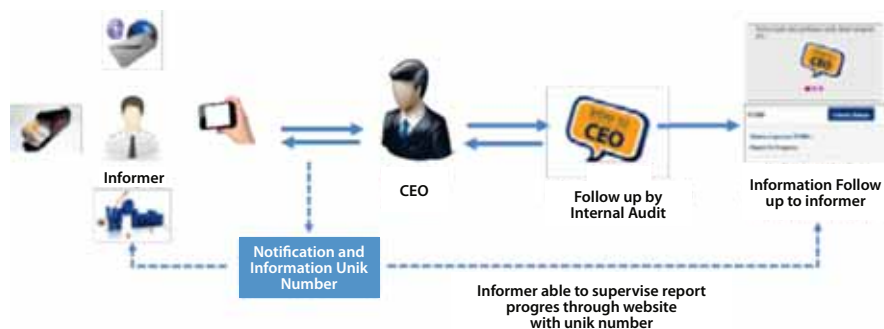
The admitted reports will be handed over to Internal Audit Group and then will be investigated and followed up. The whistleblower may get information of the outcome of such complaint handling through the received Random Unique Number, for future check of reporting status through lettertoceo website.

4. Complaint management

The Internal Audit Group will be the line unit that handles and manage complaints.

5. Outcome of complaint handling

The report will be followed up by the Internal Audit in accordance with the stipulated SLA.





whistleblowing system

BENEFITS OF LTC

The following are the benefits expected to be achieved by the implementation of LTC program, among others:

1. Improvements including: (1) fulfill customer needs (ii) develop the business (iii) increase the market share (iv) increase revenue & reduce cost (v) decrease processing time (vi) improve the employee engagement.
2. Prevention of violations (Anti-Fraud) including: (i) increased participation of employees in control measures (ii) establishing early warning systems of fraud (iii) to decrease the risk of the bank losses.

TYPE OF LTC REPORT

The report submitted through LTC is a report related to Fraud as described below:

- a. Definition of Fraud
 - 1) A deviating act or a purposeful neglect undertaken in order to deceive, cheat, or manipulate Bank, customer, or another party, that occurs inside the Bank, and/or
 - 2) Using Bank's facility so as to cause the Bank, customer, or another party to suffer a loss, and/or
 - 3) to cause the fraudster gain a financial benefit, both directly and indirectly.
- b. Types of Fraud:
 - 1) Corruption, namely receiving/asking for reward and/or misappropriation or misuse of bank money for personal or others' interest and/or making or causing others to make plans that harm the Bank.
 - 2) Deceit, namely deceiving Bank, customers or third parties and/or falsifying documents, signature, physical evidence and/or any authentic proof.
 - 3) Theft, namely taking part and/or all of Bank's assets or data illegally.
 - 4) Neglect, namely intentionally and deliberately ignoring procedures or responsibilities as the Bank employees.
 - 5) Violation, namely violating the Bank's internal regulations or any external regulations or defrauding the Bank using technology (cybercrime) and/or not, including making devious plot in financial statements or committing banking criminal offense as stipulated in Banking Law and any other acts equivalent thereto.

SOCIALIZATION OF LETTER TO CEO (LTC) PROGRAM

Letter to CEO (LTC) program is socialized through 3 (three) stages namely:

- 1) Pre-launch, namely an educational stage for Mandiri's employees regarding fraud. The socialization in this stage is carried out through the following media:
 - a. Running Text on Bank Mandiri Portal, inviting the Mandiri members to know and prevent fraud.
 - b. Poster attached to the back office of the Head Office, Regional Offices, Area and Branch of Bank Mandiri in accordance with the predetermined schedule. Monitoring of posters attachment is done by Market & Operational Risk Group (MOR Group) by asking the line unit to send proof of poster attachment via email. The poster consists of 4 (four) designs (attachment 1. Picture of poster design) namely:
 - Poster I intended to educate the Mandiri's employees about fraud.
 - Poster II intended to invite the Mandiri's employees to be responsible to keep Bank Mandiri free from fraud.
 - Poster III intended to inform the Mandiri's employees about the impact of fraud on career and future.
 - Poster IV intended to inform the Mandiri's employees about the impact of fraud on their family.
 - c. Letter from the CEO to every Mandiri's employees containing request to prevent fraud (attachment 2. Sample Letter)
 - d. Delivery of email Blast
 - e. Lettertoceo website (attachment 3. Screen capture of lettertoceo website)
 - f. Attachment of wallpapers intended to invite Mandiri's employees to be responsible to keep Bank Mandiri free from fraud.
 - g. Socialization in the form of TIB program sharing to all line units.



