

CORPORATE SECRETARY

Bank Mandiri has the function of a Corporate Secretary run by the Corporate Secretary Group work unit and is led by an Executive Officer with the corporate title Senior Vice President who is appointed based on the Decree of decision of the Senior Executive Vice President (SEVP) No. KEP.SEVP/ 272/2014 September 30, 2014.

The Corporate Secretary of Bank Mandiri is directly responsible to the Board of Directors and is under the supervision of the Director of Institutional Relations which has duties and responsibilities including acting as a Bank mediator with stakeholders such as regulators, investors, and the wider community, especially those related to capital markets responsible for ensuring company compliance with applicable laws and regulations as part of the implementation of Good Corporate Governance (GCG). In addition, the Corporate Secretary is responsible for maintaining the Bank's good image in the eyes of stakeholders widely.

THE BASIS FOR THE APPOINTMENT OF CORPORATE SECRETARY

The establishment, appointment and carrying out of functions and duties of Corporate Secretary, refer to:

1. Articles of Association of Bank Mandiri
2. Financial Services Authority Regulation No. 35/POJK.04/2014 concerning Corporate Secretary of Issuer and Public Companies.
3. Decree of the Board of Directors of PT Bursa Efek Indonesia Number Kep-00001/BEI/01-2014 concerning the Amendment to Regulation Number I-A: Concerning the Registration of Shares and Equity Securities Other

than Shares Issued by Listed Companies.

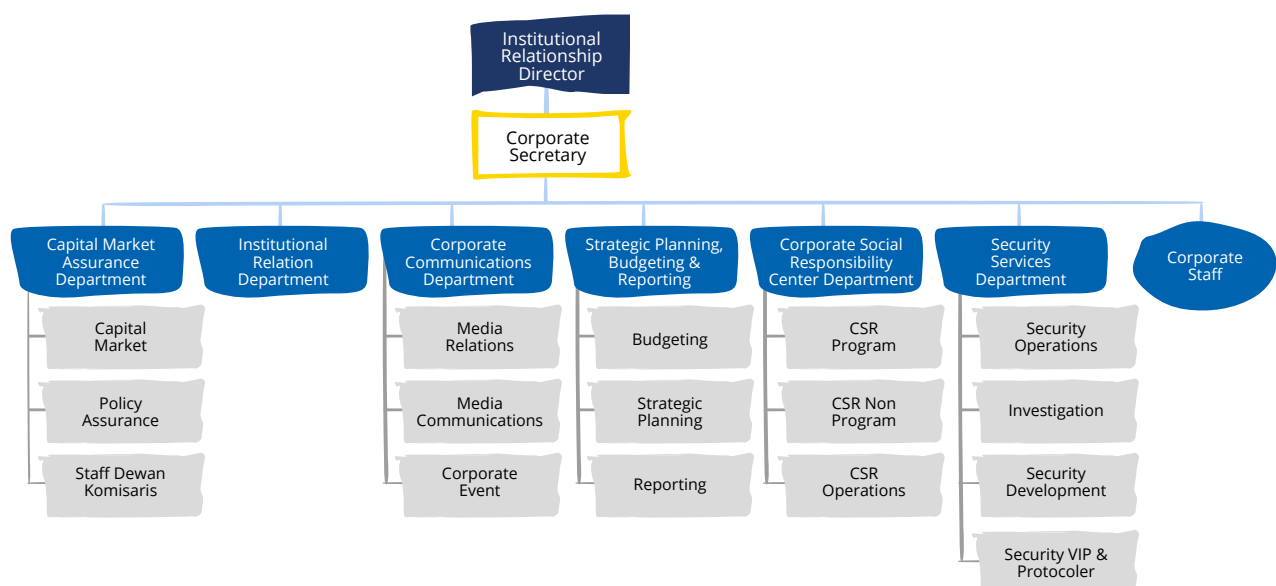
4. SOE Minister Regulation No. PER-01/MBU/2011 concerning the Implementation of Good Corporate Governance in State Owned Companies, as amended by PER-09/MBU/2012.
5. Law No. 19 of 2003 concerning State Owned Companies.
6. Decree of Minister of State Owned Companies No. KEP-117/MMBU/2002 dated July 31, 2002.
7. Regulation No.IX.I4 Decree of Head of Capital Market Supervisory Agency (Bapepam) No. Kep 63/PM/1996 dated January 17 1996.
8. Decree of SEVP No. KEP.SEVP/272/2014 dated September 30, 2014.

