



## Corporate Secretary PT Bank Mandiri (Persero) Tbk.

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.DIR/137/2020 November 10, 2020.

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. Board of the Director's Decree No. KEP. DIR/137/2020 dated November 10, 2020.

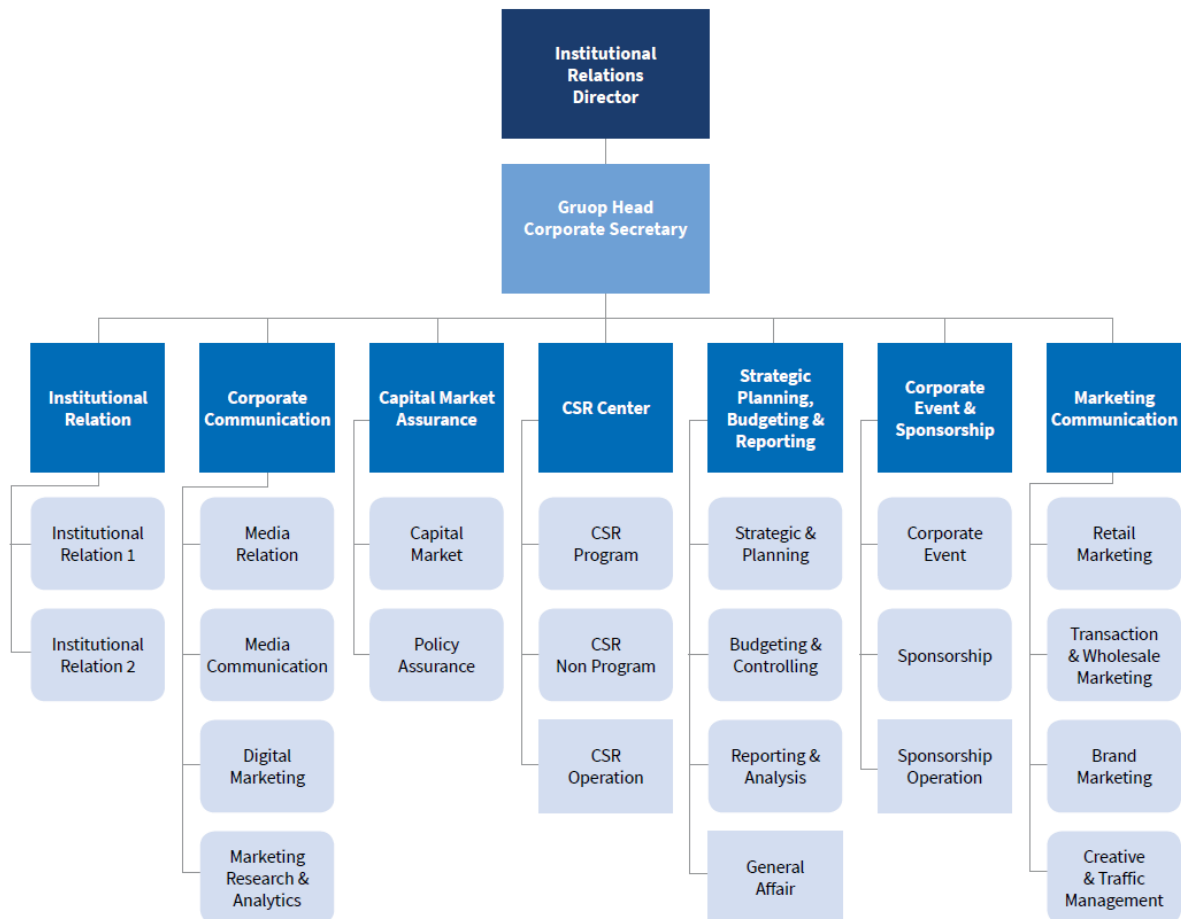
### Structure of the Corporate Secretary

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. Establish policies and strategies regarding the implementation of communication
  - b. Conducting corporate communication activities to internal and external corporate stakeholders.
3. Marketing Communication Activities Define brand image and brand positioning.
4. Event and Sponsorship Activities Conducting and carrying out certain activities (events/events/ sponsorship) as the implementation of corporate communication strategies and reputation management/reputation risk.
5. 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.
6. 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.

### Profile of Corporate Secretary

During 2020, there were several changes to the position of Corporate Secretary of Bank Mandiri. In the period 1 January - 5 March 2020, the Corporate Secretary of Bank Mandiri was held by Mr. Rohan Hafas. He joined Bank Mandiri in 2014 and served as Corporate Secretary based on SEVP Decree No. KEP.SEVP/272/2014 dated September 30, 2014.





