



CORPORATE GOVERNANCE



In the third year since the COVID-19 pandemic, Bank BTPN continues to adapt and consistently carry out all obligations or fulfillment of provisions related to the implementation of GCG while still complying with applicable health protocols.



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Bank BTPN is highly committed to implementing Good Corporate Governance (GCG) in every aspect of its business and throughout the Bank's organizational structure. This is in line with the Bank's mission, which includes creating significant and sustainable value for stakeholders, as well as the Bank's value of Integrity, where every element of BTPN will act sincerely with high ethical standards.

GCG in this case is a standard that becomes a reference for the Bank and is an important pillar in carrying out business activities to achieve predetermined targets. The implementation of GCG principles is also considered very important in supporting sustainable growth and performance stability.



PRINCIPLES OF GCG IMPLEMENTATION

The implementation of GCG principles within Bank BTPN refers to the 4 (four) pillars of corporate governance, which cover: (1) ethical conduct; (2) accountability; (3) transparency; and (4) sustainability.

Meanwhile, the principles of implementing GCG consist of 8 (eight) elements divided into 3 (three) groups: (1) the principles that regulate the executing organs of corporate governance, (2) the principles that regulate the process and outcome produced by the abovementioned organs, and (3) the group of principles that regulate the recipients of the benefits generated from the implementation of corporate governance.

The 8 (eighth) mentioned principles are as follows:

Description of Principle	Implementation in BTPN
Principle 1: Role and Responsibility of the Board of Directors and the Board of Commissioners	
The Board of Directors and the Board of Commissioners independently play the role and take on the responsibility to create sustainable values for the best long-term interest of the company and shareholders, by taking into account the interests of stakeholders.	The Bank established details of the duties and responsibilities of each company organ and all employees, including the Board of Commissioners and the Board of Directors, clearly and in line with the vision, mission, corporate values, and company strategies.
Principle 2: Composition and Remuneration of the Board of Directors and the Board of Commissioners	
Members of the Board of Directors and members of the Board of Commissioners are selected and appointed in such a way that the composition of the Board of Directors as the management organ and the composition of the Board of Commissioners as the supervisory organ are diverse and each consisting of Directors and Commissioners with commitment, knowledge, capability, experience, and expertise required to precisely fulfill the managing role of the Board of Directors and the supervisory role of the Board of Commissioners.	In appointing the Board of Commissioners and the Board of Directors, the Bank takes into consideration the prevailing laws and regulations, among others, OJK Circular Letter No.32/SEOJK.04/2015 on the Corporate Governance Guidelines of Public Companies and OJK Regulation No.33/POJK.04/2015 on the Board of Directors and the Board of Commissioners of Issuers or Public Companies.
Remuneration is designed to effectively align the interests of members of the Board of Directors and members of the Board of Commissioners with the company's long-term interests and the creation of sustainable values.	In its implementation at the Bank, apart from considering the conditions and performance, the Bank also takes into account OJK Regulation No.45/POJK.03/2015 on the Provision of Remuneration for Commercial Banks.
Principle 3: Work Relations between the Board of Directors and the Board of Commissioners	
Work relations between the Board of Directors and the Board of Commissioners are tight, open, constructive, professional and mutually trusting for the company's best interests.	All organs in the Bank avoid the occurrence of domination by any one party, not effected by certain interests, free from conflict of interest and from any influence or pressure, so that decision-making can be implemented objectively.
Principle 4: Ethical Conduct	
Company has the commitment to act ethically and responsibly, to uphold the values and culture of the organization.	The Bank retains the Code of Ethics applicable to the Board of Commissioners, the Board of Directors, all employees, and independent parties. The Code of Ethics also regulates the creation of a conducive work environment by upholding the Bank's values and culture.
Principle 5: Risk Management, Internal Control and Compliance	
Company implements the integrated corporate governance practices by effective application of the internal control and risk management systems, as well as the compliance management system in support of efforts to achieve corporate goals, vision, mission, objectives and company's performance targets in carrying out business with integrity.	Every year, the Bank conducts periodic reviews on the adequacy of risk management policies and internal control systems so that they always remain relevant to industry developments.
Principle 6: Disclosure and Transparency	
Company establishes accurate and on-time disclosure of all matters related to the corporation.	The Bank conducts information disclosure both periodically and incidentally that accurately discloses information about the Bank including an explanation of the Bank's performance through the website: http://www.btpn.com or IDX's website within the time as stipulated in the applicable laws & regulations.
Principle 7: Shareholders' Rights	
Company protects and facilitates the implementation of shareholders' rights and ensures fair treatment to the shareholders, including the minority shareholders. All shareholders have the opportunity to receive effective compensation for violations of their rights.	The Bank has a reference and clearly states the rights of shareholders in the GCG Manual which is reviewed regularly and uploaded to the Bank's website.
Principle 8: Stakeholders' Rights	
Company accepts the rights of the stakeholders established under prevailing laws and regulations or an agreement consented by the company and encourages active cooperation with stakeholders in generating wealth, employment, and financially sound business sustainability.	Recognition of the rights of stakeholders is evidenced in the Bank's GCG Manual and Code of Ethics. The GCG Manual occupies the highest position in the hierarchy so that it should be the basis for every policy and procedure of the Bank. Meanwhile, the code of ethics serves as a guide for each member of the Board of Commissioners, Board of Directors, Independent Parties and Employees in carrying out their daily duties and responsibilities.



LEGAL BASIS OF IMPLEMENTATION

In implementing GCG principles, the Bank is guided by prevailing laws and regulations, among others are as follows:

1. Law No.40 of 2007 on Limited Liability Company.
2. Law No. 10 of 1998 on the amendment of Law No.7 of 1992 on Banking.
3. Financial Services Authority Regulation (“POJK”) No. 55/POJK.03/2016 and Financial Services Authority Circular Letter No. 13/SEOJK.03/2017 on the Implementation of Governance for Commercial Banks.
4. POJK No. 21/POJK.04/2015 on Implementation of Governance Guidelines of Public Companies.
5. Other POJKs, including those that regulate the Audit Committee, Nomination and Remuneration Committee, the Board of Commissioners and the Board of Directors, implementation of General Meeting of Shareholders, Internal Audit, Public Accountant as well as Compliance Director and Corporate Secretary.
6. General Guidelines of Indonesia Good Corporate Governance from the National Committee of Governance Policy (KNKG).
7. Articles of Association of the Bank.
8. Policies and Procedures of the Bank.

Bank’s policies and procedures are grouped in a policy hierarchy that consists of the following:

- **Main Policy of the Bank**

The Bank’s Main Policy is the main or parent policy of all of the Bank’s policies, which are policies concerning governance as well as other strategic matters that affect the proper operation of the Bank and are the fundamental principles and guidelines for all provisions prevailing and effective in BTPN.

The Bank’s Main Policy is the Corporate Governance Manual.

- **Operational Policy of the Bank**

The Bank’s Operational Policy is the policy that regulates each of the Bank’s activities that reflects the Bank’s risk management strategy, including generally explaining the Bank’s risk appetite for the said activities.

Work Guidelines and Procedures of the Board of Directors, Work Guidelines and Procedures of the Board of Commissioners, Work Guidelines and Procedures of Committees, and Procedures prevailing bank-wide, are also applicable as operational policies.

- **Standard Operating Procedures**

Standard Operating Procedures (SOP) serve as guidelines that regulate in detail a process and explain the stages of a structured, systematic activity that must be carried out, including who, how, where, when to be conducted, and its control mechanism. The procedures must strictly apply the four-eyes function, adequate internal control function, and refer to policies.

- **User Manual/Technical Instruction/ Other Equivalent Documents**

The User Manual or Technical Instruction, also referred to as the Implementation Guidelines, is described as follows:

- a. Stages/how to use a system/application that explains in detail how to input/fill in data on each screen and field, or
- b. Guidelines is more detailed than SOP for users, both operators and supervisors, or
- c. Setting on the standard parameter within the system, or
- d. A brief guideline used as a tool to explain to customers about products and services, and
- e. Established with reference to related SOP.

Approval for the issuance of policies and procedures and/or amendments thereof is carried out by considering the respective hierarchies. Review of the policies and procedures issued by the Bank is administered periodically, once a year or sooner if necessary.

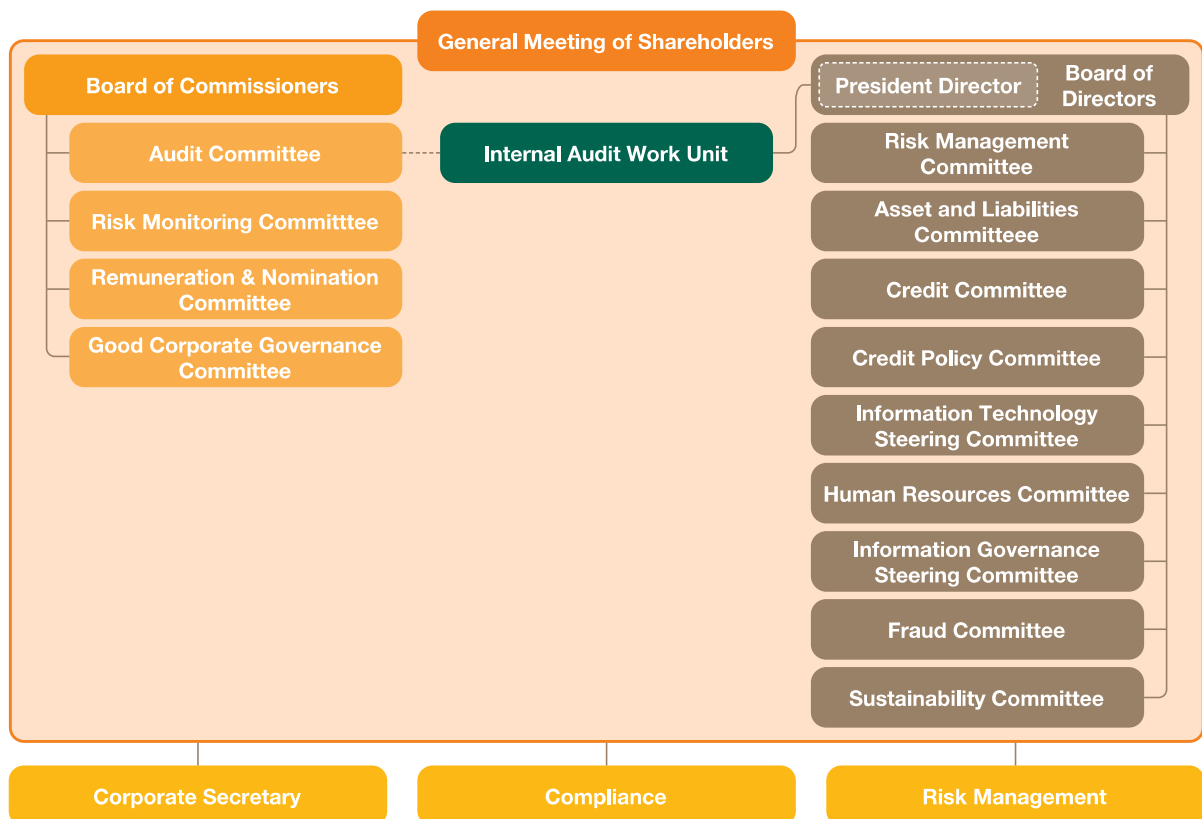
OBJECTIVES OF GCG IMPLEMENTATION

GCG implementation has become the manifestation of the Bank’s compliance with prevailing laws and regulations, eventually enhancing the stakeholders’ trust in the Bank. GCG implementation within the Bank’s environment generally aims to encourage the formation and development of a business environment based on trust, transparency, and accountability.

This is highly necessary as a factor of growth in investment, financial stability, and business integrity in the long run, which will eventually boost strong business growth and be capable of improving the community’s inclusive financial sector.

GCG STRUCTURE

Until the end of fiscal year 2022, the GCG structure effective in BTPN is as follows:





GCG IMPLEMENTATION AND COMMITMENT

The Bank monitors GCG implementation through self-assessment and by appointing an independent consultant. By referring to OJK’s provisions, the results of the self-assessment show the Bank’s success in achieving rating of 2 (from a scale of 1 to 3) for the years 2021 and 2022. As a form of seriousness in implementing GCC, the Bank appointed a relevant consultant to assess or review its GCG implementation using comparative guidelines effective in the Southeast Asian region.

The Bank received the overall score for GCG implementation in 2021 (ASEAN CG Scorecard 2022) of 99.20 points with the title “Very Good,” or at Level 4 (90-99.99), 1.28 points higher than the previous year. This score means that the Bank’s corporate governance implementation has fully adopted the international standards, as required by the ASEAN Corporate Governance Scorecard (ACGS).

REVIEW OF GCG IMPLEMENTATION IN 2022

In the third year since the COVID 19 pandemic, the Bank continues to adapt and consistently carry out all obligations or fulfillment of provisions related to the implementation of GCG while still complying with applicable health protocols.

Still in an effort to assist in the enforcement of health protocols, the Bank has gradually established a bankwide meeting format that includes the Board of Directors, Board of Commissioners and Executive Officers conducted in a hybrid or virtual manner by utilizing video conference facilities. Gradually, the Board of Commissioners’ visits to branch offices that were previously conducted virtually began to be conducted physically or hybrid as a form of commitment from the Bank’s management to all employees.

As in the previous year, internal approvals from the Board of Directors or Board of Commissioners can be given through electronic memos or electronic mail, only documents that have a legally binding function are signed in person.

The General Meeting of Shareholders was held by implementing electronic proxy, and provided an opportunity for shareholders to be able to attend the meeting virtually but authorize through the eASY.KSEI application.

REVIEW OF THE IMPLEMENTATION OF GOVERNANCE GUIDELINES OF PUBLIC COMPANIES

In accordance with the Financial Services Authority Regulation (POJK) No. 21/POJK.04/2015 and Circular Letter of the Financial Services Authority (SEOJK) No. 32/SEOJK.04/2015 on Governance Guidelines of Public Companies, the following is the implementation of corporate governance aspects and principles based on the approach of “comply or explain” by the Bank:

Implementation of Governance Guidelines of Public Companies

Principle	Recommendation	Compliance	Implementation
Principle 1 Improve the Value of the GMS	1.1 Public company has technical procedures for open and closed voting, which prioritizes independence and shareholders’ interests.	Comply	Technical procedures for voting are stipulated in the Bank’s Articles of Association and guidelines each time the Bank planned to have General Meeting of Shareholders. Both documents were published on the Bank’s website and on KSEI’s e-proxy platform.

Principle	Recommendation	Compliance	Implementation
	1.2 All members of the Board of Directors and the Board of Commissioner of Public Listed Company are present at the Annual GMS.	Comply	The Annual General Meeting of Shareholders was held on 21 April 2022 and was attended by all members of the Company's Board of Commissioners and the Board of Directors, physically or virtually.
	1.3 The summary of the GMS minutes of meeting is available on the Public Listed Company's website for at least 1 year.	Comply	The summary of the GMS minutes of meeting is available on BTPN website.
Principle 2 Improve the Quality of Communication of Public Companies with Shareholders or Investors	2.1 Public Companies have the policy on communication with the shareholders or investors.	Comply	BTPN has the communication policy with shareholders or investors that covers the following: 1. Strategy 2. Program 3. Time for communication
	2.2 Public Companies discloses its communication policy with shareholders or investors through the website.	Comply	The policy on communication with shareholders is disclosed on the Bank's website. The communication policy is stipulated under the Corporate Governance Manual.
Principle 3 Strengthen the Membership and Composition of the Board of Commissioners	3.1 Determining the number of members of the Board of Commissioners takes into account the condition of the Public Company	Comply	Determining the number of members of the Board of Commissioners by considerations of the need and complexity of the Bank.
	3.2 Determining the composition of members of the Board of Commissioners with attention to the various expertise, knowledge and experience needed.	Comply	The composition of the Board of Commissioners is based on the expertise, professional experience, background to support the effectiveness of duties implementation of the Board of Commissioners.
Principle 4 Improve the Quality of Duties and Responsibilities Implementation of the Board of Commissioners	4.1 The Board of Commissioners has the policy on self-assessment to evaluate the performance of the Board of Commissioners.	Comply	BTPN has the self-assessment policy to evaluate the performance of the Board of Commissioners, covering the following: 1. Purpose and objectives of activities and assessment 2. Time of implementation 3. Benchmark or criteria used in assessment The policy is stipulated in the Work Ethics Charter of the Remuneration and Nomination Committee.
	4.2 Self-assessment policy to evaluate the performance of the Board of Commissioners, disclosed through the Annual Report of the Public Company.	Comply	The self-assessment policy is stipulated in the Work Ethics and Charter of the Remuneration and Nomination Committee, and disclosed in this 2022 Annual Report in the section of Performance Assessment of the Board of Commissioners.
	4.3 The Board of Commissioners has the policy related to the resignation of members of the Board of Commissioners if involved in financial crime.	Comply	Provisions related to the resignation of members of the Board of Commissioners if involved in financial crime is stipulated in the Board of Commissioners Manual.
	4.4 The Board of Commissioners or Committees in charge of the Nomination and Remuneration function prepares the succession policy in the nomination process of members of the Board of Directors.	Comply	The succession policy in the nomination process of members of the Board of Directors is stipulated in the Remuneration and Nomination Committee Charter.
Principle 5	5.1 Determining the number of members of the Board of Directors with consideration to the conditions of the Public Company and the effectiveness of the decision-making.	Comply	Determining the number of members of the Board of Directors is based on considerations of the needs and complexity of the Bank.
	5.2 Determining the composition of members of the Board of Directors with attention to the various expertise, knowledge and experience needed.	Comply	Composition of the Board of Directors is based on banking knowledge, expertise, professional experience, background to support the effectiveness of duties implementation of the Board of Directors.
	5.3 Members of the Board of Directors in charge of accounting or finance have expertise and/or knowledge in accounting.	Comply	BTPN Finance Director has the competency in accounting and finance, disclosed in this 2022 Annual Report in the Profile of the Board of Directors section.



GCG IMPLEMENTATION AND COMMITMENT

Principle	Recommendation	Compliance	Implementation
Principle 6	6.1 The Board of Directors has the policy on self-assessment to evaluate the performance of the Board of Directors.	Comply	BTPN has the self-assessment policy to evaluate the performance of the Board of Directors, among others covering the following: <ol style="list-style-type: none"> Purpose and objectives of activities and assessment Time of implementation Benchmark or criteria used in assessment The policy is stipulated in the Remuneration and Nomination Committee Charter.
	6.2 Self-assessment policy to evaluate the performance of the Board of Directors is disclosed through the Annual Report of the Public Company.	Comply	The self-assessment policy is disclosed in this 2022 Annual Report in the section on Performance Evaluation of the Board of Directors.
	6.3 The Board of Directors has the policy related to the resignation of members of the Board of Directors if involved in financial crime.	Comply	Provisions related to the resignation of members of the Board of Directors if involved in financial crime is stipulated in the Board of Directors Manual.
Principle 7 Improve Corporate Governance Aspect through Stakeholders Participation	7.1 Public Company has the policy to prevent insider trading. Provisions on the prevention of insider trading is stipulated in the Procedures for Ownership of Price Sensitive Information, Investment Transaction and Private Ownership.	Comply	Provisions on the prevention of insider trading is stipulated in the Procedures for Ownership of Price Sensitive Information, Investment Transaction and Private Ownership.
		Comply	BTPN has the Procedures on Entertainment and Gifts and Procedures on Anti-Fraud.
	7.3 Public Company has the policy on the selection and improvement of capabilities of suppliers or vendors.	Comply	The policy covers among others of the following: <ol style="list-style-type: none"> Criteria for selecting vendors Efforts to improve the capabilities of vendors Fulfillment of rights related to vendors Provisions related to selection and improvement of capabilities of suppliers or vendors are disclosed on the Bank's website.
	7.4 Public Company has the policy on the fulfillment of creditor's rights.	Comply	The policy covers considerations in entering into agreements and follow-ups in meeting obligations to creditors. The policy is disclosed on the Bank's website.
	7.5 Public Company has the policy on whistleblowing system.	Comply	The policy on the whistleblowing system includes the following: <ol style="list-style-type: none"> Types of violation that can be reported through the whistleblowing system. Means of reporting. Protection and guaranteed confidentiality of the whistleblower. Complaints handling. The party in charge of handling complaints. Results and follow-up of reports. This policy is disclosed on the Bank's website.
	7.6 Public Company has the policy on providing long-term incentive to the Board of Directors and employees.	Comply	The policy on long-term incentives for the Board of Directors and Employees is stipulated in the MESOP (Management of Employee Stock Option) SOP.

Principle	Recommendation	Compliance	Implementation
Principle 8 Improve Implementation of Information Disclosure	8.1 Public Company makes use of information technology in wider range as the media to information disclosure.	Comply	BTPN's official social media accounts: Facebook : @BankBTPNOfficial https://facebook.com/ BankBTPNofficial Twitter : @sahabatBTPN https://twitter.com/sahabatbtpn Instagram : @lifeatbtpn https://www.instagram.com/lifeatbtpn/ Youtube : Bank BTPN https://www.youtube.com/user/BTPNBank
	8.2 Annual Report of Public Company discloses the ultimate beneficial owner in Public Company's share ownership of at least 5%, in addition to disclosing the ultimate neficial owner in Public Company's share ownership through major and controlling shareholders.	Comply	Bank's Annual Report disclosed the ultimate beneficial owner in the ownership of Public Company's shares of at least 5%. Information on this is also disclosed on the Bank's website.

ASSESSMENT OF GCG IMPLEMENTATION IN 2022

Referring to OJK Regulation No.55/POJK.03/2016 and OJK Circular Letter No.13/SEOJK.03/2017 on Governance Implementation for Commercial Banks, results of the self-assessment of the Bank's GCG implementation in the year 2022 is explained further. It is an inseparable part of the report on this governance implementation.

The Assessor

The Bank's GCG implementation self-assessment was conducted by the Corporate Secretary Division in coordination with the Compliance Division, Risk Management Work Unit, Internal Audit Work Unit, and the Planning and Finance Division.

Assessment Criteria

With reference to OJK Circular Letter No.13/SEOJK.03/2017 on Governance Implementation for

Commercial Banks, the criteria used in the assessment are as follows:

1. Governance Structure
2. Governance Process
3. Governance Outcome

Implementation of the 3 (three) indicators was evaluated on these aspects: Implementation of the Duties and Responsibilities of the Board of Directors, Implementation of the Duties and Responsibilities of the Board of Commissioners, the Committees' Integrity and Duty Implementation, the Implementation of External Audit Function, the Implementation of Risk Management Function including the Internal Control System, Provision of Funds to Related Parties and Provision of Large Exposure, Transparency of Financial and Non-Financial Conditions, Governance Implementation Report and Internal Reporting, as well as the Bank's Strategic Plans.

Assessment Results

The result of the self-assessment on GCG implementation for the year 2022 was a "2" rating with a "Good" category, applied to both the individual Bank and in consolidation.

Results of Self-Assessment on Governance Implementation

	Rating	Definition of Rating
Individual	2	Good
Consolidated	2	Good

Analysis
The composite rating of 2 (two) reflects the management's "good" implementation of corporate governance. This was reflected in the adequate fulfillment of the governance principles. Should there be any weakness in implementing the corporate principles, then the management could have resolved such shortcomings with proper action.



GCG IMPLEMENTATION AND COMMITMENT

A. Governance Structure

1. Positive Factors of governance structure aspect of the Bank are as follows:

- The membership structure of the Board of Directors (BOD) and the Board of Commissioners (BOC) has complied with prevailing regulation.
- The incumbent members of BOD and BOC have obtained approval from General Meeting of Shareholders (“GMS”) and passed the fit and proper test of OJK (Otoritas Jasa Keuangan or the Financial Services Authority of Indonesia). Both BOD and BOC will and always maintain their each integrity, financial reputation and competence.
- Membership composition of each BOC’ Committee has complied with prevailing regulation. Role and responsibilities of each BOC’ Committee has been clearly stated in the Charter, in which are periodically reviewed.
- The Bank has established a Policy on conflicts of interest, in which is periodically reviewed.
- The Compliance Unit is supported by qualified human resources and is independent from the operations of other working unit. In addition, the appointment of the Compliance Director has complied with prevailing regulation.
- The internal audit function is supported by qualified human resources and independent from the operations of other working unit. The structure of Internal Audit Working Unit (SKAI) and SKAI Working Guidelines has complied with prevailing regulation.
- The organizational structure to support the implementation of risk management is adequate, which is supported by policies, as well as sufficient procedures and risk limits set up
- Public Accountant (AP) and the Public Accountant Office (KAP) has been appointed as the executors of the external audit function by considering their capacity, legality of the working agreement, audit scope, professional accounting standards of public accountants and communication between OJK with the said KAP has been done properly . This assignment is in accordance with the recommendations of the Audit Committee and approved by the Annual GMS on April 21, 2022. The evaluation of such assignment and performance has been submitted to OJK in June 2022 and KAP had communication with OJK in regards of audit for the period 31 December 2022 on 13 October 2022.
- The Bank has adequate written policies, systems and procedures for providing funds to related parties and large exposure, including its monitoring system and settlement of problem.
- The Bank has policies and procedures regarding procedures for implementation of transparency in financial and non-financial conditions
- The Bank has prepared the GCG Implementation report at the end of each financial year, latest for financial year of 2021
- Internal reporting has been carried out in a complete, accurate, and timely manner with the support of adequate resources and procedures.
- The Bank is furnished by a reliable information system in which is supported by competent human resources and adequate information technology (security system).
- The Bank’s strategic plan has been formulated in the Corporate Plan and Business Plan in accordance with the Bank’s vision and mission, and to be supported by the Bank’s Owner.
- With reference to OJK letter No. SR-133/PB.32/2021 dated 15 November 2021 regarding Conglomeration Status of SMBC Group in Indonesia, the Bank was removed the Integrated Governance Committee in BOC level and Integrated Risk Management Committee in BOD level, however as the follow up of OJK request for the Bank to be the Coordinator Entity of Financial Group, thus the Bank established the Corporate Governance Committee in BOC level.

2. Negative Factor of governance structure aspect of the Bank is as follow:

There is no negative factor.

B. Governance Process

1. Positive Factors of governance process aspect of the Bank are as follows:

- Management of the Bank by BOD as well as the Oversight of BOD by BOC have been performed in accordance with its duties and responsibilities as stipulated in the respective Charter, the Bank's Policies and Procedures, and the Bank's Articles of Association, which are periodically reviewed by the Bank.
- The whole GCG implementation has been completely carried out by BOD and assured by BOC.
- The Bank's Shareholders does not intervene in the management of the Bank by BOD to implement GCG principles. The Bank has established a policy and procedure as well as conducted periodically review on Communication Line between the Bank and majority shareholder of the Bank, namely Sumitomo Mitsui Banking Corporation ("SMBC")
- Each BOC's Committee has performed its duties and responsibilities in accordance with the Committee's Charter. For the improvement of the Committees performance, the Committee has conducted self assessment to the committee's performance and submitted to BOC Meeting. Assessment also be conducted towards the individually independent party followed by the revision of reference and assessment method.
- BOD and BOC members do not participate in the decision making process which contain a Conflict of Interest. To manage transaction which contain a Conflict of Interest, each party shall assess the transaction that will be entered by the Bank and a party which potentially has conflict of interest with BOD and BOC. Therefore, the List of Related Parties of the Bank can be easily accessed by the respective party.
- The function of the Compliance Director and the compliance working unit have been carried out in accordance with prevailing regulation.
- The duties and responsibilities of the Directors in relation to internal control has complied with prevailing regulation. The audit findings have been followed up with the direction of BOC, and to improve the effectiveness of the Internal Audit works. The Bank has started to conduct the review on June 2022 or 3 years after the most recently in 2019. Review of the effectiveness of Internal Audit activities has been performed in this year (2022) or 3 years since the last review performed in 2019. The review was done by PT RSM Indonesia which is an independent assessor. The result of the review is "Generally Conform" without any issue raised nor recommendation and has been submitted to Financial Services Authority (OJK) in August 2022.
- The appointed AP and KAP are able to work independently, meet the professional standards of public accountants and working agreements as well as the specified audit scope. In addition, the audit report and Management Letter has been submitted by AP to OJK.
- The duties of BOD and BOC related to the application of risk management are clearly stated in internal procedures in accordance with prevailing regulation and have been implemented prudently.
- The Bank has periodically evaluated and updated its policies, systems and procedures to comply with the prevailing regulations. The Bank has also ensured the adequate processes for the provision of funds to related parties and the provision of large amounts of funds (large exposure) to comply with the prudential banking principles, as well as making decisions regarding these matters carried out independently without intervention from related parties and / or other parties.
- The Bank has transparently disclosed the financial and non-financial conditions to the Stakeholders, and submit the reports as required by the prevailing regulation in a timely manner.
- The Bank has prepared the Bank's Business Plan for year 2022-2024 and its revision with realistically assumption, comprehensive, achievable, considering the prudential principles and has sufficient flexibility that responsiveness to internal and external changes.



GCG IMPLEMENTATION AND COMMITMENT

2. Negative Factor of governance process aspect of the Bank is as follow:

There are no negative factors. Nevertheless, the Bank sustainable taking the initiative and effort to improve the Governance Process in the Bank and its subsidiary, including relation of the Bank and its subsidiary with the stakeholders namely regulator and the controlling shareholders.

C. Governance Outcome

1. Positive Factors of governance outcome aspect of the Bank are as follows:

- For financial year 2021, BOD and BOC has submitted its accountability report on the implementation of its duties and responsibility to shareholders which has been released and discharged (Acquit et de charge) by the Annual GMS on April 21, 2022. Accountability report for year 2022 will be conducted through AGMS which will be held in 2023.
- Management of the Bank by BOD accompanied by the supervision of BOC, therefore the disruption to the Bank's Operational activities in semester 1 of 2022 especially due to Pandemic COVID19 and uncertain global economic situation can be reasonably managed.
- BOD and BOC Minutes of Meeting have been well documented and decisions or recommendations resulting from the Meetings have been and in the on going process.
- BOC Committee's performance has been improved, from the subject of discussion, the increased frequency of the meeting with more relevant meeting material, so BOC may provide appropriate input.
- The Bank's operational activities are free from the intervention of shareholders/ related parties/other parties which may cause a conflict of interest or incur loss to the Bank or reduce the profit of the Bank.
- The Compliance culture continues to be echoed and actively conducted, in order to improve the compliance culture and decrease the penalty from regulator at the end.

- Performance of the Internal Audit is considered significant improvement, in which the Internal Audit Unit is considered fair objective in finding problems and keep reminding the Bank to follow up the current findings.
- The Bank has implemented risk management effectively, which is aligned with the objectives, business policies, size and complexity of the business and the ability of the Bank. The Bank does not conduct business activities that exceeding the capability of capital to absorb loss risk.
- Provision of funds to related parties and the large amounts of exposure has complied with the prevailing regulation, and has been reported in a timely manner to OJK.
- The obligation to prepare reports and submit reports to OJK has performed with the content as required by the prevailing regulation. The Condition due to COVID-19 pandemic did not cause disruption on submission of report by the Bank.
- The RBB for year 2023-2025 have been prepared by BOD and approved by BOC, and it has submitted to OJK on 29 November 2022.

2. Negative Factor of governance outcome aspect of the Bank is as follow:

There are still fines imposed by the regulator towards the late submission of the reports, although the nominal was decreased from the previous semester. The Bank continuous to conduct socialization on the commitment to "Zero Penalties" and the implementation of a more active compliance culture. The Bank also implement the Root Cause Analysis towards the imposed fine or warning in order to take corrective and preventive actions to mitigate the repetition of similar issues.

GENERAL MEETING OF SHAREHOLDERS (GMS)

POLICY

The General Meeting of Shareholders (GMS) is the Company's organ bearing all authorities not delegated to the Board of Commissioners and the Board of Directors. Through the GMS, Shareholders extend their rights in decision-making.

Based on the Bank's Articles of Association, there are 2 (two) types of GMS, the Annual GMS namely the Annual GMS and other GMS, referred to as Extraordinary GMS. The legal basis for extending GMS refers to the following:

1. Law No.40 of Year 2007 on Limited Liability Company
2. Financial Services Authority Regulation No.15/POJK.04/2020 on the Plan and Implementation of the General Meeting of Shareholders of Public Companies.
3. Financial Services Authority Regulation No.16/POJK.04/2020 on the Implementation of Electronic General Meeting of Shareholders of Public Companies.
4. Articles of Association of Bank BTPN.

RIGHTS AND RESPONSIBILITIES OF SHAREHOLDERS

The rights of the Shareholders, among others, are as follows:

1. Shareholders have the rights to attend GMS, either in person or represented by a power of attorney, to respond to the GMS agenda as well as to participate in the decision making in accordance with the the number of shares owned.
2. Shareholders have the rights to obtain accurate and adequate information on timely manner related to the Company as long it is related to GMS agenda and not in conflict with the interest of the Company, so that shareholders may take accurate decisions at the GMS.
3. Shareholders have the rights to obtain net profit-share in the form of dividend and in other forms profit-share in line with the number of shares owned.

The responsibilities of Shareholders, among others, are as follows:

1. Each shareholder is subject to submission and compliance with the Bank's Articles of Association as well as prevailing laws and regulations.
2. Controlling shareholders are obligated to take into account the interests of minority shareholders and other shareholders in accordance with prevailing laws and regulations.
3. Minority shareholders are responsible for using their rights in accordance with prevailing laws and regulations and the Bank's Articles of Association.
4. To disclose the list of related parties, if the shareholder acts as the controlling shareholder of the Bank.

GMS IMPLEMENTATION IN 2022

Throughout the year 2022, BTPN held 2 (two) GMS, namely 1 (one) Annual GMS held on 21 April 2022 and 1 (one) Extraordinary GMS held on 29 September 2022, attended in person or virtually by shareholders, the Board of Commissioners, and the Board of Directors.

Mechanism of GMS Decision Making and Vote Count

The mechanisms of making decisions, voting, and counting the votes are regulated by the GMS procedures as disclosed on the websites of the Bank and PT Kustodian Sentral Efek Indonesia/Indonesian Central Securities Depository (KSEI). All such information is conveyed to the Shareholders.

Each Shareholder or Proxy has the right to question and/or extend an opinion to the Chairman of the meeting prior to the voting session for each meeting agenda. In vote counting, 1 (one) share provides the right of the holder to extend 1 (one) vote. If a shareholder holds more than 1 (one) share, then the concerned shareholder shall have only 1 (one) vote that represents the total number of shares owned.



GENERAL MEETING OF SHAREHOLDERS (GMS)

The decision-making mechanism using open voting is conducted with the Meeting Chairman’s request for shareholders and proxies who vote against or abstain on the proposed recommendation to raise their hands. For easier vote counting, shareholders and proxies who vote against or abstain on the proposed recommendation are asked to state their names and the number of cast votes on the ballot provided by the Securities Administration Bureau.

The officer from the Notary will then collect the filled-in ballots to be counted. The Notary reports the result of the counting to the Meeting Chairman.

In the implementation of the Annual GMS and Extraordinary GMS, the Bank also administers the implementation of electronic power of attorney or E-Proxy. Shareholders may vote on the agenda’s recommendation proposed by the Bank without having to attend in person to the GMS venue. The opportunity to vote is provided to shareholders from the invitation

date until the GMS implementation. It is to be counted with the votes from the shareholders attending in person at the GMS implementation venue.

Involvement Of Independent Parties In Vote Counting

At the implementation of the Annual and Extraordinary GMS, the Company appointed independent parties to calculate the quorum and votes, namely Ashoya Ratam, SH, MKN as Public Notary as well as PT Datindo Entrycom as the Securities Administration Bureau.

In relation to efforts to prevent the spread of COVID-19, the Bank urged Shareholders to not attend in person at the GMS implementation and instead to extend a power of attorney, both electronically through the Electronic General Meeting System (Easy.KSEI) grant power of attorney to parties appointed by the Shareholders or provide power of attorney and submit questions through PT Datindo Entrycom, the Securities Administration Bureau as the independent party appointed by the Company.

Stages of the Annual GMS Implementation

Submission of Meeting Plan	Announcement	Registrasiin Shareholders List	Invitation	Impelementation	Submission of Meeting Resolutions
7 March 2022 and 28 March 2022	15 March 2022	29 March 2022	30 March 2022 and 14 April 2022	21 April 2022	22 April 2022

Participants of the Annual GMS

Participants who attended the meeting in person are as follows:

Board of Directors	Board of Commissioners
1. Ongki Wanadjadi Dana, President Director	1. Ninik Herlani Masli Ridhwan, Independent Commissioner
2. Kaoru Furuya, Deputy President Director	2. Irwan Mahjudin Habsjah, Independent Commissioner
3. Darmadi Sutanto, Deputy President Director	3. Edmund Tondobala, Independent Commissioner
4. Dini Herdini, Compliance Director	
5. Kan Funakoshi, Director	
6. Henoch Munandar, Director	
7. Hiromichi Kubo, Director	
8. Merisa Darwis, Director	
9. Hanna Tantani, Director	

Shareholders

- Sumitomo Mitsui Banking Corporation ("SMBC") holder of 7,532,311,297 of the Company's shares, represented by Atsushi Hino, as proxy of Yuichi Yamamura as the General Manager of smbc legalized by Maurice Oon Jun Qiang Sadhana, Public Notary in Singapore, validated consecutively by Melissa Goh as Deputy Director of Singapore Academy of Law on 1 April 2022 and registered at the Embassy of the Republic of Indonesia in Singapore with No. 2615/KONS-LEG/IV/22, on 4 April 2022.
- PT Bank Central Asia Tbk, holder of 83,052,408 of the Company's shares, represented by Soma Muhammad Nur Huda, private, as proxy of Jahja Setiaatmadja and Rudy Susanto, respectively as President Director and Director of PT Bank Central Asia Tbk, in accordance with Power of Attorney dated 13 April 2022 No.364/ST/SIR2022.
- Public with 62,400 of the Company's shares (below 5%)

Participants who attended the meeting through the video conference facility are as follows:

Board of Commissioners
1. Chow Ying Hoong, President Commissioner
2. Takeshi Kimoto, Commissioner

Agenda, Resolution and Realization of the Annual GMS

Agenda	Resolution
Agenda 1 Ratification and Approval of the Financial Statements and the Annual Report for the fiscal year 2021, including but not limited to: <ol style="list-style-type: none"> The Implementation Report of Good Corporate Governance (GCG); Supervisory Duties Report of the Board of Commissioners for the financial year 2021; Release and Discharge (Volledig Acquit et Decharge) of Board of Directors and Board of Commissioners for the financial year 2021 	<ol style="list-style-type: none"> Approved the Annual Report of the Company's Board of Directors for fiscal year 2021; Approved the Implementation Report of Good Corporate Governance (GCG) for fiscal year 2021; Approved the Annual Supervisory Report of the Company's Board of Commissioners for fiscal year 2021; Approved the Company's Consolidated Financial Statements for fiscal year 2021 as audited by Siddharta Widjaja & Partner Public Accounting Firm, member of KPMG International, with fairly opinion, in the report No. No.00022/2.1005/AU.1/07/0851-3/1/II/2022 dated 23 February 2022; and Granted the release and discharge (volledig acquit et decharge) to all members of the Board of Directors and the Board of Commissioners of the Company for all actions taken in the management and supervision of the Company during fiscal year 2021 provided that such management and supervision were reflected in the said Company's Annual Report and Financial Statements for fiscal year 2021 and in compliance with prevailing laws and regulations.
Voting Result	Affirmative : 7,615,419,105 shares or 99.9999081% Non-Affirmative : 5,000 shares or 0.0000657% Abstain : 2,000 shares or 0.0000263% Decision Making: Majority Vote
Realization/Follow-Up	It has been carried out and followed up in conform with the resolution of the GMS.



