

PARTIES CONDUCTING ASSESSMENT

The Board of Commissioners carried out self-assessment to its performance throughout 2018

PERFORMANCE ASSESSMENT RESULT OF THE BOARD OF COMMISSIONERS

No.	Indicator	Weight	Pencapaian
1.	The Board of Commissioners holds regular Board of Commissioners Meeting no less than 4 (four) times in 1 (one) year.	10%	100%
2.	The Board of Commissioners holds regular joint meeting with the Board of Directors no less than 4 (four) times in 1 (one) year.	10%	100%
3.	The Board of Commissioners improves the knowledge, skill, and capability through the participation in seminar/training in accordance with the members' respective fields at least once a year.	10%	100%
4.	The Board of Commissioners conducts on-site visits to the branches/regions to perform their supervisory function twice at the least in 1 (one) year.	10%	100%
5.	The Board of Commissioners regularly evaluates the performance of the Bank and the Subsidiaries (Consolidated) 4 (four) times at the least in 1 (one) year.	10%	100%
6.	The Board of Commissioners evaluates, prepares, and submits Reports on the Performance of the Bank's Financial Institutions Pension Fund to the Regulating Bodies once at the least in 1 (one) year.	10%	100%
7.	The Board of Commissioners regularly arranges and submits the Supervision Report of Bank Business Plan to the Regulating Bodies twice in 1 (one) year.	10%	100%
8.	The Board of Commissioners reviews, evaluates, and grants approval on aspects requiring approval from the Board of Commissioners pursuant to the prevailing laws and the Articles of Association, such as: <ul style="list-style-type: none"> Company Work Plan and Budget Bank Business Plan The Selection of Public Accountant Firm to act as the Auditor of Financial Statements of the Bank and Financial Institutions Pension Fund, and proposing the name of the Firm to be approved in the Annual General Meeting of Shareholders. Capital injection or divestment and management structure of the Subsidiaries. Approval of credit facilities for the related parties. Effectiveness of Bank Risk Management and Integrated Risk Management systems and processes Effectiveness of the implementation of the Internal Audit Work Unit function. 	10%	100%
9.	The Board of Commissioners ensures the implementation of Good Corporate principles and practices holistically within the organization.	10%	100%
10.	The Board of Commissioners ensures that the subordinate Committees, comprising Audit Committee, Risk Monitoring Committee, Nomination and Remuneration Committee, and Integrated Governance Committee, have performed their duties and functions appropriately and effectively in accordance with the applicable provisions. <p>Below are the measured indicators in the implementation of duties and functions of Committees reporting to the Board of Commissioners:</p> <ul style="list-style-type: none"> Hosted Meetings of Committees and Committees Work Plan Degree of attendance and participation in Committee Meetings Submission of Reviews to the Board of Commissioners Timely Preparation and Submission of Committee Reports 	10%	100%

THE EVALUATION OF THE COMMITTEES UNDER THE BOARD OF COMMISSIONERS AND THE BASIS OF THE EVALUATION

In order to improve the role of the Board of Commissioners in performing the supervisory function, the Board of Commissioners had established 4 (four) committees, namely:

1. Audit Committee
2. Remuneration and Nomination Committee
3. Risk Monitoring Committee
4. Integrated Governance Committee



The Audit Committee has the duty and responsibility to assist and facilitate the Board of Commissioners in carrying out their duties and supervisory functions on matters related to the quality of financial information, internal control systems, effectiveness of external and internal auditor audits, effectiveness of risk management and compliance with laws and regulations. laws that apply. Throughout 2019, the Audit Committee has carried out its duties and responsibilities well. The Audit Committee has conducted 18 (eighteen) meetings and carried out its duties which include:

1. Reviewing reports and matters that need to be approved by the Board of Commissioners include business plan realization report, audit function implementation report, consolidated financial report and integrated internal audit report.
2. Preparing the recommendations and reports including PKBL approval, KAP appointment, evaluation of the implementation report of the Compliance Director, adjustment of the Annual Audit Plan, Report on the Evaluation Results of the Implementation of Audit Services on the Annual Historical Financial Information of PT Bank Mandiri (Persero) Tbk. Fiscal Year 2018 and Report on the Results of Evaluation of the Implementation of Audit Services on the Annual Historical Financial Information of Pension Funds of Financial Institutions PT Bank Mandiri (Persero) Tbk. Book Year 2018.
3. Establishing communication and coordination with work units at Bank Mandiri. This communication is carried out by inviting the relevant work units in discussions to discuss current issues at Bank Mandiri.

The Remuneration and Nomination Committee has the duty and responsibility to assist in carrying out its functions and duties in the fields related to remuneration and nomination of members of the Board of Directors and the Board of Commissioners. Throughout 2019, the Remuneration and Nomination Committee has carried out its duties and responsibilities well. The Remuneration and Nomination Committee conducted 9 (nine) meetings and carried out its tasks which include:

1. Providing 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 the GMS.
2. Obtaining and analyzing data on prospective Directors from the talent pool of officials one level below the Directors and identifying candidates for the Board of Commissioners who meet the requirements.
3. 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.

