

### Duties and Responsibilities of Remuneration and Nomination Committee

The Remuneration and Nomination Committee was assigned and responsible for conducting the following things:

1. Arranging the concept and analysis related to the functions of the Remuneration the Nomination Committee
2. Assisting the Board of Commissioners to offer recommendations on the number of members of the Board of Commissioners and Board of Directors.
3. Assisting the Board of Commissioners in establishing the general policy of Human Capital
4. Offering recommendation on the agreement of alteration in organizational structure up to one level below the Board of Directors.
5. Assisting the Board of Commissioners to acquire and analyze data of the prospective candidates of Directors from talent pool officials which one level below the Board of Directors.
6. Assisting the Board of Commissioners in offering recommendations on options to the Board of Commissioners, Board of Directors and Employees, namely stock options as well as the supervision of its implementation.
7. Having data base and talent pool of prospective members of the Board of Directors and Board of Commissioners.
8. Evaluating on remuneration policy and offering recommendations to the Board of Commissioners regarding:
  - The remuneration policy for the Board of Commissioners and Board of Directors to be submitted to the General Meeting of Shareholders.
  - The remuneration policy for the Executive Officers and employees overall to be conveyed to the Board of Directors.
9. Arranging and offering recommendations regarding the system as well as the procedure of selection and/or replacing members of the Board of Commissioners and Board of Directors to the Board of Commissioners to be submitted to the General Meeting of Shareholders.
10. Offering recommendations on prospective members of Commissioners and/or Directors to the Board of Commissioners to be submitted to the General Meeting of Shareholders and Regulators.
11. Offering recommendations regarding the independent parties who will become the members of the Audit Committee, Risk Monitoring Committee and Good Corporate Governance.

### Authorities of Remuneration and Nomination Committee

Remuneration and Nomination Committee had the authorities as follows:

1. Asking Bank Mandiri to conduct a survey in accordance with the needs of the Remuneration and Nomination Committee.
2. Requesting information of necessary things from various parties both internal and external Bank Mandiri.

### Reporting of Remuneration and Nomination Committee

Remuneration and Nomination Committee must report the execution of duties, responsibilities, and the Nomination and Remuneration procedures carried out on each assignment provided and/or for any issues identified to require the concern of the Board of Commissioners or at least 2 (two) times in 1 (one) year.

### Structure, Membership and Expertise of the Remuneration and Nomination Committee

Members of the Remuneration and Nomination Committee at least fulfill the following qualifications:

1. Having high integrity, objectivity and ethical.
2. Having high competency in terms of:
  - a. Having adequate knowledge including the provisions and regulations as well as the applicable laws.
  - b. Understand the management concept of human capital comprehensively and having knowledge about the provisions of remuneration and/or nomination system as well as the succession plan of Bank.
  - c. Capable to be independent, such as capable to conduct the duties professionally without any conflicts of interest and influence/pressure from any party that not in line the applicable laws and the principles of healthy Corporation.
3. Members of the Remuneration and Nomination Committee consisted of at least one (1) person of the Board of Independent Commissioners, one (1) person of the Board of Commissioners as a voting member and Group Head of Human Capital (ex officio) as a non-voting member.
4. Remuneration and Nomination Committee is chaired by an Independent Commissioner.
5. The members of Remuneration and Nomination Committee consisted of more than three (3) person, then the members of the Board of Independent Commissioners consisted at least amount 2 (two) person.
6. If necessary, the remuneration Committee and the nomination can appoint the members from independent parties toward Bank Mandiri.
7. Members of Remuneration and Nomination Committee appointed by the Board of Directors based on the outcome of the meeting of the Board of Commissioners.