GENERAL MEETING OF SHAREHOLDERS (GMS)

Agenda	Resolution																				
Agenda 2																					
Determination on the Appropriation of the Company's Net Profit for the financial year ended on 31 December 2021	<p>Approved the Determination on the Appropriation of the Company's Net Profit for the financial year 2021 at the amount of Rp2,664,713,200,958,- (two trillion six hundred sixty four billion seven hundred thirteen million two hundred thousand nine hundred fifty eight rupiah) as follows:</p> <ol style="list-style-type: none"> Set aside or account for the amount of Rp700,000,- (seven hundred thousand rupiah) as Mandatory Reserve Fund to comply with the provision of Article 70 of Limited Liability Companies Law. Thus, the Mandatory Reserve Fund initially at the amount of Rp32,595,727,476,- (thirty two billion five hundred ninety five million seven hundred twenty seven thousand and four hundred seventy six rupiah), will be increased to the amount of Rp32,596,427,476,- (thirty two billion five hundred ninety six million four hundred twenty seven thousand and four hundred seventy six rupiah), or equivalent to 20% (twenty percent) of the Company's issued and paid-up capital as per 31 December 2021; Determined the Company's Net Profit for fiscal year 2021, after deduction of the provision for Mandatory Reserve Fund, at Rp2,664,712,500,958,- (two trillion six hundred sixty four billion seven hundred twelve million five hundred thousand and nine hundred fifty eight rupiah) recorded as the Company's Retained Earnings. 																				
Voting Result	<p>Affirmative : 7,615,419,105 shares or 99.9999081% Non-Affirmative : 5,000 shares or 0.0000657% Abstain : 2,000 shares or 0.0000263%</p> <p>Decision Making: Majority Vote</p>																				
Realization/Follow-Up	It has been carried out and followed up in conform with the resolution of the GMS																				
Agenda 3																					
<ol style="list-style-type: none"> Changes in the composition of members of the Board of Directors; Changes in the composition of members of the Board of Commissioners. 	<p>First Section:</p> <ol style="list-style-type: none"> Accepted the statement of Ongki Wanadjati Dana to not be reappointed as the Company's President Director, by extending gratitude for his services provided during his term of office; The appointment of Adrianus Dani Prabawa upon passing the fit and proper test from the Financial Service Authority through Financial Services Authority Letter No. 3/KDK.03/2022 dated 23 February 2022, to take position as the President Director was not permissible as the concerned passed away on 25 March 2022, thus the position of President Director remained temporarily vacant; Approved the plan to appoint a President Director to fill in the available position at the soonest possible in an Extraordinary General Meeting of Shareholders of 2022 ("Extraordinary GMS 2022") at the latest in an Extraordinary GMS in 2023 ("Extraordinary GMS 2023"); Accepted the appointment of Kaoru Furuya who at the time was Deputy President Director of the Company to temporarily take on the function as President Director with the title as Acting President Director of the Company since the closing of the Meeting until the effective appointment of the new President Director of the Company at the soonest in an Extraordinary GMS of year 2022 or the latest Extraordinary GMS of year 2023; and Reappointed all members of the Board of Directors with the exception of Ongki Wanadjati Dana for the term of office which began as of the closing of the Meeting until the Annual General Meeting of Shareholders on year 2025 ("GMS of Year 2025"). <p>Thus, the composition of members of the Board of Directors as of the closing of the Meeting is as follows:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="background-color: #f4a460;">Position</th> <th style="background-color: #f4a460;">Name</th> </tr> </thead> <tbody> <tr> <td>President Director</td> <td>Vacant</td> </tr> <tr> <td>Deputy President Director</td> <td>Kaoru Furuya*</td> </tr> <tr> <td>Deputy President Director</td> <td>Darmadi Sutanto</td> </tr> <tr> <td>Compliance Director</td> <td>Dini Herdini</td> </tr> <tr> <td>Director</td> <td>Kan Funakoshi</td> </tr> <tr> <td>Director</td> <td>Henoch Munandar</td> </tr> <tr> <td>Director</td> <td>Hiromichi Kubo</td> </tr> <tr> <td>Director</td> <td>Merisa Darwis</td> </tr> <tr> <td>Director</td> <td>Hanna Tantani</td> </tr> </tbody> </table> <p><small>*) Kaoru Furuya was appointed as Caretaker of President Director of the Company until the effective appointment of the new President Director at the soonest in Extraordinary GMS of 2022 or the latest in Annual GMS 2023.</small></p>	Position	Name	President Director	Vacant	Deputy President Director	Kaoru Furuya*	Deputy President Director	Darmadi Sutanto	Compliance Director	Dini Herdini	Director	Kan Funakoshi	Director	Henoch Munandar	Director	Hiromichi Kubo	Director	Merisa Darwis	Director	Hanna Tantani
Position	Name																				
President Director	Vacant																				
Deputy President Director	Kaoru Furuya*																				
Deputy President Director	Darmadi Sutanto																				
Compliance Director	Dini Herdini																				
Director	Kan Funakoshi																				
Director	Henoch Munandar																				
Director	Hiromichi Kubo																				
Director	Merisa Darwis																				
Director	Hanna Tantani																				

Agenda	Resolution														
	<p>Second Section:</p> <ol style="list-style-type: none"> Appointed Ongki Wanadjati Dana upon passing the fit and proper test through Financial Services Authority Letter No. 4/KDK.03/2022 dated 23 February 2022 to take position as Commissioner of the Company; and Reappointed all members of the Board of Commissioners for the term of office effective as of the closing of the Meeting until the Annual GMS of 2025. <p>Thus, the composition of the Board of Commissioners of the Company as of the closing of the Meeting is as follows:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="background-color: #f4a460;">Position</th> <th style="background-color: #f4a460;">Name</th> </tr> </thead> <tbody> <tr> <td>President Commissioner</td> <td>Chow Ying Hoong</td> </tr> <tr> <td>Commissioner</td> <td>Takeshi Kimoto</td> </tr> <tr> <td>Independent Commissioner</td> <td>Ninik Herlani Masli Ridhwan</td> </tr> <tr> <td>Independent Commissioner</td> <td>Irwan Mahjudin Habsjah</td> </tr> <tr> <td>Independent Commissioner</td> <td>Edmund Tondobala</td> </tr> <tr> <td>Commissioner</td> <td>Ongki Wanadjati Dana</td> </tr> </tbody> </table> <ol style="list-style-type: none"> Granted full power and authority to the Board of Directors with substitution rights to restate the resolutions of the Third Agenda of the Meeting into a Notarial Deed as well as to submit all related documents to the authorized institution including but not limited to the Ministry of Law and Human Rights, and to for that purpose to take necessary action in accordance with the Company's Articles of Association, Regulations of Bank Indonesia and Financial Services Authority. 	Position	Name	President Commissioner	Chow Ying Hoong	Commissioner	Takeshi Kimoto	Independent Commissioner	Ninik Herlani Masli Ridhwan	Independent Commissioner	Irwan Mahjudin Habsjah	Independent Commissioner	Edmund Tondobala	Commissioner	Ongki Wanadjati Dana
Position	Name														
President Commissioner	Chow Ying Hoong														
Commissioner	Takeshi Kimoto														
Independent Commissioner	Ninik Herlani Masli Ridhwan														
Independent Commissioner	Irwan Mahjudin Habsjah														
Independent Commissioner	Edmund Tondobala														
Commissioner	Ongki Wanadjati Dana														
Voting Result	<ul style="list-style-type: none"> First Section: Affirmative : 7,615,418,905 shares or 99.9999055% Non-Affirmative : 5,000 shares or 0.0000657% Abstain : 2,200 shares or 0.0000289% Decision Making: Majority Vote Bagian Kedua: Affirmative : 7,615,418,905 shares or 99.9999055% Non-Affirmative : 5,000 shares or 0.0000657% Abstain : 2,200 shares or 0.0000289% Decision Making: Majority Vote 														
Realization/Follow-Up	It has been carried out and followed up in conform with the resolution of the GMS														
Agenda 4															
Determine the amount of salary, allowance, tantiem and/or bonus for members of the Board of Directors and determine the amount of honorarium, allowance, tantiem and/or bonus for members of the Board of Commissioners.	<ol style="list-style-type: none"> Approved to determine the amount of honorarium and allowance for the Board of Commissioners of the Company for fiscal year 2022 in total not to exceed Rp38,000,000,000,- (thirty eight billion rupiah) gross before Income Tax. Approved to determine the amount of salary and allowance for fiscal year 2022 as well as bonus for the Board of Directors for services rendered during the fiscal year which ended on 31 December 2021, to be paid in the year 2022, in total not to exceed Rp184,000,000,000,- (one hundred eighty four billion rupiah) gross before Income Tax. Granted authority to the President Commissioner of the Company to determine the honorarium and allowance for fiscal year 2022 for each member of the Board of Commissioners of the Company. This authority was carried out by taking into account recommendations from the Remuneration and Nomination Committee. Granted authority to the Board of Commissioners of the Company to determine the salary and allowance for each member of the Board of Directors of the Company for fiscal year 2022 as well as tantiem and/or bonus for each member of the Board of Directors of the Company for services rendered during fiscal year which ended on 31 December 2021, to be paid in the year 2022. This authority was carried out by taking into account the recommendations from the Remuneration and Nomination Committee. 														
Voting Result	<p>Affirmative : 7,615,418,005 shares or 99.9998936% Non-Affirmative : 6,100 shares or 0.0000801% Abstain : 2,000 shares or 0.0000263%</p> <p>Decision Making: Majority Vote</p>														
Realization/Follow-Up	It has been carried out and followed up in conform with the resolution of the GMS														



GENERAL MEETING OF SHAREHOLDERS (GMS)

Agenda	Resolution
Agenda 5	
Appointment of Public Accountant and/or Public Accountant Firm for the financial year 2022 and Determination of honorarium as well as other requirements in relation to the appointment	<ol style="list-style-type: none"> 1. Approved the appointment of Siddharta Widjaja & Partner as the Public Accounting Firm (KAP), and Novie to replace Liana Lim as the Public Accountant registered in Financial Services Authority, KAP Siddharta Wdjijaja & Partner, member of KPMG International global network, assigned to conduct the Company's financial report audit for fiscal year 2022; 2. Granted authority to the Board of Commissioners of the Company to determine the requirements and provisions as well as the audit services fee of the Public Accounting Firm as mentioned in point 1 above by taking into account the recommendations of the Company's Audit Committee; dan 3. Granted authority to the Board of Commissioners to set Public Accounting Firm Substitute and/or the Public Accountant Substitute in the event the Public Accountant appointed based on the resolution of the General Meeting of Shareholders, for any reason, is not able to complete/conduct the audit of the Financial Statements ending on 31 December 2022, including to determine the amount of honorarium and other requirements related to the appointment of the said Public Accountant and/or the Public Accountant Substitute.
Voting Result	Affirmative : 7,615,418,905 shares or 99,9999055% Non-Affirmative : 5,000 shares or 0,0000657% Abstain : 2,200 shares or 0.0000289% Decision Making: Majority Vote
Realization/Follow-Up	It has been carried out and followed up in conform with the resolution of the GMS
Agenda 6	
Adjustment of the Company's Business Activities in accordance with Government Regulation No.5 of Year 2021 on the Implementation of Risk-Based Business Licensing.	<ol style="list-style-type: none"> 1. Approved the adjustment of the Company's business activities which therefore amended Article 3 of the Company's Articles of Association on the Purpose and Objectives as well as Business Activities; and 2. Approved to grant authority to the Board of Directors of the Company to restate the Amendment as mentioned in point 1 above, as well as to prepare the overall Articles of Association of the Company.
Voting Result	Affirmative : 7,615,418,905 shares or 99,9999055% Non-Affirmative : 5,000 shares or 0,0000657% Abstain : 2,200 shares or 0.0000289% Decision Making: Majority Vote
Realization/Follow-Up	It has been carried out and followed up in conform with the resolution of the GMS
Agenda 7	
The Company's Report a. The Bannk's Business Plan b. The Financial Sustainability Action Plan c. The Company's Recovery Plan.	No decisions were taken as they were all reports, including the following: a. The Bank's Business Plan b. The Financial Sustainability Action Plan c. Update of the Company's Recovery Plan.
Voting Result	This agenda is a Report and therefore voting was not required.

Stages of the Extraordinary GMS Implementation

Submission of Implementation Plan	Announcement	Registration in Shareholders List	Invitation	Implementation	Submission of Meeting Results
12 August 2022	23 August 2022	6 September 2022	7 September 2022	29 September 2022	30 September 2022

Participants of the Extraordinary GMS

Participants who attended the meeting in person are as follows:

Board of Directors	Board of Commissioners
1. Kaoru Furuya, Care Taker of President Director concurrently as Deputy President Director	1. Chow Ying Hoong, President Commissioner
2. Darmadi Sutanto, Deputy President Director	2. Irwan Mahjudin Habsjah, Independent Commissioner
3. Dini Herdini, Compliance Director	3. Edmund Tondobala, Independent Commissioner
4. Kan Funakoshi, Director	4. Ongki Wanadjati Dana, Commissioner
5. Henoch Munandar, Director	
6. Hiromichi Kubo, Director	
7. Merisa Darwis, Director	
8. Hanna Tantani, Director	

Shareholders

- Sumitomo Mitsui Banking Corporation ("SMBC") holder of 7,532,311,297 of the Company's shares, represented by Atsushi Hino, as proxy of Yuichi Yamamura as the General Manager of smbc legalized by Maurice Oon Jun Qiang Sadhana, Public Notary in Singapore, validated by Melissa Goh as Head of Statutory Services, Singapore Academy of Law on 8 September 2022.
- PT Bank Negara Indonesia (Persero) Tbk, holder of 12,007,137 of the Company's shares, represented by Abdul Latif, private, as proxy of Muhamad Emil Azhary, Head of Development Division of Subsidiary PT Bank Negara Indonesia (ersero) Tbk, based on Power of Attorney dated 26 September 2022 No. PPA/2.1/692.
- PT Bank Central Asia Tbk, holder of 83,052,408 of the Company's shares, represented by Abdul Latif, private, as proxy of Vera Eve and Rudy Susanto, respectively as President Director and Director of PT Bank Central Asia Tbk, based on Power of Attorney dated 23 September 2022 No.1026/ST/DIR/2022.
- Public with 53,700 of the Company's shares (below 5%).

Participants who attended the meeting through the video conference facility are as follows:

Board of Commissioners
1. Ninik Herlani Masli Ridhwan, Independent Commissioner
2. Takeshi Kimoto, Commissioner

Agenda, Decision and Realization of the Extraordinary GMS

Agenda	Resolution
Change in the Composition of members of the Board of Directors of the Company	<ol style="list-style-type: none"> Approved to Appoint Henoch Munandar who passed the fit and proper test on competency and compliance through the letter of the Financial Services Authority No. 30/KDK.03/2022 dated 8 August 2022 to take on the position of President Director of the Company effective as of the closing of this Meeting until the Annual GMS 2025. Granted full power and authority to the Board of Directors of the Company with the right to substitution to restate the Meeting Agenda's resolution into a Notary Deed as well as to submit all related documents to the authorized institution including but not limited to the Ministry of Law and Human Rights, and for such purpose to take necessary action in accordance with the Company's Articles of Association, Bank Indonesia Regulations and Financial Services Authority.



GENERAL MEETING OF SHAREHOLDERS (GMS)

Agenda	Resolution																		
	<p>Thus, the composition of members of the Board of Directors as of the closing of the Meeting is as follows:</p> <table border="1"> <thead> <tr> <th style="background-color: #f4a460;">Position</th> <th style="background-color: #f4a460;">Name</th> </tr> </thead> <tbody> <tr> <td>President Director</td> <td>Henoch Munandar</td> </tr> <tr> <td>Deputy President Director</td> <td>Kaoru Furuya</td> </tr> <tr> <td>Deputy President Director</td> <td>Darmadi Sutanto</td> </tr> <tr> <td>Compliance Director</td> <td>Dini Herdini</td> </tr> <tr> <td>Director</td> <td>Kan Funakoshi</td> </tr> <tr> <td>Director</td> <td>Hirofumi Kubo</td> </tr> <tr> <td>Director</td> <td>Merisa Darwis</td> </tr> <tr> <td>Director</td> <td>Hanna Tantani</td> </tr> </tbody> </table>	Position	Name	President Director	Henoch Munandar	Deputy President Director	Kaoru Furuya	Deputy President Director	Darmadi Sutanto	Compliance Director	Dini Herdini	Director	Kan Funakoshi	Director	Hirofumi Kubo	Director	Merisa Darwis	Director	Hanna Tantani
Position	Name																		
President Director	Henoch Munandar																		
Deputy President Director	Kaoru Furuya																		
Deputy President Director	Darmadi Sutanto																		
Compliance Director	Dini Herdini																		
Director	Kan Funakoshi																		
Director	Hirofumi Kubo																		
Director	Merisa Darwis																		
Director	Hanna Tantani																		
Voting Result	<p>Affirmative : 7,627,424,542 shares or 100% Non-Affirmative : 0 shares or 0% Abstain : 0 shares or 0%</p> <p>Decision Making: Unanimous Vote</p>																		
Realization/Follow-Up	It has been carried out and followed up in conform with the resolution of the GMS																		

Resolutions and Realization of the Annual GMS of 22 April 2021

Agenda	Resolution
Agenda 1	
<p>Ratification and Approval to the Financial Statement and the Annual Report for the financial year 2020, including :</p> <p>a. The Implementation report of Good Corporate Governance;</p> <p>b. Supervisory Duties Report of Board of the Commissioners;</p> <p>c. Release and Discharge (Volledig Acquit et Decharge) of Board of Directors and Board of Commissioners of the Company for the year 2020.</p>	<ol style="list-style-type: none"> 1. Approved the Annual Report of the Board of Directors of the Company for the financial year of 2020; 2. Approved the Implementation of Good Corporate Governance Report for the financial year of 2020; 3. Approved the Annual Supervisory Report of the Board of Commissioners of the Company for the financial year of 2020; 4. Approved the ratification of the Company's Consolidated Annual Report for the fiscal year of 2020, which has been audited by the Public Accounting Office of Siddharta Widjaja & Partner, a member of KPMG International, in the report No. 00034/2.1005/AU.1/ 07/0851-2/1/II/2021 dated Februari 26, 2021, with opinion that the consolidated financial statements present fairly; and 5. Grant the release and discharge (volledig acquit en decharge) to all members of Board of Directors and Board of Commissioners of the Company for all actions taken by them in management and supervision of the Company during the financial year 2020 provided that the management and supervision actions were reflected in the said Annual Report and Financial Statements of the Company for the financial year 2020 and in compliance with prevailing regulations.
Voting Result	<p>Affirmative : 7,532,370,597 shares or 100% Non-Affirmative : 0 shares or 0% Abstain : 0 shares or 0%</p> <p>Decision Making: Unanimous Vote</p>
Realization/Follow-Up	It has been carried out and followed up in conform with the resolution of the GMS

Agenda	Resolution																																		
Agenda 2																																			
Determination on the appropriation of the Company's Net Profit and/or Loss for the financial year ended December 31, 2020	<p>Approved determination on the appropriation of the Company's Net Profit for the financial year of 2020, amounting to Rp1,749,293,097,131 (one trillion seven hundred forty nine billion two hundred ninety three million ninety seven thousand and one hundred thirty one rupiah), which was allocated for the following:</p> <p>a. Mandatory Reserve Funds at the amount of Rp12,000 (twelve thousand rupiah) will be set aside/ allocated as Mandatory Reserve Fund to comply with the provision of Article 70 of Limited Liability Companies Law, in addition to the Company's current mandatory reserve fund of Rp32,595,715,476 (thirty two billion five hundred ninety five million seven hundred fifteen thousand and four hundred seventy six rupiah), so the Company's total reserve amounted to Rp32,595,727,476 (thirty two billion five hundred ninety five million seven hundred twenty seven thousand and four hundred seventy six rupiah), or 20% of the Company's issued and paid-up capital;</p> <p>b. The remaining Net Profit for the fiscal year of 2020, amounting to Rp1,749,293,085,131 (one trillion seven hundred forty nine billion two hundred ninety three million eight five thousand and one hundred thirty one rupiah) is recorded as the Company's Retained Earnings.</p>																																		
Voting Result	<p>Affirmative : 7,532,369,697 shares or 99.99%</p> <p>Non-Affirmative : 900 shares or 0.00%</p> <p>Abstain : 0 shares or 0%</p> <p>Decision Making: Majority Vote</p>																																		
Realization/Follow-Up	It has been carried out and followed up in conform with the resolution of the GMS																																		
Agenda 3																																			
<p>Changes in the composition of members of the Board of Directors and/or the Board of Commissioners of the Company consist of the following:</p> <p>a. Resignation of members of the Board of Directors of the Company</p> <p>b. Appointment of members of the Board of Directors of the Company</p>	<p>First Section: Accepted the resignation of Yasuhiro Daikoku from the position as Director of the Company effective as of the closing of the Meeting, by conveying gratitude for the services provided during his term of office.</p> <p>Second Section:</p> <p>1. Appointed Kan Funakoshi as Director of the Company effective after obtaining the complete work permit and limited stay permit and to be terminated at the closing of the Company's Annual GMS to be held in 2022, without prejudice to the rights of the GMS or other prevailing laws and regulations to terminate at any time prior to the end of the term.</p> <p>Thus, the composition of the Board of Directors and the Board of Commissioners of the Company as of the closing of the Meeting is as follows:</p> <p>Board of Directors</p> <table border="1"> <thead> <tr> <th style="background-color: #f4a460;">Position</th> <th style="background-color: #f4a460;">Name</th> </tr> </thead> <tbody> <tr><td>President Director</td><td>Ongki Wanadjati Dana</td></tr> <tr><td>Deputy President Director</td><td>Kaoru Furuya</td></tr> <tr><td>Deputy President Director</td><td>Darmadi Sutanto</td></tr> <tr><td>Compliance Director</td><td>Dini Herdini</td></tr> <tr><td>Director</td><td>Kan Funakoshi*</td></tr> <tr><td>Director</td><td>Henoch Munandar</td></tr> <tr><td>Director</td><td>Adrianus Dani Prabawa</td></tr> <tr><td>Director</td><td>Hiromichi Kubo</td></tr> <tr><td>Director</td><td>Merisa Darwis</td></tr> <tr><td>Director</td><td>Hanna Tantani</td></tr> </tbody> </table> <p>Board of Commissioners</p> <table border="1"> <thead> <tr> <th style="background-color: #f4a460;">Position</th> <th style="background-color: #f4a460;">Name</th> </tr> </thead> <tbody> <tr><td>President Commissioner</td><td>Chow Ying Hoong</td></tr> <tr><td>Commissioner</td><td>Takeshi Kimoto</td></tr> <tr><td>Independent Commissioner</td><td>Ninik Herlani M.</td></tr> <tr><td>Independent Commissioner</td><td>Irwan Mahjudin Habsjah</td></tr> <tr><td>Independent Commissioner</td><td>Edmund Tondobala</td></tr> </tbody> </table> <p>*) Appointment of Kan Funakoshi as Director will be effective after obtaining the complete work permit and limited stay permit</p>	Position	Name	President Director	Ongki Wanadjati Dana	Deputy President Director	Kaoru Furuya	Deputy President Director	Darmadi Sutanto	Compliance Director	Dini Herdini	Director	Kan Funakoshi*	Director	Henoch Munandar	Director	Adrianus Dani Prabawa	Director	Hiromichi Kubo	Director	Merisa Darwis	Director	Hanna Tantani	Position	Name	President Commissioner	Chow Ying Hoong	Commissioner	Takeshi Kimoto	Independent Commissioner	Ninik Herlani M.	Independent Commissioner	Irwan Mahjudin Habsjah	Independent Commissioner	Edmund Tondobala
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GENERAL MEETING OF SHAREHOLDERS (GMS)

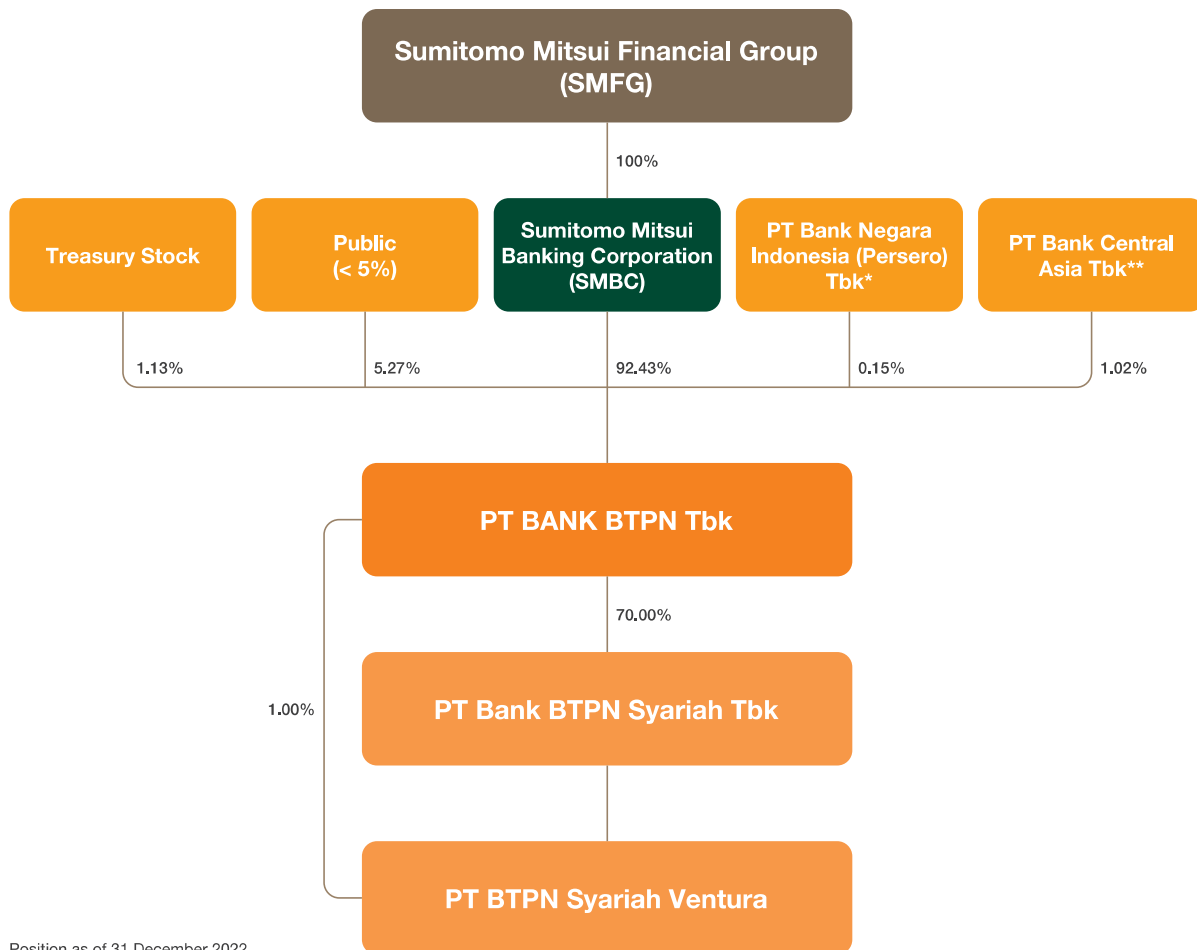
Agenda	Resolution
	<p>2. Granted authority to the Board of Directors of the Company to determine the effective date of appointment of Kan Funakoshi in connection with the relevant work permit without the need to go through a resolution of the General Meeting of Shareholders.</p> <p>3. Granted full power and authority to the Board of Directors of the Company with substitution rights to restate the resolutions in the third agenda of the Meeting into a Notarial Deed as well as to submit all related documents to the authorized institution including but not limited to the Ministry of Law and Human Rights, and for such purpose to take necessary actions in accordance with the Company's Articles of Association, Bank Indonesia Regulations as well as the Financial Services Authority.</p>
Voting Result	<ul style="list-style-type: none"> • First Section: Affirmative : 7,532,370,597 shares or 100% Non-Affirmative : 0 shares or 0% Abstain : 0 shares or 0% Decision Making: Unanimous Vote • Second Section: Affirmative : 7,532,370,597 shares or 100% Non-Affirmative : 0 shares or 0% Abstain : 0 shares or 0% Decision Making: Unanimous Vote
Realization/Follow-Up	It has been carried out and followed up in conform with the resolution of the GMS
Agenda 4	
Determination on the remuneration, allowances, tantiem and/or bonus for members of the Board of Directors as well as determination on honorarium, allowances, tantiem and/or bonus for members of the Board of Commissioners.	<p>1. (i) Approved and determined the amount of honorarium, allowances, and tantiem for the Company's Board of Commissioners for the fiscal year of 2021 as well as bonus for members of the Board of Commissioners for their contributions during the financial year of 2020, which will be paid in 2021, and the amount will not exceed Rp23,000,000,000 (twenty three billion rupiah) gross before Income Tax.</p> <p>(ii) Granted authority to the President Commissioner to determine the amount of honorarium and allowances for the fiscal year of 2021, as well as tantiem and/or bonus for the financial year of 2020 for each member of the Company's Board of Commissioners.</p> <p>The authority of the President Commissioner of the Company is carried out by taking into account the recommendation of Remuneration and Nomination Committee.</p> <p>2. Granted authority to the Company's Board of Commissioners to determine the remuneration and salary, as well as other allowances for each member of the Board of Directors for the financial year of 2021, and bonus for each member of the Board of Directors their contribution during the financial year of 2020, which will be paid in 2021.</p> <p>This authority will be carried out by taking into account recommendations from the Remuneration and Nomination Committee.</p>
Voting Result	<p>Affirmative : 7,532,369,697 shares or 99.99%</p> <p>Non-Affirmative : 900 shares or 0.00%</p> <p>Abstain : 0 shares or 0%</p> <p>Decision Making: Majority Vote</p>
Realization/Follow-Up	It has been carried out and followed up in conform with the resolution of the GMS

Agenda	Resolution
Agenda 5	
Appointment of the Public Accountant and/or the Public Accounting Firm for fiscal year 2021	<ol style="list-style-type: none"> 1. Approved the appointment of Siddharta Widjaja & Partner as the Public Accounting Firm (KAP), and Liana Lim as the Public Accountant registered at the Financial Services Authority. KAP Siddharta Widjaja & Partner is part of KPMG International global network and will audit the Company's financial statement audit for the financial year of 2021. 2. Granted authority to the Board of Commissioners of the Company to determine the requirements and stipulations, as well as the audit service fee of the Public Accounting Firm as stated in point 1 above, by considering recommendations from the Company's Audit Committee. 3. Granted authority to the Board of Commissioners to determine the Substitute Public Accounting Firm and/or Substitute Public Accountant in the event the Public Accountant appointed based on the resolution of the General Meeting of Shareholders, for any reason is incapable of completing/ conducting the audit of the Financial Statements ended December 31, 2021, including in determining the amount of honorarium and other requirements related to the appointment of the concerned Substitute Public Accounting Firm and/or Public Accountant.
Voting Result	Affirmative : 7,532,370,597 shares or 100% Non-Affirmative : 0 shares or 0% Abstain : 0 shares or 0% Decision Making: Unanimous Vote
Realization/Follow-Up	It has been carried out and followed up in conform with the resolution of the GMS
Agenda 6	
Transfer of Shares resulted from Buy Back and retained as Treasury Stock to be Utilized for Variable Remuneration.	<ol style="list-style-type: none"> 1. Approved to transfer a portion of the Buy Back shares, which are kept as Treasury Stock for a maximum of 9,135,436 (nine million one hundred thirty five thousand four hundred and thirty six) shares or 9.60% of the Total Treasury Shares or 0.11% of the Company's total paid-up capital, as part of variable remuneration for Material Risk Takers as referred to POJK No.2/POJK.04/2013 and POJK No.45/POJK.03/2015; 2. Granted authority to the Board of Commissioners in determining the terms and conditions of Material Risk Takers who are entitled to variable remuneration by taking into account recommendations from the Company's Remuneration and Nomination Committee, as well as directives from the Financial Services Authority; 3. Granted the authority to the Company's Board of Directors in taking actions that are considered good and necessary in connection with the 2 things mentioned above by taking into account applicable laws and regulations.
Voting Result	Affirmative : 7,532,332,797 shares or 99.99% Non-Affirmative : 35,300 shares or 0.00% Abstain : 2,500 shares or 0.00% Decision Making: Majority Vote
Realization/Follow-Up	It has been carried out and followed up in conform with the resolution of the GMS
Agenda 7	
Company Report: a. The Bank's Business Plan; b. The Sustainable Finance Action Plan; c. The Company's Recovery Plan d. Affiliated Transactions	No decisions were taken as they were reports, including the following: a. The Bank's Business Plan; b. The Sustainable Finance Action Plan; c. Update the Company's Recovery Plan d. Affiliated Transactions
Realization/Follow-Up	It has been carried out and followed up in conform with the resolution of the GMS



GENERAL MEETING OF SHAREHOLDERS (GMS)

MAIN AND CONTROLLING SHAREHOLDERS



Position as of 31 December 2022

Note:

 Pemegang Saham Akhir

 Pemegang Saham Pengendali

* Converted shares due to Business Merger with PT Bank Sumitomo Mitsui Indonesia

** In compliance Government Regulation (PP) No.29 of Year 1999 on the Purchase of Shares of Commercial Banks and are converted shares due to Business Merger with PT Bank Sumitomo Mitsui Indonesia

THE BOARD OF COMMISSIONERS

The Board of Commissioners is the Company's organ responsible for supervising the Company's policies and advising the Board of Directors. Duties, responsibilities, and other authorities owned by the Board of Commissioners are stipulated by prevailing laws and regulations, including Regulation of the Financial Services Authority No. 33/POJK.04/2014 regarding the Board of Directors and the Board of Commissioners of Issuers or Public Companies, as well as Law No.40 of the Year 2007 on Limited Liability Company.

The Board of Commissioners is appointed and dismissed by the General Meeting of Shareholders (GMS) based on the recommendation of the Remuneration and Nomination Committee, effective as of the date set by the GMS that appoints the members of the concerned Board of Commissioners and ends as of the closing of the third annual GMS after the date of appointment. The formation of the composition of the Board of Commissioners is carried out through considerations of the needs and complexity of the Bank. The composition of the Board of Commissioners is based on expertise, professional experience, and background.

LEGAL BASIS

Provisions on the Board of Commissioners, among others, are regulated in Law No.40 of the year 2007 on Limited Liability Companies and the Financial Services Authority Regulation No. 33/POJK.04/2014 on the Board of Directors and the Board of Commissioners of Issuers or Public Companies, including the Articles of Association of the Company.

Bank BTPN has also developed a code of ethics and BOC Manual as a reference for BOC members in carrying out their duties and responsibilities, in addition to the laws and regulations mentioned above.

All provisions above require companies under the jurisdiction of Indonesian law to have a Board of Commissioners. The duties of the Board of Commissioners are to oversee management policy and management process within the company as well as to supervise and provide suggestion/advice to the Board of Directors.

CRITERIA OF THE BOARD OF COMMISSIONERS

In line with prevailing provisions, members of the Board of Commissioners are required to pass the Competency and Compliance Test (Fit and Proper Test) prior to performing their duties. The Bank's management must meet the requirements of integrity, competence and financial reputation in accordance with OJK regulation No. 27/POJK.03/2016 concerning the assessment of capability and appropriateness for the main parties of financial services institutions. As of 31 December 2022, all members of the Board of Commissioners complied with the requirement of passing the fit and proper test.

INDEPENDENCY OF THE BOARD OF COMMISSIONERS

On the subject of the independence of the Board of Commissioners, the Bank has complied with prevailing laws and regulations, among others, including the following:

- Members of BTPN's Board of Commissioners have fulfilled the number, composition, criteria and independency in accordance with provisions of the Financial Services Authority (OJK).
- The Board of Commissioners consisted of 6 (six) members with 3 (three) members or 50% are Independent Commissioners. This number complied with regulatory requirements, among others, as stipulated in OJK Regulation No. 55/POJK.03/2016 on the Governance Implementation in Commercial Banks that states the minimum number of Independent Commissioners is 50% of the total members of the Board of Commissioners.
- Replacement and appointment of members of the Board of Commissioners have taken into account the recommendations from the Remuneration and Nomination Committee.
- Each member of the Board of Commissioners did not have family relations up to the second degree with other members of the Board of Commissioners and/or members of the Board of Directors.
- Members of the Board of Commissioners did not have concurrent positions beyond what is allowed in OJK Regulation.



THE BOARD OF COMMISSIONERS

At the time of the fit and proper test, members of the Bank's Board of Commissioners signed the statement related to corporate governance implementation. This statement is updated annually and was last updated for the end of December 2022 position.