The Risk Monitoring Committee has the duties and responsibilities in carrying out its duties and responsibilities in conducting supervision and providing advice to the Directors to obtain adequate confidence so that the implementation of the Company's risk management continues to meet the adequacy of risk management procedures and methodologies, so that the Bank's business activities remain can be controlled at acceptable limits and benefits the Company. Throughout 2019, the Risk Monitoring Committee has carried out its duties and responsibilities well. The Risk Monitoring Committee conducted 29 (twenty-nine) meetings and carried out its tasks which include:

1. Proposed approval for applications for credit facilities and provision of funds to Related Parties, whether in the nature of an extension, addition, amendment or new grant.
2. Proposing Bank Mandiri organizational structure.
3. Proposing capital increase, release of shares, liquidation at the subsidiary company.
4. Reviewing the proposed composition of management / management of the subsidiary company.
5. Proposing Update on Recovery Plan and Management Policies of Subsidiary Companies.
6. Reviewing the Risk Dashboard, stress management tests and implementation of risk management at Bank Mandiri.
7. Reviewing other requests that require the approval of the Board of Commissioners, including proposals to conduct Build, Operate, Transfer (BOT) cooperation to optimize Bank Mandiri's assets.

The Integrated Governance Committee has the duty and responsibility to assist and facilitate the Board of Commissioners in carrying out the duties and functions of supervision over the implementation of Governance in each of the Financial Services Institutions (LJK) in the Bank Mandiri Financial Conglomerate to comply with the Integrated Governance Guidelines and Implementation the duties and responsibilities of the Board of Directors of Bank Mandiri. Throughout 2019, the Integrated Governance Committee has carried out its duties and responsibilities well. The Integrated Governance Committee has conducted meetings 3 (three) times and carried out its tasks which include:

1. Realization of KPI Subsidiaries
2. Update on Integrated Internal Audit Results.
3. Self-Assessment Results of the Implementation of Integrated Governance.
4. Achievement of PSAK 71 in the Mandiri Group.
5. Realization of the 2019 Integrated Work Unit Work Plan.

The Board of Commissioners periodically (annually) evaluates the effectiveness of the committees' performance under the Board of Commissioners.

The Board of Commissioners considers that during 2019 the committees have carried out their duties and responsibilities quite effectively in terms of the achievement of the Key Performance Indicator (KPI) of each committee. Information on the achievement of the Key Performance Indicator (KPI) of the Committees under the Board of Commissioners is presented in each section of the Committee of the Board of Commissioners.

THE MECHANISM OF RESIGNATION AND DISMISSAL OF THE BOARD OF COMMISSIONERS

The resignation and dismissal mechanism of the Board of Commissioners under the Company's Articles of Associations are as follows:

1. Members of the Board of Commissioners shall be appointed and dismissed by the General Meeting of Shareholders, which shall be attended by Series A Dwiwarna Shareholders and the GMS Resolution must be approved by the Series A Dwiwarna Shareholders. Members of the Board of Commissioners shall be appointed by the GMS from the candidates nominated by Series A Dwiwarna Shareholders, which nomination shall be binding to the GMS.
2. Board of Commissioners member(s) can be dismissed at any time pursuant to GMS Resolutions by stating the reason.
3. The grounds for the dismissal of a BOC member as stipulated in point 2 above shall be applied if in reality, the BOC member:
 - a. Cannot perform their duties well;
 - b. Violate the provisions of Articles of Association and/or the laws and regulations;
 - c. Get involved in an act that causes loss for the Company and/or country;
 - d. Perform an act violating the ethics and/or compliance which must be respected by the Board of Commissioners;
 - e. Is declared guilty by the Court with a permanent legal force;
 - f. Resign.
4. The Board of Commissioners can be dismissed by GMS based on other grounds deemed appropriate by GMS for the interest and purpose of the Company.
5. The dismissal resolution based in the said grounds, shall be resolved after the said BOC member is given the opportunity to defend him/herself at the GMS.
6. The termination for the above grounds shall be deemed unamicable dismissal.
7. Among the members of the Board of Commissioners and between members of Board of Commissioners and members of the Board of Directors there should not be any family relationship up to third degree both vertically and horizontally including the relationships arising from marriage.
8. In case of the occurrence of the situation, GMS is authorized to dismiss one of them.
9. A member of the Board of Commissioners has the right to resign from his/her position before the end of his/her term of service by notifying in writing of his/her purpose to the Company.
10. The Company is obliged to hold GMS to resolve the resignation request of the member of the Board of Commissioners within 90 (ninety) days after the receipt of the resignation letter at the latest.
11. The Company is obliged to implement disclosure of information to public and to convey to Financial Services Authority (FSA) within 2 (two) days at the latest after the receipt of the resignation request of the member of the Board of Commissioners.
12. Before the resignation becomes effective, the said member of the Commissioners shall still have the obligation to complete his/her duties and responsibilities according to the Articles of Association and the laws and regulations.
13. To the resigning member of the Board of Commissioners mentioned above may still be asked for his/her responsibilities as a member of the Board of Commissioners until the approval of his/her resignation date at GMS.
14. The release of responsibilities of the resigning member of the Board of Commissioners shall be provided after the release from Annual Meeting of Shareholders.
15. In the event the resignation of a member of the Board of Commissioners resulting the number of the member of the Board of Commissioners becomes less than 3 (three), then such resignation shall be valid when it is determined by GMS and a new member is appointed, so as to meet the minimum requirement of the member of the Board of Commissioners.
16. The term of the Board of Commissioners member ends if:
 - a. The resignation has been effective;
 - b. Passed away;
 - c. Expired tenure;
 - d. Dismissed through GMS; or
 - e. The member is declared bankrupt by Commercial Court which has permanent legal force or is placed under guardianship pursuant to a court decree;
 - f. No longer meets the requirement as a Board of Commissioners member in accordance with the Articles of Association and applicable laws and regulations.
17. For a member of the Board of Commissioners who terminates on or before the end of his/her term of office, unless due to death, he/she remains responsible for all of his/her actions that have not been accepted by GMS.