STRUCTURE OF THE CORPORATE SECRETARY

The Corporate Secretary is directly responsible to the Director of Institutional Relations, in which the functions and duties are divided into 6 (six) fields, which are:

1. Bank activities as a public company, including implementing corporate governance, especially those related to capital market provisions
2. Corporate Communication Activities;
3. Secretarial Activities
4. Stakeholder Management Activities;
5. Corporate Social Responsibility Activities;
6. Security Activities.

In carrying out the functions and duties of each department, coordination and supervision are directly in the hand of Corporate Secretary. In carrying out its functions and duties, the Corporate Secretary is guided by the Policy and Standards of Corporate Secretary.





FUNCTIONS AND DUTIES OF CORPORATE COMPANY

Referring to Article 5 of the Financial Services Authority Regulation No. 35/POJK.04/2014 concerning Corporate Secretary of Issuers or Public Companies, the function of the Corporate Secretary is to carry out tasks at least covering:

1. Following the development of the capital market, especially the applicable laws and regulations in the field of capital markets.
2. Providing input to the Board of Directors and the Board of Commissioners to comply with the rules and regulations in the field of capital market.
3. Assisting the Board of Directors and the Board of Commissioners in implementing corporate governance which includes:
 - a. disclosure of information to the public, including the availability of information on the Issuer's Website;
 - b. submission of statements to Financial Services Authority on time;
 - c. organizing and documenting the General Meeting of Shareholders;
 - d. organizing and documenting the Meetings of Board of Directors and/or Board of Commissioners; and
 - e. implementing an orientation program for the company for the Board of Directors and/or the Board of Commissioners.
4. As a liaison between Issuers and shareholders, the OJK and other stakeholders.

In line with these Financial Services Authority Regulation, the Corporate Secretary of Bank Mandiri also has a Policy and Standard of Guidelines as the foundation of the Corporate Secretary in carrying out their functions and duties, among others

Activities that are the scope of responsibility of the Corporate Secretary include:

1. Bank Activities as a Public Company:
 - a. Carrying out Information Disclosure including reporting to Regulators in relation to the status of the Bank as a Public Company.
 - b. Organizing and documenting the General Meeting of Shareholders.
 - c. Carrying out reporting according to the provisions of other laws which are the authority of the Corporate Secretary work unit.
 - d. Managing the administration of Bank Mandiri shareholders.
 - e. Carrying out other activities related to Corporate Action and/or other information disclosures.
 - f. Carrying out the Bank's compliance function with regulations in the field of capital market

2. Corporate Communication Activities
 - a. Establishing corporate communication policies and strategies together with Strategic Marketing Communication Work Units including:
 - Establishing regulations regarding the implementation of communication.
 - Establishing brand image and brand positioning.
 - b. Melakukan aktivitas komunikasi yang bersifat korporasi kepada pemangku kepentingan internal maupun eksternal Korporasi.
 - c. Mengadakan dan melaksanakan kegiatan tertentu (event/acara/sponsorship) sebagai pelaksanaan strategi komunikasi yang bersifat korporasi serta pengelolaan reputasi/risiko reputasi.
 - d. Conducting corporate communication activities to Corporate internal and external stakeholders.
 - e. Holding and carrying out certain activities (events/ sponsorships) as the implementation of corporate communication strategies and reputation risk management.
3. Secretarial Activities
 - a. Organizing and documenting the Meetings of Board of Directors Meetings and Board of Commissioners.
 - b. Administering company documents including regulating or stipulating regulations concerning letters and management of company documents.
 - c. Carrying out activities to support the functions and work activities of the Board of Commissioners, Board of Directors and SEVP.
4. Corporate Social Responsibility Activities
 - a. Establishing strategies and carry out Corporate Social Responsibility Activities.
 - b. Carrying out other similar activities either in the form of implementation of government programs or by collaborating with third parties such as the Partnership and Community Development Program and giving donations in connection with natural disasters.
5. Corporate Security Activities

Carrying out corporate security activities that aim to support the smoothness and orderliness of the Bank's operational activities including regulating and stipulating the regulations concerning the implementation of bank security.

