

or returned to his position, where he is given the opportunity to attend and defend himself.

10. Approve the appointment and dismissal of the Corporate Secretary and Head of the Company's Internal Audit Work Unit which is proposed by the Directors and recommended by the Audit Committee.
11. Carry out other supervisory authorities as long as they do not conflict with the laws and regulations, the Articles of Association, and / or GMS Decree.

DECISION THAT NEEDS TO AGREE TO THE BOARD OF COMMISSIONERS

Decisions that need to be approved by the Board of Commissioners of Bank Mandiri are stipulated in the Company's Articles of Association and Board of Commissioners Decree No. KEP.KOM / 001/2019 dated February 8, 2019 concerning the Determination of the Acting Limits of the Directors of PT Bank Mandiri (Persero) Tbk. Who must obtain written approval from the Board of Commissioners and Dwiwarna A Series Shareholders, and the GMS. Decisions that need to be approved by the Board of Commissioners include:

1. Releasing / transferring and / or pledging the Company's assets with criteria and values exceeding a certain amount determined by the Board of Commissioners, taking into account legislation in the capital market and banking sector for a nominal value of Rp200 billion to Rp500 billion.
2. Establish cooperation with business entities or other parties, in the form of joint operations (KSO), business cooperation (KSU), licensing cooperation, Build-Operate and Transfer (BOT), Build-Owned Ownership (Build, Operate and Own / BOO) and other agreements having the same nature, the term of which or the value exceeds the value determined by the Board of Commissioners for a nominal of Rp 200 billion to Rp 500 billion and a period of 5-10 years.
3. Conducting capital participation, releasing capital participation including changes in capital structure with a certain value determined by the Board of Commissioners of other companies, subsidiaries and joint ventures that are not in the framework of saving receivables, by taking into account provisions in the Capital Market for a nominal value of Rp150 billion to Rp200 billion.
4. Establish a subsidiary and / or joint venture of a certain value determined by the Board of

Commissioners by taking into account legislation in the Capital Market for a nominal value of Rp150 billion to Rp200 billion.

5. Proposing representatives of the Company to become prospective members of the Board of Directors and Board of Commissioners of subsidiaries that make significant contributions to the Company and / or strategic values according to the Limits and / or criteria set by the Board of Commissioners.
6. Merging, merging, expropriation, separation and dissolution of subsidiaries and joint ventures with a certain value determined by the Board of Commissioners by observing the laws and regulations in the Capital Market for a nominal value of Rp150 billion to Rp200 billion.

TENURE OF BOARD OF COMMISSIONERS

The Company's Articles of Association specifies that the members of the Board of Directors are appointed and dismissed by GMS. The GMS is attended by Holders of Series A Dwiwarna Share and the resolutions of the meeting must be approved by such Holders. Members of the Board of Commissioners are appointed by GMS from the candidates proposed by GMS, from the candidates proposed by Holders of series A Dwiwarna Share, and the candidacy is binding the GMS.

GMS resolutions on the appointment and dismissal of members of the Board of Commissioners also decide the time for the appointment and dismissal. In the event that GMS does not decide it, the appointment and dismissal of members of the Board of Commissioners are effective as of the closing of GMS by observing the laws and regulations.

Members of the Board of Commissioners were appointed for a period of time as of the date determined by GMS, who appointed them, and expired on the closing of the 5th (five) Annual GMS following the date of their appointment, provided that it may not exceed the 5 (five) years period of time, by observing the laws and regulations in the field of Capital Market, but without prejudice to the rights of GMS to dismiss members of the Board of Commissioners at any time before their tenures expires. After their tenure expires, members of the Board of Commissioners may be reappointed by GMS for one tenure.