THE BOARD OF COMMISSIONERS MANUAL

In performing its duties and responsibilities, the Board of Commissioners refers to the Board of Commissioners Manual. The manual is periodically updated, and improvements refer to prevailing laws and regulations. The Board of Commissioners Manual was last updated on 12 December 2022.

Based on review results, the content of the Board Manual of the Board of Commissioners is as follows:

1. Organization
2. Independency
3. Duty, Responsibility and Authority
4. Formation of Committees
5. Function of the President Commissioners
6. Ethical Value of Members of the Board of Commissioners
7. Meeting
8. Accountability of the Board of Commissioners

COMPOSITION OF THE BOARD OF COMMISSIONERS

The Bank's Board of Commissioners during the year 2022 consisted of 6 (six) members, not exceeding the Board of Directors 8 (eight) members, with 3 (three) of the 6 (six) members, or 50% of the Board of Commissioners were Independent Commissioners. The majority of members of the Board of Commissioners were Indonesian citizens residing in Indonesia.

Name	Position	Term of Office	Legal Basis of Appointment
Chow Ying Hoong	President Commissioner	2019-2022 2022-2025	<ul style="list-style-type: none">• Appointed as Vice President Commissioner since 1 February 2019 and reappointed through the Annual GMS dated 15 February 2019.• Appointed as the President Commissioner through the Extraordinary GMS on 18 November 2020 and reappointed through the Annual GMS on 21 April 2022.
Takeshi Kimoto	Commissioner	2019-2022 2022-2025	Appointment effective since 1 February 2019 and reappointed through the Annual GMS on 15 February 2019 and 21 April 2022.
Ninik Herlani Masli Ridhwan	Independent Commissioner	2019-2022 2022-2025	Appointment effective as of 1 February 2019 and reappointed through the Annual GMS on 15 February 2019 and 21 April 2022.
Irwan Mahjudin Habsjah	Independent Commissioner	2019-2022 2022-2025	Appointed through the Extraordinary GMS on 11 September 2019 and reappointed through the Annual GMS on 21 April 2022.
Edmund Tondobala	Independent Commissioner	2020-2022 2022-2025	Appointed through the Extraordinary GMS on 18 November 2020 and reappointed through the Annual GMS on 21 April 2022.
Ongki Wanadjati Dana	Commissioner	2022-2025	Appointed through the Annual GMS on 21 April 2022.

DUTIES AND RESPONSIBILITIES OF THE BOARD OF COMMISSIONERS

In general, the Board of Commissioners' duties and responsibilities, among others, are as follows:

1. Ensure the implementation of corporate governance in each of the Company's businesses at all levels of the organization.
2. Supervise the implementation of duties and responsibilities of the Board of Directors, as well as provide advice to the Board of Directors.
3. Direct, monitor, and assess the Bank's strategic policy implementation.
4. Provide sufficient time to optimally carry out duties and responsibilities.
5. Ensure that the Board of Directors follows up on audit findings and recommendations from the Bank's internal audit work unit, external auditor, results of monitoring by the Financial Services Authority, and/or results of monitoring by other authorized institutions.

Specifically, each member of the Board of Commissioners is assigned duties. Details of these duties are described in the table below:

Division of Duties of the Board of Commissioners

Name	Position	Duties
Chow Ying Hoong	President Commissioner	Perform duties and responsibilities as member of the Remuneration and Nomination Committee
Takeshi Kimoto	Commissioner	Perform duties and responsibilities as member of the Risk Monitoring Committee
Ninik Herlani Masli Ridhwan	Independent Commissioner	Perform duties and responsibilities as: a. Chairman of the Audit Committee b. Chairman of the Remuneration and Nomination Committee
Irwan Mahjudin Habsjah	Independent Commissioner	Perform duties and responsibilities as: a. Chairman of the Risk Monitoring Committee b. Chairman of the Good Corporate Governance Committee
Edmund Tondobala	Independent Commissioner	Perform duties and responsibilities as: a. Member of the Audit Committee b. Member of the Risk Monitoring Committee
Ongki Wanadjati Dana	Commissioner	Perform duties and responsibilities as: a. Member of the Risk Monitoring Committee b. Member of the Good Corporate Governance Committee

PLANS AND REALIZATION OF THE 2022 WORK PROGRAMS

In the year 2022, the Board of Commissioners actively supervised the management and operation of BTPN as well as provided advice to the Board of Directors. This supervision was implemented to ensure governance implementation is carried out throughout the Bank's activities.

Supervision was focused on achieving business targets by taking into account risk management and compliance with effective regulations. Supervision was performed on the follow-up of recommendations of the Board of Commissioners to the Board of Directors and through the established committees.

During the year 2022, the Board of Commissioners supervised the Bank's strategic aspects, among others as follows:

1. Review of the financial performance of the Bank and its Subsidiaries.
2. Through the Risk Monitoring Committee, a review of risk management, the adequacy of the internal control system and the implementation of a culture of compliance.
3. Ensure that the Board of Directors has followed up the findings of Internal Audit, SMBC Audit and external Audit and recommendations from Internal Audit through the Audit Committee.
4. The Board of Commissioners approved the recommendation of the Remuneration and Nomination Committee in determining the remuneration of members of the Board of Commissioners and Board of Directors.



THE BOARD OF COMMISSIONERS

5. Approval of the revised Bank Business Plan (RBB) 2022-2024.
6. Reviewed and approved the Bank's Business Plan for 2023-2025 and the revised Corporate Plan for 2022-2026.
7. Monitoring the implementation of Integrated Governance and Risk Management. Board of Commissioners approval in relation to the Annual Work Plan of the Audit Committee and Risk Monitoring Committee.
8. The Board of Commissioners continues to monitor the implementation of governance and compliance with applicable regulations, including financial ratios, Bank Health Level - RBBR, implementation of AML/CFT and implementation of risk management.
9. Supervising the implementation of Corporate Governance through the Corporate Governance Committee.

ORIENTATION FOR THE BOARD OF COMMISSIONERS

Bank BTPN assures that each new member of the Board of Commissioners receives information on the Company needed to carry out his/her duties and responsibilities. The Corporate Secretary is assigned to provide the necessary information by such members of the Board of Commissioners.

In 2022, there is a new members of BOC namely Mr. Ongki Wanadjati Dana who was appointed since the closing of Annual GMS dated 21 April 2022. Orientation activities have been carried out according to the applicable guidelines.

ASSESSMENT OF COMMITTEES UNDER THE BOARD OF COMMISSIONERS

In the view of the Board of Commissioners, all committees under the Board of Commissioners have well performed their duties throughout the year 2022. In line with their functions, the committees performed their monitoring duties before providing feedback and recommendations to the Board of Commissioners.

Assessment Procedures

Assessment implemented on the committees under the Board of Commissioners was conducted through 2 (two) methods of evaluating the committees' overall performance and evaluation of individual committee members.

Committee assessment is collegially conducted through the self-assessment procedure. Each committee performs such activity taking into account the fulfillment of the set assessment items or parameters. While individual assessment is performed by the chairman of the concerned committee on the set assessment parameters related to the performance of the concerned committee members. Assessment results are then submitted to the Remuneration and Nomination Committee as material for consideration in establishing recommendations to the Board of Commissioners.

Assessment Criteria

The parameters or criteria used in the assessment, among others, include the duty implementation of the committee in accordance with the Duty and Responsibility Guidelines of the concerned committee. In addition, the committee's assessment includes the independency parameter of the concerned committee member to provide professional and independent feedback to the Bank.

In this respect, the Bank sets the time limit for committee members' assignments (aside from the Audit Committee) to maintain the independence of the concerned committee member.

INDEPENDENT COMMISSIONERS

In 2022, 3 (three) of the 6 (six) members of the Board of Commissioners were Independent Commissioners. Thus, this number of members complied with the provision set by OJK that stipulate the minimum of 50% from the total number of members of the Board of Commissioners.

Criteria of the Independent Commissioners

In implementing the duties and responsibilities of the Board of Commissioners, the role of Independent Commissioners is crucial, especially when it concerns efforts to prevent conflict of interest and enhance independence and objectivity.

Independent Commissioners are obligated to comply with requirements, among others, including the following:

1. No financial, management, share ownership and/or family relations with members of the Board of Commissioners, the Board of Directors, and/or controlling shareholders or relations with the Bank that may influence its ability to act independently.
2. Not a person who works or has authorities and responsibilities to plan, lead, control, or monitor the Bank's activities in the past 1 (one) year, except for the reappointment of Independent Commissioners for the following period;
3. Does not own shares, directly and indirectly, in the Bank;
4. No affiliation with the Bank, members of the Board of Commissioners, members of the Board of Directors, or main shareholders of the Bank; and
5. No business relations, directly or indirectly, related to the Bank's business activities.

Independency of Independent Commissioners

In line with OJK Regulation No. 33/POJK.04/2014 on the Board of Directors and the Board of Commissioners of Issuers or Public Companies, Independent Commissioners are members of the Board of Commissioners from outside of Issuers or Public Companies and comply with requirements as Independent Commissioners.

The Bank records and controls the term of office of the independent commissioner so that it does not exceed 9 years.

Description of independency of Independent Commissioners is provided in the table below:

Independency Aspect	Ninik Herlani Masli Ridhwan	Irwan Mahjudin Habsjah	Edmund Tondobala
No ownership of direct or indirect shares of the Bank.	√	√	√
No direct or indirect business relations with the Bank's business activities.	√	√	√
No concurrent positions: as the Board of Directors or Executive Officer conducting supervision.	√	√	√
No family relations up to two second degree level with mutual members of the Board of Commissioners.	√	√	√

√ : Yes
x : No



THE BOARD OF DIRECTORS

The Board of Directors is an important company organ in corporate governance, holding full responsibility for the Bank's management in line with the purpose and objectives of the Bank. This authority is used for the interests and objective achievement of the Bank. This is aligned with the provisions set under the regulation that states the Board of Directors may represent the Bank, both in or out of the court, in accordance with the provisions of the articles of association.

Each member of the Board of Directors carries out the duties according to the division of tasks and authorities. The objective is to achieve management effectiveness and maximum achievement results. BTPN's Board of Directors incessantly upholds high professional attitude, strategic thinking, and the Bank's interests as a priority.

LEGAL BASIS

Provisions on the Board of Directors are, among others, regulated by Law No.40 of the year 2007 on Limited Liability Companies and OJK Regulation No.33/POJK.04/2014 on the Board of Directors and the Board of Commissioners of Issuers or Public Companies, including the Company's Articles of Association.

Furthermore, the Bank also refers to OJK Regulation No. 55/POJK.03/2016 on Governance Implementation in Commercial Banks, stipulating that the Board of Directors is fully responsible for the management of the Bank. For this reason, the Board of Directors is obligated to implement good corporate governance principles in each implementation of the Bank's business activities at all levels or paths of the organization.

The Bank also prepares a code of ethics and BOD Manual as a reference for BOD members in carrying out their duties and responsibilities, in addition to the laws and regulations as mentioned above.

BOARD OF DIRECTORS CRITERIA

Each member of the Board of Directors must meet the criteria and pass the fit and proper test before carrying out his/her duties with reference to OJK regulation No. 27/POJK.03/2016 concerning the Fit and Proper Assessment for the Main Parties of Financial Services Institutions.

Establishing the criteria of the Board of Directors, among others, refers to the Financial Services Authority Regulation No.33/POJK.04/2014 on the Board of Directors and the Board of Commissioners of Issuers or Public Companies. Upon appointment, the Board Directors must, at minimum, comply with a number of requirements, namely the following:

1. Has good character, moral and integrity.
2. Competent in legal actions.
3. In 5 (five) years prior to appointment and during office term:
 - a. Never been declared bankrupt
 - b. Never been a member of the Board of Directors and/or member of the Board of Commissioners found guilty of causing a company to be declared bankrupt
 - c. Never been convicted of a crime that caused the state's financial loss and/or related to the financial sector
 - d. Never been a member of the Board Directors and/or member of the Board of Commissioners that during the term of office:
 - Never hold Annual GMS
 - Accountability as member of the Board of Directors and/or member of the Board of Commissioners not accepted by the GMS or failed to submit accountability as member of the Board of Directors and/or member of the Board of Commissioners to the GMS
 - Has caused a company that received the permit, approval or registration from the Financial Services Authority but failed to comply with the obligation to submit annual report and/or financial statements to the Financial Services Authority.
4. Has the commitment to comply with the laws and regulations.

5. Has the knowledge and/or expertise in the fields required by the Issuer or Public Company.

Compliance with such requirements must be disclosed in a statement letter and submitted to the Bank. Then the Bank is obligated to review and keep it on record.

INDEPENDENCY OF THE BOARD OF DIRECTORS

All members of the Board of Directors have no ownership, financial or management relations with the Bank's controlling shareholders, with mutual members of the Board of Directors and members of the Board of Commissioners.

BTPN has also complied with prevailing laws and regulations related to the independence of the Board of Directors, such as the following:

1. Members of Bank BTPN's Board of Directors have complied with the criteria and independency as stipulated by regulator.
2. Replacement and appointment of members of the Board of Directors have taken into account the recommendations from the Remuneration and Nomination Committee.

3. Each member of the Board of Directors had no family relations up to the second degree level with other members of the Board of Directors and/or members of the Board of Commissioners.
4. Members of the Board of Directors had no concurrent positions as stipulated in OJK Regulation.

Members of the Bank's Board of Directors signed the statement related to Corporate Governance implementation at the processing time of their fit and proper test. This statement is updated yearly and was last updated for the end of the year 2022 position.

COMPOSITION OF THE BOARD OF DIRECTORS

Establishing the composition of the Board of Directors is carried out through considerations of the needs and complexity of the Bank. The composition of the Board of Directors is based on banking knowledge, expertise, professional experience, and background to support the effectiveness in implementing the duties of the Board of Directors, disregarding gender, ethnicity, race, and religion. In 2022, the Bank's Board of Directors comprised 8 (eight) members, of which 3 (three) were female.

Name	Position	Term of Office	Legal Basis of Appointment
Henoch Munandar	President Director	2019-2022 2022-2025	<ul style="list-style-type: none"> Appointed as Director since 1 February 2019 and reappointed through the Annual GMS on 15 February 2019 and 21 April 2022. Appointed as President Director through the Extraordinary GMS on 29 September 2022.
Kaoru Furuya	Deputy President Director	2021-2022 2022-2025	<ul style="list-style-type: none"> Appointed through the Extraordinary GMS on 18 November 2020 and effective since 4 January 2021. Reappointed through the Annual GMS on 21 April 2022.
Darmadi Sutanto	Deputy President Director	2020-2022 2022-2025	<ul style="list-style-type: none"> Appointed through the Annual GMS on 23 April 2020, and effective since 14 May 2020. Reappointed through the Annual GMS on 21 April 2022.
Dini Herdini	Compliance Director	2019-2022 2022-2025	Effective since 1 February 2019 and reappointed through the Annual GMS on 15 February 2019 and 21 April 2022.
Kan Funakoshi	Director	2021- 2022 2022-2025	<ul style="list-style-type: none"> Appointed through the Annual GMS on 22 April 2021 and effective since 24 May 2021 Reappointed through the Annual GMS on 21 April 2022.
Hiromichi Kubo	Director	2019-2022 2022-2025	Effective since 1 February 2019 and reappointed through the Annual GMS on 15 February 2019 and 21 April 2022.
Merisa Darwis	Director	2019-2022 2022-2025	Effective since 1 February 2019 and reappointed through the Annual GMS on 15 February 2019 and 21 April 2022.
Hanna Tantani	Director	2019-2022 2022-2025	Appointed through the Extraordinary GMS on 11 September 2019 and reappointed through the Extraordinary GMS on 21 April 2022.



THE BOARD OF DIRECTORS

DUTIES AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS

In general, the Board of Directors has the duties and responsibilities, among others as follows:

1. The Board of Directors is fully responsible for the management of the Bank.
2. The Board of Directors is obligated to manage the Bank in accordance with the authorities and responsibilities handed to them as stipulated in the Articles of Association and prevailing laws and regulations.
3. The Board of Directors carries out the principles of corporate governance in each of the Bank's business activities at all levels or paths of the organization.
4. The Board of Directors is obligated to follow-up on the findings and recommendations from the Internal Audit work unit, external auditor, results of monitoring by the Financial Services Authority, and/or results of monitoring by other authorities.

Specifically, each member of the Board of Directors is assigned with the duties and responsibilities as follows:

Division of Duties of Each Member of the Board of Directors

Position	Roles and Responsibilities
President Director	<p>Coordinate and generally supervise the duties and responsibilities of all members of the Board of Directors, which covers but not limited to the following:</p> <ol style="list-style-type: none"> a. Corporate Banking (Japanese) b. Wholesale Banking c. Retail Banking d. Treasury e. Operations f. Compliance & Legal g. Finance h. Human Resources*) i. Internal Audit*) j. Information Technology*) k. Risk Management *)
Deputy President Director	<p>Coordinate and generally supervise the duties and responsibilities of the following:</p> <ol style="list-style-type: none"> a. Corporate Banking (Japanese) b. Treasury <p>To specifically supervise the following:</p> <ol style="list-style-type: none"> a. Credit Risk Division: <ul style="list-style-type: none"> • Credit • Loan • Transaction Legal • Commercial Banking Credit Risk • Credit Planning b. Wholesale & Commercial Banking*) c. Transaction Banking & Supply Chain d. Wholesale Banking Business Planning e. Structured Finance f. Wholesale Banking Loan Work Out g. Commercial Banking & WFB h. Business Banking*) <ul style="list-style-type: none"> • Business Banking Project Management Office • Business Banking Credit Risk • SME • Consumer Finance • Business Banking Academy • Business Banking Policy & Control • Business Banking Strategy • Business Banking Support • Digital SME Business • Sales Management

Position	Roles and Responsibilities
Deputy President Director	<p>To specifically supervise the following:</p> <ul style="list-style-type: none"> a. Retail Lending Business <ul style="list-style-type: none"> • Sales Distribution Pension Business 1 • Sales Distribution Pension Business 2 • Sales Distribution Pension Business 3 & National distribution 2 • Payroll Loan RLB • Strategic Partnership & Relationship Management Pension Business • Product & Sales Management RLB • Business Excellence & Solution RLB b. Wealth Management Business and Network & Distribution*) <ul style="list-style-type: none"> • Sales Management WMB • Liabilities & Digital Management WMB • Wealth Product Management WMB • Customer Experience WMB • Sales Distribution WMB & National Distribution 1 • Network Management WMB c. Digital Banking*) <ul style="list-style-type: none"> • Digital Banking Acquisition, Service & Marketing JENIUS • Digital Banking Solution • Digital Banking Product • Digital Banking Business Performance & Customer Value Management • Digital Banking Partnership d. Retail Banking Risk e. Micro Business f. Retail Banking Analytics, Business Planning & Digital Banking Credit Policy
Compliance Director	<p>To specifically supervise the following:</p> <ul style="list-style-type: none"> a. AML&CFT b. Compliance c. Corporate Secretary d. Legal & Litigation e. Corporate Communication & DAYA
Director of Corporate Banking (Japanese)	<p>To specifically supervise the following:</p> <ul style="list-style-type: none"> a. Corporate Banking 2 b. Corporate Banking 3 c. Corporate Banking 4 d. Corporate Banking 5 e. KYC Onboarding f. Corporate Banking Business Planning g. Corporate Banking Loan Reviewer h. Credit Analyst Corporate Banking
Director of Operations	<p>To specifically supervise the following:</p> <ul style="list-style-type: none"> a. Customer Experience Center b. Branch Banking c. Operations Transaction Center d. Reporting, Settlement & Access Management e. General Services f. Operations Development g. Operations Control Assurance
Director of Treasury	<p>To specifically supervise the following: Treasury*):</p> <ul style="list-style-type: none"> a. Treasury ALM & Planning b. Treasury Trading c. Treasury Marketing
Director of Finance & Planning	<p>To specifically supervise the following:</p> <ul style="list-style-type: none"> a. Planning and Deputy of Chief Financial Officer b. Financial Controller c. Tax Management d. Finance Risk, Control & Governance e. Alignment & Synergy f. Strategy Implementation g. Bank Management Support

*) The relevant roles and responsibilities will be overseen by member of the Board of Management (BOM).



THE BOARD OF DIRECTORS

ORIENTATION FOR NEW MEMBERS OF THE BOARD OF DIRECTORS

The President Director ensures that new members of the Board of Directors receive necessary information related to the Bank to carry out their duties and responsibilities properly. The Corporate Secretary, in this respect, invites the functions of compliance, risk management, and finance to provide the necessary information required by the concerned members of the Board of Directors.

In 2022, there were no new members of the Board of Directors. However, there were changes in the positions, as previously explained in this section.

PLANS AND REALIZATION OF WORK PROGRAMS IN 2022

In the implementation of duties, the Board of Directors periodically holds meetings to discuss strategic matters that require the consideration and approval of the Board of Directors.

In 2022, meetings of the Board of Directors discussed, among others, the following matters:

1. Monitoring the financial performance of the Bank and its Subsidiaries.
2. Evaluation of business units' performance against predetermined targets.
3. Update on strategic initiatives and activities undertaken by the finance directorate, including strategic projects undertaken.
4. Review of the implementation of Information Technology (IT) and the Bank's operations as well as IT and operational initiatives.
5. Approval of strategic plans in Business Units and Support Units.
6. Approval of the revised Bank Business Plan (RBB) for 2022-2024.
7. Approval of employee compensation review for the year 2022
8. Review of the implementation of risk management, compliance and internal control as well as monitoring the implementation of Anti-Money Laundering and Combating Financing Terrorism (AML/CFT) policies including a review of regulations/regulations from regulators and their impact on the Bank.

9. Monitoring the follow-up of audit findings from Internal Audit, SMBC Audit and External Audit as well as the results of OJK supervision and other authorities.
10. Review of internal fraud, whistleblowing system, and follow-up efforts.
11. Approval of the Bank's Business Plan for 2023-2025, the Bank's Product Implementation Plan for 2023 and Amendments to the Corporate Plan for 2022-2026.

SUCCESSION OF THE BOARD OF DIRECTORS

Human Resources facilitates the policy on the succession of the Board of Directors through the talent management & succession planning process. In this respect, Human Resources assesses the availability of candidates for members of the Board of Directors and future development potentials.

Implementation of this succession process is carried out through the identification of executive officers with such potential. Each member of the Board of Directors conveys his/her replacement candidate to be evaluated by the Remuneration and Nomination Committee.

ASSESSMENT OF COMMITTEES UNDER THE BOARD OF DIRECTORS

Criteria and Procedures of Assessment

In assessing the committees under the Board of Directors, considerations, among others, including meeting attendance, as well as the implementation of duties. Especially to ensure that all main strategies and initiatives are acted on.

Assessment Results

Based on considering conducting the assessment, the Board of Directors views that in the year 2022, all committees have appropriately carried out their duties. Thus, the committees under the supervision of the Board of Directors were actively involved in supporting the duties of the Board of Directors.

TRANSPARENCY OF INFORMATION ON THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

DIVERSITY IN THE COMPOSITION OF THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

The policy on the diversity in the composition of the Board of Commissioners and the Board of Directors applied within the Bank refers to the Circular Letter of the Financial Services Authority No. 32/SEOJK.04/2015 on the Integrated Corporate Governance Guidelines. Therefore, the appointment of the Board of Commissioners and the Board of Directors has taken into account and complied with the diversity factor.

Diversity in the Board of Commissioners is reflected in determining the expertise, knowledge, and experience required to perform supervisory duties and provide advice. The composition that has taken into account the needs of a Public Company is a positive point, specifically with respect to decision-making as part

of the implementation of its supervisory function with consideration of a wider range of aspects.

As in the case with the Board of Commissioners, diversity in the composition of members of the Board of Directors is a combination of preferred characteristics, both from the aspect of the Board of Directors as a company organ as well as an individual, in line with the needs of the Bank. Such combination is determined by means of considering the expertise, knowledge, and experience in accordance with the division of duties and functions of the Board of Directors in accomplishing the objectives of the Bank.

Considerations on the combination of characteristics of the Board of Commissioners will impact the accuracy of the nomination and appointment process of individual members of the Board of Directors or collegially the Board of Directors. This also applies in the case of the Board of Commissioners.

Aspect of Diversity	Board of Commissioners	Board of Directors
Nationality	<ul style="list-style-type: none"> Indonesian Singaporean Japanese 	<ul style="list-style-type: none"> Indonesian Japanese
Education	<ul style="list-style-type: none"> Economy Financial Management Monetary 	<ul style="list-style-type: none"> Economy Management Finance Law
Work Experience	<ul style="list-style-type: none"> Banking Practitioner Auditor 	<ul style="list-style-type: none"> International Banking Risk Management Financial Executive
Gender	<ul style="list-style-type: none"> 1 Female 5 Male 	<ul style="list-style-type: none"> 3 Female 5 Male



TRANSPARENCY OF INFORMATION ON THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

MEETINGS OF THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

Meetings of The Board Commissioners

Provisions and Reference

The provisions that regulate the meetings of the Board of Commissioners as contained in the Board Manual of the Board of Commissioners, among others, include the following:

1. Meetings of the Board of Commissioners must be held periodically at least 1 (one) time within 2 (two) months.
2. Meetings of the Board of Commissioners must be attended in person by members at least 2 (two) times in a year.
3. The Board of Commissioners must periodically hold the meetings jointly with the Board of Directors at least 1 (one) time every 4 (four) months.
4. The Board of Commissioners must schedule the meetings for the following year prior to the end of the fiscal year.
5. Meetings of the Board of Commissioners are lead by the President Commissioner or in the event the President Commissioners is unavailable, by another Commissioner appointed in the meeting.
6. Meetings of the Board of Commissioners are valid and have the right to make binding decisions if more than ½ (one half) of the total members of Commissioners are present or represented in the meetings.
7. Decision-making in the Meetings of the Board of Commissioners is conducted based on deliberation and consensus.
8. In the event deliberation and consensus cannot be reached, decision-making is based on unanimous votes.
9. All decisions legally made in the Meetings of the Board of Commissioners are binding to all members of the Board of Commissioners.
10. Dissenting opinions that occur in the Meetings of the Board of Commissioners are required to clearly recorded in the meeting minutes together with the reasons behind such difference in opinions.

Meeting Frequency and Attendance of the Board of Commissioners

Name	Position	Internal Meeting of the Board of Commissioners			Joint Meeting with the Board of Directors			Attendance in the GMS		
		Number of Meeting	Total Attendance	%	Number of Meeting	Total Attendance	%	Number of Meeting	Total Attendance	%
Chow Ying Hoong	President Commissioner	6	6	100	6	6	100	2	2	100
Takeshi Kimoto	Commissioner	6	5	83	6	6	100	2	2	100
Ninik Herlani Masli Ridhwan	Independent Commissioner	6	6	100	6	6	100	2	2	100
Irwan Mahjudin Habsjah	Independent Commissioner	6	6	100	6	6	100	2	2	100
Edmund Tondobala	Independent Commissioner	6	6	100	6	6	100	2	2	100
Ongki Wanadjati Dana*	Commissioner	5	5	100	5	5	100	1	1	100

* effective in office as Commissioner of the Company since the closing of the Annual GMS on 21 April 2022.

Meeting Agenda of the Board of Commissioners

No	Minutes of Meeting No.	Date	Agenda
1	MOM.0001/BOC/I/2022	28 January 2022	<ol style="list-style-type: none"> 1. Q4/2021 Audit Committee Report 2. Q4/2021 Risk Monitoring Committee Report 3. Q4/2021 Remuneration & Nomination Committee Report 4. 2H/2021 Integrated Governance Committee Report
2	MOM.0002/BOC/IV/2022	27 April 2022	<ol style="list-style-type: none"> 1. Q1/2022 Audit Committee Report 2. Q1/2022 Risk Monitoring Committee Report 3. Q1/2022 Remuneration & Nomination Committee Report
3	MOM.0003/BOC/VI/2022	22 June 2022	<ol style="list-style-type: none"> 1. Self-Assessment Report for the Performance of Audit Committee 2. Self-Assessment Report for the Performance of Risk Monitoring Committee 3. Self-Assessment Report for the Performance of Remuneration & Nomination Committee 4. Committee Site Visit Report
4	MOM.0004/BOC/VII/2022	28 July 2022	<ol style="list-style-type: none"> 1. Q2/2022 Audit Committee Report 2. Q2/2022 Risk Monitoring Committee Report 3. Q2/2022 Remuneration & Nomination Committee Report
5	MOM.0005/BOC/X/2022	27 October 2022	<ol style="list-style-type: none"> 1. Q3/2022 Audit Committee Report 2. Q3/2022 Risk Monitoring Committee Report 3. Q3/2022 Remuneration & Nomination Committee Report 4. Q3/2022 GCG Committee Report
6	MOM.0006/BOC/XI/2022	23 November 2022	<ol style="list-style-type: none"> 1. BOC approval on Audit Committee Working Plan FY2023 2. BOC approval on Risk Monitoring Committee Working Plan FY2023

MEETINGS OF THE BOARD OF DIRECTORS

Provisions and Reference

The provisions that regulate the meetings of the Board of Directors as contained in the Board Manual of the Board of Directors, among others, include the following:

1. Meetings of the Board of Directors must be held periodically at least 1 (one) time every month.
2. Meetings of the Board of Directors may be held if attended or represented by majority of all the members of the Board of Directors.
3. The Board of Directors must periodically hold the meetings jointly with the Board of Commissioners at least 1 (one) time every 4 (four) months.
4. The Board of Directors must schedule the meetings for the following year prior to the end of the fiscal year.
5. For scheduled meetings, related materials are delivered to participants at the latest by 5 (five) days prior to the meeting.
6. Meetings of the Board of Directors are valid and have the right to make binding decisions if more than ½ (one half) of the total members of the Board of Directors are present or represented in the meetings.
7. In the event a meeting is to be held outside of the set schedule, meeting materials are to be delivered at the latest before the meeting is held.
8. Every strategic policy and decision must be established through the meeting of the Board of Directors by taking into consideration of prevailing provisions.
9. Meetings of the Board of Directors are lead by the President Director, or in the event the President Director is unavailable, by another Director appointed in the meeting which does not require to be proven to a third-party.
10. Decision-making in the Meetings of the Board of Directors is conducted based on deliberation and consensus.
11. In the event deliberation and consensus cannot be reached, decision-making is based on unanimous votes.
12. All decisions legally made in the Meetings of the Board of Directors are binding to all members of the Board of Directors.
13. Dissenting opinions that occur in the Meetings of the Board of Directors are required to clearly recorded in the meeting minutes together with the reasons behind such difference in opinions.



TRANSPARENCY OF INFORMATION ON THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

Meeting Frequency and Attendance of the Board of Directors

Name	Position	Internal Meeting of the Board of Directors			Coordination Meeting with the Board of Commissioners			Attendance in the GMS		
		Number of Meeting	Total Attendance	%	Number of Meeting	Total Attendance	%	Number of Meeting	Total Attendance	%
Henoch Munandar*	President Director	8	8	100	2	2	100	-	-	-
Darmadi Sutanto	Deputy President Director	39	35	90	6	5	83	2	2	100
Kaoru Furuya**	Deputy President Director	39	39	100	6	6	100	2	2	100
Dini Herdini	Compliance Director	39	37	95	6	6	100	2	2	100
Kan Funakoshi	Director	39	36	92	6	6	100	2	2	100
Hirokichi Kubo	Director	39	33	85	6	6	100	2	2	100
Merisa Darwis	Director	39	39	100	6	6	100	2	2	100
Hanna Tantani	Director	39	39	100	6	6	100	2	2	100
Ongki Wanadjati Dana***	President Director	16	15	94	1	1	100	1	1	100
Adrianus Dani Prabawa****	Director	12	12	100	1	1	100	-	-	-
Henoch Munandar	Director	31	27	87	4	4	100	1	1	100

* Henoch Munandar appointed as the President Director effective since the closing of the Extraordinary GMS on 29 September 2022

** Kaoru Furuya appointed as Caretaker of the President Director since the closing of the Annual GMS on 21 April 2022 until the closing of the Extraordinary GMS on 29 September 2022

*** Ongki Wanadjati Dana appointed as President Director until the closing of the Annual GMS on 21 April 2022

**** Adrianus Dani Prabawa passed away on 25 March 2022

Meeting Agenda of the Board of Directors

No	Minutes of Meeting No.	Date	Agenda
1	MOM.0001/BOD/I/2022	11 January 2022	<ol style="list-style-type: none"> 1. Financial Performance Update YTD December 2021 2. Update on December 2021 close items & KPMG Audit 3. Q4-2021 Business Banking Update 4. Governance Update 5. Updates on Project Utara 6. KPI 2022
2	MOM.0002/BOD/I/2022	18 January 2022	<ol style="list-style-type: none"> 1. Q4-2021 Digital Banking Business Update 2. Q4-2021 Retail Lending Business Update 3. Q4-2021 Wealth Management Business Update 4. Governance Update 5. Q4-2021 Corporate Banking Japanese Group Business Update 6. KPI 2022
3	MOM.0003/BOD/I/2021	25 January 2022	<ol style="list-style-type: none"> 1. Q4-2021 Operations Update 2. Q4-2021 Compliance & AML Update 3. Q4-2021 Wholesale Banking Group Update 4. Treasury Update
4	MOM.0004/BOD/II/2022	03 February 2022	Updates on Project Utopia
5	MOM.0005/BOD/II/2022	08 February 2022	<ol style="list-style-type: none"> 1. Internal Audit Update 2. Governance Update 3. Updates on Project Utara

No	Minutes of Meeting No.	Date	Agenda
6	MOM.0006/BOD/II/2022	10 February 2022	Compensation Review
7	MOM.0007/BOD/II/2022	15 February 2022	<ol style="list-style-type: none"> 1. Financial Performance Update YTD February 2022 2. Governance Update - Updates on AGMS 3. Updates from COVID-19 Task Force 4. Updates from Project Utara - BCG Presentation
8	MOM.0008/BOD/II/2022	22 February 2022	<ol style="list-style-type: none"> 1. Treasury Update 2. Human Resource Update 3. Governance Update 4. Updates from Finance - GL Governance 5. Updates on December 2021 Audit of Financial Statement
9	MOM.0009/BOD/III/2022	01 March 2022	Late Fund Transfer Processing
10	MOM.0010/BOD/III/2022	08 March 2022	<ol style="list-style-type: none"> 1. BTPN Syariah FY2021 Financial Performance 2. Governance Update 3. Updates from Project Utara - AT Kearney & McKinsey Presentation
11	MOM.0011/BOD/III/2022	15 March 2022	Final Distribution of Pay Review
12	MOM.0012/BOD/III/2022	15 March 2022	<ol style="list-style-type: none"> 1. Updates from Finance: <ol style="list-style-type: none"> a. Financial Performance Update YTD February 2022 b. Potential Downside Risk c. Announcement on Mirroring Financial Evaluation Cross LOB Collaboration 2. SMBC CEO Pitch Contest 3. Stress Test POJK 48 - 2022 4. Updates from Project Utara - Next Step on Digitalization and Automation Initiative
13	MOM.0013/BOD/III/2022	22 March 2022	<ol style="list-style-type: none"> 1. Treasury Update 2. Governance Update 3. SOX FY2021 - Roll Forward Update
14	MOM.0014/BOD/IV/2022	05 April 2022	<ol style="list-style-type: none"> 1. Collective Labor Agreement Update 2. Project Dolfin Update 3. Governance Update 4. Updates from COVID-19 Task Force
15	MOM.0015/BOD/IV/2022	12 April 2022	<ol style="list-style-type: none"> 1. Financial Performance Update YTD March 2022 2. Q1-2022 Retail Lending Business Update 3. Q1-2022 Wealth Management Business Update 4. Governance Update 5. Internal Audit Update 6. Updates from Project Utara
16	MOM.0016/BOD/IV/2022	19 April 2022	<ol style="list-style-type: none"> 1. Treasury Update 2. Q1-2022 Corporate Banking Japanese Group Update 3. Q1-2022 Wholesale Banking Group Update 4. Q1-2022 Business Banking Update 5. Governance Update 6. Updates from COVID-19 Task Force
17	MOM.0017/BOD/IV/2022	26 April 2022	<ol style="list-style-type: none"> 1. Q1-2022 Digital Banking Business Update 2. Q1-2022 BTPN Syariah Performance Update 3. Q1-2022 Operations Update 4. Q1-2022 Compliance & AML Update 5. Update from Finance
18	MOM.0018/BOD/V/2022	17 May 2022	<ol style="list-style-type: none"> 1. Financial Performance Update YTD April 2022 2. Cybersecurity Roadmap 2.0 3. Governance Update
19	MOM.0019/BOD/V/2022	31 May 2022	<ol style="list-style-type: none"> 1. Treasury Update 2. Human Resource Update
20	MOM.0020/BOD/VI/2022	07 June 2022	2022-2024 Revised RBB - Draft
21	MOM.0021/BOD/VI/2022	14 June 2022	<ol style="list-style-type: none"> 1. Updates from Finance: <ol style="list-style-type: none"> a. Financial Performance Update YTD May 2022 b. 2022-2024 Revised RBB for BOD Approval 2. Tax Update 3. Company Car Pooling 4. Project Utara Progress Update
22	MOM.0022/BOD/VI/2022	21 June 2022	<ol style="list-style-type: none"> 1. Internal Audit Update 2. Treasury Update 3. Governance Update



TRANSPARENCY OF INFORMATION ON THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

No	Minutes of Meeting No.	Date	Agenda
23	MOM.0023/BOD/VII/2022	12 July 2022	<ol style="list-style-type: none"> 1. Financial Performance Update YTD June 2022 2. RPIM Ratio 3. Human Resource Update 4. Q2-2022 Business Banking Update 5. BTPN SOX
24	MOM.0024/BOD/VII/2022	19 July 2022	<ol style="list-style-type: none"> 1. Q2-2022 Retail Lending Business Update 2. Q2-2022 Wealth Management Business Update 3. Governance Update 4. Updates on Project Utara
25	MOM.0025/BOD/VII/2022	26 July 2022	<ol style="list-style-type: none"> 1. Treasury Update 2. Q2-2022 Corporate Banking Japanese Group Update 3. Q2-2022 Wholesale Banking Group Update 4. Q2-2022 Operations Update 5. Q2-2022 Compliance & AML Update
26	MOM.0026/BOD/VIII/2022	02 August 2022	<ol style="list-style-type: none"> 1. Q2-2022 BTPN Syariah Performance Update 2. Q2-2022 Digital Banking Business Update 3. Governance Update 4. GL Reconciliation and Substantiation 5. BTPN WoW! Updates 6. Portfolio Optimization Proposal
27	MOM.0027/BOD/VIII/2022	16 August 2022	<ol style="list-style-type: none"> 1. Financial Performance YTD July 2022 2. Internal Audit Update 3. Treasury Update 4. Governance Update 5. Updates from DOLFIN Project
28	MOM.0028/BOD/VIII/2022	23 August 2022	<ol style="list-style-type: none"> 1. SOX Update 2. 2023-2025 MTP-Key Next Step & RBB Preparation Kick Off
29	MOM.0029/BOD/IX/2022	13 September 2022	<ol style="list-style-type: none"> 1. Financial Performance YTD August 2022 2. 2022 Employee Engagement Survey & Employee Medical Insurance Update 3. Governance Update 4. Kick-off Audit KPMG
30	MOM.0030/BOD/IX/2022	20 September 2022	<ol style="list-style-type: none"> 1. HR Update
31	MOM.0031/BOD/IX/2022	20 September 2022	<ol style="list-style-type: none"> 1. Treasury Update 2. Governance Update - Annual Boards Gathering Proposal 3. SOX FY2022 ITGC & IT GLC - Mid Year 4. Limitation on LTOB Disbursement
32	MOM.0032/BOD/X/2022	11 October 2022	<ol style="list-style-type: none"> 1. Financial Performance YTD September 2022 2. Q3-2022 Business Banking Update 3. Q3-2022 Retail Lending Business Update 4. Q3-2022 Wealth Management Business Update 5. Governance Update 6. Updates on Impact & Implication for CBS on January 16th, 2023
33	MOM.0033/BOD/X/2022	18 October 2022	<ol style="list-style-type: none"> 1. Internal Audit Update 2. Q3-2022 Corporate Banking Japanese Group Update 3. Q3-2022 Wholesale Banking & Commercial Update 4. Treasury Update 5. Governance Update 6. Updates from Project Utara 7. Updates from BTPN WoW!
33	MOM.0034/BOD/X/2022	25 October 2022	<ol style="list-style-type: none"> 1. Q3-2022 BTPN Syariah Performance Result 2. Q3-2022 Operations Update 3. Q3-2022 Compliance & AML Update 4. Updates on Credit Card Launch Event
34	MOM.0035/BOD/XI/2022	01 November 2022	<ol style="list-style-type: none"> 1. Q3-2022 Digital Banking Business Update 2. Governance Update 3. FTP for IDR TD WMB in Jenius
35	MOM.0036/BOD/XI/2022	08 November 2022	DOLFIN Project - Floor Release Plan

No	Minutes of Meeting No.	Date	Agenda
36	MOM.0037/BOD/X/2022	08 November 2022	<ol style="list-style-type: none"> 1. Financial Performance YTD October 2022 2. Governance Update 3. Updates from Finance <ol style="list-style-type: none"> a. SOX Update on CBS Assessment Timeline b. GL Governance and Control
37	MOM.0038/BOD/XI/2022	22 November 2022	<ol style="list-style-type: none"> 1. BOD Approval on Mid-Term Plan, Bank Business Plan and Update in Corporate Plan 2. Treasury Update 3. SOX FY2022 ITGC & IT GLC - Mid Year 4. Governance Update 5. Human Resource Update
38	MOM.0039/BOD/XII/2022	13 December 2022	<ol style="list-style-type: none"> 1. Financial Performance YTD November 2022 2. Governance Update 3. Internal Audit Update 4. Tax Update 5. Treasury Update 6. Updates on BTPN Wow! Closure Progress

Implementation of Coordination Meetings of the Board of Commissioners and the Board of Directors

Coordination Meetings of the Board of Commissioners and the Board of Directors are set regularly in conjunction with the schedule of the Board of Commissioners and the Board of Directors for the full year. Meeting materials and minutes of a meeting are distributed to the meeting participants and are to be appropriately documented.

