



## MEETING OF REMUNERATION AND NOMINATION COMMITTEE

The provisions of the Remuneration and Nomination Committee meeting set forth in the Remuneration and Nomination Committee Charter are as follows:

1. The Remuneration and Nomination Committee holds regular meetings at least 1 (one) time in 4 (four) months.
2. Remuneration and Nomination Committee meetings can only be held if attended by at least 51% (fifty one percent) of the total committee members including 1 (one) Independent Commissioner who is a Remuneration and Nomination Committee and 1 (one) Executive Officer in charge of the Human Resources function or 1 (one) employee representative.
3. Decisions of the Remuneration and Nomination Committee meetings are taken based on deliberation to reach consensus.
4. In the case that consensus agreement does not occur, the decision is made based on majority votes.
5. The meeting shall be chaired by the Chairperson of the Remuneration and Nomination Committee or a member who is appointed in writing, if the Chairperson of the Remuneration and Nomination Committee is unable to attend.

6. In the time that a Committee Member for whatever reason is unable to attend, the presence of the Committee Member may be represented by other Committee Members based on a power of attorney.
7. Committee members can only represent one other Committee member.
8. Each Remuneration and Nomination Committee meeting is outlined in the minutes of the meeting, including when there are differences of opinion, which are signed by all members of the Committee present and submitted to the Board of Commissioners.
9. Committee Members from Independent Parties or other parties appointed by the Chair of the Committee will act as secretaries in charge of recording and making minutes of Committee Meetings.
10. Meetings can be held not physically, but through teleconference media or other media facilities that allow all Committee Meeting participants to see and hear each other directly and participate in meetings.

### AGENDA FOR MEETING OF THE REMUNERATION AND NOMINATION COMMITTEE

During 2019, 9 (nine) Remuneration and Nomination Committee Meetings were held with the main discussion and notes as follows:

**The Remuneration and Nomination Committee Meeting Agenda Table**

No.	Date of Meeting	Meeting agenda	Meeting Participant	Presence Quorum (%)
1.	April 29, 2019	Proposed Remuneration for Directors and Board of Commissioners for Performance Year 2018.	<ul style="list-style-type: none"> <li>- Hartadi A. Sarwono</li> <li>- Imam Apriyanto Putro</li> <li>- Askolani</li> <li>- Goei Siaw Hong</li> <li>- Bangun S. Kusmulyono</li> <li>- Ardan Adiperdana</li> <li>- Makmur Keliat</li> <li>- R. Widyo Pramono</li> <li>- Putu Dewi Prasthiani</li> </ul>	100%
2.	May 9, 2019	Review of Talent Pool Data for Prospective Directors.	<ul style="list-style-type: none"> <li>- Hartadi A. Sarwono</li> <li>- Imam Apriyanto Putro</li> <li>- Askolani</li> <li>- Goei Siaw Hong</li> <li>- Bangun S. Kusmulyono</li> <li>- Ardan Adiperdana</li> <li>- Makmur Keliat</li> <li>- R. Widyo Pramono</li> <li>- Putu Dewi Prasthiani</li> </ul>	100%
3.	May 16, 2019	Proposal of Candidates for the Board of Commissioners of Bank Mandiri in the Annual General Meeting of Fiscal Year 2018.	<ul style="list-style-type: none"> <li>- Hartadi A. Sarwono</li> <li>- Imam Apriyanto Putro</li> <li>- Askolani</li> <li>- Goei Siaw Hong</li> <li>- Bangun S. Kusmulyono</li> <li>- Ardan Adiperdana</li> <li>- Makmur Keliat</li> <li>- R. Widyo Pramono</li> <li>- Putu Dewi Prasthiani</li> </ul>	100%

No.	Date of Meeting	Meeting agenda	Meeting Participant	Presence Quorum (%)
4.	May 31, 2019	Determination of the 2019 Remuneration and the 2018 Performance Tantiem for the Directors.	<ul style="list-style-type: none"> <li>- Hartadi A. Sarwono</li> <li>- Imam Apriyanto Putro</li> <li>- Askolani</li> <li>- Goei Siaw Hong</li> <li>- Bangun S. Kusmulyono</li> <li>- Ardan Adiperdana</li> <li>- Makmur Keliat</li> <li>- R. Widyo Pramono</li> <li>- Putu Dewi Prasthiani</li> </ul>	100%
5.	August 21, 2019	Proposed Candidates for Directors in the RUPS LB dated August 28, 2019.	<ul style="list-style-type: none"> <li>- Hartadi A. Sarwono</li> <li>- Bangun S. Kusmulyono</li> <li>- Makmur Keliat</li> <li>- R. Widyo Pramono</li> <li>- Steven A. Yudiyantho</li> </ul>	100%
6.	August 26, 2019	Review of the Performance of the Directors and Talent Pool of Candidates for Bank Mandiri Candidates.	<ul style="list-style-type: none"> <li>- Hartadi A. Sarwono</li> <li>- Bangun S. Kusmulyono</li> <li>- Makmur Keliat</li> <li>- R. Widyo Pramono</li> <li>- Steven A. Yudiyantho</li> </ul>	100%
7.	August 28, 2019	Proposed Candidates for the Board of Commissioners in the General Meeting of Shareholders on 28 August 2019.	<ul style="list-style-type: none"> <li>- Hartadi A. Sarwono</li> <li>- Bangun S. Kusmulyono</li> <li>- Makmur Keliat</li> <li>- R. Widyo Pramono</li> <li>- Steven A. Yudiyantho</li> </ul>	100%
8.	November 11, 2019	Review on the Talent Pool Data of Prospective Directors for the Preparation of LB General Meeting on December 9, 2019.	<ul style="list-style-type: none"> <li>- Hartadi A. Sarwono</li> <li>- Bangun S. Kusmulyono</li> <li>- Makmur Keliat</li> <li>- R. Widyo Pramono</li> <li>- Indri K. Hidayat</li> <li>- Steven A. Yudiyantho</li> </ul>	100%
9.	December 9, 2019	Proposed Candidates for the Directors and Board of Commissioners in the General Meeting of Shareholders on 9 December 2019.	<ul style="list-style-type: none"> <li>- Hartadi A. Sarwono</li> <li>- Bangun S. Kusmulyono</li> <li>- Ardan A. Perdana</li> <li>- Makmur Keliat</li> <li>- Indri K. Hidayat</li> <li>- Steven A. Yudiyantho</li> </ul>	100%