PROFILE OF CORPORATE SECRETARY

Currently the Bank Mandiri Corporate Secretary is held by Rohan Hafas. He joined Bank Mandiri in 2014 and served as Corporate Secretary based on SEVP Decree No. KEP.SEVP/272/2014 September 30, 2014.



Rohan Hafas
Corporate Secretary

Age	57 years old
Nationality	Indonesia
Domile	Jakarta
Educational Background	Bachelor Degree in Management of the University of Indonesia (1987).
Certification	Level 1 Risk Management held by the Banking Professional Certification Institute (2012) and has participated in the Refreshment held by BARa Risk Forum (2016).
Employment History	- Division Head of Corporate Secretary of PT Bank Mutiara, Tbk (2010 - 2014). - Operational Director of PT Daria Dharma (2005 - 2010).

COMPETENCE IMPROVEMENT PROGRAM OF CORPORATE SECRETARY

As a liaison with external parties, the Corporate Secretary must always keep up with the developments in the world of capital markets and consistently improve their competence in the fields of law, finance, communications and corporate governance. For this reason, the Corporate Secretary of Bank Mandiri routinely participates in various trainings/workshops/seminars that are useful to maximize their very important role in the company. Throughout 2018, the Corporate Secretary has participated in various Training/Workshop/Seminars as follows.

No.	Competency Development / Training Materials	Time and Place of Implementation	Organizer
1.	World Economic Forum	January 9-25, 2019, Davos	World Economic Forum
2.	Leadership Forum	June 20-22, 2019, Banyuwangi	Internal
3.	Media Training	September 10-14, 2019	Internal

In addition, the ranks of employees under the corporate secretary function have attended training in the fields of law, accounting, secretarial and reporting, and actively participated in seminars/sosialization related to the latest regulations issued by the regulator.

DUTIES IMPLEMENTATION OF THE CORPORATE SECRETARY IN 2019

During 2019, the Corporate Secretary of Bank Mandiri has carried out functions and tasks related to stakeholders, including:

- Following the development of Capital Market regulations, especially the laws and regulations that are applied in the Capital Market, by ensuring compliance with new regulations issued by the FSA, Indonesia Stock Exchange and other regulators related to the capital market.
- Developing GCG Awareness for the Directors and Board of Commissioners of Bank Mandiri, including informing about new policies and issues regarding GCG.
- Organizing and documenting the Annual General Meeting of Shareholders on May 16, 2019, Extraordinary General Meeting of Shareholders on January 7, 2019, August 28, 2019, and December 9, 2019, Mandatory Public Expose 2019 on August 19, 2019, and ensure regular communication every quarter to investors through the Analyst Meeting, on January 28, April 29, July 17, and October 28, 2019.
- Making Dividend payments for Fiscal Year 2018 on June 19, 2019.
- Organizing and attending Board of Commissioners Meetings, Board of Directors Meetings, Joint Meetings of Directors Inviting the Board of Commissioners, and Joint Meetings of the Board of Commissioners inviting the Directors and make minutes of the meeting. In 2019, there were 33 (thirty-three) times, 40 (forty)