whistleblowing system

- 2) Launch, namely a stage that invites and encourages the employees to keep Bank Mandiri free from fraud. The socialization is carried out through the following media:
 - a. Poster attached to the back office of the Head Office, Regional Offices, Area and Branch of Bank Mandiri in accordance with the predetermined schedule. Monitoring of posters attachment is done by asking the line unit to send proof of poster attachment via email. The poster consists of 3 (three) designs namely:
 - Poster I intended to improve awareness of Mandiri’s employees, starting from themselves in order to bring positive impact on Bank Mandiri.
 - Poster II intended to invite the Mandiri’s employees to participate in the eradication of Fraud “With 1 click, you have participated in eradicating fraud”.
 - Poster III intended to invite the Mandiri’s employees to report any fraud event “Don’t be asleep, let’s report, be whistleblower”.
 - b. Anti-Fraud TVC, namely a socialization media in the form of video in digital media within the Bank Mandiri and lettertoceo website.
 - c. Email blast, SMS blast, Wallpaper, lettertoceo website, and socialization, with same explanation as referred to in pre-launch section above.
 - d. Interactive Quiz to all Mandiri’s employees intended to observe the enthusiasm and understanding of Mandiri’s employees with respect to fraud through LTC program

- 3) Sustain, namely a stage to remind all Mandiri’s employees about fraud in order to keep Bank Mandiri free from fraud. The socialization is carried out through the following media:
 - a. Sustain Poster intended to refresh the Mandiri’s employees about the implementation of anti-fraud strategy through LTC.
 - b. Email blast, Wallpaper, lettertoceo website, socialization and interactive quiz to all Mandiri’s employees intended to observe the enthusiasm and understanding of Mandiri’s employees with respect to fraud through LTC program.

COMPLAINT RESPONSE OUTCOMES

Year	Submission Channel			Submission Channel		Number of Reports Acted Upon	umber of Competed Report Responses
	Letter	Email	Website	Fraud	Non Fraud		
2013	33	6	2	11	30	21	10

The following are the details of the provision of funds to related parties and large fund exposures as of





provision of funds to related parties and large fund exposures

No.	Provision of Funds	Number	
		Borrowers	Value (Billion Rp)
1	To related parties	445 *)	6.168
2	To key borrowers		
	a. Individual	3	14.900
	b. Group	22	107.635
TOTAL KEY BORROWERS		25	122.535

*) Consists of Bank Mandiri subsidiaries and 435 executives

In conducting its business, Bank Mandiri is not only concerned with profit alone but also considers the interests of society and the environment around the line units of Bank Mandiri across Indonesia. As a form of social responsibility, Bank Mandiri has set aside some of the profits to build the society and environment. Throughout 2013, Bank Mandiri has implemented a range of activities as a form of social responsibility as follows:

DESCRIPTION OF ENVIRONMENTAL DEVELOPMENT PROGRAM ACTIVITIES IN 2013	
Type of Activity	Amount (Rp Billion)
Social Activities	
BUMN Peduli Program	-
BUMN Pembina Program, consisting of:	
- Natural disasters	24,006
- Education and/or Training	115,693
- Infrastructure and/or public facilities	28,810
- Places of worship	9,834
- Health	1,693
- Environmental conservation	6,356
Political activities	Zero
TOTAL	186,392