Age	59 years old
Nationality	Indonesia
Domicile	Jakarta
Education	Bachelor Degree in Management of the University of Indonesia (1987).
Certification	Level 5 Risk Management held by the Banking Profession Certification Body (2020)
Employment History	<ul style="list-style-type: none"> <li>- Senior Executive Vice President (SEVP) Corporate Relation PT Bank Mandiri (Persero) Tbk. (2020).</li> <li>- Group Head Corporate Secretary PT Bank Mandiri (Persero) Tbk (2014 – 2020).</li> </ul>

For the period 5 March - 10 November 2020, the position of Corporate Secretary of Bank Mandiri was held by Mr. Rully Setiawan. He joined Bank Mandiri in 2001 and served as Corporate Secretary based on the Decree of the Board of Directors No. KEP.DIR/020/2020 tanggal March 6, 2020.



Age	43 years old
Nationality	Indonesia
Domicile	Jakarta
Education	Bachelor degree in Accounting from STIE Bandung (1999).
Certification	<ul style="list-style-type: none"> <li>- Level 4 Risk Management held by the Banking Profession Certification Body (2018)</li> <li>- Advance Professional Education – WAPERD by the Association of Mutual Fund and Investment Actors (2018)</li> </ul>
Employment History	<ul style="list-style-type: none"> <li>- Regional CEO XI PT Bank Mandiri (Persero) Tbk. (2018 – 2020)</li> <li>- Regional Transaction &amp; Consumer Head VI (2017 – 2018)</li> </ul>

**Rully Setiawan**  
Corporate Secretary

Currently, the Corporate Secretary of Bank Mandiri is held by Mr. Rudi As Aturridha. He joined Bank Mandiri in 2001 and served as Corporate Secretary based on the Decree of the Board of Directors No. KEP.DIR/020/2020 dated March 6, 2020



Age	43 Tahun
Nationality	Indonesia
Domicile	Jakarta
Education	Bachelor degree in Economics from Trisakti University (1996)
Employment History	<ul style="list-style-type: none"> <li>- Department Head Corporate Communication PT Bank Mandiri (Persero) Tbk. (2019 – 2020)</li> <li>- Area Head Yogyakarta PT Bank Mandiri (Persero) Tbk. (2017 – 2018)</li> </ul>

### 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 2020, the Corporate Secretary has participated in various Training/Workshop/Seminars as follows.



Name	Period	Competency Development/Training Materials	Time of Implementation	Organizer
Rohan Hafas	October, 2014 March 6, 2020	Level IV Risk Management Competence Certificate	September 23, 2020	LSP
		Leadtalks: Building a Leadership Spirit Through Techno-Socio Entrepreneurship	August 10, 2020	Mandiri University
		Level V Risk Management Competency Certification	November 25, 2020	LSP
		Top Executive Leaders Sharing (TELS) Vol. 1	May 20, 2020	Mandiri University
		TELS vol.1 - Top Executive Leaders Session vol.1 (TELS) "Building Effective Leadership in the VUCA Era"	May 20, 2020	Mandiri University
Rully Setiawan	March 6 2020- November 10, 2020	Level IV Risk Management Competency Certification	March 12-13,2020	Bara
		Top Executive Leaders Sharing (TELS) Vol. 1	June 24, 2020	Mandiri University
		Co-Creating Future Mandirian	May 15, 2020	Mandiri University
		Leadtalks : Achieving Our Goal To Be Preferred Financial Partner	September 28, 2020	Mandiri University
		Leadtalks: Building a Leadership Spirit Through Techno-Socio Entrepreneurship	August 10, 2020	Mandiri University
		Master Class of Stakeholder Management	May 15, 2020	Mandiri University
		Top Executive Leaders Session (TELS) Volume 02: Transformation of Astra's Leadership through Effective Team Work Strategies	June 30, 2020	Mandiri University
		Top Executive Leaders Sharing (TELS) Vol. 1	May 20, 2020	Mandiri University
		PODCAST Vol.9A - Do Not Be Afraid	April 5, 2020	Mandiri University
		PODCAST Vol.27 - Reciting Al Ma'tsurat & Prayers with Mandiri Group	April 26, 2020	Mandiri University
		TELS vol.1 - Top Executive Leaders Session vol.1 (TELS) "Building Effective Leadership in the VUCA Era"	May 20, 2020	Mandiri University
		Top Executive Leaders Session (TELS) Volume 02: Transformation of Astra's Leadership through Effective Team Work Strategies	May 20, 2020	Mandiri University
		PODCAST Vol.44 - Reshaping Culture In The New Normal Era	June 3, 2020	Mandiri University
Rudi As Aturridha	November 10 , 2020 - Saat ini	PODCAST Vol. 76   Mandiri Leadership Characteristics Into Practices Part 03	September 4, 2020	Mandiri University
		Compliance Test	October 12, 2020	Mandiri University
		Co-Creating Future Mandirian	June 3, 2020	Mandiri University
		Mandiri Learning Carnival - Emotional Agility - Thriving In The New Normal	September 23, 2020	Mandiri University
		Mandiri Learning Carnival - High Touch Collaboration	September 23, 2020	Mandiri University
		Master Class Of Stakeholder Management	May 15, 2020	Mandiri University
		Master Class Of Strategic Thinking Vol 2 : Developing Strategic Thinking And Business Acumen	June 26, 2020	Mandiri University
		Master Class Vol.04 – Customer Obsession: Mastering The Digital Advantage In Transforming Customer Obsession	October 22, 2020	Mandiri University
		Understanding Akhlak - Corsec	Agust 28, 2020	Mandiri University
		PODCAST Vol.5 - Impact of COVID-19 on Economic Conditions	March 30, 2020	Mandiri University
		PODCAST Vol.23 - Being Resilient in Crisis From a Female Leader's Perspective	April 21, 2020	Mandiri University
		MASTERCLASS Vol.1 - Masterclass of Stakeholder Management Vol. 1	May 20, 2020	Mandiri University
		MASTERCLASS Vol.2 - Masterclass of Strategic Thinking Vol.2	May 20, 2020	Mandiri University
		PODCAST Vol.47 - Reshaping Culture In The New Normal Era	June 12, 2020	Mandiri University



