

01	02	03	04	05
Main Highlights	Management Report	Company at a Glance	Management Discussion and Analysis on Company's Performance	Review of Business Support Function

Concurrent Positions of the Board of Directors

According to POJK No. 55/POJK.03/2016 on Implementation of GCG for Commercial Banks, each member of the Board of Directors is prohibited to serve in concurrent positions as the member of the Board of Commissioners, Board of Directors or Executives of the Bank, other companies/institutions except it is allowed by such regulations.

The members of Bank Mandiri's Board of Directors do not serve in a concurrent position beyond which are admitted by the regulations and may cause a conflict of interest prohibited by legislation.

If a member of the Board of Directors who is responsible for supervision on the subsidiaries, carries out functional tasks as a member of the Board of Commissioners at non-bank Subsidiaries controlled by Bank, all concerned not neglect the duties and responsibilities as a member of the Board of, therefore it is not considered as double post.

Conflict of Interest Management Policy

As stipulated in the GCG Charter, Bank Mandiri has conflict of interest management policy as follow:

- Board of Commissioners, Board of Directors and executive Officers having commitment to avoid all types of conflict of interest.
- In the event Board of Directors personally having interest in one transaction, contract or proposed contract where Bank is one of the party therein, then must be declared nature of its interest in Meeting of Board of Directors and the relevant member of Board of Directors reserve no rights for voting.
- In the event Board of Commissioners personally having interest in one transaction, contract or proposed contract where Bank is one of the party therein, then must be declared nature of its interest in Meeting of Board of Commissioners and the relevant member of Board of Commissioners reserve no rights for voting.

Implementation of Duties and Responsibilities of the Board of Directors in 2016

In general, aside from conducting internal meetings and GMS, the implementation of duties and responsibilities of the Board of Directors is related to the performance of Bank Mandiri during 2016, among others:

1. Issuance of Sustainable Bonds I of Bank Mandiri Year 2016 as much as Rp5,000,000,000,000 with effective date September 22, 2016.
2. Development plan of Mandiri University which is addressed to employees of Mandiri Group and other institutions.
3. Conducting various events such as Mandiri Investment Forum (MIF) 2016, Mandiri Art Charity exhibition.

4. To hire disabled workers as Call Center Operator.
5. Development of e-Commerce business through various electronic banking channel.
6. Launching the technology innovation in the form of online CPO Supporting Fund.
7. Conducting anticipative moves to grow healthy and sustainable, among others by establishing strong allowances in order to strengthen productive assets structure to be more solid and anticipate the Non Performing Loan increasing trend in banking industry in the future.
8. Supporting Digital Financial Services Program in order to create banking financial system which is easy, fast, and can reduce deviation risk as well as to extend the financial inclusion program to public.
9. Conducting tax amnesty socialization in order to support government policy to improve tax basis and government revenue.
10. Collaborating with Indonesian Institute for Corporate Governance (IICG), Bank Mandiri constantly monitors corporate governance perception index.
11. Supporting national strategic infrastructure projects through Special Transaction Loan of Rp1.2 trillion to PT Kereta Api Indonesia (KAI).

Meeting of the Board of Directors

Meeting of Bank Mandiri's Board of Directors is held at least once a month, attended by all directors and executive officers reporting to the Board of Directors to supervise operational performance. Meeting decision is taken by deliberation and consensus. In the event that consensus can not be reached a decision, the decision taken by majority voting agreed and the decision shall be accepted as a joint decision (mutual).

In addition, the Board of Directors may also adopt valid and binding decisions without convening a meeting, with the requirement of all members of the Board of Directors have known the intended decision proposal, given their written approval and signed the agreement. The decision making shall have an equal power to the decision making through formal meetings.

The meeting schedules also correspond with Circular Letter of the Minister of SOE No. SE-03/MBU/2011 dated October 27, 2011 which requires the Board of Directors to conduct meetings every Tuesday and if necessary the Board of Directors may invite the Board of Commissioners for participated in the meeting.