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press release 2013





January

- 10 Mandiri dominates Indonesian syndicated loan market
- 14 Bank Mandiri Continues to Encourage Entrepreneurship so as to Boost Growth
- 17 Bank Mandiri Creates the Best Entrepreneurs, More than 15 Thousand Entrepreneurs Assisted
- 18 Bank Mandiri brings together young entrepreneurs and investors
- 20 Mdi Provides Water Purifiers and 8,000 Assistance Packages to Jakarta Flood Victims
- 21 Mandiri Provides Rp 1.035 Billion for Educating Da'l, Lecturers and Koranic Teachers
- 22 Mandiri Finances Domestically Produced Fast Missile Boats
- 31 Mandiri, Pos Indonesia and Taspen for Joint Venture Bank

February

- 3 Bank Mandiri Empowers Jakarta People through "Mandiri Kotaku Bersih Jakartaku" Program
- 8 Mandiri Supports Selection of New Students for State Islamic Universities
- 24 Mandiri Plants 2,300 Mangrove Plants at Angke Kapuk Nature Park
- 24 Mandiri Presents Awards to 72 RT for Cleanliness and Neatness
- 25 Bank Mandiri Lending Grows 23.7% to Rp 635.6 Trillion on Bank of Asset Growth
- 26 Mandiri Brings together Financial and Banking Stakeholders to Promote Financial Inclusion
- 28 Bank Mandiri Expands Network in Cirebon to Support Growth of SMEs

March

- 1 Mandiri Extends Financing of Rp 54.68 Trillion by End 2012 to Support SMEs
- 3 Mandiri Encourages Indonesian Migrants to Become Entrepreneurs
- 3. Bank Mandiri Strengthens its Business in Hong Kong
- 6. Bank Mandiri and Jasa Marga Operate Special E-Tollpass Gates
- 8. Bank Mandiri Strengthens Business in Nusa Tenggara
- 14 Bank Mandiri Strengthens Export Financing
- 15 Mandiri Handles Jasindo Premium Payment Transactions
- 15 Mandiri Prepares Online Payment System for Payment of State University Selection Exam Fees
- 20 Bank Mandiri Supports Renovation of Al-Hikmah Mosque and Islamic Center in Sawah Besar District
- 21 Bank Mandiri Extends Rp 600 Billion Loan to Summarecon Agung

April

- 2 Bank Mandiri Distributes Rp 4.65 Trillion in Dividend
- 10 Mandiri Serves Jiwasraya Premium Payment Transactions
- 10 Encouraging Business Between Indonesia and Korea, Bank Mandiri Teams up with KB Kookmin Bank
- 22 Mandiri Brings Together Chief Financial Officers to Boost Innovation
- 24 Bank Mandiri Gains International Recognition
- 29 Consistent Business Growth Boosts Bank Mandiri's Assets to Rp 641 Trillion, SME Lending up 46.6%
- 29 Bank Mandiri, Pos Indonesia and Taspen form Joint Venture Bank





May

- 8 Empowering People in Manggarai Barat, Mandiri Rolls Out “Bersahabat Kotaku, Mandiri Labuan-Bajoku”
- 20 Mandiri Education: Strengthening Leadership Among Students as Future Leaders
- 21 Bank Mandiri Strengthens Consumer Business
- 26 Mandiri Eyes Younger Customers through E-Money Bracelet
- 31 Boosting Economic Growth in Nusa Tenggara Timur, Mandiri Opens Branch in Labuan Bajo

June

- 4 Bank Mandiri Manages Payments for 1000 Metrodata Outlets
- 16 Mandiri Strengthens IT and Human Resources, Improves Service Quality to Overcome Competition
- 19 More than 1,900 Students Participate in Phase 1 of National Lecturer Series 2013
- 21 Strengthening E-Money Business, Mandiri Rolls Out E-Ticketing for Trains
- 23 Mandiri Strengthens Indonesian Trading Sector
- 23 Bank Mandiri Stages Discount Sales for Ramadan
- 25 Bank Mandiri Named GCG Icon
- 26 Mandiri Launches Online Debit Card Transaction Features
- 27 Ahead of MEA, Mandiri Stages Asean Trade Processing Conference
- 29 Bank Mandiri Holds Discount Sale of Household Essentials at Presidential Guard Headquarters
- 30 Bank Mandiri Holds Discount Sale of Household Essentials at Army Special Forces Headquarters