The Board of Commissioners holds periodic meetings with the Board of Directors as part of an effective supervisory function on strategic, financial, operational, internal control systems, compliance, risk management, and governance aspects.

The meetings were attended, both physically as well as through teleconference technology, by members of the Board of Commissioners. During 2022, the Coordination Meetings of the Board of Commissioners and the Board of Directors were held 6 (six) times.

Decision-making in the meetings is based on deliberation and consensus. Throughout 2022, no dissenting opinion occurred on the meetings' decisions.

Meeting Agenda of Coordination Meeting of the Board of Commissioners and the Board of Directors

No	Minutes of Meeting No.	Date	Agenda
1	MOM.0001/BOC-BOD/I/2022	28 January 2022	<ol style="list-style-type: none"> 1. Report on GCG Self-Assessment as of December 2021 2. Financial Performance Report FY2021 (unaudited) 3. Report on Compliance and AML for position Q4 2021 4. Monitoring of BOC Committee Recommendation
2	MOM.0002/BOC-BOD/IV/2022	27 April 2022	<ol style="list-style-type: none"> 1. Report on Financial Performance for the position as of Q1 for year 2022 2. Report on Compliance and AML for position Q1 2022
3	MOM.0003/BOC-BOD/VI/2022	22 June 2022	<ol style="list-style-type: none"> 1. BOC Approval for Bank Business Plan Revision for year 2022-2024. 2. Line of Business Profitability 3. Jenius Deposit
4	MOM.0004/BOC-BOD/VII/2022	28 July 2022	<ol style="list-style-type: none"> 1. Report on Good Corporate Governance Self-Assessment as of June 2022 2. Report on Financial Performance For the Position as of Q2 2022 3. Report on Compliance and AML for position Q2 2022 4. Monitoring of BOC Recommendation for the Position as of June 2022
5	MOM.0005/BOC-BOD/X/2022	27 October 2022	<ol style="list-style-type: none"> 1. Report on Financial Performance for the Position as of Q3-2022 2. Report on Compliance and AML for position Q3 2022
6	MOM.0006/BOC-BOD/XI/2022	23 November 2022	BOC Approval on Bank's Business Plan (RBB 2023-2025) and Update in Corporate Plan for year 2022-2026



TRANSPARENCY OF INFORMATION ON THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

AFFILIATION OF THE BOARD OF COMMISSIONERS, THE BOARD OF DIRECTORS, CONTROLLING SHAREHOLDERS

The Board of Commissioners

Name	Financial Relations with						Family Relations with					
	The Board of Commissioners		The Board of Directors		Controlling Shareholders		The Board of Commissioners		The Board of Directors		Controlling Shareholders	
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
Chow Ying Hoong	-	√	-	√	√	-	-	√	-	√	-	√
Takeshi Kimoto	-	√	-	√	√	-	-	√	-	√	-	√
Ninik Herlani Masli Ridhwan	-	√	-	√	-	√	-	√	-	√	-	√
Irwan Mahjudin Habsjah	-	√	-	√	-	√	-	√	-	√	-	√
Edmund Tondobala	-	√	-	√	-	√	-	√	-	√	-	√
Ongki Wanadjati Dana	-	√	-	√	-	√	-	√	-	√	-	√

√ : Affiliated
- : Not Affiliated

The Board of Directors

Name	Financial Relations with						Family Relations with					
	The Board of Commissioners		The Board of Directors		Controlling Shareholders		The Board of Commissioners		The Board of Directors		Controlling Shareholders	
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
Henoch Munandar	-	√	-	√	-	√	-	√	-	√	-	√
Kaoru Furuya	-	√	-	√	-	√	-	√	-	√	-	√
Darmadi Sutanto	-	√	-	√	-	√	-	√	-	√	-	√
Dini Herdini	-	√	-	√	-	√	-	√	-	√	-	√
Hikomichi Kubo	-	√	-	√	-	√	-	√	-	√	-	√
Kan Funakoshi	-	√	-	√	-	√	-	√	-	√	-	√
Merisa Darwis	-	√	-	√	-	√	-	√	-	√	-	√
Hanna Tantani	-	√	-	√	-	√	-	√	-	√	-	√

√ : Affiliated
- : Not Affiliated

SHARE OWNERSHIP OF THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

Reference

The Bank has a policy that the obligation of the Board of Commissioners and the Board of Directors to disclose to the Bank regarding shares ownership and changes in the ownership of the shares must be disclosed within three working days following the transactions.

This procedure refers to OJK Regulation No.11/POJK.04/2017 on Report of Shares Ownership or Every Change of Shares Ownership of Public Companies.

Disclosure of Shares Ownership by the Board of Commissioners

Referring to the Financial Services Authority Regulations and the Corporate Governance Policy related to the reporting of Shares Ownership and Changes in the Shares Ownership during the year 2022, shares of BTPN owned by the Board of Commissioners were noted and disclosure report of these shares ownership was in accordance with prevailing regulations. Shares ownership of the Board of Commissioners as of December 2022 is listed in table below:

Name	Position	Total Shares	Percentage of Ownership
Chow Ying Hoong	President Commissioner	0	0.000%
Takeshi Kimoto	Commissioner	0	0.000%
Ninik Herlani Masli Ridhwan	Independent Commissioner	0	0.000%
Irwan Mahjudin Habsjah	Independent Commissioner	0	0.000%
Edmund Tondobala	Independent Commissioner	0	0.000%
Ongki Wanadjati Dana	Commissioner	860,804	0.011%

In order to maintain independence to provide objective considerations for the interests of the company and regardless of potential conflicts of interest, no Independent Commissioner owns shares of the Bank or its subsidiary companies, or receives incentives or bonuses in the form of shares from the Bank.

One non-independent Commissioner of the Bank owns BTPN shares originating from the MRT program which he obtained while serving as a member of the Board of Directors.

Disclosure of Shares Ownership by the Board of Directors

In accordance with the Financial Services Authority Regulations and the Corporate Governance Policy related to the reporting of Shares Ownership and Changes in the Shares Ownership during the year 2022, shares of BTPN owned by the Board of Directors were noted, and disclosure report of these shares ownership was in accordance with prevailing regulations. Shares ownership of the Board of Directors as of December 2022 is listed in the table below:

Name	Position	Total Shares	Percentage of Ownership
Henoch Munandar	President Director	172,256	0.002%
Kaoru Furuya	Deputy President Director	1,500	0.000%
Darmadi Sutanto	Deputy President Director	311,120	0.004%
Dini Herdini	Compliance Director	117,072	0.001%
Kan Funakoshi	Director	1,500	0.000%
Hiromichi Kubo	Director	64,164	0.001%
Merisa Darwis	Director	220,858	0.003%
Hanna Tantani	Director	146,654	0.002%



TRANSPARENCY OF INFORMATION ON THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

NOMINATION OF THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

The Board of Commissioners

Policies and Procedures

The nomination policy of members of the Board of Commissioners is implemented in the context of selecting and/or replacing members of the Board of Commissioners, which will be conveyed in the General Meeting of Shareholders. The process of selecting candidates is performed by the Remuneration and Nomination Committee. The committee considers competency and professional experience, as well as the diversity of the composition, disregarding race, ethnicity, gender, and religion.

The Remuneration and Nomination Committee recommends the selected candidates to the Board of Commissioners for approval and ratification in the General Meeting of Shareholders. However, before performing their duties, the Board of Commissioners must pass the fit and proper test. The Bank’s management must comply with the requirements on financial integrity, competency, and reputation. As of December 2022, all members of the Board of Commissioners have complied with the requirement of passing the fit and proper test.

The Board of Commissioners Nomination Process

Proposal	Selection & Recommendation	Decision
<ol style="list-style-type: none"> 1. Nomination proposal of member candidates for the Board of Commissioners by Shareholders/ the Board of Directors/ Commissioners. 2. Submission of proposed candidates for Commissioners to the Remuneration & Nomination Committee 	<ol style="list-style-type: none"> 3. Selection process by the Remuneration & Nomination Committee covering the following: <ol style="list-style-type: none"> a. Analysis of competency and background of candidates. b. Interview (if necessary) 4. Request submission to OJK for Fit & Proper Test process. 	<ol style="list-style-type: none"> 5. OJK approval on submission of proposed member candidates of the Board of Commissioners 6. Submission of recommendation of the Remuneration & Nomination Committee to the Board of Commissioners 7. The Board of Commissioners proposes the nomination of member candidates to the GMS by taking into account the recommendation from the Remuneration & Nomination Committee. 8. GMS resolution on the composition of members of the Board of Commissioners. 9. Announcement to OJK on the change in the composition of members of the Board of Commissioners.

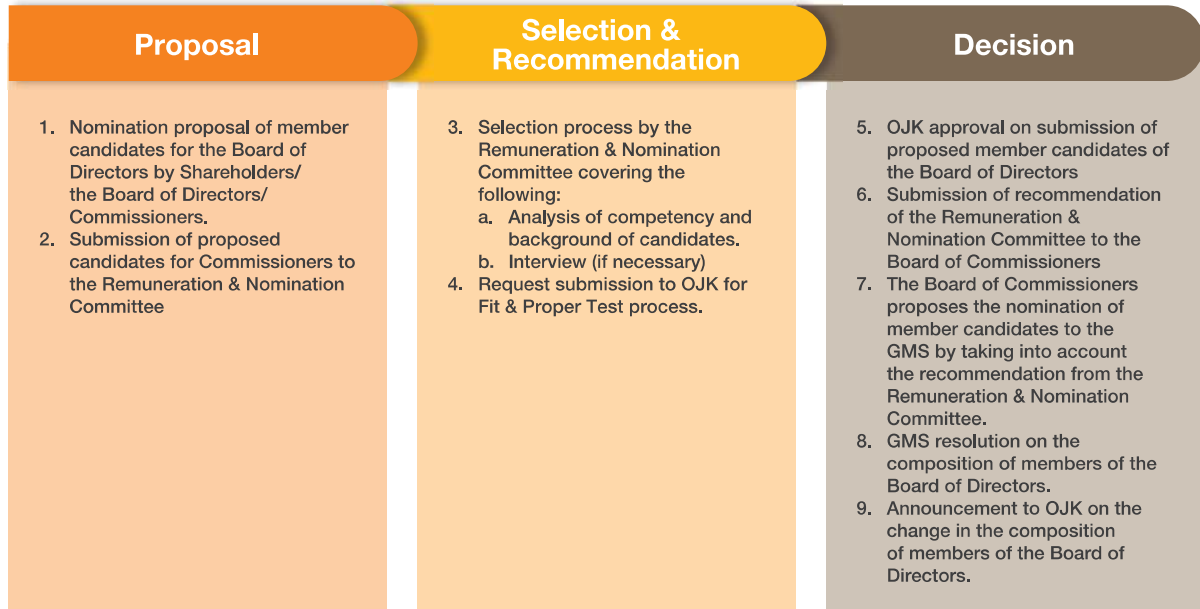
The Board of Directors

Policies and Procedures

The nomination policy of members of the Board of Directors is implemented in the context of selecting and/or replacing members of the Board of Directors, which will then be conveyed in the General Meeting of Shareholders. The process of selecting candidates is performed by the Remuneration and Nomination Committee. The committee takes considerations of competency and professional experience, as well as the diversity of the composition, disregarding race, ethnicity, gender, and religion.

The Remuneration and Nomination Committee recommends selected candidates to the Board of Commissioners for approval and ratification in the General Meeting of Shareholders. However, the Board of Directors must pass the fit and proper test before performing their duties. The Bank's management must comply with the requirements on financial integrity, competency, and reputation. As of December 2022, all members of the Board of Directors have complied with the requirement of passing the fit and proper test.

The Board of Directors Nomination Process



PERFORMANCE ASSESSMENT OF THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

Assessment Procedures

Performance assessment of the Board of Commissioners and the Board of Directors is carried out through the self-assessment method. The assessment is conducted collegially every year.

Assessment Criteria

The criteria used in the assessment on the Board of Commissioners cover the following:

1. Responsibility of the Board of Commissioners
2. Governance, risk management, compliance, and internal control
3. Structure, size and composition of the Board of Commissioners
4. Meetings of the Board of Commissioners
5. Committees under the Board of Commissioners

The criteria used in the assessment on the Board of Directors cover the following:

1. Duties and responsibilities of the Board of Directors
2. Corporate governance, risk management, and internal control

3. Structure, size, and the composition of the Board of Directors
4. Effectiveness of meetings of the Board of Directors
5. Work units and committees supporting the Board of Directors

Assessor

Performance assessment on the Board of Commissioners is carried out collegially. The Board of Commissioners simultaneously takes the self-assessment. The assessment results are then evaluated in the Meeting of the Board of Commissioners.

Performance assessment of the Board of Directors is also done collegially. The Board of Directors simultaneously takes the self-assessment, and the assessment results are then evaluated in the Meeting of the Board of Commissioners.

Assessment Results

In the year 2022, the average result of the collegial performance assessment of the Board of Commissioners is "Very Good." Meanwhile, the average result of the collegial performance assessment of the Board of Directors is "Good."



TRANSPARENCY OF INFORMATION ON THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

REMUNERATION OF THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

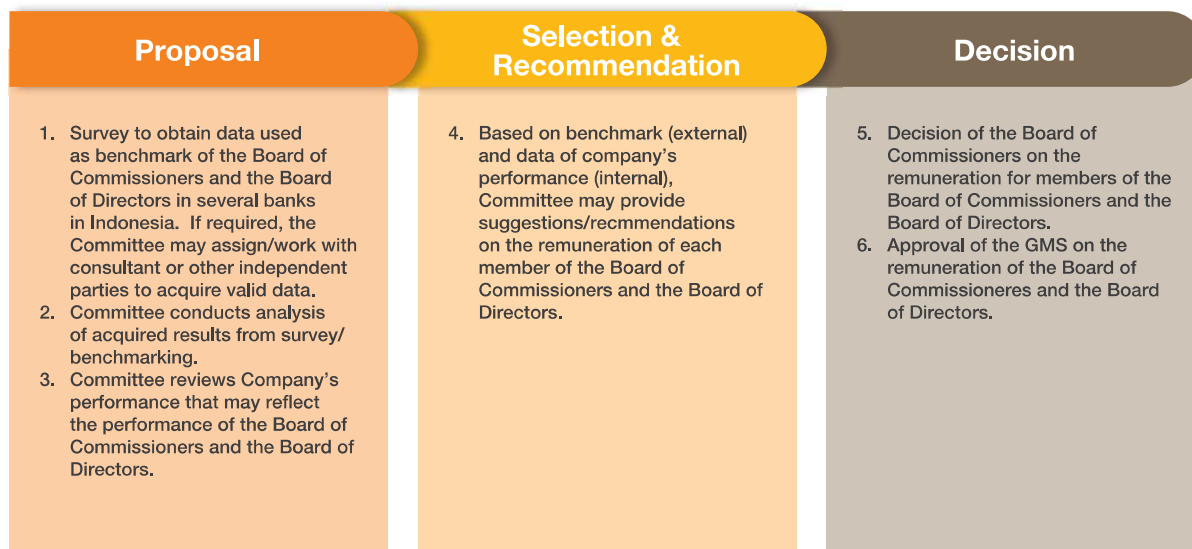
Policy

Determining the remuneration and other facilities for the Board of Commissioners and the Board of Directors refers to the decision of the Shareholders established through the GMS. Establishing the remuneration takes into account the recommendation from the Remuneration and Nomination Committee.

In determining the remuneration of each of the Board of Commissioners and the Board of Directors, the Bank considers the general performance, individual performance appraisal, fairness with the peer group in the Bank and in the banking industry, as well as on the capability of the Bank. The Bank's performance as one of the factors determining remuneration for members of the Board of Commissioners and the Board of Directors, among others, is illustrated by the Company's share price in the stock market.

Procedures of Determining Remuneration

The process of determining the remuneration of the Board of commissioners and the Board of Directors within the Bank, is explained in the flow chart below:



Remuneration Structure of the Board of Commissioners

Type of Remuneration and Other Facilities	Total Amount of Rupiah Received (Gross) in 1 (one) Year	
	The Board of Commissioners	
	Total Recipients as of 31 December 2022	Rp Million
Salary, bonus, routine allowance, tantiem and other facilities in the form of cash	6	11,263
Other facilities in the form of non-cash: housing, insurance, health, and others that:		
• Can be owned	6	242
• Cannot be owned	6	17
Total	6	11,522

Total Remuneration and Benefits in 1 Year	Number of Commissioners
Above Rp2 Billion	3
Above Rp1 Billion – Rp2 Billion	1
Above Rp500 Million – Rp1 Billion	0
Below Rp500 Million	0

The number of members of the Board of Directors, the Board of Commissioners, and Employees as Recipients of Fixed and Variable Remuneration in 1 year and the Total Nominal amount.

Fixed Category

Detail	(Rp Million)	
	2022	2021
The Board of Directors	67,139	54,644
The Board of Commissioners	11,283	7,496
Employees	1,355,027	1,342,781

Variable Category

Detail	(Rp Million)			
	2022		2021	
	Headcount	Total Amount	Headcount	Total Amount
The Board of Directors	18	41,504	16	47,115
The Board of Commissioners	-	-	-	-
Employee Bonus	-	207,383	-	162,069
Employee Incentive	-	17,968	-	17,372



TRANSPARENCY OF INFORMATION ON THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

Shares Option of the Board of Directors, the Board of Commissioners, and Executive Officers

BTPN has no shares option program.

Ratio of Highest and Lowest Salary

Detail	2022
Highest of Employee – Lowest of Employee	120,42
Highest of Director – Lowest of Director	4,09
Highest of Commissioner – Lowest of Commissioner	2,78
Highest of Director – Highest of Employee	1,90

Total Variable Remuneration Deferred (Rp)

Detail	(Rp Million)			
	2022		2021	
	Headcount	Total Amount	Headcount	Total Amount
Bonus Deferred (Gross)	9	7,334	10	6,782

Performance Review Related to Remuneration

The link between performance and remuneration is explained as follows:

1. The Bank refers to the principle of meritocracy in providing remuneration to the Board of Directors and employees, both for fixed and variable remuneration. Review of individual remuneration is conducted every year and remuneration adjustment is based on individual performance.
2. In respect to the Bank's Performance Management, each member of the Board of Directors and employees have individual targets as the basis for individual performance appraisal. Individual targets of the Board of Directors are also the targets of the work unit/directorate the individual is in, derived from the bank's targets, and then the targets gradually become the targets of the smallest work unit and the targets of individual employee at the lowest level.
3. Performance assessment of the unit as well as the individuals is based on the realization of the targets of the work unit and the individuals. The performance of the unit is set with the category – Exceeding Target, Achieving Target or Not Achieving Target. The unit's performance also effects the performance of the head of the concerned unit.

Individual performance is assessed based on the realization of individual targets and evaluated with categories: Outstanding; Very Good; Good; Need Improvement; Poor.

The amount of remuneration adjustments are based on the individual performance assessment. The management provides guidelines on the amount of remuneration adjustment in line with individual performance.

The Bank also regulates the guidelines on providing variable remuneration, which is associated with performance and risk (Material Risk Taker) with the conditions as follows:

1. 80% of Variable Income is provided in the form of cash.
2. 20% of Variable Income is Deferred Variable Income with distribution as follows:
 - 1/3 provided in the form of cash and 500 units of shares
 - 1/3 provided in the form of cash and 500 units of shares
 - 1/3 provided in the form of cash and 500 units of shares

Positions and Number of Parties that Become Material Risk Takers

Position included in the category of material risk takers are of the Board of Directors consisting of 8 (eight) persons. They are the ones regarded as Material Risk Takers (MRT) during the year 2022.

Type of Remuneration and Other Facilities	Total Amount of Rupiah Received (Gross) in 1 Year	
	The Board of Directors	
	Total Recipients? as of 31 December 2022	Rp Million
Salary, bonus, routine allowance, tantiem and other facilities in the form of cash. ¹⁾	8	106,556
Other facilities in the form of non-cash: housing, insurance, health, and others that:		
• Can be owned	8	3,344
• Cannot be owned	8	44
Total	8	109,944

1) Including remuneration of members of the Board of Directors working until 28 March 2018, 5 October 2018, 31 January 2019, 25 March 2022 and 20 April 2022

Total Amount of Remuneration and Benefits in 1 Year

Total Amount of Remuneration and Benefits in 1 Year	Number of Members of the Board of Directors
Above Rp2 Billion	9
Above Rp1 Billion – Rp2 Billion	1
Above Rp500 Million – Rp1 Billion	1
Below Rp500 Million	7

Variable Remuneration

Variable remuneration within the Bank consists of Performance incentives and bonuses. The incentive is based on the employee's performance in sales, service, and collection. The incentive is provided monthly, quarterly, and yearly.

Performance bonus is provided based on the Company's performance, the performance of the related work unit, and individual performance.

Disbursement is realized in the following year. Performance bonus is extended in line with the performance and financial condition of the Bank. It is provided yearly to employees who do not receive an incentive and to the Board of Directors.

Loan Program

The Bank does not have a special lending program for members of the Board of Directors or members of the Board of Commissioners.

Members of the Board of Directors and/or members of the Board of Commissioners may apply for loans from existing commercial bank products with the fair interest rate as well as generally accepted terms and conditions.

Furthermore, this transaction will be reported by the Bank as part of Related Party Transactions.



COMMITTEES UNDER THE BOARD OF COMMISSIONERS

Until the end of fiscal year 2022, the Board of Commissioners has had 4 (four) committees, namely the Audit Committee, Remuneration & Nomination Committee, Risk Monitoring Committee and Good Corporate Governance Committee. Each committee is responsible for reviewing and supervising based on the duties and responsibilities set forth in the Charter of each respective committee.

AUDIT COMMITTEE

The Audit Committee reports to the Board of Commissioners and established to support the implementation of duties of the Board of Commissioners related to financial information, internal control system, effectiveness of internal and external audits as well as the Bank's compliance implementation to prevailing laws and regulations.

Legal Basis

The establishment of the Bank's Audit Committee is based on a number of laws and regulations, namely as follows:

1. Regulation of the Financial Services Authority No.55/ POJK.03/2016 dated 7 December 2016 on Governance Implementation for Commercial Banks and OJK Circular Letter No.13/SEOJK.03/2017 dated 7 March 2017 on Governance Implementation for Commercial Banks.
2. Financial Services Authority Regulation No.55/ POJK.04/2015 dated 23 December 2015 on the Establishment and Work Guidelines and Procedures of the Audit Committee.
3. Financial Services Authority Regulation No.13/ POJK.03/2017 dated 27 March 2017 on the Use of Public Accounting Firm in Financial Services Activity.
4. Financial Services Authority Regulation No.1/ POJK.03/2019 dated 28 January 2019 on the Implementation of Internal Audit Function in Commercial Banks.
5. The legal basis used related to the formation of the Audit Committee is the Good Corporate Governance Manual No.K.008/DIR/CCS/07/2022 dated 27 September 2022.

Work Guidelines and Procedures (Charter)

In carrying out its duties and responsibilities, the Audit Committee has the Charter that regulate, among others: organization, membership, independency, duties and responsibilities, work ethics authority, reporting responsibility and term of duty.

This Charter are reviewed periodically to ensure the coverage is in accordance with applicable provision and business development of the Bank. The last review was approved by members of the Audit Committee on 30 November 2022.

Independency

With reference to the Audit Committee's Work Guidelines and Procedures, members of the Committee consist of at least 3 (three) independent members made up of Independent Commissioner and independent parties.

1. Independent Commissioner is a member of the Board of Commissioners:
 - a. Who is not working or has authority and responsibility to plan, lead, control, or supervise the Bank's activities within the last 6 (six) months, except to be reappointed as Independent Commissioner of the Bank for the following period;
 - b. Who has no shares, directly or indirectly, in the Bank;
 - c. Who has as no affiliation with the Bank, members of the Board of Commissioners, members of the Board of Directors, or the Bank's main shareholders; and
 - d. Who has no business relations, directly or indirectly, related to the business activities of the Bank.
2. Independent Party is a party from outside of the Bank with no relations in finance, management, shares ownership and/or family relations with the Board of Commissioners, the Board of Directors and/or controlling shareholders or other relations that may influence their capability to act independently.

Composition and Term of Office

No	Name	Position	Basis of Appointment	Term of Office
1	Ninik Herlani Masli Ridhwan	Chairman (Independent Commissioner)	Circular Resolution of the Board of Commissioners No. PS/BOC/021/III/2022 and Decision Letter of the Board of Directors No. SK.003/DIR/CCS/ IV/2022	<ul style="list-style-type: none"> 1 February 2019- 21 April 2022 21 April 2022- Annual GMS 2025
2	Edmund Tondobala	Member (Independent Commissioner)	Circular Resolution of the Board of Commissioners No. PS/BOC/021/III/2022 and Decision Letter of the Board of Directors No. SK.003/DIR/CCS/ IV/2022	<ul style="list-style-type: none"> 18 November 2020- 21 April 2022 21 April 2022-Annual GMS 2025
3	Aria Kanaka	Member (Independent Party)	Circular Resolution of the Board of Commissioners No. PS/BOC/021/III/2022 and Decision Letter of the Board of Directors No. SK.003/DIR/CCS/ IV/2022	21 April 2022 -Annual GMS 2025
4	Ivan Purnama Sanoesi	Member (Independent Party)	Circular Resolution of the Board of Commissioners No. PS/BOC/021/III/2022 and Decision Letter of the Board of Directors No. SK.003/DIR/CCS/ IV/2022	<ul style="list-style-type: none"> 1 February 2019- 21 April 2022 21 April 2022 – Annual GMS 2025

Profile of Members of the Audit Committee

All profiles of members of the Audit Committee are presented in the section on the “Company Profile” contained in this Annual Report.

Meetings of the Audit Committee

Terms and Reference

The provisions that regulate meetings as stipulated in the Audit Committee’s guidelines and procedures are as follows:

- The Committee hold periodic meetings at least 1 (one) time every 3 (three) months.
- Committee meetings may be attended in person or through the video conference facility. These meetings may only be held if attendants are present in person or virtually by at least 51% (fifty-one percent) of the total members of the Committee.
- Meeting decisions are taken based on deliberation and consensus, decision-making is conducted based on unanimous votes.
- Committee meetings are led by the Chairman of the Committee.
- In the event the Committee Chairman is unable to attend, then one of the Committee members present in the meeting is appointed to lead the meeting.
- Dissenting opinions that occur in the Committee meetings, is required to be clearly recorded in the

minutes of meeting with the reasons behind the dissenting opinions.

- The Committee may also make valid decisions without holding the committee Meeting, providing that all members of the committee are informed in writing and all members of the Committee extend their written approval on the recommendation being proposed by signing the circular approval sheet. Decisions taken in this manner have the same power as those taken legally at a Committee Meeting.
- The meeting between the Committee and Internal Audit without the attendance of members of the Board of Directors is held at least 1 (one) time in a year.
- The meeting between the Committee and the External Auditor without the attendance of members of the Board of Directors is held at least 1 (one) time in a year upon completion of the financial statements.
- The meeting between the Committee and Compliance work unit without the attendance of member of the Board of Directors is held at least 1 (one) time in a year.

Meeting Frequency and Attendance of the Audit Committee

During the year 2022, the Audit Committee held 20 (twenty) meetings and details of the attendance are provided in the table below:

Name	Number of Meeting	Attendance	Percentage
Ninik Herlani Masli Ridhwan	20	20	100%
Edmund Tondobala	20	19	95%
Ivan Purnama Sanoesi	20	20	100%
Aria Kanaka	13	13	100%



COMMITTEES UNDER THE BOARD OF COMMISSIONERS

Implementation of Activities in 2022

Throughout the year 2022, activities actualized by the Audit Committee are as follows:

a. Financial Statements

1. Reviewed the Bank's 2022 financial statements
2. Periodic review of the financial performance and other financial information

b. External Audit

1. Provided recommendations for the appointment of external auditor
2. Discussed external audit plans, audit results of the External Auditor and the Management's follow-up on the external auditor's findings
3. Assessed the audit's coverage conducted by the External Auditor

c. Internal Audit

1. Monitored and assessed audit implementation by the Internal Audit during the years 2021 and 2022
2. Reviewed the audit report and followed-up on the Internal Audit findings
3. Monitored and assessed the performance of the Internal Audit Work Unit (SKAI)
4. Reviewed and provided approval of the Audit Plans
5. Ensured that review implementation on the internal audit's function included the audit on the implementation of Information Technology by an independent external party

d. Compliance, Legal & Litigation

1. Monitored the implementation of the Bank's Compliance with the laws and regulations and Anti-Money Laundering and Combating Financing Terrorism AML & CFT
2. Monitored the follow-up of monitoring results of the Financial Services Authority
3. Monitored claims related to the Company

e. Anti-Fraud Management & Whistleblowing

1. Monitored fraud cases and assessed the effectiveness of the Anti-Fraud Management Strategy, fraud prevention, and detection
2. Examined complaints received through the Whistleblowing channel

f. Prepared the Audit Committee's work plan and activities for the year 2023 as well as conducted a review on the Work Guidelines and Procedures of the Audit Committee.

Statement of the Audit Committee on the Effectiveness of the Internal Control System

The Audit Committee has conducted an evaluation and ensured that the implementation of the internal control system carried out by the Bank was regarded as effective and has adequately covered financial control, operation, and complied with the laws and regulations.

Competency Development of the Audit Committee

Competency development presented here is only for the independent members, as competency development for members of the Audit Committee from the Board of Commissioners is already presented in the section on the "Company Profile" contained in this Annual Report.

Participant Name	Type of Training	Time and Venue	Organizer
Ivan Purnama Sanoesi	<ul style="list-style-type: none"> • Assuring Digital Transformation Journey • Auditing Identity and Access Management • Internal Audit and Digital Transformation • Memperkuat Transformasi untuk Pertumbuhan Berkelanjutan • Penanganan Insiden Keamanan Siber di Sektor Jasa Keuangan • 'Code of Ethics' oleh IIA Indonesia Desember 2022 	February 2022 - Online/Virtual March 2022 - Online/Virtual April 2022 - Online/Virtual June 2022 - Online/Virtual August 2022 - Online/Virtual December 2022 - Online/Virtual	Institute of Internal Auditors (IIA) Indonesia IIA Indonesia IIA Indonesia IIA Indonesia Otoritas Jasa Keuangan (OJK) IIA Indonesia

Participant Name	Type of Training	Time and Venue	Organizer
Aria Kanaka	<ul style="list-style-type: none"> Penerapan Penggunaan Kode QR pada laporan Auditor Independen Sosialisasi Asean CPA "Upgrade your professional career through Asean CPA PPL OJK Sektor Pasar Modal Akuntansi dan Pelaporan Keuangan Perusahaan Efek, Manajemen Risiko, dan auditnya PPL Khusus IAPI – OJK Bank ISAK 35: Penyajian Laporan Keuangan Entitas Berorientasi Non Laba Batch 5 Sharing Temuan Hasil Pemeriksaan KAP oleh PPPK dan Mitigasi Risiko guna Peningkatan Kualitas Audit Key Audt Matters (KAM) PPL Wajib Akuntan Publik di bidang pembinaan dan pengawasan tahun 2022 – Batch 5 PPL OJK Sektor IKNB Manajemen Risiko dan Risk Response atas Audit Laporan Keuangan Perusahaan Pembiayaan Sharing Session Bulanan IKPI Cab. Jakarta Selatan "Tata Cara Mengikuti Program Pengungkapan Sukarela - Sesi 1" Sosialisasi: Sosialisasi Program Pengungkapan Sukarela (PPS) Sharing Session Bulanan IKPI Cab. Jakarta Selatan "Kuasa Khusus Wajib Pajak Praktik dalam Menghadapi Pemeriksaan, Keberatan, Banding dan Gugatan Review atas Kewajiban Perpajakan Bisnis Industri Perhotelan dalam Rangka Menghadapi SP2DK; SP2 dari Otoritas Pajak dan Pemeriksaan dari Otoritas Badan Pendapatan Daerah Aspek Perpajakan dan Akuntansi Entitas Nirlaba Ventura Bersama (Joint Operation - JO): Aspek Akuntansi dan Perpajakannya PPH Pasal 21, Natura-Kenikmatan Taxable-Deductible, Nomor 167/PMK.03/2018, dan UpDate Pengawasan Pajak Sesuai SE-05/PJ/2022 	<p>Mei 2022 – Online/Virtual</p> <p>Juni 2022 - Online/Virtual</p> <p>Juni 2022 - Online/Virtual</p> <p>Juni 2022 - Online/Virtual</p> <p>Agustus 2022 - Online/Virtual</p> <p>Agustus 2022 - Online/Virtual</p> <p>Agustus 2022 - Online/Virtual</p> <p>Oktober 2022 - Online/Virtual</p> <p>Oktober 2022 - Online/Virtual</p> <p>Januari 2022 – Online/Virtual</p> <p>Januari 2022 – Online/Virtual</p> <p>Januari 2022 – Online/Virtual</p> <p>November 2022 – Online/Virtual</p> <p>Desember 2022 – Online/Virtual</p> <p>Desember 2022 – Online/Virtual</p> <p>Desember 2022 - Online/Virtual</p>	<p>IAPI (Institut Akuntan Publik Indonesia) IAPI</p> <p>IAPI</p> <p>IAPI</p> <p>IAPI</p> <p>IAPI</p> <p>IAPI</p> <p>IAPI</p> <p>IAPI</p> <p>IKPI (Ikatan Konsultan Pajak Indonesia)</p> <p>IKPI</p> <p>IKPI</p> <p>IKPI</p> <p>IKPI</p> <p>IKPI</p> <p>IKPI</p> <p>IKPI</p>

REMUNERATION AND NOMINATION COMMITTEE

Legal Basis

The legal basis used in the establishment of the Remuneration and Nomination Committee, namely:

- Financial Services Authority Regulation No. 55/POJK.03/2016 dated December 7, 2016 and OJK Circular Letter No. 13/SEOJK.03/2017 dated March 7, 2017 regarding the Implementation of Governance for Commercial Banks; and
- Corporate Governance Manual No. K.008/DIR/CCS/07/2022 dated September 27, 2022.