#### FREQUENCY AND ATTENDANCE OF THE REMUNERATION AND NOMINATION COMMITTEE MEETING

During 2019, the Remuneration and Nomination Committee held 9 (nine) meetings. The frequency and level of attendance of each Remuneration and Nomination Committee member at the meeting is as follows.

**Table of Frequency and Attendance of Remuneration and Nomination Committee Meeting**

Name	Position	Period	Number of Meeting	Number of Presence	Percentage
Hartadi Agus Sarwono	Chairman concurrently member	January 1 - December 12, 2019	9	9	100%
R. Widyo Pramono	Member	January 1 - December 12, 2019	9	9	100%
	Chairman concurrently member	December 12 - December 31, 2019			
Kartika Wirjoatmodjo	Member	December 12 - December 31, 2019	-	-	100%
Imam Apriyanto Putro	Member	January 1 - June 28, 2019	4	4	100%
Askolani	Member	January 1 - June 28, 2019	4	4	100%
Bangun Sarwito Kusmulyono	Member	January 1 - December 12, 2019	9	9	100%
Goei Siaw Hong	Member	January 1 - June 28, 2019	4	4	100%
Ardan Adiperdana	Member	January 1 - June 28, 2019	4	4	100%
		December 12 - December 31, 2019			
Makmur Keliat	Member	January 1 - December 31, 2019	9	9	100%



Name	Position	Period	Number of Meeting	Number of Presence	Percentage
Robertus Bilitea	Member	December 12 - December 31, 2019	-	-	100%
Indri K. Hidayat	Member	September 11 - December 31, 2019	2	2	100%
Putu Dewi Prasthiani	Secretary concurrently an Ex-Officio Member	January 1 - June 28, 2019	4	4	100%
Steven A. Yudiyantho	Secretary concurrently an Ex-Officio Member	June 28 - December 31, 2019	5	5	100%

## THE KEY PERFORMANCE INDICATORS ACHIEVEMENT OF THE REMUNERATION AND NOMINATION COMMITTEE

The KPI Remuneration and Nomination Committee achievements in 2019 are as follows.

No.	Key Performance Indicator	Indicator Value (%)	Achievement Value (%)	Indicator Value x Achievement Value (%)
1.	Realization Number of Committee meeting and Work Plan	30	100,00	30,00
2.	Assessment on attendance level and participation in the Meetings	20	100,00	20,00
3.	Submission of Review Outcome to the Board of Commissioners	20	95,00	19,00
4.	On-time Preparation and Submission of Committee Report	30	95,00	28,50
<b>TOTAL KPI KOMITE</b>		<b>100</b>		<b>97,50</b>

## REMUNERATION OF THE REMUNERATION AND NOMINATION COMMITTEE

Remuneration of the Remuneration and Nomination Committee originating from Non-Commissioner Independent parties is regulated in the Decree of the Board of Commissioners No. KEP.KOM / 008/2019 dated 30 April 2019 concerning Remuneration of Supporting Organs of the Board of Commissioners of PT Bank Mandiri (Persero) Tbk. and regulated in the Letter of Assignment concerned as a member of the Committee under the Board of Commissioners issued by Bank Mandiri.

No.	Description	Non-Commissioner Committee Member
1.	Salary / Honorarium	A maximum of 20% of the Salary of the President Director
2.	Composition Benefits	Not given
3.	Holiday allowance	In accordance with the provisions of Bank Mandiri employees
4.	Bonuses / Tantiems	Not given
5.	Amenities	
	a. Transportation Allowance	Not given
	b. Health	Not given
	c. Business trip	In accordance with Bank Mandiri employee requirements / equivalent to Group Head

## BRIEF REPORT ON THE IMPLEMENTATION OF THE REMUNERATION AND NOMINATION COMMITTEE OF 2019

In 2019, as the duties and functions of the Remuneration and Nomination Committee listed in the Bank Mandiri Remuneration and Nomination Committee Charter, the Remuneration and Nomination Committee has provided recommendations / proposals for candidates who qualify as Members of the Board of Commissioners and Directors of Bank Mandiri to the Board of Commissioners to be submitted to AGM. The proposal was obtained through a series of processes carried out by the Remuneration and Nomination Committee covering the preparation of policies, criteria and qualifications needed in the process of nominating prospective members of the Board of Commissioners and Directors in accordance with the Company's strategic plan. The Remuneration and Nomination Committee also helps the Board of Commissioners obtain and analyze the data of prospective Directors from the talent pool of officials one level below the Directors and identify candidates for the Board of Commissioners who meet the requirements.

In addition to the nomination system, the Remuneration and Nomination Committee has also assisted the Board of Commissioners in proposing an appropriate remuneration system for the Directors and Board of Commissioners of Bank Mandiri in the form of a payroll / honorarium system, facilities / benefits, bonuses, and so on for 2019.