



GOVERNANCE IN PROVIDING REMUNERATIONS

Bank Mandiri has implemented a remuneration governance policy based on OJK Regulation No. 45/POJK.03/2015 concerning Implementation of Governance in the Provision of Remuneration for Commercial Banks. The remuneration is a reward stipulated and provided to the Board of Commissioners, Directors and/or Employees, permanent and non-permanent, in the form of cash and non-cash in accordance with their duties, authority and responsibilities. The implementation of governance in the provision of remuneration aims to encourage prudent risk taking to maintain the Bank's business sustainability.

Remuneration Policy for the Board of Commissioners and the Board of Directors

In providing remuneration for the Board of Commissioners and Directors, Bank Mandiri upholds the principle of prudential as well as refers to the prevailing regulations of law. Currently, the Company has implemented a good governance in terms of remuneration provision to the Board of Commissioners. This manner aims to promote prudent risk-taking to maintain the Company's sustainability.

Bank Mandiri is committed to implement governance in providing remuneration by formulating policies that have been authorized under the Joint Decree of the Board of Commissioners and Board of Directors on Remuneration Policy of PT Bank Mandiri (Persero) Tbk dated 20 March 2018. The determination of remuneration for the Board of Commissioners refers to:

1. Regulation of the Minister of SOE No. PER-13/MBU/09/2021 dated 24 September 2021 The Sixth Amendment to the Regulation of the Minister of SOEs No. PER-04/MBU/2014 concerning Guidelines for Determining the Income of the Board of Directors, Board of Commissioners and Supervisory Board of State-Owned Enterprises.
2. SOE State Minister Regulation No. PER-01/MBU/2011 concerning Implementation of Good Corporate Governance in SOE has lastly been amended by State Minister of SOE Regulation No. PER-09/MBU/2012 concerning Amendments to State Minister of SOE Regulation No PER- 01/MBU/2011 on Implementation of Good Corporate Governance in SOE.
3. OJK Regulation No. 55/POJK.03/2016 dated 9 December 2016 on the Implementation of Governance for Commercial Banks.
4. OJK Regulation No.45/POJK.03/2015 dated 23 December 2015 on the Implementation of Governance in Providing Remuneration for Commercial Banks.
5. The Company's Articles of Association

Pursuant to POJK No. 45/POJK.03/2015 on the Implementation of Governance in Providing Remuneration for Commercial Banks, Bank Mandiri has performed Governance in Providing Remuneration that has taken into account various aspects, including the bank financial stability, the creation of

risk management, short-term and long-term liquidity requirements, and potential future revenue. The Company may carry out malus and clawback of variable remuneration for the Bank executives who are under the category of Material Risk Taker (MRT), with the following stipulations:

1. The Company will have malus and or clawback in specific circumstances in applying variable remuneration, by taking into account some factors as follows:
 - The financial or non-financial loss of the Company.
 - The direct or indirect involvement of the concerned executives in the loss.
2. Variable remuneration must be deferred amounting a percentage specified by the Company.
3. This policy applies for MRT executives under the following criteria:
 - Causing financial or non-financial loss to the Company.
 - Conducting frauds, breaking the law, behaving in an unethical manner, and/or falsifying records.
 - Intentionally violating the bank's policy, rules, and procedures.
 - Inducing significant negative impacts towards bank capital not caused by economic or industrial climate change.

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4. In implementing remuneration for MRT executives, Bank Mandiri acts under the provisions from Financial Service Authority, Regulations of the Ministry of SOEs, and the Company's remuneration policy.

Remuneration and Nomination Committee

The Board of Commissioners has established the Remuneration

and Nomination Committee that aims to assist in areas related to the remuneration and nomination of members of the Board of Directors and the Board of Commissioners. One of the duties of the Remuneration and Nomination Committee is to create a remuneration system for the Board of Commissioners and Directors which will become part of the corporate governance policy guidelines and will serve as the basis

for the Board of Commissioners and the GMS in determining the remuneration for members of the Board of Commissioners and/or members of the Board of Directors.

The elaboration on the Remuneration and Nomination Committee is presented in the Remuneration and Nomination Committee section of the Corporate Governance Chapter in this Annual Report.

Remuneration Determination Procedures



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| No. | Types of Income | Rules | |
|-----|-------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|
| | | Board of Commissioners | Board of Directors |
| 3. | Facility | | |
| | Service Vehicle Facilities | Given in the form of transportation allowance of 20% of the honorarium | Given 1 (one) service vehicle in the form of rental according to the predetermined criteria |
| | Health Facilities Professional Facilities Association | Replacement of treatment in accordance with the internal policy number KEP. KOM/018/2019 Maximum 2 (two) memberships relevant to the Company's activities | Replacement of treatment in accordance with the internal policy number KEP. KOM/018/2019 Maximum 2 (two) memberships relevant to the Company's activities |
| | Legal Assistance Facilities | Legal assistance facilities following the internal policy number KEP. KOM/018/2019 | Legal assistance facilities following the internal policy number KEP. KOM/018/2019 |
| 4. | Bonuses, Rewards, Incentives | Can be given in the form of shares or cash. | Can be given in the form of shares or cash. |

Nominals of Every Component of the Remuneration Structure of the Board of Commissioners and the Board of Directors

Remuneration in one year is grouped into the range of income levels as follows.