Work Guidelines and Procedures (Charter)

BTPN has issued the Charter of the Remuneration and Nomination Committee on 1 February 2019 and the last reviewed was on 8 November 2022. This document stipulates on: Organizatin, Membership Requirements, Independency, Duties and Responsibilities, Policies on Remuneration of the Bord of Directors and the Bord of

Commissioners, Policies on Self-Assessment for the Board of Directors and the Board of Commissioners, authorities of the Remuneration and Nomination Committee, Work Ethics, Meeting, Minutes of Meeting, Reporting Responsibility, and Term of Duty.

Duties and Responsibilities

Details of duties and responsibilities of the Committee are as follows:

Related to remuneration policy:

- Conduct evaluation on remuneration policies; and
- Provide rcommendations to the Board of Commissioners on the following:
 - Policies on remuneration, remuneration structure and the amount of remuneration for the Board of Commissioners and the Board of Directors for presentation at the General Meeting of Shareholders.
 - Remuneration policy for Executive Officers and employees in general to be presented to the Board of Directors.



COMMITTEES UNDER THE BOARD OF COMMISSIONERS

3. The Committee is obligated to ensure that remuneration policies at minimum are in line with:
 - Financial performance and conforms with reserves as stipulated in prevailing regulations
 - Individual work performance
 - Equality with the peer groups inside and outside of the Bank
 - Considerations of long-term goals and strategies of the Bank.
4. Assist the Board of Commissioners in performance assessment of members of the Board of Directors and/or the Board of Commissioners.
5. Prepare the competency development program for members of the Board of Directors and/or the Board of Commissioners.
6. Provide recommendations to the Board of Commissioners on Independent Parties as prospective members of the Audit Committee, Risk Monitoring Committee and Integrated Governance Committee.

Related to nomination policies:

1. Provide recommendations to the Board of Commissioners on the composition of members of the Board of Directors and/or the Board of Commissioners;
2. Prepare and provide recommendations to the Board of Commissioners on the criteria as well as procedures on the selection and/or replacement of members of the Board of Commissioners and the Board of Directors to be presented at the General Meeting of Shareholders;
3. Provide recommendations to the Board of Commissioners on prospective members of the Board of Commissioners and/or the Board of Directors to be presented at the General Meeting of Shareholders. Specifically, on prospective members of the Board of Directors, the Human Resources department assists in facilitating through the talent management & succession planning process where assessment is administered on the availability of candidate members, and on future development potentials. Succession is carried out through the identification of executive officers with such potentials. Each member of the Board of Directors presents his/her replacement candidate for evaluation by the Committee.
7. Assist the Board of Commissioners on performance assessment of the independent parties through the following means:
 - Committee determines individual performance appraisal factors;
 - Committee receives assessment results on committee members under the Board of Commissioners from the Committee Chairman;
 - Committee prepares recommendations on the basis of the assessment, to be provided to the Board of Commissioners, as basis of reappointment or dismissal purposes of Committee members.

Independency

Composition, qualification and independency of members of the Remuneration and Nomination Committee are in compliance with OJK regulations. The Remuneration and Nomination Committee is chaired by an Independent Commissioner with the additional of one Independent Commissioner, two Commissioners and one Executive Officer who possess the knowledge on remuneration and nomination as well as on succession plan. The composition of members of the committee to date has supported the principle of independency in the committee's function.

Composition and Term of Office

No	Name	Position	Basis of Appointment	Term of Office
1	Ninik Herlani Masli Ridhwan	Chairman (Independent Commissioner)	Circular Resolution of the Board of Commissioners No. PS/BOC/021/III/2022 and Decision Letter of the Board of Directors No. SK.006/DIR/CCS/ IV/2022	<ul style="list-style-type: none"> • 1 March 2020 - 21 April 2022 • 21 April 2022 Annual GMS 2025
2	Chow Ying Hoong	Member (President Commissioner)	Circular Resolution of the Board of Commissioners No. PS/BOC/021/III/2022 and Decision Letter of the Board of Directors No. SK.006/DIR/CCS/ IV/2022	<ul style="list-style-type: none"> • 1 February 2019- 21 April 2022 • 21 April 2022 - Annual GMS 2025
3	Mira Fitria	Member (HR Executive Officer)	Circular Resolution of the Board of Commissioners No. PS/BOC/021/III/2022 and Decision Letter of the Board of Directors No. SK.006/DIR/CCS/ IV/2022	<ul style="list-style-type: none"> • 1 July 2020- 21 April 2022 • 21 April 2022 - Annual GMS 2025

Profile of Members of the Remuneration and Nomination Committee

All profiles of members of the Remuneration and Nomination Committee are presented in the section on the “Company Profile” contained in this Annual Report.

Meetings of the Remuneration and Nomination Committee

Terms and Reference

The provisions related to the meetings of the Remuneration and Nomination Committee established within the Bank are as follows:

1. The Remuneration and Nomination Committee holds periodic meetings at least 1 (one) time in 4 (four) months.
2. Decisions taken in the Committee meetings are

based on deliberation and consensus. In the event such deliberation and consensus is not reached, decision-making shall be conducted based on unanimous votes.

3. Dissenting opinions that occur in the Committee meetings must be clearly recorded in the minutes of meeting with the reasons behind the dissenting opinions.

Meeting Frequency and Attendance of the Remuneration and Nomination Committee

During the year 2022, the Remuneration and Nomination Committee held 5 meetings and details of the members' attendance are provided in the table below:

Name of Member	Number of Meeting	Attendance	Percentage
Ninik Herlani Masli Ridhwan	5	5	100%
Chow Ying Hoong	5	5	100%
Mira Fitria	5	5	100%

Implementation of Activities in 2022

Date	Agenda
25 February 2022	<ol style="list-style-type: none"> 1. Performance Assessment of the Board of Directors and Collegial Assessment of the Board of Commissioners, the Board of Directors & Committees 2. MRT Remuneration Framework 3. Nomination of Committee Members for 2022-2025
8 March 2022	<ol style="list-style-type: none"> 1. Recommendations on Nomination of the Board of Commissioners, the Board of Directors & Members of Committees 2. Remuneration of the Board of Commissioners, the Board of Directors, & Members of Committees 3. Suggestions on Facilitates for the Board of Commissioners & the Board of Directors
17 June 2022	<ol style="list-style-type: none"> 1. Interview Candidate for the position of President Director of PT Bank BTPN Tbk 2. Establish the Recommendation for the Appointment of President Director
11 November 2022	<ol style="list-style-type: none"> 1. Interview Candidates for PT Bank BTPN Tbk. 2. Establish the Recommendation for the Appointment of Directors
21 November 2022	<ol style="list-style-type: none"> 1. Interview Candidates for Directors of PT Bank BTPN Tbk. 2. Establish the Recommendation for the Appointment of Directors

Competency Development of the Remuneration and Nomination Committee

Name of Participant	Type of Training	Time and Venue	Organizer
Mira Fitria	Hackathon 2022	10 October 2022 - Virtual	BTPN
Mira Fitria	Refresher SMR Level 1	7 May 2022 - Virtual	BTPN
Mira Fitria	Hackathon MVP Engagement	19 December 2022 - Menara BTPN	BTPN
Mira Fitria	D&I Workshop	23 September 2022 - Menara BTPN	BTPN
Mira Fitria	Manajemen Risiko Operasional 2022	24 November 2022 - E Learning	BTPN
Mira Fitria	Information Security Awareness 2022	11 October 2022 - E Learning	BTPN
Mira Fitria	Penanganan Pengaduan (Complaint Handling)	30 May 2022 - E Learning	BTPN



COMMITTEES UNDER THE BOARD OF COMMISSIONERS

Name of Participant	Type of Training	Time and Venue	Organizer
Mira Fitria	Refreshment APU PPT 2022	30 May 2022 - E Learning	BTPN
Mira Fitria	Entertainment & Gift 2022	30 May 2022 - E Learning	BTPN
Mira Fitria	Compliance 2022	31 October 2022 - E Learning	BTPN
Mira Fitria	Mandatory E-Statement Sosialisasi PKB 2022	27 July 2022 - E Learning	BTPN
Mira Fitria	Anti Fraud Awareness 2022	23 November 2022 - E Learning	BTPN
Mira Fitria	Mandatory 2022 : Ethics Code 2021	18 March 2022 - E Learning	BTPN
Mira Fitria	Pernyataan Mengenai Anti-Fraud & Pakta Integritas dan Kode Etik PT BANK BTPN Tahun 2022	31 October 2022 - E Learning	BTPN
Mira Fitria	Mandatory Smbc Group 2022 : Ethics, Integrity and Conduct Risk	18 March 2022 - E Learning	BTPN
Mira Fitria	Mandatory SMBC Group 2022 : Anti-Trust and Fair Competition & Firewall and Nikko Collaboration	18 March 2022 - E Learning	BTPN
Mira Fitria	HR Brownbag Session	28 October 2022 - Virtual	BTPN

RISK MONITORING COMMITTEE

The Risk Monitoring Committee assists the Board of Commissioners in carrying out the duties and responsibilities to actively supervise the risk management of the Bank.

Legal Basis

The legal basis used in establishing the Risk Monitoring Committee consists of the following:

1. Financial Authority Regulation No.55/POJK.03/2016 dated 7 December 2016 and Circular Letter of the Financial Services Authority No.13/ SEOJK.03/2017 on Governance Implementation in Commercial Banks
2. Financial Services Authority Regulation No.18/ POJK.03/2016 on Risk Management Implementation in Commercial Banks
3. Legal basis used in relation to the formation of the Risk Monitoring Committee is the Corporate Governance Manual No. K.008/DIR/ CCS/07/2022 dated 27 September 2022.

Work Guidelines and Procedures (Charter)

In implementing its duties and responsibilities, the Risk Monitoring Committee issued the Charter that regulate among others: the organization, membership, independency, duties and responsibilities, authorities, work ethics, meetings, reporting responsibility and duty term.

The Charter is reviewed periodically to ensure the coverage of the Committee's work are in accordance with applicable provisions and the Bank's business development. The last review was approved by the Risk Monitoring Committee on 2 November 2022.

Duties and Responsibilities

In support of the effectiveness of the implementation of duties and responsibilities of the Board of Commissioners, the Committee was assigned to provide independent recommendations or professional advice to the Board of Commissioners on reports or matters submitted by the Board of Directors to the Board of Commissioners and to identify matters that require the attention of the Board of Commissioners, among others including the following:

1. Prepare the annual work plan of the Committee and propose to the Board of Commissioners for approval.
2. Provide independent professional opinion to the Board of Commissioners on reports or matters related to reports or matters related to risk management submitted by the Board of Directors to the the Board of Commissioners and identify matters that require the attention of the Board of Commissioners.

3. Evaluate the conformity between the Company's risk management policies and their implementation in order to provide recommendations to the Board of Commissioners.
4. Monitor and evaluate the implementation of duties of the Risk Management Committee and Risk Management work unit in order to provide recommendations to the Board of Commissioners.
5. In carrying out its duties and function, the Committee may conduct investigation on matters related to the duties and responsibilities of the Committee, as well as with consultant, public accountant or other external parties appointed by the Company in context of obtaining information as the basis of the recommendations for the Board of Commissioners.
6. If requested by the Board of Commissioners, the Committee may carry out other duties not mentioned in the Committee's Charter, in line with the function and role as well as duties of the Committee in accordance with the needs of the Board of Commissioners from time to time.
7. Maintain confidentiality of all Company's data and information documents.

Independency

Composition, qualification and independency of members of the Risk Monitoring Committee are in compliance with applicable provisions. The Risk Monitoring Committee is chaired by an Independent Commissioner with members consisting of 1 Commissioner, and 2 (two) Independent Parties with the expertise on risk and financial management.

Explanation on the abovementioned Independent Commissioners and Independent Parties is as follows:

- a. Independent Commissioner is a member of the Board of Commissioners having no financial, management, shares ownership and/or family relations with other members of the Board of Commissioners, the Board of Directors and/or controlling shareholders or other relations that may influence his/her capacity to act independently.
- b. Independent Party is a party outside of the Company with no financial, management, share ownership and/or family relations with the Board of Commissioners, the Board of Directors and/or controlling shareholders or other relations that may influence its capacity to act independently.

Composition and Term of Office

No	Name	Position	Basis of Appointment	Term of Office
1	Irwan Mahjudin Habsjah	Chairman (Independent Commissioner)	Circular Resolution of the Board of Commissioners No. PS/BOC/021/III/2022 and Decision Letter of the Board of Directors No. SK.004/DIR/CCS/ IV/2022	<ul style="list-style-type: none"> • 11 September 2019 - 21 April 2022 • 21 April 2022 - Annual GMS 2025
2	Takeshi Kimoto	Member (Commissioner)	Circular Resolution of the Board of Commissioners No. PS/BOC/021/III/2022 and Decision Letter of the Board of Directors No. SK.004/DIR/CCS/ IV/2022	<ul style="list-style-type: none"> • 1 February 2019- 21 April 2022 • 21 April 2022 - Annual GMS 2025
3	Edmund Tondobala	Member (Independent Commissioner)	Circular Resolution of the Board of Commissioners No. PS/BOC/021/III/2022 and Decision Letter of the Board of Directors No. SK.004/DIR/CCS/ IV/2022	21 April 2022 - Annual GMS 2025
4	Ongki Wanadjati Dana	Member (Commissioner)	Circular Resolution of the Board of Commissioners No. PS/BOC/021/III/2022 and Decision Letter of the Board of Directors No. SK.004/DIR/CCS/ IV/2022	21 April 2022 - Annual GMS 2025
5	Sofyan Rambey	Member (Independent Party)	Circular Resolution of the Board of Commissioners No. PS/BOC/021/III/2022 and Decision Letter of the Board of Directors No. SK.004/DIR/CCS/ IV/2022	<ul style="list-style-type: none"> • 1 February 2019 - 21 April 2022 • 21 April 2022 - Annual GMS 2025
6	Yosef Antonius Boliona Badilangoe	Member (Independent Party)	Circular Resolution of the Board of Commissioners No. PS/BOC/021/III/2022 and Decision Letter of the Board of Directors No. SK.004/DIR/CCS/ IV/2022	<ul style="list-style-type: none"> • 18 November 2020 - 21 April 2022 • 21 April 2022 - Annual GMS 2025



COMMITTEES UNDER THE BOARD OF COMMISSIONERS

Profile of Members of the Risk Monitoring Committee

The complete profiles are presented in the section on the “Profile of the Board of Commissioners” contained in this Annual Report.

Meetings of the Risk Monitoring Committee

Terms and Reference

The provisions related to the meetings of the Risk Monitoring Committee established within the Bank are as follows:

1. The Committee holds periodic meetings at least 1 (one) time in 3 (three) months.
2. Committee meetings may be attended in person or through the video conference facility. Such meetings may be held if attended by at least 51% (fifty-one percent) of the total members including 1 Independent Commissioner-member and one Independent Party-member.
3. Decisions taken in the Committee Meetings are based on deliberation and consensus. In the event deliberation and consensus is not reached, decision-making is conducted based on unanimous votes.

4. Committee Meetings are chaired by the Chairman of the Committee.
5. In the event the Committee Chairman is not able to attend, then one of the Committee members attending the meeting is appointed to chair the meeting.
6. Dissenting opinions that occur in Committee meetings must be clearly recorded in the minutes of meeting and together with the reasons behind the dissenting opinions.
7. The Risk Monitoring Committee may make valid decisions without having to hold Committee Meeting, with the condition that all members of the committee are informed in writing and all committee members approve in writing of the proposed recommendation by signing the circular approval sheet. Decisions are taken by such means have the same power as those legally made in Committee Meetings.

Meeting Frequency and Attendance of the Risk Monitoring Committee

During the year 2022, the Risk Monitoring Committee held 14 (fourteen) meetings and details of the attendance are provided in the table below:

Name of Member	Number of Meeting	Attendance	Percentage
Irwan Mahjudin Habsjah	14	14	100%
Takeshi Kimoto	14	13	92%
Edmund Tondobala	14	13	92%
Sofyan Rambey	14	14	100%
Yosef Antonius Boliona Badilangoe	14	13	92%

Implementation of Activities in 2022

Implementation of the Committee’s activities throughout the year 2022 is as follows:

- Periodically evaluated and monitored the Bank’s risk profile (individual and consolidated), the Bank’s ICAAP soundness level, Risk-Based Bank Rating (RBBR) and the Bank’s compliance
- Evaluated the conformity between the Company’s risk management policies and their implementation including review on Credit Risk, Operational Risk Management including Business Continuity Management, Market and Liquidity Risk, Action Plan and other Risks
- Monitored the Implementation of Duties of the Risk Management Department and Risk Management Committee
- Monitored the internal and external fraud cases, including complaints received through the Whistleblowing channel, and assessed the implementation of Anti-Fraud Management strategy
- Prepared work and activity plans of the Risk Monitoring Committee for the year 2023
- Reviewed the Charter of the Risk Monitoring Committee

Competency Development of the Risk Management Committee

Competency development presented here is only on the independent members, as for the competency development for members of the Risk Monitoring Committee from the Board of Commissioners, is presented in the section on the “Company Profile” contained in this Annual Report.

Name of Participant	Type of Training	Time and Venue	Organizer
Sofyan Rambey	<ul style="list-style-type: none"> Biohacker Summit 2022” (Wellness & Longevity) The 1st Peptide Therapy in Asia” (Wellness & Longevity) 	3-4 June 2022, Helsinki, Finland 10-11 December 2022, Kuala Lumpur, Malaysia	Biohacker Center Dr Z.20
Yosef Antonius Boliona Badilangoe	<ul style="list-style-type: none"> Economic Paradigm & Behavior Post Covid 2022 Online Seminar on Risk Management in the Midst of Uncertainty 	June 2022 - Online July 2022 - Online	Association of Gembala Utama & Rumah Perubahan Association of Indonesian Financing Companies (APPI)

GOOD CORPORATE GOVERNANCE COMMITTEE

The Committee is established to support the effective implementation of roles and responsibility of the Board of Commissioners, among others to supervise and evaluate the functions of audit, risk management, finance, compliance and governance in Financial Group of the Company.

Legal Basis

The legal basis in establishing the Corporate Governance Committee is as follows:

- Financial Services Authority Regulation No.55/POJK.03/2016 dated 7 December 2016 and Circular Letter of the Financial Services Authority No.13/ SEOJK.03/2017 on Governance Implementation in Commercial Banks.
- Financial Services Authority Regulation No.33/POJK.04/2014 dated 8 December 2014 on the Board of Directors and the Board of Commissioners of Issuers and Public Companies.
- Corporate Governance Manual No. K.008/DIR/CCS/07/2022 dated 27 September 2022.

Work Guidelines and Procedures (Charter)

In implementing its duties and responsibilities, the Good Corporate Governance Committee issued the Charter that regulate among others: the organization, membership, independency, duties and responsibilities, authorities, work ethics, meetings, reporting responsibility, and duty term.

The Charter was first established on 25 July 2022 and approved by members of the Good Corporate Governance Committee.

Duties and Responsibilities

In the context of supporting the effectiveness of the implementation of duties and responsibilities of the Board of Commissioners, the Committee has the main duties and responsibilities related to the monitoring and evaluation of the implementation of the audit function, risk management, finance, compliance and governance in one Finance Group of the Company, of which among others are described in detail below:

- In supporting the effectiveness of the implementation of duties and responsibilities of the Board of Commissioners, the Committee prepares the annual activity plan as approved by the Board of Commissioners.
- The Committee periodically receives reports on the implementation of the audit, risk management, financial, compliance and governance functions of the Company and its Financial Group.
- The Committee provides recommendations to the Board of Commissioners (if necessary) on the received reports as mentioned in point b above.
- The committee provides reports to the Board of Commissioners on activities periodically conducted.
- Maintain confidentiality of all Company data and information documents on hand.



COMMITTEES UNDER THE BOARD OF COMMISSIONERS

Independency

Referring to the Charter of GCG Committee, members of the Committee consist of at least 1 Independent Commissioner, 1 non-Independent Commissioner and 1 Independent Party:

- a. Independent Commissioner is a member of the Board of Commissioners who: 1) is not working or has the authority and responsibilities to plan, lead, control, or supervise the Bank's activities in the least 6 (six) months, except for the reappointment as the Bank's Independent Commissioner for the following period; 2) is not owner of shares both direct and indirectly in the Bank; 3) is not affiliated with the Bank, members of the Board of Commissioners, members of the Board of Directors or shareholders.

- b. Independent Party is the party from outside of the Bank that does not have financial, management, share ownership and/or family relations with the Board of Commissioners, the Board of Directors and/or controlling shareholders or other relations that may influence its capability to act independently.

In the context of Independent Commissioners or Independent Parties receiving the Company shares due to legal events, then in 6 months upon receiving the shares, it is required for the shares to be transferred to another party.

Composition and Term of Office

No	Name	Position	Basis of Appointment	Term of Office
1	Irwan Mahjudin Habsjah	Chairman (Independent Commissioner)	Circular Resolution of the Board of Commissioners No. PS/BOC/022/III/2022 and Decision Letter of the Board of Directors No. SK.005/DIR/CCS/ IV/2022	<ul style="list-style-type: none"> • 11 September 2019 - 21 April 2022 • 21 April 2022 - Annual GMS 2025
2	Ongki Wanadjati Dana	Member (Commissioner)	Circular Resolution of the Board of Commissioners No. PS/BOC/022/III/2022 and Decision Letter of the Board of Directors No. SK.005/DIR/CCS/ IV/2022	21 April 2022 - Annual GMS 2025
3	Sofyan Rambey	Member (Independent Party)	Circular Resolution of the Board of Commissioners No. PS/BOC/022/III/2022 and Decision Letter of the Board of Directors No. SK.005/DIR/CCS/ IV/2022	<ul style="list-style-type: none"> • 1 Februari 2019- 21 April 2022 • 21 April 2022 - Annual GMS 2025

Profile of Members of the Good Corporate Governance Committee

The complete profiles are presented in the section on the "Profile of the Board of Commissioners" contained in this Annual Report.

Meetings of the Good Corporate Governance Committee

Terms and Reference

The provisions related the Good Corporate Governance Committee are stipulated in the Charter of the Good Corporate Governance Committee:

- a. The Committee holds periodic meetings at least 1 (one) time in 6 (six) months.

- b. The Committee on regular basis invites Independent Commissioners and/or the Sharia Supervisory Board from subsidiaries to attend and provide information required by the Committee Meeting.
- c. The Committee may invite other parties other than the Committee members to attend and provide information in the Meeting if concerning the Meeting agenda.
- d. Members of the Board of Commissioners who are not members of the Committee may attend the Committee Meetings as observers who do not have the right to vote in the Meeting decision-making.

- e. The Committee Meetings may be attended in person or through the video conference facility. These meetings may only be held if attended in person or virtually by at least 51% (fifty-one percent) of the total Committee members.
- f. Decisions of the Committee meetings are taken on the basis of deliberation and consensus, and based on unanimous votes.
- g. The Committee Meetings are chaired by the Chairman of the Committee.
- h. In the event the Chairman of the Committee is unable to attend, then one of the Committee members attending the meeting is appointed to chair the meeting.
- i. Dissenting opinions that occur in the Committee meetings are required to be recorded in the minutes of meeting with the reasons behind the dissenting opinions.
- j. The Committee may also make valid decisions without having to hold Committee Meetings, with the condition that all members of the committee must be informed in writing and all members of the Committee provide their written approval on the proposed recommendation by signing on the circular approval sheet. Decision made in this manner have the same legal power with those taken in the Committee Meeting.

Meeting Frequency and Attendance of the Good Corporate Governance Committee

During the year 2022, the Good Corporate Governance Committee held 1 meeting and details on the attendance are provided below:

Name	Number of Meeting	Attendance	Percentage
Irwan Mahjudin Habsjah	1	1	100%
Ongki Wanadjati Dana	1	1	100%
Sofyan Rambey	1	1	100%

Implementation of Activities in 2022

Throughout the year 2022, the Good Corporate Governance Committee conducted monitoring on the following:

1. Implementation of BTPN's Anti-Fraud Management as of 30 June 2022 position;
2. Implementation of BTPN's Anti-Fraud Management as of 30 June 2022 position;
3. Implementation of the Banking Synergy Monitoring as of 30 June 2022 position;
4. Implementation of Corporate Governance in the Financial Group.

Competency Development of the Good Corporate Governance Committee

Competency development presented here is only for independent members, as for competency development for Committee members from the Board of Commissioners are presented in the section on the "Company Profile" contained in this Annual Report.

Name of Participant	Type of Training	Date and Venue	Organizer
Sofyan Rambey	<ul style="list-style-type: none"> • Biohacker Summit 2022" (Wellness & Longevity) • The 1st Peptide Therapy in Asia" (Wellness & Longevity) 	3-4 June 2022, Helsinki, Finlandia 10-11 December 2022, Kuala Lumpur Malaysia	Biohacker Center Dr Z.20



COMMITTEES UNDER THE BOARD OF DIRECTORS

To support the implementation of duties and responsibilities of the Board of Directors, BTPN established the committees responsible to the Board of Directors. In line with applicable provision, the Bank is required to have a minimum of 3 (three) committees that assist the duties of the Board of Directors, namely the Risk Management Committee, Asset and Liability Committee and the Information Technology Steering Committee.

Nevertheless, in view of BTPN's business complexity, good management and improvement in the quality of Corporate Governance implementation are required. For this purpose, the Bank established 9 committees namely as follows:

1. Asset and Liability Committee
2. Risk Management Committee
3. Information Technology Steering Committee
4. Credit Policy Committee
5. Credit Committee
6. Information Governance Steering Committee
7. Human Resources Committee
8. Fraud Committee
9. Sustainability Committee

ASSET AND LIABILITY COMMITTEE (ALCO)

Structure and Membership

Composition of members of the Asset and Liability Committee (ALCO) as of 31 December 2022 is as follows:

Chairman: Director of Treasury

Members:

1. President Director
2. Deputy President Director 1
3. Deputy President Director 2
4. Director of Risk Management
5. Director of Finance

Secretary: Head of Treasury

Work Guidelines and Procedures (Charter)

Work Guideline of the Asset and Liability Committee ("ALCO") is established as guidelines or reference for members of ALCO, among others for the following:

1. Monitor and manage assets and liabilities.
2. Monitor market development and factors that may influence the financing and liquidity of the bank.
3. Monitor the bank's risk exposure such as interest and exchange value risk.
4. Decide and provide directions in interest rate management, both interest funding and lending.
5. And other related matters.

Duties and Responsibilities

The Asset and Liability Committee (ALCO) has the duties and responsibilities, among others including the following:

1. Review, monitor and approve the overall balance sheet strategy on liquidity, price and capital management.
2. Provide an overview of the domestic and world economic conditions, as well as the implication analysis from the monetary and fiscal policies which have been and/or will be taken by the government.

Implementation of Duties in 2022

Implementation of activities and/or decisions taken and actualized throughout the year 2022 are as follows:

1. Approved the application of the IDR CASA limit Specifically in WBG and the Treasury limit.
2. Approved the new FX trade limit, approved to establish the size of liquidity risk control to 40 days and approved FTP Credit Card in 2022 and 2023.
3. Approved to update the LTOB USD 800 million facility.
4. Approved to update the method of Jenius CASA CORE balance on RBB 2023-2025; agreed to establish the volume limit for 3 groups of IDR CASA (Adaro, Astra & Djarum) in WBG at the amount of Rp5 Trillion.
5. Approved the Treasury Limit.
6. Approved to establish the Tactical FTP.
7. Approved to establish: FTP USD LP & Beta Adjustment for LT USD Loan in connection with the update on LTOB; FTP LP RBB 2023-2025; other FTP agreements between Treasury, Planning and LOB for RBB 2023-2024; FTP IDR TD WMB in Jenius; and FTP tactical calculation in Banking Business.

8. Approved to take the New IFC loan, approved to establish the new limit for US\$ Bond trade activities, and approved to make the exception of Waskita Karya restructuring from the Treasury Banking books, and approved to change the SLR regulations.

Meeting Frequency and Attendance

During the year 2022, the ALCO Committee held 12 meetings, and details of the members' attendance are provided in the table below:

Name	Position	Number of Meeting	Attendance	Percentage of Attendance
Hirokichi Kubo	Chairman	12	12	100%
Ongki Wanadjati Dana	Member	4	4	100%
Kaoru Furuya	Member	12	12	100%
Darmadi Sutanto	Member	12	9	75%
Henoch Munandar	Member	12	11	91.7%
Hanna Tantani	Member	12	12	100%
Sendiaty Sondy	Member	2	2	100%
Wiwig Santoso	Secretary	12	11	91.7%

Notes:

- Ongki Wanadjati Dana no longer served as President Director since 21 April 2022.
- Kaoru Furuya appointed as Caretaker of President Director since 21 April 2022.
- Hanoch Munandar appointed as President Director since 29 September 2022.
- Based on PS/BOD/32/XI/2022 on the Membership of Committees Under the Board of Directors, Sendiaty Sondy was appointed as Head of Risk Management and replaced the position of Risk Management Director in the committee membership under the Board of Directors.

RISK MANAGEMENT COMMITTEE

Structure and Membership

The composition of the Risk Management Committee on December 31, 2022 is as follows:

The membership of the committee is ex officio (based on position) consisting of:

Chairman: Head of Risk Management

Members

- Voting Members:
 1. President Director
 2. Deputy President Director 1
 3. Deputy President Director 2
 4. Compliance & Legal Director
 5. Director of Corporate Banking (Japanese)
 6. Treasury Director
 7. Operational Director
 8. Director of Finance & Planning
 9. Head of Business Banking
 10. Head of Information Technology
 11. Head of Retail Lending Business
 12. Head of Wealth Management Business & Retail Distribution Head
 13. Head of Digital Banking
 14. Head of Human Resources
 15. Head of Wholesale & Commercial Banking
 16. Head of Treasury

- Non-voting Permanent Member:
 1. Head of Internal Audit
 2. Risk Management Executive Officer (Secretary)

Meeting Procedures

Implementation guidelines for Risk Management Committee meetings are as follows:

1. Meetings of the Committee are held at least 8 (eight) times annually in line with the set meeting agenda. If required, a meeting may be held at any time upon the request of one of the Permanent Voting Members.
2. The meeting is chaired by the Chairman of the Committee. In the event the Chairman of the Committee is unable to attend, the meeting is then chaired by one of the committee members who serves as a Director and appointed at the meeting.
3. If deemed necessary, the committee may invite other parties outside of the Committee Members to attend a meeting, including but not limited to Subsidiary Companies.
4. Only Permanent Members have Voting Rights.
5. Permanent Non-Voting Members are not counted into the attendance quorum.
6. Meetings may only be held if attended and/or represented by more than 50% of the total Committee members with voting rights.



COMMITTEES UNDER THE BOARD OF DIRECTORS

7. Decisions taken at committee meetings must be based on deliberation to reach consensus. In the event a decision cannot be reached, the decision must be taken through a vote of more than 50% of the committee members with voting rights and are present at the meeting.
8. In the event of a conflict of interest, decision making is carried out in accordance with the relevant provisions of the Corporate Policy.
9. Dissenting opinions, and the reasons behind, conveyed at Committee meetings must be clearly noted in the Minutes of Meeting.
10. Reports/materials of the Risk Management Committee are prepared by the Risk Management Unit. The unit must submit the materials/data every month to the appointed (PIC) of the Risk Management Unit no later than 8 working days following the month-end.
11. The Risk Management Unit may request for additional information/data from other units at the Bank to be included in the Risk Management Committee report/materials.
12. Results of the committee meeting must be stated in the Meeting Minutes and documented accordingly.
13. Meeting decisions in the form of minutes of meeting is reviewed by the Operational Risk Management Head, Market & Liquidity Risk Management Head, Anti-Fraud Management Head and signed by the Meeting Chairman and Secretary.
14. The Committee can make valid decisions without holding a meeting by means of the committee circular media as approved by all Permanent Voting Members. This process may be carried out as long as the submitted proposal has been conveyed in the circular to all Permanent Voting Members.

Duties and Responsibilities

The Risk Management Committee has the duties and responsibilities, among others, as follows:

1. Formulate risk management policies and frameworks, risk limits as well as updates, amendments and/or improvements.
2. Evaluate the aptness between risk management policies and their implementation.
3. Evaluate and provide recommendations on transactions or activities which deviate from normal procedures.

Implementation of Duties in 2022

During the year 2022, the Risk Management Committee conducted 12 meetings with the discussion agenda as follows:

1. Supervision and management of credit risks which include Outstanding, Special Mention (SM), Non-Performing Loan (NPL), Credit Costs (CoC) and monitoring of Credit Risk Appetite Framework (CRAF) implementation.
2. Supervision and management of COVID-19 restructuring, PMK 71, PMK 85 and PMK 98/132.
3. Monitoring of the implementation of Risk Acceptance & Risk Tolerance per Product Program.
4. Disclosure of information on new regulations related to RWA implemented in January 2023 alongside the results of the simulation during the parallel-run period.
5. Disclosure of information on the 2022 Resolution Plan & Recovery Plan document.
6. Disclosure of information related to results of the stress test:
 - POJK Stress Test 48 is to identify the Bank's resilience towards the potential portfolio restructuring of COVID-19.
 - 2022 Bottom-Up Stress Test to assess the adequacy of the level of capital resilience and adequacy of bank liquidity in dealing with changes and shocks in macroeconomic conditions with scenarios and guidelines from the regulators (OJK and BI).
 - Risk Profile & ICAAP Stress Test to comply with regulation requirements.
7. Disclosure of information related to results of the annual review PSAK 71/IFRS 9 model evaluation.
8. Disclosure of review in connection with the macro economic condition on credit risk, market risk and liquidity risk,
9. Results of monitoring on Risk Appetite Measure for market and liquidity risks as well as on monitoring of liquid asset ratio.
10. Disclosure of information related to scenarios of Market Risk & Bank's Liquidity Stress Test.
11. Monthly monitoring and reporting on Action Plan Indicator.

12. Reporting and establishing of follow-up countermeasures and recovery solutions in the event of an extraordinary situation.
13. Management of other risks, namely Compliance Risk, Strategic Risk, Reputation Risk, and Legal Risk.
14. Bank operational risk appetite.
15. Number and summary of operational risk incidents.
16. Nominal of operational risk loss, recovery, profit and main highlights.
17. Main operational risk indicator.
18. Highlights of customer complaints.
19. OFRM main initiative and Information Security.
20. Business continuity management.
21. Results of OFRM evaluation of key control self-assessment.
22. BTPN Top & Emerging Risk (Non-Financial).
23. Risk Acceptance.
24. Summary of policies and procedures (including updates) of OFRM, Information Security and BCM.
25. Status of program products and services.
26. Meeting materials on Risk & Control from each business/supporting line including results of QA/ICR inspection.
27. Management of other operational risks: fixed assets and COVID-19 Protocol.
28. Fraud incidents; number of incident, total loss and recovery.
29. Status of investigation on Fraud case.
30. Campaign, training & socialization of Anti-Fraud.
31. Reporting of fraud indication incident through the whistleblowing, work units and others.
32. Summary of main initiative of Anti-Fraud management.
33. Highlights on Anti-Fraud Management policies and procedures (including updates).
34. Management of other fraud risks: the process of sustainably knowing the employees (KYE), receiving tips, and confirmation of the fraud committee through a Decision Letter of the Board of Directors.

In the context of risk monitoring of the subsidiaries, consolidation of the Bank and its subsidiaries is submitted in every quarter as well as consolidated reporting of Risk Profiles, RBBR and ICAAP in accordance with BI/OJK regulations.

Meeting Frequency and Attendance

Throughout the year 2022, the Risk Management Committee conducted 12 meetings, and details of the members' attendance are as follows:

Name	Position	Number of Meeting	Attendance	Percentage of Attendance
Chairman				
Henoch Munandar	Director of Risk Management	9	8	89%
Sendiaty Sondy ⁽¹⁾	Head of Risk Management	3	3	100%
Permanent Voting Members				
Ongki Wanadjati Dana ⁽²⁾	President Director	3	3	100%
Henoch Munandar ⁽³⁾	President Director	3	2	67%
Kaoru Furuya	Caretaker of President Director	5	5	100%
Kaoru Furuya	Deputy President Director 1	7	7	100%
Darmadi Sutanto	Deputy President Director 2	12	11	92%
Dani Prabawa ⁽⁴⁾	Director of Wholesale Banking	2	2	100%
Dini Herdini	Compliance Director	12	12	100%
Kan Funakoshi	Director of Corporate Banking (Japanese)	12	10	83%
Hiromichi Kubo	Director of Treasury	12	12	100%
Merisa Darwis	Director of Operations	12	11	92%
Hanna Tantani	Director of Finance & Planning	12	12	100%
Jeffrey Cheanandro Tjoeng	Head of Business Banking	12	12	100%
Jeny Mustopha	Head of Information Technology	12	12	100%
Vincentius Hidayat ⁽⁵⁾	Head of Retail Lending Business	4	3	75%



COMMITTEES UNDER THE BOARD OF DIRECTORS

Name	Position	Number of Meeting	Attendance	Percentage of Attendance
Purnomo B. Soetadi ⁽⁶⁾	Head of Retail Lending Business	2	2	100%
Helena	Head of Wealth Management Business & Retail Distribution Head	12	10	83%
Irwan Sutjipto Tisnabudi	Head of Digital Banking	12	10	83%
Mira Fitria	Head of Human Resources	12	11	92%
Nathan Christianto	Head of Wholesale & Commercial Banking	12	9	75%
Wiwig Wahyu Santoso ⁽⁷⁾	Head of Treasury	6	5	83%
Permanent Non-Voting Members				
Nurhajati Soerjo Hadi	Head of Internal Audit	12	11	92%
Sendiaty Sody	Head of Portfolio Management & Policy	9	8	89%
Wahyu Nugroho ⁽⁸⁾	Head of Portfolio Management & Policy	3	3	100%

Notes:

- (1) Sendiaty Sody effective as Head of Risk Management since 29 September 2022
- (2) Ongki Wanadjati Dana was no longer the President Director effective since the closing of the Annual GMS on 21 April 2022
- (3) Henoch Munandar as President Director effective since the closing of the Extraordinary GMS on 29 September 2022.
- (4) Adrianus Dani Prabawa passed away on 25 Maret 2022.
- (5) Vincentius Hidayat retired effective since 30 April 2022.
- (6) Purnomo B. Soetadi effective as Head of Retail Lending Business since 7 November 2022
- (7) Wiwig Wahyu Santoso effective as Member of the Risk Management Committee since July 2022.
- (8) Wahyu Nugroho effective as Executive Officer (Head of Portfolio Management & Policy) since 29 September 2022.