- times, 6 (six) times, and 8 (eight) meetings which have been held respectively.
6. Conducting periodic review of the Company's Main Policy, the Company's Articles of Association, the Board of Directors 'Guidelines and Rules of Work, the Board of Commissioners' Guidelines and Rules of Work, the Committee's Rules of Directors, the Charter of Committees under the Board of Commissioners, and other Policies in accordance with applicable laws and regulations and implementation of Bank governance.
 7. Opening information to the public in accordance with applicable laws and regulations.
 8. Opening information to Bank Mandiri internal employees through Mandiri Magazine. During 2019, the Corporate Secretary has published 12 (twelve) editions of Mandiri Magazine.
 9. Preparing Annual Report and Sustainability Report for Fiscal Year 2018 and submit it to the relevant Regulator in a timely manner. It also monitors the submission of the 2018 Fiscal Year Annual Report belonging to 11 (eleven) Subsidiaries to the Regulator.
 10. Arranging the Capability and Compliance Test of Board of Directors members and Board of Commissioners new members.
 11. Documenting of Company legality data, including the GMS Deed, Amendment to Articles of Association Deed, Amendment to Management Deed, Company Domicile Mark, and other legality documents.
 12. Establishing communication with the Ministry of Stated-Owned Enterprises, FSA, Bank Indonesia (BI), Ministry of Finance, Secretary of State, Deposit Insurance Corporation (LPS), Self Regulatory Organization (Indonesian Stock Exchange (BEI), Indonesian Central Securities Depository (KSEI), and Clearing Guarantee Indonesian Securities (KPEI)), Securities Administration Bureau, and other related institutions.
 13. Monitoring the implementation of the State Organizer Asset Report (LHKPN) to the Corruption Eradication Commission (KPK). During 2019, there were 320 out of 326 people or 98% had fulfilled their reporting obligations.
 14. Compiling and issuing 85 (eighty-five) Directors' Decrees related to the Implementation of the Company's Operational Activities.
 15. Reporting the results of daily media monitoring to the Board of Commissioners and Directors Members every morning on weekdays.
 16. Coordinating the organization of Corporate Events, both internal and external events, for example Mandiri Jogja Marathon, Mandiri GBK I See Fest 2019, Mandiri Nusa Dua International Run, Bank Mandiri Anniversary, and other Corporate Events.
 17. Covering the activities of Corporate Ceremonial Activities as many as 99 (Ninety-nine) coverage.
 18. Participating actively in hearings and working visits with the DPR-RI.
 19. Channeling Partnership Programs, Community Development, Corporate Social Responsibility and Sponsorship and monitoring their credibility.
 20. Carrying out the activities of licensing, security and escort / protocol (Bank officials) Directors and Board of Commissioners in the office / place of service, trip / agenda and residency.
 21. Administering and distributing all incoming letters addressed to Bank Mandiri or related Work Units for following up.
 22. Acting as a liaison between Bank Mandiri and shareholders, investors, regulators and other stakeholders.

THE REPORT OF THE COMPANY SECRETARY FISCAL YEAR 2018

In order to fulfill Article 11 of FSA Regulation No. 35/POJK/2014, the Corporate Secretary of Bank Mandiri has compiled periodic reports at least 1 (one) time in 1 (one) year regarding the implementation of the company secretary function to the Board of Directors and was forwarded to the Board of Commissioners submitted through a Memorandum to the Board of Directors No. HBK.CSC/CMA.235/2019 dated February 14, 2019 concerning to the Reports on the Functions and Duties of Corporate Secretary Group 2018 and Letter to the Board of Commissioners No. HBK.CSC/CMA.471/2019 dated February 27, 2019 concerning to the Reports on the Functions and Duties of Corporate Secretary Group 2018.

COMMITTEES UNDER THE BOARD OF DIRECTORS

In carrying out its duties, the Board of Directors is assisted by the Corporate Secretary and Committees whose job is to provide advice and recommendations relating to the policies and directions of the Directors. Bank Mandiri has Committees under the Board of Directors or also called the Executive Committee, as many as 9 (nine) Committees as it was stated in the Decree of the Directors No. KEP.DIR/77/2019 dated December 17, 2019 concerning Directors Executive Committee of PT Bank Mandiri (Persero) Tbk.

However, in the capacity as a committee, all Executive Committees do not have the authority to act to represent and on behalf of the Company in binding or signing agreements with third parties. All actions for and on behalf of the Company must be carried out in accordance with the provisions of the Company's Articles of Association.