Name	Period	Competency Development/Training Materials	Time of Implementation	Organizer
		PODCAST Vol.60 - Kick Off Covid Rangers	July 21, 2020	Mandiri University
		Security Awareness Level 1 Certification- Foundation	September 30, 2020	Mandiri University
		Compliance Test	October 14, 2020	Mandiri University
		Security Awareness Level 2 Certification- Leaders	October 14, 2020	Mandiri University
		Security Awareness Level 3 Certification- Senior Leaders	December 22, 2020	Mandiri University

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 2020

During 2020, the Corporate Secretary of Bank Mandiri has carried out functions and tasks related to stakeholders, including:

1. 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.
2. Developing GCG Awareness for the Directors and Board of Commissioners of Bank Mandiri, including informing about new policies and issues regarding GCG.
3. Organizing and documenting the Annual General Meeting of Shareholders on February 19, 2020,, Extraordinary General Meeting of Shareholders on October 21, 2020, Mandatory Public Expose 2020 on August 26 2020, and ensuring regular quarterly communication to investors through analyst meetings on January 24 June 8 August 19 and October 26 2020
4. Disbursing dividends for the 2019 Financial Year on March 20 2020.
5. Organizing and attending Meetings of the Board of Commissioners, Meetings of the Board of Directors, Joint Meetings of the Board of Directors Inviting the Board of Commissioners, and Joint Meetings of the Board of Commissioners invite the Board of Directors and make minutes of their meetings. In 2020 27 (twenty-seven) times, 40 (forty) times, 3 (three) times and 10 (ten) times meetings were 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 2020, the Corporate Secretary has published 12 (twelve) editions of Mandiri Magazine.
9. Preparing Annual Report and Sustainability Report for Fiscal Year 2020 and submit it to the relevant Regulator in a timely manner. It also monitors the submission of the 2020 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.



11. 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.
12. Monitoring the implementation of the State Operator's Wealth Report (LHKPN) to the Corruption Eradication Commission (KPK). During 2020 a total of 324 (three hundred and twentyfour of a total of 326 (three hundred and twenty-six) people or 99,39% (ninety-nine point thirty-nine percent) have fulfilled their reporting obligations.
13. Compiling and issuing 145 (one hundred forty five) Directors' Decrees related to the Implementation of the Company's Operational Activities.
14. Reporting the results of daily media monitoring to the Board of Commissioners and Directors Members every morning on
15. weekdays.
16. Coordinating the organization of Corporate Events, both internal and external events, for example, virtual Bank Mandiri Anniversary, and other Corporate Events which are conducted virtually
17. Covering the activities of Corporate Ceremonial Activities as many as 51 (fifty-one) 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 2019**

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. CSC.CSE/CMA.641/2020 dated June 30, 2020 concerning to the Reports on the Functions and Duties of Corporate Secretary Group 2018 and Letter to the Board of Commissioners No. CSC.CSE/CMA.954/2020 dated July 8, 2020 concerning to the Reports on the Functions and Duties of Corporate Secretary Group 2019.