INFORMATION TECHNOLOGY STEERING COMMITTEE

Structure and Membership

Chairman: Deputy President Director 2

Members

- Permanent Voting Members:
 1. President Director
 2. Deputy President Director 1 and 2
 3. Director of Risk Management
 4. Director of Operations
 5. Director of Corporate Banking (Japanese)
 6. Director of Wholesale Banking
 7. Director of Treasury
 8. Director of Finance & Planning
 9. Head of Business Banking
 10. Head of Retail Lending Business
 11. Head of Wealth Management Business
 12. Head of Digital Banking

- Permanent Non-Votin Members:
 1. Head of Internal Audit
 2. Executive Officer of Information Technology (Secretary)

Work Guidelines and Procedures (Charter)

The Work Guidelines established by the Bank is as follows:

1. Meetings of the IT Steering Committee are held at least 3 (three) times a month in line with the established meeting agenda. If required, the IT Steering Committee meetings may be held at any time upon request by one Permanent Voting Member;
2. The meetings are led by the Committee Chairman. In the event the Chairman is not able to attend, the meeting is then chaired by one of the Committee members serving as Director and appointed by the meeting;
3. Voting rights are held only by the Permanent Voting Members or their representatives present at the meeting.
4. The meetings can only be held if attended and/or represented by more than 50% of the total

- Committee members with voting rights with the condition that one of these members is the Committee Chairman and/or President Director.
5. Meeting decision must be taken based on deliberation and consensus. If decisions based on deliberation and consensus cannot be reached, then decisions are to be taken by means of voting based on affirmative votes of more than 50% from the total valid votes extended at the concerned meeting including the Chairman of the Committee and/or President Director.
 6. In the event of conflict of interest, then decision-making is carried out in accordance with the provision on conflict of interest as regulated in the Corporate Policy
 7. Dissenting opinions that occur in the Committee meetings are required to be clearly recorded in the minutes of meeting as well as the reasons behind the dissenting opinions.
 8. Meeting results are required to be denoted in the Minutes of Meeting and documented.
 9. More than 50% of the Committee meetings is attended by more than 70% of the committee members
 10. If deemed necessary, the Committee may invite other parties other than the members including Subsidiaries to attend the meeting
 11. Meeting decisions are in the form of Minutes of Meeting signed by Chairman and the Secretary of the Meeting. The Minutes of Meeting is then circulated to members of the Committee.
 12. The Committee may make valid decision without having to hold the meetings by means of the Committee's circular media as approved by all Permanent Voting Members. This process may be conducted as long as the proposal submitted is extended in circular to all Permanent Members.

Duties and Responsibilities

The chairman is responsible for the following:

1. Set up meeting schedule and determine the agenda as the responsibility of the Committee, in the form of a main agenda based on the monthly reports prepared by the Committee's Secretary in accordance with the framework and special agenda based on important and very urgent issues, at the request of one or more Permanent Voting Members of the Committee;
2. Determine the invitation of the Committee meeting;
3. Ensure the adequacy and availability of information needed for decision-making.

The Secretary of the meeting is responsible for the following:

1. Prepare and distribute the meeting invitation;
2. Prepare and collect meeting materials;
3. Take notes, formulate and present the meeting results;
4. Distribute the meeting results to all Committee members, the Board of Directors and Corporate Secretary.

Implementation of Duties in 2022

During the year 2022, the Information Technology Steering Committee held 4 (four) meetings, with the dates of implementation as follows:

1. 22 March 2022
2. 28 June 2022
3. 20 September 2022
4. 13 December 2022

Meeting Frequency and Attendance

Throughout the year 2022, the Information Technology Steering Committee held 4 (four) meetings, and details of the members' attendance are shown in the table below:

Name	Position	Number of Meeting	Attendance	Percentage of Attendance
Ongki W. Dana ⁽¹⁾	President Director	1	1	100%
Henoch Munandar ⁽²⁾	President Director	1	1	100%
Kaoru Furuya ⁽³⁾	Deputy President Director	4	4	100%
Darmadi Sutanto	Deputy President Director	4	4	100%
Adrianus Dani Prabawa ⁽⁴⁾	Director	1	1	100%
Hiromichi Kubo	Director	4	3	75%
Merisa Darwis	Director	4	4	100%
Hanna Tantani	Director	4	4	100%
Kan Funakoshi	Director	4	4	100%
Irwan S. Tisnabudi	Head of Digital Banking	4	4	100%
Helena	Head of Wealth Management Business	4	2	50%
Ir. Nathan Christianto	Head of Commercial & Wholesale Banking	4	3	75%



COMMITTEES UNDER THE BOARD OF DIRECTORS

Name	Position	Number of Meeting	Attendance	Percentage of Attendance
Jeffrey C. Tjoeng	Head of Business Banking	4	4	100%
Nurhajati Soerjo Hadi	Head of Internal Audit	4	4	100%
Jeny Mustopha	Head of Information Technology	4	4	100%

Notes:

- (1) No longer serving as President Director since the closing of the Annual GMS on 21 April 2022.
- (2) Effective as President Director since the closing of the Extraordinary GMS on 29 September 2022.
- (3) Effective as Caretaker of President Director since the closing of the Annual GMS on 21 April 2022 until the closing of the Extraordinary GMS on 29 September 2022.
- (4) Passed away on 25 Maret 2022.

CREDIT POLICY COMMITTEE

Structure and Membership

Composition of members of the Credit Policy Committee as of 31 December 2022 as follows:

Chairman: President Director

Members:

- Permanent Voting Members:
 1. Deputy President Director
 2. Director and Head in charge of Credit
 3. Director in charge of Risk Management
 4. Director in charge of Compliance Function
- Permanent Non-Voting Members:
 1. Head of Portfolio Management & Policy Division
 2. Head of Business Risk (all segments)
 3. Head of Internal Audit Division
 4. Head of Compliance Division
 5. Head of Legal and Litigation Division (General Counsel)

*) observer

Work Guidelines and Procedures (Charter)

The Credit Policy Committee retains the work guidelines (charter) validated by the Board of Directors, among others containing the following:

1. Meeting:

- Meetings of the Credit Policy Committee are held at least 2 (two) times in one year.
- The meetings are chaired by the Chairman of the Committee. In the event the Chairman is not able to attend, then the meeting is led by a Permanent Voting Member appointed by the meeting.

2. Quorum

- Meetings of the Credit Policy Committee can only be held if attended by more than 50% of the permanent voting members including the committee chairman
- In the event a committee member cannot attend the meeting, then the attendance of the concerned member may be replaced with the representative.

3. Decision-Making

Decision-making in the Credit Policy Committee is carried out based on deliberation and consensus. In the event deliberation and consensus is not reached, decision-making is based on unanimous votes, namely affirmative votes of more than 50% of the total Permanent Voting Members present at the Meeting, including the affirmative vote of the Committee Chairman.

4. Decision-Making Without Holding Formal Meeting

The Credit Policy Committee make valid decisions without having to hold formal committee meetings (Committee Circular Decisions), with the condition that all Permanent Voting Members approve the decisions in writing.

Duties and Responsibilities

The duties and responsibilities of the Credit Policy Committee are as follows:

1. To hold meetings to determine the Bank's credit direction and monitor the implementation of the credit policy
2. To provide feedback to the Bank's Board of Directors in establishing the Bank's Credit Policy as well as to conduct periodic reviews on the Bank's Credit Policy

3. To supervise the application and implementation of the Bank's Credit Policy
4. To evaluate and analyze the credit portfolio quality related to credit policy
5. To provide routine reports to the Board of Directors with copies to the Board of commissioners, which at least cover the following:
 - a. Summary of the supervision on the Bank Credit Policy application and implementation.
 - b. Results of monitoring/review and evaluation of the quality and condition of the credit portfolio.
 - c. Suggestions on policy improvement (if required).
6. Review/study on credit policy so to remain in line with internal policies and prevailing laws and regulations.

Implementation of Duties in 2022

The Credit Policy Committee conducted the meetings once in the first semester on 14 June 2022 and once in the second semester on 20 December 2022. Details of duties implementation are as follows:

1. Adjustments to the Credit Policies based on the provisions of regulator related to Indonesia Green Taxonomy as well as adjustments to align with the credit policies of the group, among others, related to credit limit provision to certain types of industry especially that concern with green financing such as the palm oil and coal industry sectors, as well as prohibition of illegal logging;
2. Information on reporting implementation regarding Indonesia Green Taxonomy in accordance with regulator's directives.

Meeting Frequency and Attendance

Meetings of the Credit Policy Committee were held 2 (two) times during the year 2022, on 14 June 2022 and 20 December 2022 with the frequency and attendance as shown in the table below:

Name	Position	Number of Meeting	Attendance	Percentage of Attendance
Henoch Munandar ⁽¹⁾	President Director	1	-	0%
Henoch Munandar	Director of Risk Management	1	1	100%
Kaoru Furuya	Caretaker of President Director	1	1	100%
Kaoru Furuya	Deputy President Director	1	1	100%
Darmadi Sutanto	Deputy President Director	2	1	50%
Hiromichi Kubo	Director of Treasury	2	2	100%
Dini Herdini	Director in charge of Compliance Function	2	-	0%
Kan Funakoshi	Director	2	1	50%
Ir Nathan Christianto	Head of Wholesale and Commercial Banking	2	1	50%
Irwan Sutjipto Trisnabudi	Head of Digital Banking	2	-	0%
Jeffrey C. Tjoeng	Head of Business Banking	2	1	50%
Sendiaty SONDY ⁽²⁾	Head of Risk Management	1	1	100%
Sendiaty SONDY	Portfolio Management & Policy Head	1	1	100%
Nurhajati Soerjo Hadi	Head of Internal Audit	2	2	100%
Takane Shiomi	Credit Risk Head	2	2	100%
Sidik Waskito	Business Banking Credit Risk Head	2	1	50%
Adil Pamungkas	Retail Banking Risk Head	2	1	50%
Argo Wibowo	General Counsel	2	2	100%
Butet Sondang Sitepu	Compliance Head	2	2	100%
Wahyu Nugroho ⁽³⁾	Portfolio Management & Policy Head	1	-	0%

Notes:

(1) Henoch Munandar appointed as President Director effective since the closing of the Extraordinary GMS on, 29 September 2022.

(2) Sendiaty SONDY appointed as Head of Risk Management effective since 29 September 2022

(3) Wahyu Nugroho appointed as Executive Officer (Head of Portfolio Management & Policy) effective since 29 September 2022



COMMITTEES UNDER THE BOARD OF DIRECTORS

INFORMATION GOVERNANCE STEERING COMMITTEE

Structure and Membership

Membership of the committee is ex-officio (based on position), consisting of the following:

Chairman: Head of Information Technology

Members:

- Permanent Voting Members:
 1. Director of Compliance
 2. Director of Risk Management
 3. Director of Operation
 4. Director of Finance
 5. Head of Information Technology
- Permanent Non-Voting Members:
 1. Head of Internal Audit
 2. Executive Officer of Information Technology Data Management (Secretary)

Standing Invitee

1. Director of Japanese Corporate Banking
2. Director of Wholesale Banking
3. Director of Treasury
4. Head of Business Banking
5. Head of Wholesale Banking
6. Head of Retail Lending Business
7. Head of Wealth Management Business
8. Head of Digital Banking
9. Executive Officer of Retail Banking Analytics, Business Planning & Credit Policy

Duties and Responsibilities

Provide recommendations to the Board of Directors at minimum to cover the following:

1. Formulation of data governance policies and procedures and main information such as on data quality policy and risk management related to Bank's data and information, consisting of standards to achieve (target-state).
2. Planning and establishing the scale of priorities on required projects to apply set policies and procedures, as well as reaching the set standards.

3. Conformity of approved projects with information governance planning, policies and procedure of data and information governance, as well as the standards to achieve.
4. Conformity of data and information governance projects and data analytics with agree project plans (project charter).
5. Conformity of the information governance with the Information Technology Strategic Plan in order to support the Bank's business activity management.
6. Monitoring of the Bank's data and information governance conditions and efforts for improvement, such as with detection of problems in data quality and measuring the effectiveness and efficiency in the use of data and information assets.
7. Efforts by the forum of data and information governance to solve various problems related to data and information that remained incomplete and have escalated.
8. Develop organizational culture that works on the basis of data and information (data-driven organization).

Meeting Procedures

In connection with meetings, procedures set forth are as follows:

1. Meetings of the Information Governance Steering Committee are held at least 4 (four) times in a year with the set meeting agenda. If required, the Committee meetings may be held at any time upon request of one of the Permanent Voting Members;
2. Meetings are chaired by the Committee Chairman. In the event the Chairman is not able to attend, then the meetings are led by one of the Committee members serving as Director and appointed by the meetings;
3. Voting rights are held only by the Permanent Voting Members or their representatives attending the meetings;
4. Meetings may only be held if attended and/or represented by more than ½ (one-half) of the total members of the Committee with voting rights, with the condition that includes the Committee Chairman and/or Director of Compliance.
5. Meeting decisions must be taken based on deliberation and concensus. If deliberation and concensus cannot be reached then decisions must be taken on the basis of voting with affirmative votes of more than ½ (one-half) of the total valid

- votes extended in the concerned meeting, including the Committee Chairman and/or Director of Compliance;
6. In the event of conflict of interest, then decision-making is to be carried out in accordance with the provisions on conflict of interest as regulated in the Corporate Policy.
 7. Dissenting opinions that occur in the Committee meetings must be stated clearly in the minutes of meeting with the reasons behind the dissenting opinions.
 8. Committee meeting results must be recorded in the Minutes of Meeting and documented properly.
 9. If deemed necessary, the Committee may invite other parties aside from members, including Subsidiaries to attend the meetings.
 10. Meeting decisions in the form of Minutes of Meeting are signed by the Meeting Chairmand and Secretary. The Minutes of Meeting are then circulated to members of the Committee.
 11. The Committee may make valid decisions without having to hold formal meetings through the Committee's circular media as approved by all Permanent Voting Members. This process may be carried out as long as the submitted proposals are delivered in the circular to all Permanent Voting Members.

The Chairman is responsible for the following:

1. Set up meeting schedule and determine the agenda as the responsibility of the Committee, in the form of a main agenda based on the monthly reports prepared by the Committee's Secretary in accordance with the framework and special agenda based on important and very urgent issues, at the

request of one or more Permanent Voting Members of the Committee;

2. Determine the invitation of the Committee meeting;
3. Ensure the adequacy and availability of information needed for decision-making.

The Secretary of the meeting is responsible for the following:

1. Prepare and distribute the meeting invitation;
2. Prepare and collect meeting materials;
3. Take notes, formulate and present the meeting results;
4. Distribute the meeting results to all Committee members, the Board of Directors and Corporate Secretary.

Implementation of Duties in 2022

In the year 2022, the Information Governance Committee held 4 (four) meetings, with details of the implementation as follows:

Meeting	Date	Time of Implementation
1	Tuesday, 22 February 2022	14:45-15:15
2	Tuesday, 31 May 2022	14:15-15:15
3	Tuesday, 20 September 2022	13:00-14:00
4	Tuesday, 13 December 2022	14:00-15:00

Meeting Frequency and Attendance

In the year 2022, the Information Governance Committee held 4 meetings, with details of the implementation as follows:

Name	Position	Number of Meeting	Attendance	Percentage of Attendance
Jeny Mustopha	Chairman	4	4	100%
Dini Herdini	Permanent Voting Member	4	4	100%
Hanna Tantani	Permanent Voting Member	4	4	100%
Henoch Munandar ⁽¹⁾	Permanent Voting Member	4	4	100%
Merisa Darwis	Permanent Voting Member	4	4	100%
Nurhajati Soerjo Hadi	Permanent Non-Voting Member	4	4	100%
Hendra Rahardja	Secretary	4	4	100%
Adrianus Dani Prabawa ⁽²⁾	Standing Invitee	1	1	100%
Erliana	Standing Invitee	4	4	100%
Helena	Standing Invitee	4	2	50%
Hirromichi Kubo	Standing Invitee	4	3	75%
Irwan Sutjipto Tisnabudi	Standing Invitee	4	4	100%
Jeffrey Tjoeng	Standing Invitee	4	3	75%



COMMITTEES UNDER THE BOARD OF DIRECTORS

Name	Position	Number of Meeting	Attendance	Percentage of Attendance
Kan Funakoshi	Standing Invitee	4	4	100%
Nathan Christianto	Standing Invitee	4	3	75%
Vincentius Hidajat	Standing Invitee	4	1	25%

Note:

(1) Henoch Munandar appointed as President Director effective since the closing of the Extraordinary GMS on 29 September 2022; Attendance recorded in the meetings was calculated during the term of office as the Director of Risk Management.

(2) Adrianus Dani Prabawa passed away on 25 March 2022

CREDIT COMMITTEE

Structure and Membership

The composition of the Credit Committee as of 31 December 2022 is as follows:

Chairman: President Director

Members:

- Deputy President Director
- Director of Business/ Head of Business
- Head of Credit Risk
- Head of Loan
- Head of Business Credit Risk
- Head of Group or Business Department
- Head of Risk Management (Observer)

Work Guidelines and Procedures (Charter)

The Credit Committee has the work guidelines (charter) validated by the Board of Directors, among others containing the following:

1. Meeting:

- Meetings of the Credit Policy Committee are held at least 2 (two) times in one year.
- Meetings of the Credit Committee are held to produce recommendations or opinions to the President Director or Deputy President Director who will confirm the final decision for credit approval, including the conditions and instruction related to Credit Approval.
- On recommendations or opinions of the Credit Committee, the related Director of Business/ Head of Business will also co-sign the recommendation/opinion sheet together with the other committee members.

2. Quorum

- Meetings of the Credit Policy Committee may be held if attended at least by 51% of the participants obligated to be present at the meeting and with a minimum of 1 representative from the Credit Department or Loan Department. Attendance of an observer will not be counted in the meeting quorum.
- Members of the Committee who are meeting participants required to be present, may attend but will not be counted in the meeting quorum and they have no voting rights in the decision-making.

3. Decision-Making

- Decision-making in the Credit Committee is carried out based on unanimous votes, namely affirmative votes of a minimum 51% (fifty-one percent) from the total members present at the meeting, including the vote of the President Director/Deputy President Director.
- The vote of the Head of Risk Management as observer will not be counted in the Committee Meeting's decision-making, however each decision of the Committee Meeting must be acknowledged the Head of Risk Management.
- In the event decision-making in the Committee Meeting result in the equal counting of affirmative votes and non-affirmative votes, then the Committee Chairman may determine the final decision to be taken by the Committee.

Duties and Responsibilities

In support of the duties and responsibilities of the Board of Directors to manage and plan credit, the Credit Committee is responsible for the following:

1. To conduct independent analysis and approve credit provision in accordance with the established authority limit (decisions made must be objective, based on careful analysis and away from personal interests).
2. Ensure that business carried out is in accordance with the bank's policy, standards and risk management practices.

Implementation of Duties in 2022

Throughout the year 2022, decisions on Business Banking credit were taken by circular means, while the Wholesale, Corporate and Commercial Banking Credit Committee held as many as 39 meetings, with details on attendance as follows:

Agenda	Mandatory Participants
1. Credit related to Wholesale, Corporate and Commercial segments	<ol style="list-style-type: none"> 1. President Director/Deputy President Director 1 2. Head of Wholesale and Commercial Banking or Director of Corporate 3. Head of Credit Risk 4. Head of Loan Department 5. Head of Group or related Wholesale, Corporate and Commercial Banking 6. Head of Risk Management (Observer) <p>Note: Meetings are chaired by the Chairman of the Committee (President Director). In the event the Committee Chairman is unable to attend, then the Deputy President Director 1 acts as Chairman of the Committee.</p>
2. Credit related to Business Banking segment	<ol style="list-style-type: none"> 1. President Director or Deputy President Director 1 2. Head of Business Banking 3. Head of Business Banking Credit Risk 4. Head of Credit Risk 5. Head of Risk Management (Observer) <p>Note: Meetings are chaired by the Chairman of the Committee (President Director). In the event the Committee Chairman is unable to attend, then one of the Committee members may be appointed as Chairman of the meeting.</p>

Meeting Frequency and Attendance

In the year 2022, the Credit Committee held 39 meetings, with details on attendance as follows:

1. Credit related to the Wholesale, Corporate and Enterprise Banking segment

Name	Position	Number of Meeting	Attendance	Percentage of Attendance
Ongki Wanadjati Dana ⁽¹⁾	President Director	39	-	0%
Henoch Munandar ⁽²⁾	President Director		7	18%
Kaoru Furuya	Deputy President Director		39	100%
Adrianus Dani Prabawa ⁽³⁾	Director of Wholesale and Commercial Banking	39	8	20%
Kan Funakoshi	Director of Corporate Banking (Japanese)		9	23%
Nathan Christianto ⁽⁴⁾	Director of Wholesale and Commercial Banking		21	54%
Takane Shiomi	Head of Credit Risk	39	37	95%
Nathan Christianto	Head of Wholesale and Commercial Banking	39	8	20%
Moses Supardi	Head Wholesale Banking		20	51%
Warni Chai	Head Commercial Banking		1	3%
Naoki Watanabe	Head Corporate Banking Japanese 2		1	3%
Karinda Rachmana	Head Corporate Banking Japanese 3		-	0%
Hiroaki Seguchi	Head Corporate Banking Japanese 4		-	0%
Tsuyoshi Nakayama	Head Corporate Banking Japanese 5		1	3%
Hideaki Asatsu	Head Corporate Banking Japanese 5		4	10%



COMMITTEES UNDER THE BOARD OF DIRECTORS

Name	Position	Number of Meeting	Attendance	Percentage of Attendance
Husan Mahjudin	Head Loan Department	39	38	97%
Henoch Munandar	Director of Risk Management	39	19	49%
Sendiaty Sony ⁽⁵⁾	Head of Risk Management		6	15%

Notes:

- (1) Ongki Wanadjati Dana no longer effective as President Director since the closing of the Annual GMS on 21 April 2022.
- (2) Henoch Munandar appointed as President Director effective from the closing of the Extraordinary GMS on September 29, 2022.
- (3) Adrianus Dani Prabawa passed away on March 25, 2022.
- (4) Nathan Christianto replaced the Director of Wholesale and Commercial Banking effective April 13, 2022.
- (5) Sendiaty Sony appointed as Head of Risk Management effective from September 29, 2022.

2. Credit related to Business Banking segment

Name	Position	Number of Meeting	Attendance	Percentage of Attendance
Henoch Munandar ⁽¹⁾ / Ongki Wanadjati Dana ⁽²⁾ / Kaoru Furuya	President Director/Deputy President Director	During the year 2022, decisions on credit were conducted circularly.		
Adrianus Dani Prabawa ⁽³⁾ / Jeffrey C. Tjoeng	Business Banking			
Takane Shiomi	Head of Credit Risk			
Sidik Waskito	Head of Business Banking Credit Risk			
Henoch Munandar/ Sendiaty Sony ⁽⁴⁾	Director/Head of Risk Management			

Note:

- (1) Henoch Munandar appointed as President Director effective from the closing of the Extraordinary GMS on September 29, 2022.
- (2) Ongki Wanadjati Dana no longer effective as President Director since the closing of the Annual GMS on 21 April 2022.
- (3) Adrianus Dani Prabawa passed away on March 25, 2022.
- (4) Sendiaty Sony appointed as Head of Risk Management effective from September 29, 2022.

HUMAN RESOURCES COMMITTEE

Structure and Membership

Chairman: President Director

Members:

1. Deputy President Directors
2. Director of Finance & Planning
3. Director of Operation

Secretary: Head of Human Resources

Work Guidelines and Procedures (Charter)

In implementing its duties, the Committee refers to the following provisions:

1. Committee meeting decisions are taken based on deliberation and consensus. If deliberation and consensus not reached, then decisions are taken by means of voting based on affirmative votes at least 51% of the total valid votes present in the Meeting, including the President Director.
2. In the event of conflict of interest, then decision-making is carried out in accordance with the provision regulated in the Company policies and procedures.

- Dissenting opinions that occur in the Committee Meetings are required to be clearly denoted in the Minutes of Meeting and the reasons behind the dissenting opinions.

Duties and Responsibilities

Details of duties and authorities are as follows:

- Evaluate policies, strategies and targets concerning Human Resources and recommend the Board of Directors to establish as concerned policies especially strategic policies.
- Evaluate the Human Resource remuneration program implementation and then recommend to the Board of Directors for approval.
- Approve deviations from applicable Company Procedures and Regulations that beyond the authority of the Division Head and/or Director responsible for and/or with Human Resource duties, by taking into account of the Company's policy hierarchy.
- Submit recommendations to the Board of Directors on the appointment and placement (nomination) of members of the Board of Directors or the Board of Commissioners or Company Employees in Subsidiaries (including members of the Sharia Supervisory Board in Subsidiaries that conduct Sharia business).

Implementation of Duties

Date	Agenda
25 January 2022	Pay Review 2022
4 February 2022	Executive Promotion
8 February 2022	Pay Review 2022
9 February 2022	Pay Review 2022
10 March 2022	Pay Review 2022
23 March 2022	Collective Labor Agreement 2022 - 2025
8 April 2022	Job Evaluation
19 April 2022	Job Evaluation Update
21 July 2022	<ol style="list-style-type: none"> Renewal Process of 2023 Medical Insurance New Scheme Proposal for 2023 Medical Insurance Executive Promotion Nominee of Mid Cycle 2022
12 August 2022	<ol style="list-style-type: none"> Mid Cycle 2022 Executive Promotion Medical Insurance Renewal 2023
19 September 2022	Risk Management Succession Plan
19 September 2022	Job Evaluation Result
24 October 2022	<ol style="list-style-type: none"> Talent Management Updates Talent Development Program Framework Talent Identification & Succession Plan
24 October 2022	Tender of 2023 Medical Insurance - 1st Round
11 November 2022	Tender of 2023 Medical Insurance - Final Round

Meeting Frequency and Attendance

In the year 2022, the Human Resources Committee held 15 meetings, details of attendance are as follows:

Name	Position	Number of Meeting	Attendance	Percentage of Attendance
Henoch Munandar	President Director ⁽¹⁾	15	15	100%
Kaoru Furuya	Deputy President Director ⁽²⁾	15	14	93%
Darmadi Sutanto	Deputy President Director	15	13	87%
Hanna Tantani	Director of Finance & Planning	15	15	100%
Merisa Darwis	Director of Operations	15	12	80%
Ongki Wanadjati Dana	President Director ⁽³⁾	8	8	100%
Mira Fitria	Head of Human Resources	15	15	100%

Note:

(1) Henoch Munandar appointed as President Director effective since the closing of the Extraordinary GMS on 29 September 2022.

(2) Kaoru Furuya appointed as Caretaker of President Director effective since the closing of the Annual GMS the closing of the Annual GMS on 21 April 2022.

(3) Ongki Wanadjati Dana no longer as President Director since the closing of the Annual GMS on 21 April 2022.



COMMITTEES UNDER THE BOARD OF DIRECTORS

FRAUD COMMITTEE

Structure and Membership

Chairman: the Board of Directors or the related Board of Management or their Delegation.

Members:

1. Head of Operational & Fraud Risk Management
2. Head of Human Resources Employee & Industrial Relations

Secretary: Operational & Fraud Risk Management (OFRM) or other work units with authorities

If the Fraud Perpetrator and/or related parties are Directors, or Commissioners and/or Executive Officers, then the implementation of the Fraud Committee must be led by 2 (two) members of the Board of Directors/ Board of Management (Deputy President Director or Head of Risk Management or Compliance Director), or other parties who do not have a conflict of interest, such as members of the Audit Committee.

Work Guidelines and Procedures (Charter)

Guidelines for the Fraud Committee meeting implementation are as follows:

1. The implementation procedures may be carried out face-to-face or through memo circulation.
2. Must be attended by the Chairman of the Committee and all Members of the Fraud Committee. In the event that the Chairman of the Committee, and/or Members of the Fraud Committee are unable to attend (whose absence does not require any proof), then the Head of the Fraud Committee who has rights and authorized to represent the Chairman is the party appointed by the Committee Chairman as his delegate, and at minimum is the head of the related division, and for Members of the Fraud Committee, the delegation is at least one level below the staff.
3. In certain cases, Fraud Committee meetings can be held at any time if deemed necessary by the Head of the Fraud Committee or more than one Fraud Committee Member or at the request of a Director/ Board of Management.
4. The Fraud Committee may invite the concerned Head of the Work Unit (PUK) and/or other parties who are not members of the committee to attend the meeting, however, the PUK and/or other parties

in the committee meeting do not have voting rights as they only function to provide suggestions, considerations and input.

5. The Fraud Committee meeting is legal and has the right to make decisions if the meeting is attended and/or represented by more than ½ (one half) of the total number of Committee Members (including the Committee Chairman) who have voting rights. Fraud Committee meetings can be conducted through teleconference, video conference, or other electronic media facility that allow all participants to see and/hear each other and participate directly in the meeting according to the agreement of the Fraud Committee members.
6. Decisions of committee meetings must be taken based on deliberation to reach a consensus. If there is no agreement on sanctions, they will be escalated to the Head of Risk Management and the Compliance Director. If after escalation there is still no agreement regarding sanctions/no decision has been made, then it will be escalated to the Risk Management Committee (RMC). At the last level, if there is still no agreement regarding sanctions/no decision has been made, then it will be escalated to the Board of Directors, and if necessary, request for feedback from the commissioners may be done with considerations of the input from the Risk Monitoring Committee (RMONC).
7. All decisions that are collectively collegial. Dissenting opinions that may occur must be recorded in the Committee Meeting's Minutes of Meeting.
8. Meetings of the Fraud Committee on Fraud cases where the perpetrator moved to another Line of Business (LoB)/Support Function (SF), then the Fraud Committee is held jointly between the Line of Business (Lob)/Support Function (SF) at the time of the Fraud. In this case, the Head of the Fraud Committee is the Board of Directors/Board of Management responsible for the Directorate of the perpetrator.

Duties and Responsibilities

The Fraud Committee has duties and responsibilities, among others including the following:

1. To call, request for clarification for reports from various parties who, according to the Fraud Committee's considerations, are regarded to be directly or indirectly related to Fraud.

2. To establish the sanctions for employees who are directly or indirectly involved in Fraud incidents.
3. To conduct coordination and cooperation in order to improve the internal control system for fraud prevention efforts with related work units.

Implementation of Duties

During the year 2022, the Bank conducted 57 sessions of the Fraud Committee (both through virtual meetings or circular email) in accordance with its duties and responsibilities.

Meeting Frequency and Attendance

Following are details on attendance of the Fraud Committee participants in 57 sessions (35 sessions through virtual meetings and the remaining through email circulation) for the year 2022:

Name	Position	Number of Meeting	Attendance	Percentage of Attendance
Darmadi Sutanto	Deputy President Director 2	2	2	100%
Merisa Darwis	Director of Operation	23	23	100%
Purnomo B. Soetadi	Head of Retail Lending Business	2	2	100%
Enrico Novian	Pension Business Head RLB	7	7	100%
Toho Pasaribu	Micro Business Head	13	13	100%
Adil Pamungkas	Retail Banking Risk Head	3	3	100%
Irwan Sutjipto Tisnabudi	Head of Digital Banking	3	3	100%
Jeffrey C. Tjoeng	Head of Business Banking	1	1	100%
Helena	Head of Wealth Management Business and Network & Distribution	2	2	100%
Jeny Mustopha	Head of Information Technology	1	1	100%
Heru Rustanto	Operational & Fraud Risk Management Head	57	57	100%
Landy Kurniawan	Employee & Industrial Relations Head	57	57	100%

SUSTAINABILITY COMMITTEE

Structure and Membership

Chairman: Compliance Director

Members:

1. Director of Finance & Planning
2. Director of Operations
3. Director of Corporate Banking (Japanese)
4. Head of Micro Business
5. Head of Business Banking
6. Head of Wholesale & Commercial Banking
7. Head of Retail Lending Business
8. Head of Wealth Management Business
9. Head of Digital Banking
10. Head of Risk Management

Secretary: Communications & Daya Head

Work Guidelines and Procedures (Charter)

In implementing its duties and responsibilities, the Sustainability Committee is consistently obligated to always act in accordance with prevailing provisions, laws and regulation and/or Bank BTPN's internal provision/ regulations. The Work Mechanism and Procedures (Work Guidelines) of the Sustainability Committee are described in the Sustainability Committee Charter.

Duties and Responsibilities

Details of duties and responsibilities of the Sustainability Committee are as follows:

1. Develop the strategies, policies, targets related to sustainable finance in Bank BTPN
2. Monitor, evaluate and recommend sustainable finance implementation in Bank BTPN



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Good Corporate Governance

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COMMITTEES UNDER THE BOARD OF DIRECTORS

Implementation in 2022

Throughout the implementation of its duties in 2022, the Sustainability Committee has provided recommendations and directions related to sustainable financial targets and initiatives in Bank BTPN.

Meeting Frequency and Attendance

In 2022, the Sustainability Committee held 1 meeting, with details of the members' attendance as follows:

Name	Position	Number of Meeting	Attendance	Percentage of Attendance
Dini Herdini	Compliance Director	1	1	100%
Hanna Tantani	Director of Finance & Planning	1	1	100%
Merisa Darwis	Director of Operations	1	1	100%
Kan Funakoshi	Director of Corporate Banking (Japanese)	1	1	100%
Toho Pasaribu	Micro Business Head	1	1	100%
Jeffrey C. Tjoeng	Head of Business Banking	1	1	100%
Nathan Christianto	Head of Wholesale & Commercial Banking	1	0	0%
Purnomo B. Soetadi	Head of Retail Lending Business	1	1	100%
Helena	Head of Wealth Management Business	1	0	0%
Irwan Sutjipto Tisnabudi	Head of Digital Banking	1	0	0%
Sendiaty Sondy	Head of Risk Management	1	1	100%
Andrie Darusman	Communications & Daya Head	1	1	100%

CORPORATE SECRETARY

PROFILE OF THE CORPORATE SECRETARY

Eneng Yulie Andriani

Nationality	Indonesian
Domicile	Jakarta
Age	48 years as of the end of fiscal year 2022
Educational Background	<ul style="list-style-type: none"> Master's degree in Law, Universitas Indonesia (2012) Bachelor's degree in Law with Special Law Program on Economic Activity from Universitas Indonesia (1997)
Basis of Appointment	Circular Decision of the Board of Directors No. PS/BOD/001/I/2020 datd 10 January 2020
Concurrent Positions	Head of Corporate Secretary Division
Work Experience	<ul style="list-style-type: none"> Head of Corporate Legal Department PT Bank Sumitomo Mitsui Indonesia (2014-2019) Head of Corporate Action & Stakeholder Management of Corporate Secretariate Division PT Bank Danamon Indonesia Tbk (1997-2014)
Affiliation	No affiliation with the Board of Directors, the Board of Commissioners and the Controlling Shareholders

TERM OF OFFICE

Term of office of the Corporate Secretary was effective as of 10 January 2020.

LEGAL BASIS

In compliance with Financial Services Authority Regulation No.35/POJK.04/2014 on the Establishment of Corporate Secretary juncto Securities Administration Regulation of PT Bursa Efek Indonesia (Indonesia Stock Exchange) No.1-A attachment II of the Decision of the Board of Directors of PT Bursa Efek Indonesia No. Kep-00001/BEI/01- 2014 dated 30 January 2014. The Bank retains the Corporate Secretary, Eneng Yulie Andriani, effective 10 January 2020, appointed based on Circular Decision No. PS/BOD/001/I/2020 dated 10 January 2020.

DUTIES AND RESPONSIBILITIES

Details of duties and responsibilities of the Corporate Secretary within the Bank are as follows:

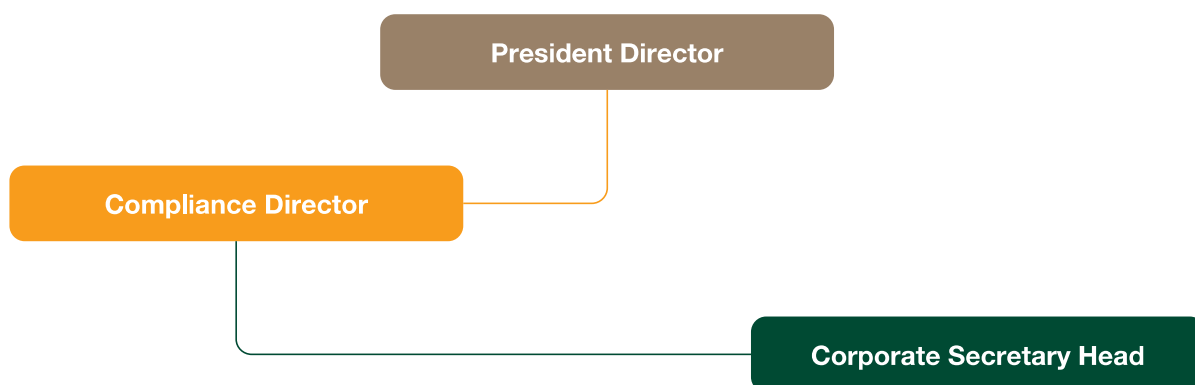
1. Maintain good relations with the Financial Services Authority, the Indonesia Stock Exchange, and other stakeholders.
2. Responsible for providing important information regarding the Bank's condition to all stakeholders that the public must know.
3. Keep track of the capital market development, including applicable regulations in the capital market.
4. Fulfill the Company's obligations as a listed company based on Corporate Governance principles.
5. Provide feedback to the Board of Directors and the Board of Commissioners to comply with provisions of Law No. 8 of 1995 concerning the Capital Market and its implementing regulations.
6. Responsible for the implementation of the GMS.
7. Coordinate the implementation of meetings of the Board of Directors and the Board of Commissioners.
8. Prepare and file the Minutes of Meeting of the Board of Director meetings.
9. Assist the Board of Directors and the Board of Commissioners in their duties and responsibilities.



