

Policy on Concurrent Positions of the Board of Commissioners and its Implementation

According to the Articles of Association, Members of the Board of Commissioners shall be prohibited from having concurrent positions as:

- a. Member of the Board of Directors at State-Owned Enterprises, Regionally-Owned Enterprises, and private enterprises.
- b. Committee of political party and/or candidate/member of the House of Representative, House of Regional Representative, Regional People's House of Representative Level I and II, and/or candidate of regional head/ vice head.
- c. Concurrent positions beyond which are admitted by the regulations.
- d. Concurrent positions that may cause a conflict of interest.

According to the Ministry of State-Owned Enterprises Regulations No PER-03/MBU/02/2015 and the Financial Service Authority Regulation No 55/POJK.03/2016 regarding the Implementation of Corporate Governance in Commercial Banks, concurrent positions of the Board of Commissioner are regulated as follows:

1. Members of the Board of Directors shall be prohibited from having concurrent positions as:
 - a. Member of the Board of Commissioners of other State-Owned Enterprises (SOE).
 - b. Member of the Board of Directors of State-Owned Enterprises, Regionally-Owned Enterprises, and Private Enterprises.

- c. Concurrent positions beyond which are admitted by the regulations.
- d. Concurrent positions that may cause a conflict of interest with respective SOE.
2. Members of the Board of Commissioners shall be prohibited from having concurrent positions as Directors, member of Board of Commissioners, or Executive Officers in:
 - a. financial institution or company, bank or non-bank.
 - b. more than 1 (one) non-financial institutions and companies domiciled in and outside of Indonesia.
3. However, the provision allows a Board of Commissioners member to serve concurrent position as:
 - a. Director, Board of Commissioners, or Executive Officer with oversight function on 1 (one) non-bank subsidiaries controlled by Bank Mandiri.
 - b. A non-independent member of the Board of Commissioners runs functional tasks of the shareholders which are legal entities in Bank's business group.
 - c. Member of the BoC in non-profit organizations.

The Members of Bank Mandiri BoC had disclosed their concurrent positions and did not serve in a concurrent position beyond which was admitted by the regulations and might cause a conflict of interest prohibited by legislations.

Concurrent position of Bank Mandiri BOC can be seen in the following table.

Table of Affiliate Relationship of the Board of Commissioners

Name	Designation	Period	Designation in Company/ Other Institution	Name of Company/
Wimbob Santoso	President Commissioner	February 16, 2016 - July 20, 2017	Director	Indonesian Banking Development Institute (IBDI/LPPI)
Hartadi A. Sarwono	President Commissioner concurrently as Independent Commissioner	November 15, 2017 - December 31, 2017	President Director	Indonesian Banking Development Institute (IBDI/LPPI)
Imam Apriyanto Putro	Vice President Commissioner	June 11, 2015 - December 31, 2017	Secretary to Ministry	Ministry of State-Owned Enterprise
Abdul Aziz	Independent Commissioner	June 25, 2015 - March 14, 2017	-	-
Aviliani	Independent Commissioner	September 3, 2014 - March 14, 2017	Independent Commissioner	PT Dyandra Media Internasional, Tbk.
Askolani	Commissioner	September 3, 2014 - December 31, 2017	Director of General Budget	Ministry of Finance
Goei Siauw Hong	Independent Commissioner	June 25, 2015 - December 31, 2017	President Director	Gagas Prima Solusi
Bangun Sarwito Kusmulyono	Independent Commissioner	June 25, 2015 - December 31, 2017	-	-
Ardan Adiperdana	Commissioner	October 3, 2016 - December 31, 2017	Head of	Financial and Development Supervisory Agency (FDSA/BPKP)

Name	Designation	Period	Designation in Company/ Other Institution	Name of Company/
Makmur Keliat	Independent Commissioner	September 25, 2017 - December 31, 2017	Lecturer	International Relation Studies at Social and Political Science Faculty of Universitas Indonesia
		-	Commissioner	PT Kenta Indonesia International
R. Widyo Pramono*	Commissioner	Agustus 21, 2017 – Desember 31, 2017	-	-

Remarks:

*Effective as of 15 January 2018 after successfully obtaining approval and passing the Fit and Proper Test administered by the Financial Services Authority.

Management of the BOC's Conflict of Interest

The BOC's conflict of interest shall be managed referring to the Board of Commissioners Charter which has been set as follows:

1. Each Commissioner shall keep the information that shall be kept confidential by Bank and by legislation including policy/ internal meeting resolution of BOC and Committee under the BOC and shall not disclose any to the public without the approval of the BOC.
2. All information which has not been confirmed as information/facts or announced by the Board of Commissioners shall be kept confidential by all parties.
3. Each Commissioner is prohibited from using Bank's information for personal interest that could harm the Company directly or indirectly.
4. Each Commissioner must disclose his share ownership in the bank or in other company in accordance with Capital Market regulations.
5. Each Commissioner is prohibited to involve in decision making related to banking operations or to interfere in banking operational transactions in accordance with prevailing laws and regulations.
6. Each Commissioner is prohibited from recommending someone to become Bank Officer beyond which are admitted by prevailing laws and regulations.
7. The Board of Commissioners are forbidden to take advantage of the Company for personal, family, company or certain parties in a manner contrary to the laws and banking fairness principle.

Stock Ownership of the Board of Commissioners

The Board of Commissioners have disclosed their stock ownership in Bank Mandiri, other banks, and other companies domiciled inside or outside the country. Share ownership of the Board of Commissioners of Bank Mandiri which reaches 5% (five percent) or more of the paid-up capital of Bank Mandiri, other banks, non-bank financial institutions and other companies domiciled at home and abroad as presented in the following table:

Table of Stock Ownership of the Board of Commissioners above 5%

Name	Designation	Period	Stock Ownership			
			Bank Mandiri	Other Banks	Non-Bank Financial Institution	Other Companies
Wimboh Santoso	President Commissioner	16 February 2016 - 20 July 2017	Nil	Nil	Nil	Nil
Hartadi A. Sarwono	President Commissioner concurrently as Independent Commissioner	15 November 2017 – 31 December 2017	Nil	Nil	Nil	Nil
Imam Apriyanto Putro	Vice President Commissioner	11 June 2015 - 31 December 2017	Nil	Nil	Nil	Nil
Abdul Aziz	Independent Commissioner	25 June 2015 - 14 March 2017	Nil	Nil	Nil	Nil
Aviliani	Independent Commissioner	3 September 2014 - 14 March 2017	Nil	Nil	Nil	Nil
Askolani	Commissioner	3 September 2014 - 31 December 2017	Nil	Nil	Nil	Nil
Goei Siauw Hong	Independent Commissioner	25 June 2015 - 31 December 2017	Nil	Nil	Nil	Gagas Prima Solusi (99.9%)