July

- 4 Bank Mandiri Foils Funds Withdrawal from Fictitious Terms Deposit Accounts
- 4 Bank Mandiri Boosts Gas Station Transactions
- 8 Bank Mandiri Delivers 20 Thousand Mandiri Cookers to PMI and PNPB
- 9 June 2013, Mandiri E-Money Transactions Reach Rp 673 Billion
- 26 Mandiri Provides Assistance for 800 Children
- 29 Bank Mandiri Lending Grows 22.3% to Rp 428.7 Trillion, Assets Exceed Rp 679 Trillion
- 30 Bank Mandiri Supports Application of e-KTP in Banking Transactions

August

- 1 Mandiri Adds Record Number of New ATMs
- 1 Mandiri Disburses Syndicated Loan of USD 260 Million for Medco Energi Gas Field
- 2 Bank Mandiri Stages Discount Sale at Kostrad Headquarters
- 3 Bank Mandiri and PBNU Stage Joint “Mudik”
- 19 Bank Mandiri Provides Recognition to Outstanding Teachers to Boost Education
- 21 Strengthening Credit Card business, Mandiri Teams up with Tirta Amarta to Develop D-Card
- 26 Bank Mandiri Teams Up with Metraplas to Develop Mandiri Young Entrepreneur and Coaching Partner Businesses
- 28 Bank Mandiri Serves Asabri Pension Payment Transactions
- 30 1,997 Students Benefit from Bank Mandiri Lectures



September

- 5 Developing Educational dan Entrepreneurship in Jombang, Mandiri gives more than 500 million Rupiah
- 5 to strengthen National Navy Equipment, Bank Mandiri funded TNI AL's Patrol boat
- 6 Business enlargement, Bank Mandiri present Banking Lounge
- 17 Helping Pilgrimage, Bank Mandiri opens financial service counter
- 18 To improve jetty services, Bank Mandiri facilitates TPK Koja financial operational
- 19 2000 Indonesian students involve in Bank Mandiri's lecture
- 19 Bank Mandiri support APEC commemoration in Bali. More than 300 ATM and 9000 EDC has been prepared
- 23 Bank Mandiri and Jasa Marga Bali Tol operate Mandiri e-money in Nusa Dia – Ngurah Rai – Benoa Toll
- 26 Business strengthen, Bank Mandiri develop valas transaction
- 27 Mandiri empowered Yogyakarta Community
- 29 Bank Mandiri helps ICT based learning facility for High School in syuradikara Ende – Nusa Tenggara Timur.
- 29 Bank Mandiri strengthen business in Hongkong



October

- 3 Bank Mandiri becomes the best public company in Indonesia
- 4 To improve user friendly, Mandiri introduce Mandiri e-Money Application in smart phone.
- 6 Mandiri gives Pension Funds for Performs Athletics Athlete
- 6 Strengthen Indonesia – China trade flow, Mandiri launch Mandiri Renmimbi
- 19 Developing community partnership, Bank Mandiri present Pasar Indonesia
- 24 Mandiri present Educational and entrepreneurial workshop for students
- 30 Consistently Developing Business, Bank Mandiri's Assets reach Rp700 Billion.



November

- 8 Bank Mandiri side by side with AFD support renewable energy development.
- 11 To keep business growth, Mandiri strengthen the market.
- 28 Mandiri strengthen cooperation with Asia Pacific Bank
- 28 Mandiri obtain Bank of the Year in Indonesia from the Banker



December

- 6 Bank Mandiri side by side with BSM present International Islamic Expo
- 6 Mandiri develop tourism in Bayan
- 20 Mandiri strengthen SME competitiveness and tax compliance.