Nominal Amount of Remuneration for the Board of Commissioners and Directors

| Total Remuneration and Other Facilities | Amount Received | | | |
|-------------------------------------------------|------------------------|----------------------|--------------------|----------------------|
| | Board of Commissioners | | Board of Directors | |
| | Persons | Amount in Rp Million | Persons | Amount in Rp Million |
| Remunerations | | | | |
| Salaries | 10 Persons | 24.575 | 12 Persons | 67.624 |
| Housing Allowances | - | - | 6 Persons | 929 |
| Tantiem | 10 Persons | 99.551 | 12 Persons | 258.504 |
| Other Facilities in the form of Natura | | | | |
| Housing (cannot be owned) | - | - | 6 Persons | - |
| Transportation (cannot be owned) | - | 3.543 | 12 Persons | - |
| Full-service Insurance (can be owned) | - | 4.365 | 12 Persons | 12.175 |
| Health (cannot be owned) | 10 Persons | 836 | 12 Persons | 3.385 |
| Remuneration Amount per person in 1 year | | | | |
| Above Rp2 billion | 10 Persons | - | 12 Persons | - |
| Above Rp1 billion to Rp2 billion | - | - | - | - |
| Above Rp500 million to Rp1 billion | - | - | - | - |
| Rp500 million and below | - | - | - | - |

The basis for the stock bonus:

To fulfill POJK No. 45/POJK.03/2015 concerning Implementation of Good Corporate Governance in Providing Remuneration for Commercial Banks



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| Name | Position | Bonus Shares |
|-------------------------------|--------------------------------------------------|----------------|
| Board of Commissioners | | |
| Muhamad Chatib Basri | President Commissioner/Independent | Nil |
| Andrinof A. Chaniago | Wakil Komisararis Utama/Independent Commissioner | Nil |
| Mohamad Nasir | Independent Commissioner | Nil |
| Boedi Armanto | Independent Commissioner | Nil |
| Loeke Larasati A. | Independent Commissioner | Nil |
| Rionald Silaban | Commissioner | 204.900 shares |
| Faried Utomo | Commissioner | 176.900 shares |
| Arif Budimanta | Commissioner | 176.900 shares |
| Nawal Nely | Commissioner | 176.900 shares |
| Muhammad Yusuf Ateh | Commissioner | Nil |
| Ardan Adiperdana* | Commissioner | Nil |
| Board of Directors | | |
| Darmawan Junaidi | President Director | 444,800 shares |
| Alexandra Askandar | Vice President Director | 435,000 shares |
| Ahmad Siddik Badruddin | Director of Risk Management | 430,100 shares |
| Agus Dwi Handaya | Director of Compliance and HR | 430,100 shares |
| Panji Irawan | Director of Treasury & International Banking | 430,100 shares |
| Riduan | Director of Commercial Banking | 430,100 shares |
| Aquarius Rudianto | Director of Network & Retail Banking | 371,300 shares |
| Toni Eko Boy Subari | Director of Operations | 83,400 shares |
| Susana Indah K. Indriati | Director of Corporate Banking | 83,400 shares |
| Rohan Hafas | Director of Institutional Relations | 83,400 shares |
| Sigit Prastowo | Director of Finance & Strategies | 83,400 shares |
| Timothy Utama | Director of Information Technology | Nil |
| Rico Usthavia Frans* | Director of Information Technology | Nil |

*Total shares until the completion of tenure.

Variable Remuneration to Directors, Board of Commissioners and Employees

The number of Directors, Commissioners and Employees who received variable remuneration for 1 (one) year and total nominal are as follows.

| Variable Remunerations | Amount received in 1 (one) Year | | | |
|------------------------|---------------------------------|------------|------------------------|------------|
| | Board of Directors | | Board of Commissioners | |
| | Persons | Rp Million | Orang | Rp Million |
| Total | 12 | 51.395 | 10 | 20.215 |

Variable Remuneration

In addition, the Bank provides variable compensation including location allowances, certain position allowances, performance allowances for frontliners, overtime

compensation, performance achievement bonuses, sales incentives, retention programs and the Long-Term Incentive program in the form of shares. Non-Independent Commissioners

and in cash for members of the Independent Board of Commissioners under the provisions of OJK Regulation No. 45/POJK.03/2015.