

7. To possess data base and talent pool of candidates of members of Board of Directors and Board of Commissioners
8. To conduct evaluation against the policy on remuneration and providing recommendation to the Board of Commissioners concerning
  - Remuneration policy for the Board of Commissioners and the Board of Directors for submission to the General Meeting of Shareholders.
  - The policy on remuneration for Executive Official and Employee in its entirety for submission to the Board of Directors.
9. To prepare and provide recommendation concerning system as well as procedure of election and/or change or members of Board of Commissioners and Board of Directors to the Board of Commissioners for further submission to the General Meeting of Shareholders.
10. To Provide recommendation regarding members candidates of the Board of Commissioners and/or the Board of Directors to the Commissioners to be delivered in the General Meeting of Shareholders.
11. To identify candidate of the Board of Directors either from internal or external and candidate of the Board of Commissioners who has met the requirements to be proposed for the appointment as Director or the Board of Commissioners which is tailored to the Company strategy.
12. To provide recommendation concerning independent party who will become the member of Audit Committee and Risk Monitoring Committee.

### Authorities of Remuneration and Nomination Committee

1. To request PT Bank Mandiri (Persero) Tbk for conducting survey according to the needs of Committee for Nomination and Remuneration.
2. To request information on matters as required from various parties both within and outside of PT Bank Mandiri (Persero) Tbk.

### Independence of Remuneration and Nomination Committee

All members of Remuneration and Nomination Committee has met the following independence criteria:

1. Not include in the management team.
2. Free from business relationships and other relationship which may affect the decision.
3. Not the majority shareholders of the Company or employee who is directly related to the Company's majority shareholders.
4. Not employee of previously worked as executive of the company or affiliated company member, at least 3 (three) years prior to the appointment as committee member.
5. Not an advisor or professional primary consultant who is considered material to the company or affiliated company or employee who is directly related to the service provider, at least 3 (three) years prior his/her appointment as committee member.
6. Not supplier or primary customers from company or affiliated company or employee from/or directly or indirectly related to the supplier or primary customers.
7. Having no agreement relationship with the company or other affiliated company as the Board of Directors.

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

The number and composition of members of Remuneration and Nomination Committee of Bank Mandiri consist of at least 3 (three) person: an Independent Commissioner as Chairman, an independent party who has expertise in Accounting/ Finance and an independent party who has expertise in legal as stipulated in Circlar of Bank Indonesia No.15/15/DPNP concerning Implementation of GCG for Commercial Banks. Other members are an Executive in Human Resources or an employee representative according to POJK No.45/POJK.03/2015.

As of December 31, 2016, the composition of Remuneration and Nomination membership of Bank Mandiri is as follow:

Name	Designation	Legal Basis of Appointment
Bangun S. Kusmulyono	Chairman (Independent Commissioner)	Decree of the Board of Directors No.KEP.DIR/376/2016
Imam Apriyanto Putro	Member (Deputy Chief Commissioner)	
Wimboh Santoso	Member (President Commissioner)	
Abdul Aziz	Member (Independent Commissioner)	
Askolani	Member (Commissioner)	
Aviliani	Member (Independent Commissioner)	
Goei Siau Hong	Member (Independent Commissioner)	
Ardan Adiperdana	Member (Commissioner)	
Sanjay N. Bharwani	Member	

### Term of Office of Remuneration and Nomination Committee Members

Term of office of Remuneration and Nomination Committee members shall not be longer than term of office of the Board of Commissioners and may be reappointed for the next period.

### Brief Profile of Remuneration and Nomination Committee

Members of Remuneration and Nomination Committee who also serve as the Board of Commissioners' members, their profile can be seen in Profile of the Board of Commissioners on page 72-75.