CORPORATE SECRETARY

CONCURRENT POSITIONS AND ORGANIZATIONAL STRUCTURE

The function of the Corporate Secretary is served by an executive officer who leads the Corporate Secretary Division. This position is under the supervision/coordination of the Compliance Director and is not to be served concurrently with other positions.



In carrying out their duties and responsibilities, the Corporate Secretary oversees and manages the functions of Corporate Governance, Corporate Action & Stakeholder Management, as well as the Management of the Board of Commissioners and the Board of Directors.

IMPLEMENTATION OF DUTIES AND RESPONSIBILITIES

During 2022, the activities of the Corporate Secretary were carried out while adhering to health protocols. With all these limitations, the Corporate Secretary has successfully completed and carried out the following tasks or activities:

1. Organizing and attending meetings and taking minutes of meetings of the Board of Directors, Board of Commissioners, joint meetings of the Board of Directors and Board of Commissioners and all committees under the Board of Commissioners except the Nomination and Remuneration Committee.
2. Organizing monthly meetings for executive officers (monthly managers meeting).
3. Organizing the Annual General Meeting of Shareholders and Extraordinary General Meeting of Shareholders of the Bank.
4. Facilitate the organization of training or seminars for members of the Board of Directors and Board of Commissioners.
5. Arranging and fulfilling the requirements for fit and proper test for prospective members of the Board of Directors and Board of Commissioners.
6. Prepare and submit reports required by capital market and banking regulations.
7. Prepare and submit information disclosure.
8. Develop new policies and procedures and conduct periodic reviews of policies and procedures related to corporate governance including individual and integrated Corporate Governance Guidelines, charter guidelines, and amendments to the Bank's Articles of Association.
9. Conduct a review in terms of the law on limited liability companies, capital market regulations and articles of association of a Bank plan as well as prepare approval from the Shareholders, Board of Commissioners, and Board of Directors, if required.
10. Strengthening insights and providing debriefing by attending training and workshops, both organized by regulators and professional associations.

DISCLOSURE OF INFORMATION

As part of the Bank's responsibility and compliance as a public company, following is the list of disclosure of information extended during the year 2022.

Date	Document Number	Subject
07 February 2022	S.004/CCS/II/2022	Disclosure of Information on Press Release – Jenius Investment
09 February 2022	S.008/CCS/II/2022	Disclosure of Information on Press Release – ADESF
01 March 2022	S.013/CCS/III/2022	Disclosure of Information on Press Release – 2021 Performance
01 March 2022	S.014/CCS/III/2022	Disclosure of Information on the 9th Payment of Bond Interest
18 March 2022	S.020/CCS/III/2022	Disclosure of Information on the Statement of the Board of Directors (Ongki Wanadjati Dana)
21 March 2022	S.021/CCS/III/2022	Disclosure of Information - Jenius in Pekanbaru
28 March 2022	S.023/CCS/III/2022	Disclosure of Information – The Passing of Adrianus Dani Prabawa
22 April 2022	S.028/CCS/IV/2022	Disclosure of Information on GMS Press Release
22 April 2022	S.029/CCS/IV/2022	Disclosure of Information on Jenius Program Press Release
28 April 2022	S.035/CCS/IV/2022	Disclosure of Information on the Change of Composition of the Comp Board of Directors and the Board of Commissioners
28 April 2022	S.036/CCS/IV/2022	Disclosure of Information on the Change in the Articles of Association
28 April 2022	S.038/CCS/IV/2022	Disclosure of Information on Press Release – Q1 2022 Financial Performance
25 Mei 2022	S.044/CCS/V/2022	Disclosure of Information on Result of Annual Rating
25 Mei 2022	S.045/CCS/V/2022	Disclosure of Information on Result of Annual Rating
27 Mei 2022	S.360/DIR/CCS/V/2022	Disclosure of Information on the Extension of the Period of Shares Transfer
27 May 2022	S.047/CCS/V/2022	Disclosure of Information on the 10th Payment of Bond Interest
27 May 2022	S.048/CCS/V/2022	Disclosure of Information on the Extension of Shares Transfer
02 June 2022	S.049/CCS/VI/2022	Report on Shares Ownership
02 June 2022	S.050/CCS/VI/2022	Disclosure of Information on Press Release – Jenius Program
03 June 2022	S.051/CCS/VI/2022	Disclosure of Information on Additional Paid-Up Capital in BTPNS-MV
08 June 2022	S.054/CCS/VI/2022	Disclosure of Information on Additional Paid-Up Capital in BTPNS-MV
28 July 2022	S.061/CCS/VII/2022	Disclosure of Information on Press Release – Bank BTPN Manifests the Empowerment of the Community Through MSME Training
03 August 2022	S.064/CCS/VIII/2022	Disclosure of Information on Press Release – Bank BTPN Semester I 2022 Performance
25 August 2022	S.070/CCS/VIII/2022	Disclosure of Information on Press Release – 6th Anniversary of Jenius
30 August 2022	S.071/CCS/VIII/2022	Disclosure of Information on 11th Payment of Bond Interest
19 September 2022	S.079/CCS/IX/2022	Disclosure of Information on Press Release – Manifesting the Little Steps Traveling to Singapore with Jenius
22 September 2022	S.089/CCS/IX/2022	Disclosure of Information on Press Release – BTPN's Cooperatio with BNP Paribas
27 September 2022	S.092/CCS/IX/2022	Disclosure of Information on Press Release – BTPN's Cooperation with Microsoft
30 September 2022	S.096/CCS/IX/2022	Disclosure of Information on Press Release – Implementation of Extraordinary GNS and Public Expose
30 September 2022	S.097/CCS/IX/2022	Disclosure of Information on Result of BTPN Annual Rating
30 September 2022	S.098/CCS/IX/2022	Disclosure of Information on Result of BTPN Annual Rating
06 October 2022	S.103/CCS/X/2022	Disclosure of Information on the Change in Composition of the Company's Board of Directors
31 October 2022	S.108/CCS/X/2022	Disclosure of Information on Press Release – Jenius Credit Card
01 November 2022	S.109/CCS/XI/2022	Disclosure of Information on Press Release – Bank's Q3 2022 Peformance
06 December 2022	S.116/CCS/XII/2022	Disclosure of Information on Press Release – 2023 Economic Outlook
19 December 2022	S.857/DIR/CCS/XII/2022	Disclosure of Information on Press Release – Bank BTPN's "Daya Fest 2022": Empowerment of Self Potentials To Be Prepared for the Challenges of 2023
27 December 2022	S.865/DIR/CCS/XII/2022	Disclosure of Information on Press Release – Bank BTPN, SMBC Disburses Green Financing of \$93.75 Million to PLN



CORPORATE SECRETARY

TRAINING AND COMPETENCY DEVELOPMENT

Details of competency development programs participated by the Corporate Secretary during the year 2022 are as follows:

Date	Organizer	Material
11 January 2022	Indonesia Stock Exchange	Socialization on the Change in Regulation Number I-A and SE Special Notation
12 January 2022	BTPN IT	BTPN Digital Workplace – Champion user Office 365
12 January 2022	Indonesia Stock Exchange	RDP Equity Capital Activity
19 January 2022	Indonesia Stock Exchange	Hearing on the Concept of Rule Number I N regarding the Elimination of the Delisting of Equity Securities, Equity Securities, Debt Securities, and Sukuk and Relisting of Shares on the Exchange.
26 January 2022	BTPN - HR Learning dan HHP	Invitation to Online Training & Development Class: Rights Issue Webinar
27 January 2022	BTPN - Corporate Communication	Senior Leaders Briefing Q1 2022
28 January 2022	National Banking Association Institute	Webinar: E-Signature as One Solution to Legality in the Digital Era
31 January 2022	OJK Director of Statistics and Capital Market Information	Socialization on POJK No. 23/POJK.04/2021 on Follow-Up of Supervision in the Capital Market
31 January 2022	Indonesia Stock Exchange	Webinar: Building Organizational Resilience and Innovation Through Initial Public Offering of Subsidiaries
1 February 2022	BTPN - HR Learning	Mandatory E Learning: Code Ethic PT Bank BTPN tbk version 2021
11 February 2022	IICD & Corporate Secretary	Update on ACGS (Asean Corporate Governance Scorecard)
16 February 2022	BTPN - HR Learning	Mandatory E-Learning SMBC Group 2022 : Ethics, Integrity and Conduct Risk
16 February 2022	BTPN - HR Learning	Mandatory E-Learning SMBC Group 2022 : Anti-Trust and Fair Competition
17 February 2022	OJK Banking Supervisory Board	Socialization on SEOJK No. 32/SEOJK.03/2021 on the Change in OJK Circular Letter No.on the Re-Evaluation For the Bank's Main Party
24 February 2022	HKHPM	2022 HKHPM Webinar: Implications of POJK No.22/POJK.04/2021 concerning the Application of Classification of Shares with Multiple Voting Rights by Issuers with Innovation and High Growth Rates Conducting Public Offerings of Equity-Type Securities in the Form of Shares
25 February 2022	Ministry of Investment and AEI	Selection Techniques, New Submissions and Elimination of KBLI through the OSS System
8 April 2022	BTPN Learning Institute and LDA SMBC	Webinar: It's time to Break the Mold
10 April 2022	BTPN - HR Learning	Refreshment APU PPT 2022
27 April 2022	BTPN Learning	BTPN Leadership Series: IT Governance, Speeding up the Growth to Bank 4.0
24 May 2022	BTPN Compliance	Socialization of POJK No.6/POJK.07/2022 on the Protection of Consumers & the Public in the Financial Services Sector
9 June 2022	IDX	Rule Making Rule Invitation to Hearing in the Framework of Rule Making Rule Concept of Stock Exchange Regulation Number I-Y on the Listing of Shares and Equity-Type Securities Other Than Shares on the New Economic Board Issued by Listed Companies
16 June 2022	OJK Institute	Webinar: Anti Bribery Management System : Experience Through Integrity

Date	Organizer	Material
20 June 2022	BTPN - Corporate Communication	Senior Leaders Briefing Q2 2022
05 July 2022	BTPN Learning	Executive Risk Management Certification Refresher 2022: Cyber Crime in the era of Digital Banking
06 July 2022	Law online and IDX	2022 Hukumonline Webinar: Technology Strategy and Innovation in Supporting the Role of the Corporate Secretary
13 July 2022	BTPN Learning	Bank BTPN Spokesperson's Media Training
10 August 2022	Gallup	Webcast Course Spotlight: Boss to Coach Journey
12 August 2022	BTPN – Team Tax	Tax Sharing Session – Rights and Responsibility of Tax
15 August 2022	BTPN - Corporate Communication	Senior Leaders Briefing Q2 2022
16 August 2022	ICSA	Collaboration of Internal Auditor and Corporate Secretary to Improve ERM
30 August 2022		Prospects for Intellectual Property Rights (IPR) as Debt Guarantees
05 September 2022	ICSA	One Step Closer to Your Goals: Be a Good Negotiator & Lobbyist
6 September 2022	Indonesia Stock Exchange	Dissemination of Free Float Provisions and Reporting: Changes in Information on Report Format E009 - Monthly Report on Securities Holder Registration/Changes in Shareholder Structure
6 September 2022	BTPN Learning	BTPN Leadership Series: Be Innovative Leader
08 September 2022	ICSA	Best Practice Caring for the Environment in the Business World
14 September 2022	BTPN – Team Tax	Tax Sharing Session IV – Deduction of PPh Article 21
23 September 2022	BTPN & LDA SMBC	COI by Allen & Gledhill LLP
12 October 2022	BTPN – Team Tax	Tax Sharing Session IV – Deduction of PPh Article 21
18 October 2022	ICSA	ASEAN Corporate Governance Scorecard : ASEAN Asset Class
07 November 2022	BTPN - Corporate Communication	Senior Leaders Briefing Q3 2022
08 November 2022	Creco	BTPN Economic Outlook by Chatib Basri
29 November 2022	BTPN - Corporate Communication	Bank BTPN Economic Outlook 2023: Smart in Strategy, Efficient in Facing the Recession of 2023
06 December 2022	BTPN - Corporate Communication	BTPN Leadership Series: Future of Work, Maximizing Talent to Face the Future of Work
08 December 2022	OJK Institute	Developing Personal Branding: The Key to Success in Career and Performance



COMPLIANCE FUNCTION

Implementation of the Compliance Function at BTPN refers to the Financial Services Authority (OJK) Regulation No. 46/POJK.03/2017 on the Implementation of the Compliance Function in Commercial Banks. The regulation explains that the Compliance Function is a preventive measure (ex-ante) for the Bank so that policies, provisions, systems, procedures, and business activities are carried out in accordance with OJK regulations as well as relevant laws and regulations.

The Compliance Function also ensures the emergence of compliance with the Bank's commitments to OJK and other authorities. Compliance with provisions set by OJK, Bank Indonesia, or applicable laws and regulations has been BTPN's commitment, as stated in the Bank's Corporate Governance Manual and Compliance Policy.

The importance of implementing compliance is also a response to the awareness that banking is an industry that requires the implementation of highly-regulated compliance compared to other industries. The strict level of compliance is especially related to public missions and responsibilities toward public funds.

Moreover, in line with the rapid development of information technology and digitalization, it can pose a potential compliance risk for the Bank. For this reason, efforts to mitigate potential compliance risks are highly important.

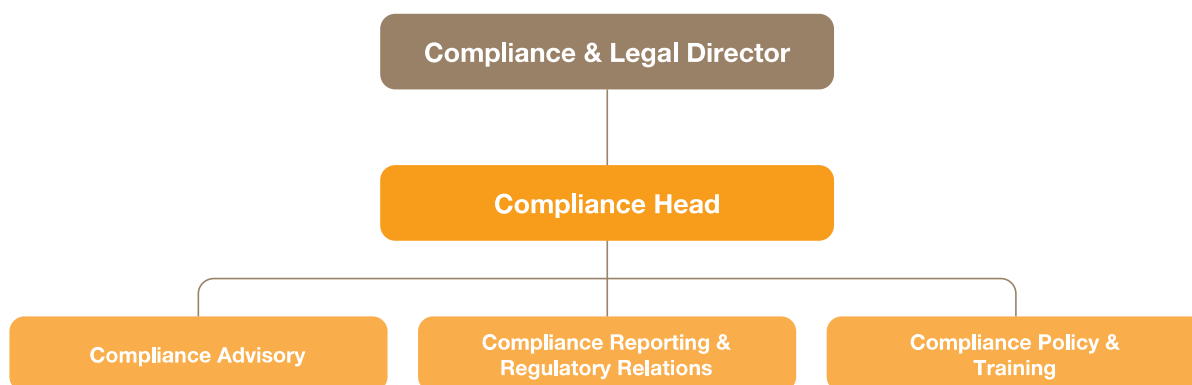
This can be manifested through improving the role and responsibility of compliance at every organizational level, as well as the effectiveness of the Compliance Unit roles in the Bank. Thus, all potential risks to the Bank's business activities can be anticipated early.

The Bank's compliance is carried out in a comprehensive and structured manner. The objective, mainly as preventive effort, to ensure that business processes within the Bank are in line with applicable regulatory provisions.

ORGANIZATIONAL STRUCTURE

Implementation of the compliance function in BTPN's organization is implemented by the Compliance Work Unit, referred to as the independent Compliance Division, as the OJK regulations stipulate. In line with regulatory provisions, the Bank also has the Director of Compliance responsible for the Compliance Function.

Below is the organizational of the Compliance Division:



LEGAL BASIS

The Bank's main guideline in its compliance function is OJK Regulation No. 46/POJK.03/2017 on the Implementation of Compliance Function in commercial Banks. In addition, the Bank takes into consideration the following:

1. The development of information technology, globalization, and financial market integration will add to the complexity of the Bank's business activities that will broadly impact the risk exposures faced by banks;
2. Efforts to mitigate risks in the Bank's business activities, both as preventive measures (ex-ante) or curative measures (ex-post);
3. Efforts of preventive measures (ex-ante) can be conducted by complying with various applicable banking rules to reduce or minimize risks in the Bank's business activities.

FUNCTION, DUTIES AND RESPONSIBILITIES

Functions, duties, and responsibilities of the Compliance Department in BTPN are focused on supporting the implementation of the Compliance Function in accordance with POJK No.46/POJK.03/2017 on the Implementation of compliance Function in Commercial Banks, which covers the following:

1. Manifest the implementation of Compliance Culture at all levels of the Bank's organization and business activities;
2. Manage Compliance Risks faced by the Bank;
3. Ensure that policies, provisions, systems, and procedures, as well as the Bank's business activities, are in accordance with provisions set by the Financial Services Authority, as well as laws and regulations, including the Sharia Principle for sharia commercial banks and sharia business units; and
4. Ensure the Bank complies with its commitments to the Financial Services Authority and/or other authorized supervisory authorities.

For the Compliance Function to be implemented effectively, the Bank has appointed a Director in charge of the Compliance Function. In carrying out the duties, the Director is assisted by an independent Compliance Unit, as stipulated by OJK on implementing the Compliance Function in Commercial Banks.

With reference to POJK No. 46/POJK.03/2017 concerning the Implementation of the Compliance Function in Commercial Banks, the duties and responsibilities of the organization that carries out the Compliance Function are as follows:

The Director Responsible for Compliance Function:

1. Formulate the strategy to encourage the emergence of the Bank's Compliance Culture;
2. Propose compliance policies or principles that will be established by the Board of Directors;
3. Establish the compliance system and procedures to be used to formulate the Bank's internal provisions and guidelines;
4. Ensure that all policies, provisions, systems, procedures, as well as the Bank's business activities are in accordance with provisions set by the Financial Services Authority and the provisions of the laws and regulations;
5. Minimize the Bank's Compliance Risk;
6. Take preventive measures so that policies and/or decisions by the Bank's Board of Directors will not deviate from provisions set by the Financial Services Authority and provisions of the laws and regulations; and
7. Conduct other tasks related to Compliance Function.

Duties and Responsibilities of the Compliance Work Unit:

1. Establish steps to support the emergence of Compliance Culture in all of the Bank's business activities at every level of the organization;
2. Conduct identification, measurement, monitoring, and control of Compliance Risk by referring to the provisions of the Financial Services Authority that regulate the implementation of risk management in commercial banks;
3. Assess and evaluate the effectiveness, adequacy, and conformity of the Bank's policies, provisions, systems, and procedures with provisions of the laws and regulations;
4. Review and/or recommend updates and improvement of the Bank's policies, provisions, systems, and procedures in order to comply with provisions of the Financial Services Authority, as well as the provision of the laws and regulations;
5. Take efforts to ensure that the Bank's policies, provisions, systems, and procedures, as well as the Bank's business activities, are in accordance with the provisions of the Financial Services Authority and provisions of the laws and regulations; and
6. Conduct other tasks related to the Compliance Function.

Supervision of the Board of Directors and the Board of Commissioners

With reference to the obligation to comply with POJK No. 46/POJK.03/2017 on the Implementation of the Compliance Function in Commercial Banks, the Board of Directors is required to foster and actualize the implementation of Compliance Culture at all levels of the



COMPLIANCE FUNCTION

organization and the Bank's business activities, as well as the obligation to ensure that the Bank's Compliance Function is implemented.

In this respect, in order to ensure the implementation of the Compliance Function, the Board of Directors and the Board of Commissioners continuously carry out supervision of the Bank's Compliance Function implementation, which among other through the following mechanism:

1. Report on the implementation of duties and responsibilities of the Compliance Unit to the Compliance Director (monthly).
2. Report on the implementation of duties and responsibilities of the Compliance Director to the President Director with a copy to the Board of Commissioners (quarterly).
3. Report on the monitoring results of compliance risk to the Board of Directors at the Board of Directors Meeting and to the Board of Commissioners at the Board of Directors Meeting forum with the Board of Commissioners, as well as to the Audit Committee on a regular basis.

The Board of Directors and the Board of Commissioners have also approved the compliance policy that serves as the fundamental infrastructure in the governance implementation of the Bank's Compliance Function.

In compliance with POJK No.46/POJK.03/2017 on the Implementation of the Compliance Function in Commercial Banks, the Board of Commissioners takes an active supervisory role of the Compliance Function through assessment of the Bank's Compliance Function implementation conducted 2 (two) times a year, including providing suggestions/recommendations to improve the implementation of the Bank's Compliance Function.

FOCUS OF THE COMPLIANCE FUNCTION IN 2022

Throughout the year 2022, the focus of the Bank's Compliance Function implementation in carrying business activities includes the following:

1. Review all of the Bank's major and operational policies, including Compliance Policy as the basic infrastructure serving as guidelines for implementing the Bank's Compliance Function.

2. Compliance Test on draft policies, program products, corporate actions, or transactions that require approval of the Credit Committee as well as Compliance Review on initiatives other than policies, program products, corporate actions, and transactional decisions (credit) with the limited authority of the Credit Committee to ensure compliance with applicable regulations.
3. Socialization of new OJK, BI, and LPS regulations to the Directors, Board of Commissioners, related units, and branch employees by email or virtually, including disseminating new regulations to related units to determine follow-up actions on these new regulations. In addition, the re-socialization of old regulations, which impacted products and the Bank's activities, was also carried out in related units.
4. The advisory function related to the implementation of applicable regulations in each of the Bank's product releases and/or activity and policy, whether new, in development, or on the annual review, through coordination meetings, electronic media, and others.
5. Implementation of Compliance Risk self-assessment as part of the Bank's Risk Profile preparation conducted quarterly to manage the Bank's Compliance Risk.
6. Implementation of the Compliance Self-Assessment (CSA) to ensure compliance implementation of work units with OJK and BI regulations, applicable laws and regulations, as well as regulations issued by Sumitomo Mitsui Banking Corporation (SMBC) as part of global risk consolidation with SMBC as the Bank's majority shareholder and Controlling Shareholder and also as the Global Systematically Important Bank (G-SIB).
7. Implementation of Compliance Self Review as one of the steps to improving the Compliance Culture of all employees to the implementation of OJK and BI regulations, provisions of laws and regulations, as well as SMBC regulations.
8. Implementation of Compliance On-Site Review (Branch Review) by AML Compliance Champion, as part of the activities of the Compliance Division in monitoring compliance implementation by branch offices, and also to maintain consistency of compliance by branch offices with applicable regulations and to avoid the gap between compliance implementation at the head office and at the branch offices.

9. Evaluation on reviews conducted by related units on the imposition of fines and their follow-ups from the Regulators (OJK and/or BI) in order to mitigate recurring fines and improve the Bank's internal control, which includes monitoring the completion of follow-up actions or corrective measures carried out based on results of the review.
10. Monitoring the implementation of Compliance Function and governance in subsidiary PT Bank BTPN Syariah in line with OJK provisions related to Banking Synergy.
11. Improvement of the compliance process, among others through the strengthening of the supporting infrastructure for Compliance Function implementation in the Compliance Unit in the form of a monitoring system for compliance with OJK and/or BI regulations, fulfillment of Regulatory inspection findings and others.
12. Training for all employees to strengthen Compliance Culture at all levels of the organization and the Bank's activities. The training, among others, relates to Refreshment Compliance Awareness that includes Compliance Declaration, carried out through e-learning. In addition, socialization on the dissemination of topics related to Anti-Bribery & Corruption (ABC) are also conducted for all employees, carried out through the Bank's internal media.
13. Improvement of the quality and competency of the human resources at the Compliance & Legal Directorate in order to fulfill the Bank's compliance with applicable laws, conducted through training, workshops, and others.

COMPLIANCE IMPLEMENTATION STRATEGY

The Bank retains the strategy to establish continuous compliance in the Bank's organizational environment. Details of the strategy are explained below:

1. Assistance and monitoring of compliance implementation in all business lines/support.
 - a. Improve compliance culture at all levels of the Bank's organization and its business activities through the dissemination of OJK, BI, and LPS regulations.
 - b. Provide training to all staff and increase awareness of compliance culture, both at the head office and branch offices.
2. Increase supervision and awareness of compliance risk by conducting Compliance Self Assessment, Compliance Self Review, Compliance On-Site Review (Branch Review), and also internal discussions in order to provide advice to related units.

3. Ensure that all of the Bank's policies, provisions, systems, and procedures, as well as its business activities, are in accordance with provisions set by the Financial Services Authority, as well as laws and regulations. This is conducted by evaluating internal guidelines, corporate actions, or transactional decisions (credit) that must be approved by the Credit Committee and the advisory function.

COMPLIANCE SOCIALIZATION

Throughout the year 2022, socialization on new provisions issued by OJK, BI, and LPS was carried out by email or virtual media to the Board of Directors, Board of Commissioners, and related units, including the dissemination of the new regulations to related units to establish follow-ups on the new regulations. In addition, socialization on the old regulations that impacted the Bank's products and activities to related units was also conducted.

To enhance branch employees' comprehension, socialization of OJK, BI, and LPS provisions, as well as SMBC regulations, was also carried out through ACC.

COMPLIANCE INITIATIVES IN 2022

During the year 2022, the Bank actualized a number of initiatives related to compliance, including the following:

1. Evaluation of reviews conducted by related units on the causes and follow-ups of the fines imposed by the Regulators (OJK and/or BI) in order to mitigate the reoccurrence of fines and to improve the Bank's internal control, including monitoring the completion of follow-up actions or corrective steps taken according to results of the reviews.
2. Enhancement of the compliance process, among others, through the strengthening of the infrastructure that supports the implementation of Compliance Function in the Compliance Unit, in the form of a monitoring system for compliance with OJK and/or BI regulations, Regulatory audit findings, and others.
3. Implementation of Project Regulatory Reporting Governance & Process Review (Project RRG&PR) that aims at increasing time efficiency from available resources, increasing critical process maturity in managing compliance reporting, and reducing compliance risk exposure, which may result in potential fines.



INTERNAL FRAUD

BASIS OF FRAUD PREVENTION

Bank BTPN applies zero tolerance to every incident of fraud. For this reason, the Bank incessantly follows up on every fraud incident, including by providing sanctions to employees who conduct and are involved in fraud incidents, in line with applicable provisions, including reporting to the authorities (if necessary).

Apart from the above, the Bank is committed to taking action of prevention against all forms of fraud and to immediately follow-up to reduce the loss impact on the customers and/or the Bank, including managing the Bank's reputation from negative publications that impact the loss of the public's trust in the Bank.

The Bank requires all employees to act honestly, with integrity and high professionalism to take an active role in protecting and maintaining assets, customers' funds, and stakeholders' interests by complying with all internal provisions and prevailing laws and regulations.

IMPLEMENTATION OF ANTI-FRAUD STRATEGY

In managing fraud risks, the Bank implements an anti-fraud strategy coordinated by the Operational & Fraud Risk Management (OFRM) Division. The OFRM Division is directly responsible to the Head of Risk Management, who is responsible to the President Director.

Fraud risk control in BTPN is carried out systematically through the implementation of an Anti-Fraud strategy manifested in 4 (four) pillars, as explained below:

1. Prevention

The anti-fraud prevention programs, in the context of reducing potential fraud incidents, which at least include the signing of the Anti-Fraud Integrity Pact, training (through virtual as well as e-learning facilities) to all employees, the Board of Directors and the Board of Commissioners, periodically update policies and procedures of anti-fraud strategy management, carry out reviews of fraud risks on each product, process, system, and initiative (new or in development stage) as well

as administer training periodically on anti-fraud awareness to vendors and partners in cooperation with the Bank to take part in assisting the Bank to maintain corporate governance, especially in the aspect of proper implementation of fraud risk management.

2. Detection

Programs and tools to detect fraud, which at least includes the whistleblowing mechanism, surprise audit, and surveillance system.

3. Investigation

The process of investigation, reporting, and sanctions on fraud incidents, which at least includes investigation standards, reporting mechanisms, and mechanisms for the imposition of sanctions.

4. Monitoring, Evaluation, and Follow-Up

Observe, evaluate, and monitor the settlement of follow-up actions on fraud incidents carried out by the OFRM Division in coordination with all other related work units.

The OFRM Division reports the implementation of the Bank's anti-fraud strategy to the President Director through the Risk Management Committee monthly meetings and to the Board of Commissioners through the Audit Committee and Risk Monitoring Committee meetings every 3 (three) months. The OFRM Division also submitted the anti-fraud strategy implementation reports to the Regulators (BI/OJK/LPS) in accordance with the prevailing provisions.

IMPLEMENTATION AT THE BANK

The following are the number of Internal Fraud incidents with significant impact that have been reported to OJK based on the criteria set out in Bank BTPN's regulations.

Internal Fraud in 1 year	Number of case conducted by					
	Management		Permanent Employee		Non-Permanent Employee	
	2022	2021	2022	2021	2022	2021
Resolved	0	0	1	-	1	-
In process of settlement internally in the Bank	0	0	-	-	-	-
Not yet processed for settlement	0	0	-	-	-	-
Followed-up further through legal process	0	0	1	-	1	-
Total Fraud	0	0	1*	-	1*	-

*) 1 Incident conducted collectively.

ANTI-MONEY LAUNDERING AND COMBATING FINANCING OF TERRORISM (AML & CFT)

The Bank has established the AML & CFT program to counterfeited the potential risk on criminal acts of Money Laundering, Financing of Terrorism, and Financing for the Proliferation of Weapons of Mass Destruction. The AML CFT program are subject to Law No.8 Year 2010 concerning the Prevention and Eradication of the Criminal Act of Money Laundering, Law No.9 Year 2013 concerning the Prevention and Eradication of the Criminal Act Financing of Terrorism, OJK/FSA (Financial Services Authority) Regulation No.23/POJK.01/2019 concerning the Amendment of Financial Services Authority Regulation No. 12/POJK.01/2017 concerning Implementation of Anti Money Laundering and Combating Financing of Terrorism in Financial Services Sector, OJK/FSA Circular Letter No.32/SEOJK.03/2017 concerning the Implementation of Anti-Money Laundering Program and Combating Financing of Terrorism in Financial Services Sector, OJK/FSA Regulation No. 12/POJK.01/2017 concerning

Implementation of Anti Money Laundering and Combating Financing of Terrorism in Financial Services Sector, as well the best practices of SMBC Global group.

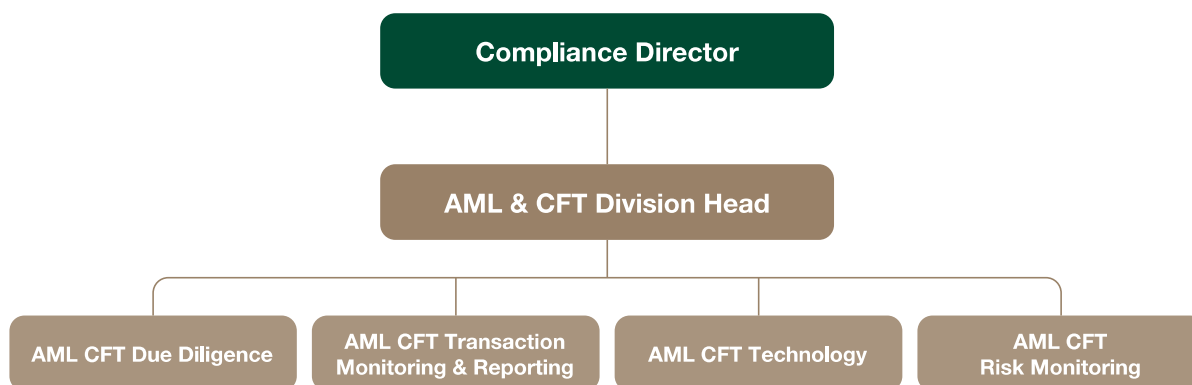
AML CFT Special Unit

Bank established AML CFT Division (Anti Money Laundering/Combating Financing of Terrorism) as a Special Unit responsible for the continuous implementation of AML and CFT programs. The AML CFT Division is an independent working unit directly responsible to director supervises the compliance function (Director of Compliance). The AML CFT Division performs monitoring and testing of the Bank's compliance to AML CFT programs, as well providing reports to inform management on the quality of AML CFT implementation. To facilitate supervision of AML CFT implementation in branch offices across Indonesia, the AML CFT Division receives support from AML staff representatives (AML Compliance Champions) stationed in regional areas.



INTERNAL FRAUD

Organizational Structure of APU PPT Division



AML CFT Program Socialization

The implementation of the AML CFT program requires a collective commitment from all stakeholders, from the employee level to the management. The AML CFT policies socialized regularly to all employees and to designated Business Unit related to specific AML CFT materials/issues. These actions will be continually performed to support compliance culture within the Bank's organization as well awareness of the impact of Money Laundering, Terrorism Financing, and Proliferation of Weapons of Mass Destruction risks towards the Bank's business activities.

Implementation of AML CFT Programs in 2022

Along with the financial products and services development and complexity, also the increasing of information technology adoption in financial products and services, Bank is faced with the potential risk of being used as media of criminal acts of Money Laundering, Terrorism Financing, and Proliferation of weapons of mass destruction. The Bank mitigates the increased risk through continuous improvement in the quality of AML CFT program implementation, based on risk-based approach in identifying, assessing, and understanding AML CFT risks in all financial products and services owned by the Bank.

The Bank also actively contributes to regulatory programs in Indonesia to support the strengthening of the financial services sector, among others through Financial Integrity Rating on Money Laundering/ Terrorism Financing (FIR on ML/TF) conducted by PPAK/INTRAC annually.

As part of implementing comprehensive risk management and supporting the integrity of the implementation of corporate governance principles, the Bank implements the following AML/CFT programs to mitigate the risk of Money Laundering and Terrorism Financing:

1. Active supervision by the Board of Directors and the Board of Commissioners

The Board of Directors and Commissioners approves the Bank's AML and CFT policies and procedures. The Implementation of AML CFT program are regularly informed to Board of Directors and the Board of Commissioners through periodic meetings and periodic/ad hoc reports. The monitoring is communicated to Boards aimed for ensuring AML CFT implementation are carried out in accordance with the established policies and procedures.

2. Policies and procedures

The Bank has policies and procedures to manage and mitigate AML CFT risks identified in accordance with the risk assessment. Policies and procedures serve as guidelines for employees in the implementation of preventing and combating the risk of Money Laundering, Terrorism Financing, and Proliferation activities when conducting the Bank's business and operational activities. Policies and procedures review are performed annually, in accordance with the development of local AML CFT regulations in Indonesia, benchmarking with SMBC as the parent company, and the Bank's business and business complexity.

3. Internal Control

To ensure effective internal control system, Bank determines the role and responsibility of working units related to the implementation of AML CFT programs and conducts independent assessment ensuring of AML and CFT programs effectiveness. Business Units and Branches are responsible for implementing the Bank's business activities in compliance with AML and CFT policies and procedures. As the second line of defense, Quality Assurance Team (under Directorate of Operations) and the AML CFT Division performed independent assessments to ensure the process quality in all branches, including the AML CFT processes. The AML CFT Division conducts continuous evaluation of the implementation of AML CFT policies and the development of AML CFT risks faced through AML CFT risk assessments on the operational activities of branch offices on a regular basis, as well risk assessments to identify inherent risks, controls, and risk mitigation on Bank's products, services, and technology development. Audit, in the capacity as the third line of defense, examines the quality of the implementation of AML CFT program conducted by the first line and second line of defense.

4. Management Information System

The Bank has adequate management information system in place to support the AML CFT program, includes the systems used for customer identification and screening, customer risk profile assessment, monitoring of customer data updates, customer transaction monitoring, as well reporting systems to all relevant stakeholders. The customer transaction monitoring system is also designed to support Bank in analyzing customer transaction monitoring alerts and identifying transactions required to be reported to authorities

in accordance with the applicable regulations. Bank continuously enhances and develops the AML CFT support system on a regular basis to ensure the system, information technology and distribution channel are not wrongfully misused as media for criminal activity of Money Laundering, Terrorism Financing and Proliferation. Periodic testing are also performed to assess system's reliability and effectiveness to Bank's AML CFT program. In compliance with regulators, Bank has implemented goAML report to INTRAC/PPATK (Perka PPATK No. 1 Year 2021 concerning Procedures for Submitting Reports through the goAML Application for Financial Service Sectors), reporting AML/CFT via APOLO system to OJK/FSA Regulation No.63 /POJK.03/2020 and Circular Letter of FSA Regulation No.26/SEOJK.03/2020 concerning Commercial Bank Reporting through the OJK Reporting System), as well as the Suspected Financing of Terrorism Information System (SIPENDAR) to PPATK/INTRAC (PPATK Regulation No.11 Year 2021 concerning the Suspected Financing of Terrorism Information System).

5. Human Resources and Training

The AML CFT Division monitors, analyzes, and recommends training needs as well develops the AML CFT training materials for Bank employees. Based on the recommendation, the Bank has provided training on an ongoing basis in relation to AML and CFT programs. Training is also delivered to ensure all employees has adequate knowledge and awareness of the techniques, methods, and typologies on the criminal act of Money Laundering, Financing of Terrorism, and Proliferation which targeted Bank's products, services, and distribution channel. Having well understanding of the risks, employees are expected to have awareness on their responsibility to counterfeit Money Laundering and Terrorism Financing through the Bank's products, services, and distribution channel.



PROVISION OF FUNDS FOR SOCIAL AND POLITICAL ACTIVITIES

Bank BTPN is not involved in political activities and does not extend donations for political purposes. On the contrary, Bank BTPN can continually maintain its business performance by carrying out its social calling.

In this respect, the Bank places its social responsibility program as an important and integral part of the Bank's business activities. A more detailed explanation of this is presented in the Sustainability Report.

TRANSPARENCY OF THE BANK'S FINANCIAL AND NON-FINANCIAL CONDITIONS

With reference to the Financial Services Authority Regulation No. 55/POJK.03/2016 on the Implementation of Corporate Governance in Commercial Banks, Bank BTPN has complied with the obligation concerning the transparency of the financial and non-financial conditions. The disclosure mechanism is carried out through various communication channels, from uploading on the Bank's sites to direct disclosure to the regulators and related parties.

In addition, transparency is also noted through publications in the national media. Following is the list, among others, of details of transparency in financial and non-financial areas:

Subject of Transparency	Publication
Monthly Financial Report to regulator	Website
Quarterly Financial Report to regulators	Print media and website
Annual Report to regulators, rating institutions, shareholders, and other related parties	Website
Information Governance	Website

Subject of Transparency	Publication
Information on the Bank's Products and Services including office network	Website
Announcement of GMS implementation	Website and other information channels
Other information related to information disclosure	Website and other information channels

Share Buyback or Subordinated Bond

The shares and bond buybacks are efforts to reduce the number of issued shares or bonds. The payment procedure is carried out in accordance with applicable regulations.

