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Main Highlights	Management Report	Company at a Glance	Management Discussion and Analysis on Company's Performance	Review of Business Support Function

Table of Concurrent Position of the BOC

Name	Designation	Designation at Other Companies/ Institutions	Name of Other Companies/ Institutions
Wimboh Santoso	President Commissioner	Director	Indonesian Banking Development Institute
Imam Apriyanto Putro	Deputy Chief Commissioner	Secretary to Ministry	Ministry of Soe
Aviliani	Independent Commissioner	Independent Commissioner	PT Dyandra Media Internasional, Tbk.
Goei Siau Hong	Independent Commissioner	President Director	PT Gagas Prima Solusi
Bangun S. Kusmulyono	Independent Commissioner	-	-
Abdul Aziz	Independent Commissioner	-	-
Askolani	Commissioner	Director General of Budget	Ministry of Finance
Suwhono*)	Commissioner	-	-
Ardan Adiperdana	Commissioner	Chairman	Finance and Development Supervisory Agency

\* Serving as Commissioner until March 29, 2016. His term of office at Bank Mandiri is ended due to his new assignment as President Director of PT Berdikari (Persero)

### Management of the BOC's Conflict of Interest

The Board of Commissioners are prohibited from taking actions that could harm the Company and must disclose conflicts of interest referred to Board of Commissioners charter, the transparency of information and conflicts of interest are set as follows:

1. Each Commissioner shall keep the information shall be kept confidential by legislation including provisions on Insider Trading and other information that the Company has not been disclosed to the public.
2. Each Commissioner shall :
  - a. Their shareholding in the Company as well as in other companies domiciled inside or outside the country
  - b. Financial relations and family relations with other members of the Board of Commissioners and Board of Directors members and their families
  - c. Other information which according to legislation must be disclosed to the public
3. Board of Commissioners are prohibited to involved in decision making related to banking operations and/or decision-making that may pose a conflict of interest.
4. The Board of Commissioners in performing their duties, responsibilities and authority are forbidden to take advantage of the Company for personal, family, company or certain parties in a manner contrary to the laws and the Company's code of conduct.

## Meeting of the BOC

The Board of Commissioners shall convene a meeting at least 1 (one) time in two (2) months or at any time when deemed necessary by one or more members of the Board of Commissioners on written request of the Board of Directors according to the provisions stipulated in the Articles of Association. In addition, the Board of Commissioners is required to convene meetings with the Board of Directors periodically at least 1 (one) time in 4 (four) months.

A notice for the meeting of Board of Commissioners shall be served by the President Commissioner, and in case of the President

Commissioner is prevented from doing so, the meeting shall be notified by the Deputy Chief Commissioner. In the event that the Deputy Chief Commissioner is prevented from doing so, the notice to the meeting shall be served by one of the members of the Board of Commissioners. The notice to the meeting of Board of Commissioners shall be served in writing containing the agenda, date, time, and the venue of Meeting, then delivered to each member of the Board of Commissioners against a sufficient receipt, or by the prepaid registered mail or courier service, email or any other means at the latest 3 (three) days prior to the meeting so that the BOC had the opportunity to examine information and/or request information additional prior to the meeting. However, if the meeting has been scheduled by the decision of the previous meeting, then do not call another meeting.

Meeting of the Board of Commissioners is chaired by the President Commissioner, if unable to do by the Deputy Chief Commissioner, and if unable to do by a member of the Board of Commissioners. Meeting is valid and may adopt binding resolutions if attended or represented by more than ½ (one half) the number of members of the Board of Commissioners. All decisions taken in a meeting with deliberation and consensus, if not achieved, the meeting decisions taken by majority vote. All decisions of the meeting are binding to all members of the Board of Commissioners.

There will be minutes of meeting made on each Board of Commissioners meeting which is signed by the Chairman of the Meeting and the Board of Commissioners in attendance.

In addition to the meetings as described above, the meeting of the Board of Commissioners also can be held through media teleconference, video conference or other electronic media that enables all meeting participants can see each other and/or hear directly as well as participating in the meeting.

Besides the Board of Directors and Secretary to the Board of Commissioners, the meeting is also attended by members of the Committees under the Board of Commissioners upon invitation of the President Commissioner. The President Commissioner may invite other guests as listed in Article 8 of the Board Charter.

Throughout 2016, the Board of Commissioners held 35 internal meetings with level of attendance as provided on the following table:

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01 Main Highlights	02 Management Report	03 Company at a Glance	04 Management Discussion and Analysis on Company's Performance	05 Review of Business Support Function
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Meeting Date	Meeting Agenda	Wimboh Santoso***	Imam Apriyanto Putro	Aviliani	Goei Siauw Hong	Bangun S. Kusmulyono	Abdul Aziz	Askolani	Suwahono *	Ardan Adiperdana **
20 Jun	Approval of Revision of RBB (2016-2018) and 2016 RKAP	✓	✓	✓	✓	✓	✓	✓		
22 Jun	1. Approval of Pension Benefit Increase and Other Benefits for Pension Fund Bank Mandiri 1 until 4 Participants in 2016 2. Approval of Credit Facility for Kimia Farma Group 3. Miscellaneous	✓	✓	✓	✓	✓	✓	✓		
29 Jun	1. Approval of Credit Line Facility Extension under name Bank Mandiri (Europe) Limited 2. Approval of the Change in Provisions and Credit Covenant under name Mandiri Utama Finance	✓	✓	✓	✓	✓	✓	✓		
20 Jul	1. Approval of Capital Injection for PT Bank Syariah Mandiri (Persero) Tbk. 2. Approval of Land Capping of PT Bank Mandiri (Persero) Tbk for MRT area	✓	✓	✓	✓	✓	✓	✓		
27 Jul	Update on Problematic Debtors Handling	✓	✓	✓	✓	✓	✓	✓		
3 Aug	Presentation of the Performance of PT Mandiri Sekuritas as of June 2016	✓	✓	✓	✓	✓	✓	✓		
9 Aug	Interview with the Candidate of Audit Committee's Member	✓	✓	✓	✓	✓	✓	✓		✓
15 Aug	Follow Up on the Result of BPKP Review on Joint Venture Process with BC Card	✓	✓	✓	✓	✓	✓	✓		✓
24 Aug	1. The Commissioners' Approval for: • Extension, additional and provision of Credit Facility for Astra Group • Commercial Line New Facility Counter Guarantee of LC Import/ SKBDN for PT Asuransi Jasa Indonesia (Persero)/ Jasindo 2. Monitoring reports of Business plans Bank (RBB) Semester 1/2016	✓	✓	✓	✓	✓	✓	✓		✓
7 Sep	Approval of Organizational Structure	✓	✓	✓	✓	✓	✓	✓		✓
14 Sep	1. Approval of Period Extension of Intraday Facility under name PT Mandiri Sekuritas 2. Approval on Extension of Credit Line Facility of PT Bank Syariah Mandiri 3. Proposed QAB in Malaysia and Development Plan for Bank Mandiri's Network in ASEAN	✓	✓	✓	✓	✓	✓	✓		✓
28 Sep	Proposed the Additional Budget for 2016 Credit Account Write Off	✓	✓	✓	✓	✓	✓	✓		✓
12 Oct	Approval of Capital Injection Plan for PT Bank Mandiri Taspen Pos (Bank Mantap)	✓	✓	✓	✓	✓	✓	✓		✓
19 Oct	1. Approval of Proposal of Facility Extension for PT Federal International Finance and New Facility to several companies within Astra Group 2. Approval of KPBM Revision	✓	✓	✓	✓	✓	✓	✓		✓
26 Oct	1. Approval of Fund Provision to Related Party on Consumer Credit Facility and Credit Card 2. Approval of Period Extension of Facility and Facility Limit Increase to Related Party under name PT Ananta Auto Andalan 3. Approval of Investment Credit Facility, Extension of Facility Validity Period, and Changes in Terms and Condition under name Kimia Farma	✓	✓	✓	✓	✓	✓	✓		✓
2 Nov	Approval on the Extension and Enhancement of Credit Line Facility under the name of PT Bank Mandiri Taspen Pos	✓	✓	✓	✓	✓	✓	✓		✓
23 Nov	1. Approval of Proposal for Additional Budget –Write Off 2. Approval of Proposal for 2017 RKAP and RBB (2017-2019) 3. Approval of Proposal for 2016-2020 Bank Mandiri Corporate Plan 4. Approval of Credit Facility Extension to Related Party under name PT Tunas Ridean and PT Mandiri Utama Finance 5. Approval of Limit Increase and Availability Period Extension for Astra Group 6. Approval of Fund Provision to Related Party on Consumer Credit Facility and Credit Card.	✓	✓	✓	✓	✓	✓	✓		✓
30 Nov	Approval on Provision of Investment Credit Facility to PT Trans Bumi Serbaraja (TBS) - Astra Group	✓	✓	✓	✓	✓	✓	✓		✓
14 Dec	1. Update Collection tahun 2016 dan Strategi tahun 2017 2. Update on 2016 Collection and 2017 Strategy 3. Update on Operational Progress of BMEL and Overseas Offices 4. Update on Bank Mandiri Assets	✓	✓	✓	✓	✓	✓	✓		✓
21 Dec	1. Approval of Validity Period Extension and Limit Increase of PKS and MTF 2. Improvement of 2016 Board Charter	✓	✓	✓	✓	✓	✓	✓		✓
<b>Number of Meetings</b>		32	35	35	35	35	35	35	10	8
<b>Number of Attendance</b>		32	35	35	35	35	35	35	10	8
<b>Percentage of Attendance</b>		100%	100%	100%	100%	100%	100%	100%	100%	100%

\*) Serving as Commissioner until March 29, 2016. His term of office at Bank Mandiri is ended due to his new assignment as President Director of PT Berdikari (Persero)

\*\*) According to Fit and Proper Test result, Mr. Ardan Adiperdana served as a member of the BOC effective as of September 27, 2016.

\*\*\*) Mr. Wimboh Santoso effectively served as President Commissioner with regard to fit & proper test as of February 16, 2016.