In 2022, Bank BTPN did not buy back shares or bonds.

PROVISION OF FUNDS TO RELATED PARTIES AND LARGE EXPOSURE

The provision of funds to Related Parties is performed in accordance with applicable regulations and must obtain the approval of the Board of Commissioners. The following table shows details of the provision of Funds to Related Parties and Big Exposures as of December 31, 2022.

Realization of Provision of Funds to Third Parties and Large Exposure.

Provision of Funds	Total	
	Number of Debtor	Nominal (Rp Million)
1. To Related Parties	12	4,606,953
2. To Main Debtor	25	70,545,049
Individual	3	3,113,795
Group	22	67,431,253



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Good Corporate Governance

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EXTERNAL AUDIT

POLICY

In preparing the audited financial statements, BTPN appointed a Public Accountant (AP) and a Public Accounting Firm (KAP) registered with Bank Indonesia and the Financial Services Authority. For the fiscal year 2022, KAP Siddharta Widjaja & Partners was appointed. The Annual GMS approved the appointment on 21 April 2021 based on the recommendation of the Audit Committee through the Board of Commissioners.

The total fee incurred for the audit of the 2022 Consolidated Financial Statements was Rp8.55 billion before out-of-pocket expenses and VAT of 10%.

The above Public Accountant and KAP have completed their tasks independently in line with the standard guidelines for the public accounting profession and in accordance with the predetermined work requirements and audit scope.

Below is a list of the public accountant firms that have audited BTPN's financial statements in the past 5 (five) years:

Public Accounting Firms as Audit Executor of Bank BTPN's Financial Statements

Audited Fiscal Year	Public Accounting Firm	Accountant in Charge	Services Provided	Fee (Rp Million)
2022	KAP Siddharta Widjaja & Rekan	Novie S.E., CPA	Audit of Financial Statements	8,553
2021	KAP Siddharta Widjaja & Rekan	Liana Lim S.E., CPA	Audit of Financial Statements	8,351
2020	KAP Siddharta Widjaja & Rekan	Liana Lim S.E., CPA	Audit of Financial Statements	8,500
2019	KAP Siddharta Widjaja & Rekan	Liana Lim S.E., CPA	Audit of Financial Statements	7,300
2018	Tanudiredja, Wibisana, Rintis & Rekan	Jimmy Pangestu, S.E.	Audit of Financial Statements	5,755

OTHER SERVICES PROVIDED

Throughout the audit period, the KAP team did not provide other services other than financial audit services.

INTERNAL AUDIT WORK UNIT

The Internal Audit retains the vision to become the management's strategic partner in supporting the Bank's growth to attain the organization's set goals. In carrying out its duties, the Internal Audit has 2 (two) functions.

The first is the assurance function, where the Internal Audit evaluates the governance process, risk management, and effectiveness of the internal control on all aspects of the Bank's activities through the risk-based approach.

Second, the consultative function, where the Internal Audit provides feedback on internal control to other directorates, such as by extending recommendations or suggestions for improvements in various audits conducted, feedback on policy or procedure drafts, feedback on the Bank's main initiatives, and others.

PROFILE

Nurhajati Soerjo Hadi

Head of Internal Audit

Nationality	Indonesian
Domicile	Jakarta
Age	54 years as of the end of fiscal year 2022
Place, Date of Birth	Jakarta, 11 August 1968
Basis of Appointment	Appointed as President Director upon approval of the Board of Commissioners since 1 January 2017, through the Decision Letter No. PS/BOC/009/XII/2016 on the Approval of the Board of Commissioners related to the Replacement of the Head of Internal Audit of PT Bank BTPN Tbk.
Educational Background	Bachelor of Arts in Business Administration from Oregon State University, Corvallis – Oregon, USA (1991)
Work Experience	<ul style="list-style-type: none"> • Fraud Management Unit Head, PT Bank BTPN Tbk (2015-2016) • Quality Assurance and Corporate Client Execution Head, PT ANZ Bank Indonesia (2015) • Business Development Director (Business Manager) to International Banking, The Royal Bank of Scotland N.V., Jakarta Branch (2009–2013) • Business Development Director (Business Manager) to Executive Country, ABN AMRO Bank N.V. / The Royal Bank of Scotland N.V., Jakarta Branch (2008–2013) • Director, PT RBS Finance Indonesia (2008–2012) • Credit Portfolio Management Head, ABN AMRO Bank N.V., Jakarta Branch (2005–2008) • Deputy Head Financial Restructuring & Recovery (FRR), ABN AMRO Bank N.V., Jakarta Branch (2003–2005) • Financial Restructuring & Recovery Officer, ABN AMRO Bank N.V., Jakarta Branch (1999–2005) • Relationship Manager for Corporate Banking, ABN AMRO Bank N.V., Jakarta Branch (1996- 1998) • Corporate Credit Account Officer di PT IBJ Indonesia Bank, Jakarta (1991–1995)
Certification	<ul style="list-style-type: none"> • Manajemen Risiko (SMR) Level 5 • Qualified Internal Auditor (QIA)
Affiliate Relationship	No affiliation with the Board of Directors, Board of Commissioners and Controlling Shareholders.

APPOINTMENT AND DISMISSAL

The Head of Internal Audit is appointed and dismissed by the President Director with the approval of the Board of Commissioners. The appointment and dismissal of the Head of Internal Audit are reported to the Financial Services Authority (OJK).

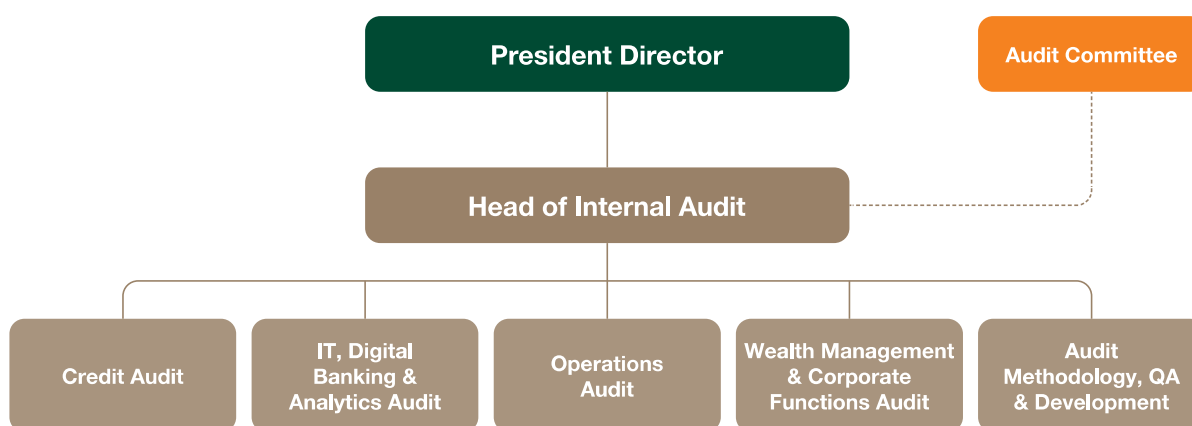


INTERNAL AUDIT WORK UNIT

ORGANIZATION AND POSITION OF THE INTERNAL AUDIT IN THE COMPANY'S STRUCTURE

The Internal Audit is an independent directorate directly responsible to the President Director and, functionally, to the Board of Commissioners through the Audit Committee. As of 15 October 2022, the directorate made a change in the number of audit divisions, from 6 (six) to 5 (five) divisions, in connection with the alignment to the management's directives regarding the vision, mission, and strategy of the Bank as well as the implementation to expand its control.

Following is the organizational structure effective as of 15 October 2022:



- **Credit Audit Division**
Responsible for the audit of all credit activities for the Wholesale and Commercial business segments, including Cash Management and Trade Finance services, as well as Retail Lending, Micro Business, and Business Banking business segments.
- **IT, Digital Banking and Analytics Audit Division**
Responsible for the audit of the Directorate of Information Technology and Digital Banking (Jenius), as well as supporting other audit divisions in examining other directorates that utilize technology support. Data Analytics is responsible for the continuous audit/off-site monitoring and supporting other audit assignments through data provision.
- **Operations Audit Division**
Responsible for the audit of the Operations directorate, both at the Head Office and the branch offices
- **Wealth Management and Corporate Functions Audit Division**
Responsible for the audit of Wealth Management business and the corporate functions at the Head Office (outside of Information Technology and Operations directorates), including the Treasury directorate.
- **Audit Methodology, Quality Assurance, and Development Division**
Responsible for preparing the Annual Audit Plan, developing audit methodology, reviewing the suitability of Internal Audit activities with applicable standards, as well as improving the competence of Internal Audit staff through mapping of effective training.

DUTIES AND RESPONSIBILITIES

The Internal Audit reports all results of the audit implementation, including recommendations for improvement to the President Director, the Audit Committee, and the Board of Commissioners, with a copy to the Director of Compliance. Periodically, the Internal Audit presents the audit results to the Board of Directors and the Audit Committee, as well as provides a summary of the audit results to the President Director, the Board of Directors, and the Audit Committee.

Each year, the Internal Audit also prepares the risk-based Annual Audit Plan related to the Bank's main activities. The Audit Plan is also discussed together with the related Director and Internal Audit Department of Sumitomo Mitsui Banking Corporation (SMBC) in connection with the audit collaboration plan to align with the directives of the overall business development and to obtain the approval from the President Director, the Audit Committee and the Board of Commissioners.

Details of the general duties and responsibilities of the Internal Audit are as follows:

1. Prepare a risk-based annual audit plan and obtain a review and approval from the President Director, the Audit Committee, and the Board of Commissioners.
2. Communicate the plan to the President Director and the Audit Committee if there are limited resources that might affect the annual audit plan.
3. Review and adjust the annual audit plan if there are significant changes in the business, risk, operation, program, system and control. Such changes must acquire the approval of the President Director, the Audit Committee, and the Board of Commissioners.
4. Implement the approved annual audit plan by analyzing and evaluating the effectiveness of Governance, Risk Management, and Internal Control (GRC) to maximally support the Bank's objectives and goals.
5. Perform consultative audits/review of the Bank's new initiatives/products if required by both the management as well as regulators.
6. Identify possibilities for improvement and increase the efficiency in the use of resources.
7. Periodically submit audit reports to the President Director and the Board of Commissioners through the Audit Committee, containing an overview of the audit activities results, with a copy to the Director of Compliance.
8. Monitor and report the progress of the implementation of the audit results follow-up to the President Director, the Board of Commissioners, the Audit Committee and the Board of Directors.
9. Ensure that Internal Audit function at the Bank and monitoring of the Internal Audit Function in subsidiaries are effectively running.
10. Work together with other internal control functions, including the external audit, to achieve comprehensive audit results.
11. Prepare and review the Internal Audit charter, policies, and procedures periodically.

INTERNAL AUDIT CHARTER

Duties and responsibilities, including the authorities of the Internal Audit in conducting audits, as well as each of the employee's code of ethics, are contained in the Internal Audit Charter, as approved by the Audit Committee and the Board of Commissioners. Periodically, the Internal Audit reviews and aligns the charter, policies, and procedures with applicable provisions and standards.

Implementation of activities and the Internal Audit Charter refer to the Financial Services Authority Regulation No.1/POJK.03/2019 regarding the Implementation of the Internal Audit Function of Commercial Banks, International Practices of Professional Framework (IPPF), Internal Audit, as well as the Annual Audit Plan.

BASIS OF IMPLEMENTATION OF INTERNAL AUDIT

Bank BTPN has the standards and methodologies for conducting internal audits, as contained in the 2022 Internal Audit Policy. In general, this Internal Audit policy includes general policies, audit policies, documentation and administration policies, as well as resource policies. These policies refer to applicable laws and regulations and best practices in the industrial sector, among others, including the following:

1. Financial Services Authority Regulation No. 1/ POJK.03/2019 on the Implementation of the Internal Audit Function for Commercial Banks.
2. Financial Authority Regulation No. 18/ POJK.03/2014 on the Implementation of the Integrated Governance for Financial Conglomerates.
3. Financial Services Authority Regulation No. 45/ POJK.03/2020 on Financial Conglomeration.
4. Financial Services Authority Regulation No.11/ POJK.03/2022 on the Implementation of Information Technology (IT) by Commercial Banks and the Financial Services Authority Circular Letter No.21/SEOJK.03/2017 on the Implementation of Risk Management in the Use of Information Technology by Commercial Banks.
5. International Standards for the Professional Practice of Internal Auditing (IPPF)



INTERNAL AUDIT WORK UNIT

HUMAN RESOURCES

Up until the end of the fiscal year 2022, the number of manpower in the Internal Audit division totaled 50 employees.

Details of the Manpower Distribution

Directorate/Division	Total Manpower
Head of Internal Audit	1
Credit Audit	11
IT, Digital Banking and Data Analytics Audit	13
Operations Audit	11
Wealth Management and Corporate Functions Audit	10
Audit Methodology, QA and Development	4
Total	50

QUALIFICATION AND CERTIFICATION

Standard Qualification Internal Audit Manpower

Position	Minimum Qualification
Head of Internal Audit	Risk Management Certificationv (SMR) Level 5, Professional Certification related to Internal Audit
Audit Division Head	Risk Management Certificationv (SMR) Level 3, Professional Certification related to Internal Audit
Audit Lead	Risk Management Certificationv (SMR) Level 2
Senior Auditor/ Auditor	Risk Management Certificationv (SMR) Level 1

Ownership of Professional Certification

Professional Certification	Total Employee with Certificate
CIA (Certified Internal Auditor)	1
CISA (Certified Information Systems Auditor)	2
CISM (Certified Information Security Manager)	1
CSX (Cyber Security Nexus)	1
QIA (Qualified Internal Auditor)	5
CBIA (Certified Bank Internal Audit)	15
SMR (Sertifikasi Manajemen Risiko)	49

Participation in Professional Association

Professional Association	Number of Employee Involved
IIA (Institute of Internal Auditors)	6
ISACA (Information Systems Audit and Control Association)	2
IAIB (Ikatan Auditor Intern Bank)	All personnel of Internal Audit

IMPLEMENTATION OF ACTIVITIES IN 2022

Until December 2022, Internal Audit has conducted audits which included mandatory audits in accordance with the regulations, such as on Fund Transfer, Regulatory Reporting (SCV and SLIK) and Internal Capital Adequacy Assessment Process (ICAAP), the business segments and such as branch networks as in commercial Banking, Retail Banking (including Retail Lending Business, Wealth Management Business, Retail Collection & Recovery Management), Business Banking (SME), Digital Banking, the adequacy of credit reserves (Reserves for Impairment Losses/CKPN), branch office, as well as the Support Functions including Information Technology (IT), Treasury, Operations, and Anti-Fraud Management.

Furthermore, until the end of the year 2022, Internal Audit has also conducted joint audits together with SMBC Internal Audit Department on Legal and Compliance activities (covering Legal & Litigation function, AML & CFT and Compliance), General Operations (covering the functions of Remittance & Payment Operations, Corporate Real Estate & Services and Trade Finance) and Human Resources. Audits on Legal and Compliance and General Operations were completed in 2022. Meanwhile, audits on Human Resources started as of Q4 2022 and are estimated to be completed by Q1 2023 or following the fiscal year of SMBC Internal Audit Department, in line with the 2022 Annual Audit Plan as approved by the President Director, the Audit Committee and the Board of Commissioners in November 2021.

Furthermore, as a form of supervision of the parent company towards subsidiaries, the Internal Audit also completed the audit on TUR financing of subsidiaries (PT Bank BTPN Syariah, Tbk.) in a joint audit with

the Internal Audit of PT Bank BTPN Syariah, Tbk. In accordance with the Revised 2022 Annual Audit Plan approved by the President Director, the Audit Committee, and the Board of Commissioners in July 2022, the Internal Audit also completed an additional audit plan in connection with the closing of the Nanggroe Aceh Darussalam branch office as impacted by the implementation of Qanun.

The types of audit completed were mandatory audit (3 assignments), general audit (6 assignments), and thematic audit (13 assignments), including limited review (3 assignments) as an alteration to the thematic audit for credit card approved through the Revised 2022 Annual Audit Plan and the branch audit (4 assignments), with a completion rating of 100% of the agreed audit plan. As previously conveyed, the current ongoing audit on the Human Resources is a joint audit with SMBC Internal Audit Department scheduled for completion in accordance with SMBC Internal Audit Department’s fiscal year, namely by Q1 2023.

On existing weaknesses/findings, related business/work units have carried out the follow-up plans for improvement, which were continuously monitored by the Internal Audit.

In addition to completing the 2022 Annual Audit Plan, the Internal Audit also conducted a consultative audit (9 assignments) of reviews of the pre and post-implementation of electronic banking services development and Digital Jenius, Wealth Management Business, as well as Digital SME banking services. In addition, the Internal Audit also conducted continuous monitoring/audit (9 assignments) on the analysis of fund transfer transactions from the accounts of employees in the Retail Lending Business segment, analysis on the change in birth data of customers in the Retail Lending Business segment, analysis of Customer Reference Number (CRN) and Customer Identification File (CIF), analysis of dormant accounts, analysis of financial transactions of customer accounts conducted by an officer at the branch office, data analysis related to data update process of customers who passed away and high-risk profile customers, risk profile analysis of priority customers, analysis of Current Account (CA) and Savings Account (SA), as well as conformity analysis of information on the customer telephone number and email address.

The Internal Audit provides periodic updates on the implementation of the audit plan, audit results, and follow-ups of business/work units on findings/recommendations of the Internal Audit to the Board of Directors (every two months) and the Audit Committee (quarterly). To provide the overall picture of the audit

results for a certain period (semester/annual), each semester, the Internal Audit provides an overview report to the President Director, the Board of Directors, and the Audit Committee on potential opportunities for existing improvements, to further strengthen internal control over a business and other support functions.

Apart from the above, the Internal Audit also held meetings with OJK at least once a year, namely on 12 December 2022, in accordance with the requirements stipulated in POJK No.1/POJK.03/2019. In implementing integrated governance for Bank Business Groups (KUB), the Internal Audit had regular communication between the Head of BTPN’s Internal Audit and the Head of Internal Audit of PT Bank BTPN Syariah, Tbk. (monthly), carried out supervision at PT Bank BTPN Syariah, Tbk., and held an annual meeting between the Head of BTPN Internal Audit, the Head of Internal Audit of PT Bank BTPN Syariah, Tbk., and the Board of Commissioners of PT Bank BTPN Syariah, Tbk., on 5 December 2022, in accordance with the provisions of the Financial Services Authority (OJK).

In the effort to maintain and guarantee the quality of the implementation of the Internal Audit function, as well as referring to OJK Regulation (POJK) No. 1/POJK.03/2019 regarding the Implementation of the Internal Audit Function in Commercial Banks, at least once in 3 (three) years, the Internal Audit, based on the recommendation of the Audit Committee, appoints an independent assessor to conduct a review of Internal Audit activities. In June 2022, the Internal Audit appointed PT RSM Indonesia Konsultan as the independent party responsible for the review. From the results of the review, PT RSM Indonesia Konsultan believed that the activities of the Internal Audit, in general, complied (“Generally Conform”) with the standards that apply to both local regulations (POJK) and international (IPPF). The review results were submitted to the Financial Services Authority on 30 August 2022. The next review will be carried out in 2025 while remaining to appoint an independent, competent, and experienced public accountant.

INTERNAL AUDIT MEETING

	Meeting with		
	Board of Directors	Board of Commissioners	Audit Committee
Number of Meeting	6	2	4



INTERNAL AUDIT WORK UNIT

TRAINING AND COMPETENCY DEVELOPMENT

Number of Participant	Training Period	Type of Training	Organizer
50	January – December 2022	Mandatory E-Learning	Internal
50	January – December 2022	Online Class (training, workshop, sharing session)	Internal & Eksternal

2023 STRATEGIC PLAN

To encourage the strengthening of the Internal Audit team in carrying out its audit plans and employee competency development, in line with the Bank’s growth and several main initiatives, several matters have been planned or implemented as follows:

1. Audit knowledge and soft skills

- Continue to provide sessions to improve comprehension on the Bank’s process/ activities, which are carried out through training, internal and external certification programs, sharing on strategy development or business priorities, the Bank’s business and product development, as well as updates on audit methodology.
- Continue training related to soft skills that support the implementation of field audits, such as communication skills, negotiation skills, and others.

2. Increase the effectiveness of audit process

Internal Audit uses the Audit Management System (AMS) to assist the Internal Audit team to be more effective in preparing, conducting and completing audit assignments, as well as monitoring the follow-up on audit findings. Going forward, Internal Audit will replace the currently use AMS as concerned provide is no longer able to service the needs of the Internal Audit for system development. The replacement of AMS is hoped to cover the development of a monitoring system related to the fulfillment of follow-up on external audit results as well as a reporting system that can assist reporting needs to the management, regulator and related external parties.

3. Continuous audit

The Internal Audit will continue to develop continuous audits that can assist the Bank in implementing continuous monitoring that is not only focused on certain business lines but for the Bank in general.

4. Improvement in data analytics quality

The Internal Audit team uses the Audit Command Language (ACL) software as a data analysis tool and will develop an ‘Internal Audit Dashboard’ to generate several information, such as performance of each business line, data anomalies, MRA, early warning, and other information of near real-time and that can be updated periodically. This will assist the Internal Audit team in analyzing data in order to improve the risk-based audit approach more effectively and provide value-added input for the Bank.

5. Continuous improvement of sustainable Internal Audit quality

The Internal Audit will continuously collaborate with leading institutions in banking and internal auditing that can provide insights, advice, and tools to boost enhancement in Internal Audit quality.

As the SMBC Group mandates, the Internal Audit has also developed a methodology focusing on risk assessment to audit all branch offices. This methodology is formulated based on the Macro Risk Assessment (MRA), which has been used and modified in accordance with the latest developments and regulations and implemented in the 2022 audits.

The Annual Audit Plan for 2023 is formulated and approved by the President Director, the Audit Committee, and the Board of Commissioners in November 2022.

INTERNAL CONTROL SYSTEM (SPI)

BTPN implements the internal control system as a form of continuous supervision by the Bank's management. The system is intended to ensure that all of the Bank's business activities are carried out in accordance with the provisions of the laws and regulations issued by the government, the Financial Services Authority, or the Bank's internal policies and procedures.

The internal control system also plays a role in providing complete, accurate, effective, and timely financial and management information. This is carried out in the context of the following:

1. To support accurate and accountable decision-making;
2. To increase the effectiveness and efficiency of the use of assets and other resources in order to protect the Bank from risk of loss;
3. To increase the effectiveness of the risk culture and discipline throughout the Bank's organization in general to identify weaknesses and assess deviations as early as possible; and
4. To reassess the fairness of policies and procedures that exist in the Bank on continuous basis.

The implementation of a reliable and effective internal control system is the responsibility of all parties involved within the Bank's organization, including the following:

1. The Board of Commissioners
2. The Audit Committee
3. The Board of Directors
4. Compliance Work Unit
5. Risk Management Work Unit
6. Financial Work Unit
7. Internal Audit Work Unit
8. The Bank's Officers and Employees
9. External Parties

IMPLEMENTATION OF INTERNAL CONTROL

Finance

Providing the Bank's reliable financial reports is guided by an effective internal control system. The adequacy of accounting policies, procedures, and standards that can reflect current actual conditions, including distribution of duties, recording, and administration of transactions, are control factors that can support the realization of reliable and trustworthy financial reports.

Operations

The Board of Directors and the Board of Commissioners are obligated to improve the effectiveness of risk culture and discipline within the Bank's organization and ensure that such matter is embedded in all levels. Thus, this encourages the creation of sound and safe implementation of operational activities.

COMPLIANCE WITH THE LAW

The internal control system implemented by the Bank refers to the Financial Services Authority (SEOJK) Circular Letter No. 35/SEOJK.03/2017 on the Standard Guidelines for Internal Control System in Commercial Banks. Aside from serving as guidelines in financial and operational control, implementing the Bank's internal control also aims to maintain compliance with laws and regulations.



INTERNAL CONTROL SYSTEM (SPI)

COMPLIANCE WITH COSO

The Bank's internal control consists of 5 (five) main components which they are inter-related, namely as follows:

- 1. Management Oversight and Control Culture**
Supervision by the management is the main foundation of the internal control system. The Board of Directors and the Board of Commissioners are actively responsible for ensuring that the established strategies, policies, and procedures, as well as the organizational structure, are adequate in identifying, measuring, monitoring, and controlling the risks faced by the Bank. In addition, the Board of Directors and the Board of Commissioners also periodically monitor and review the adequacy and effectiveness of the internal control system implementation.

The Board of Directors and the Board of Commissioners are responsible for improving work ethics and integrity, as well as creating an organizational culture emphasizing the importance of the internal control applied at the Bank.

- 2. Risk Recognition and Assessment**
Risk identification and assessment is a series of actions carried out by the Board of Directors to identify, analyze, and assess the risks faced by the Bank in achieving its set targets. Risks that affect the achievement of the targets must be identified, assessed, monitored and managed continuously and sustainably. Internal control needs to be reviewed immediately if there are risks that have not been controlled.

The review is conducted, among others, through continuous evaluation of the effects of any changes in the environment and conditions as well as the impact of achieving targets or the effectiveness of internal control in the Bank's activities and organization.

- 3. Control Activities and Segregation of Duties**
Control activities must involve the Bank's employees, including the Board of Directors and the Board of Commissioners. Control activities will be effective if planned and implemented accurately to control identified risks. Control activities include establishing control policies and procedures and an early verification process to ensure consistent compliance with policies and procedures. They are inseparable from every function or activity of the Bank. Control activities are applied at all functional levels in accordance with the Bank's organizational structure.

The separation of functions is intended so that everyone at all levels of the organization does not have the chance to commit and/or hide faults or irregularities in implementing their duties and responsibilities. The Bank must comply with the principle of separation of function, known as the "Four-Eyes Principle." An effective internal control system requires the separation of functions. It avoids the provision of authorities and responsibilities that can lead to various conflicts of interest. All aspects that are the potential to cause a conflict of interest must be identified, managed, and monitored by an independent party, such as a public accountant.

- 4. Accounting, Information, and Communication System**
Adequate accounting, information and communication systems aim at identifying problems that may arise and are used as means of exchanging information in carrying out duties, in accordance with their respective responsibilities.

5. Monitoring Activities and Correcting Defficiencies

The Bank must carry out continuous monitoring on the overall effectiveness of internal control implementation. Monitoring of the main risks must be prioritized and become a part of the Bank's activities, including periodic evaluation. The Bank must monitor and continuously evaluate the adequacy of the internal control system in relation to changes in internal and external conditions, as well as increase the capacity of the internal control system so that it is always implemented effectively.

Weakness or flaws in internal control must be immediately reported and brought to the attention of the authorized officer in charge and/or the Board of Directors. Material weaknesses in internal control must be reported to the Board of Commissioners.

The five main components above are in line with the control components set out in the Internal Control Integrated Framework developed by The Committee of Sponsoring Organizations of The Treadway Commission (COSO), namely the Control Environment (CE); Risk Assessment (RA); Control Activities (CA); Information and Communication (IC); and Monitoring Activities (MA).

REVIEW ON THE IMPLEMENTATION OF THE INTERNAL CONTROL SYSTEM

The Bank has a periodic review mechanism for the implementation of the internal control system. This is done by the Internal Audit, which prepares the analysis and assessment of finance, accounting, operations, and other activities through a direct and indirect audits. Internal Audit proactively works with the External Auditor to generate a comprehensive analysis and assessment in finance and accounting. In general, the implementation of the Bank's internal control system refers to the Financial Services Authority Circular Letter No.35/SEOJK.03/2017 on the Implementation Guidelines of Internal Control for Commercial Banks.

Adhering to these guidelines, the Bank enhances the assessment of the audit results, which cover the evaluation of the adequacy and effectiveness of the design and implementation of internal control based on the internal control framework approach.

STATEMENT OF THE BOARD OF DIRECTORS AND/OR THE BOARD OF COMMISSIONERS ON THE ADEQUACY THE INTERNAL CONTROL SYSTEM

The internal control system is conducted by the Board of Directors, executive officers and committees, internal audit, and all employees. The Board of Commissioners and the Board of Directors are committed to ensuring the implementation of Good Corporate Governance as the basis for achieving the objective of protecting and increasing the value of the Bank.

The Board of Directors is responsible for implementing effective internal control so that the Bank can achieve its objectives. The Board of Commissioners, assisted by the Audit Committee is responsible for supervising and ensuring that internal control is carried out extensively, including policies related to internal control established by the Board of Directors.

The internal control system is designed to effectively manage and control risks, not to eliminate risks. The following are the main elements that can support the statement on the adequacy of the internal control system:

1. Reliable and accurate financial reports;
2. Operational activities carried out effectively and efficiently;
3. Compliance with prevailing laws and regulations.



IMPORTANT CASES FACED BY SUBSIDIARIES, MEMBERS OF THE BOARD OF COMMISSIONERS, AND MEMBERS OF THE BOARD OF DIRECTORS

During the year 2022, there were no important cases that affect the financial or liquidity positions of Bank BTPN.

ADMINISTRATIVE SANCTIONS

Details of sanctions are provided in the table below:

No.	Sanction Recipient	Authority	Sanctions/Fines
1	Company	1. Financial Service Authority (OJK)	Rp183,800,000
		2. Bank Indonesia (BI)	Rp3,700,000
		3. Tax	Rp1,100,000
2	Board of Directors	-	-
3	Board of Commissioners	-	-

ACCESS TO CORPORATE INFORMATION AND DATA

BTPN provides access and convenience to access information regarding the Bank to the stakeholders through various communication media. Among others are as follows:

Information Channel	Address
Website (in Bahasa Indonesia and English)	www.btpn.com
Call Center	1500300 (BTPN Care), +62 21 2450 5500 (International Call)
E-mail of Corporate Secretary	corporate.secretary@btpn.com
E-mail of Corporate Communication	corporate.communications@btpn.com
E-mail of Customer Complaint	btpncare@btpn.com
Disclosure of Information through the Bank's and Indonesia Stock Exchange's website	www.btpn.com dan www.idx.co.id
Prss Release	www.btpn.com and distributed through the media
Social Media	Facebook : Bank BTPN Official Twitter : @sahabatBTPN Youtube : BTPN LinkedIn : PT Bank BTPN Tbk Instagram : @lifeatbtpn



CODE OF ETHICS

The code of ethics functions as guidelines for members of the Board of Commissioners, the Board of Directors, Independent Parties, and all employees in expressing their attitudes and behavior. The Bank always reviews the code of ethics gradually so that it adjusts to development in the laws and regulations, best practices in the industry, and relevant external conditions.

The moral principles underlined in the code of ethics are the main elements of the culture in Bank BTPN, which among others, contain the following:

SPEAK YOUR MIND

It is a reporting channel that is safe and guaranteed confidentiality so that employees can disclose issues/problems related to improper behavior (misconduct) and/or fraud incident.

COMMUNICATION LInK & HELP

In communicating, all Bank BTPN employees are expected to use the LInK and HELP principles. LInK stands for Report, Inform and Consult, while HELP stands for Respect, Evaluate, Do and Guide. Both have the purpose and benefit of promoting transparency, timely updates, absence of surprise events that cannot be handled together, upholding mutual trust and enhancing reliability, benefiting from past wisdom and experience.

PRINCIPLES OF THE CODE OF ETHICS

1. Compliance & Risk Management
2. Conflict of Interest
3. Creating Conducive Working Environment
 - 3.1 Fair Treatment of All Employees
 - 3.2 Anti-Discrimination and Harrassment
 - 3.3 Safety at Workplace
 - 3.4 Use of Company Facilities
 - 3.5 Activities Outside of the Company

- 3.6. Use of social media
- 3.7. LInK and HELP Communication
- 3.8. KYE Implementation
4. Information Management & Security
5. Relationship with Customers and Stakeholders
 - 5.1 Customers Relationship
 - 5.2 Anti-Money Laundering
 - 5.3. Vendors or Business Partner Management
 - 5.4. Regulators Relationship
 - 5.5. Shareholders and Subsidiary Relationship
 - 5.6. Anti-Bribery and Corruption
 - 5.7. Gift and Entertainment
 - 5.8. Insiders Information and Personal Account Dealing and Investment

ENFORCEMENT OF THE CODE OF ETHICS

In line with efforts to implement good corporate governance and, at the same time, to generate behavior that conforms to the Bank's ethical standards, Bank BTPN has implemented an Induction Program for executives and new employees on the code of ethics. Moreover, periodically, socialization of the code of ethics is carried out to provide understanding for employees as well as provide strict sanction for any violation of the Code of Ethics.

Statement of the Code of Ethics is Applicable to All Levels of the Organization

Members of the Board of Directors, members of the Board of Commissioners, Independent Parties under the Board of Commissioners, and all employees, without exception, are obliged to read, study, and understand the content of the code of conduct. All internal organizations within the Bank must be willing to adhere to and implement the code of conduct as best possible.

Suppose one is proven to have violated the code of conduct. In that case, the concerned must be willing to be subjected to sanctions in accordance with the regulations applicable to the Bank.

Socialization and Dissemination of the Code of Ethics

Socialization of the code of ethics is conducted through e-mail blasts and means of refreshment through the e-learning system. This activity applies to all levels of the Bank's organization, both newly joined and current employees.

TYPES OF SANCTION FOR VIOLATIONS OF THE CODE OF ETHICS

The different types of violation regulated in the Collective Working Agreement are: Negligence of Disciplinary Violations, Failure in Competency Violations, Repeated Failed Competency Violations, Minor Violations, Repeated Violations, Major Violations in the Fraud Category.

Numbers of Violations of the Code of Ethics

Type of Violation	Number of Violation	Sanction Category
Indisciplinary Violation	6	Warning Letter
	1	Warning Letter 1
	1	Warning Letter 2
Failed Competency Violation	131	Warning Letter
	0	Warning Letter 1
	0	Warning Letter 2
Repeated Failed Competency Violation	0	Warning Letter
	65	Warning Letter 1
	34	Warning Letter 2
	16	Warning Letter 3
Minor Violation	16	Warning Letter
	12	Warning Letter 1
	5	Warning Letter 2
	1	Warning Letter 3
Repeated Violation	4	Warning Letter
	5	Warning Letter 1
	4	Warning Letter 2
Negligence	24	Warning Letter
	26	Warning Letter 1
	2	Warning Letter 2
	1	Warning Letter 3
	8	First & Last Warning Letter (SPPT)
General Major Violation	2	Warning Letter
	6	Warning Letter 1
	1	Warning Letter 2
	1	Warning Letter 3
	1	First & Last Warning Letter (SPPT)
Major Violation in Fraud Category	0	Warning Letter
	0	Warning Letter 1
	0	Warning Letter 2
	6	Warning Letter 3
	2	First & Last Warning Letter (SPPT)



PRICE SENSITIVE INFORMATION PERSONAL ACCOUNT DEALING

The Bank has policies and procedures related to the management of information that has a material impact on the price or value of a security that is not generally available (confidential/non-public), which applies to the Board of Commissioners, Directors and employees.

This treatment covers not only the Bank’s own marketable securities, but also securities of the parent company or controlling shareholder, as well as other companies whether they are customers, business partners or other companies in a corporate action.

Actions to be taken by the Board of Commissioners, the Board of Directors and employees with an object-based approach to securities are as follows:

Types of Securities	Approach taken
Object of Securities containing non-public information (PSI)	Actions taken with respect to Private Investment/Property (PAD)
<ul style="list-style-type: none"> • SMFG • SMBC 	Prohibited from buying and selling SMFG and SMBC securities, except under the Company order.
<ul style="list-style-type: none"> • BTPN • BTPN Syariah 	Take into account the categories of Covered Parties who have access to non-public information (Covered Person) and within a certain period (Black Out Period).
Others Company	<p>Carrying out the PSI procedure includes reporting the name of the company as well as employees who have access, hence being bound by the PSI for a certain period until the PSI is revoked.</p> <p>Companies involved in a project should have the parties involved sign an NDA.</p>

GOVERNANCE IN PROCUREMENT OF GOODS AND SERVICES

Procurement of goods and/or services in the Bank is an activity to obtain goods and/or services. The process starts from planning the needs to completing all activities to obtain the goods and/or services.

PROCUREMENT PRINCIPLE

The applied principles in the procurement of goods and services are characteristic effective, efficient, open, transparent, competitive, fair, and accountable.

PROCUREMENT MECHANISM

Procurement of corporate goods and/or services is centralized at the Head Office. Meanwhile, the procurement of general goods and/or services with a certain limit may be conducted by the Branch Office or Regional Office.



REPORTING OF VIOLATIONS

Bank BTPN is committed to always maintaining the integrity and trust provided by customers. For this purpose, the Bank retains the means and system for submitting reports if violations occur, namely the Whistleblowing System.

BTPN's Whistleblowing System is a reporting media to convey allegations or incidents related to fraudulent acts (fraud), violations of the law, company regulations, and code of ethics, as well as conflicts of interest committed by the Bank's internal parties. Reports are made in good faith and are not of personal grievances or slander in order to create a clean and transparent business environment.

REPORTING MECHANISM

The Bank has 5 (five) whistleblowing channels that may be accessed by the intern and external parties to convey their reports, namely through WhatsApp, e-mail, hotline telephone line, mail, and face-to-face.

The mechanism of whistleblowing reporting is generally as follows:

1. Reporting by the Whistleblower (submission of reports/information must be within 1x24 hours since the discovery of the alleged/act of fraud);
2. Follow-Up on the Report (Identification, analysis, investigation);

3. Documentation (Reports on fraud indication, Report on Investigation Results); and
4. Maintain confidentiality (all parties are responsible for maintaining the confidentiality of the identity of the whistleblowers).

PROTECTION OF THE WHISTLEBLOWER

Under certain conditions, the Bank may provide legal protection to the whistleblower as a form of security and safety against all forms of pressure, threats, or intimidation (such as dismissal, unfair treatment, and others) in relation to the report submitted through the whistleblowing channel. Legal protection can be provided to the nuclear family of the whistleblower (husband/wife and children) with certain considerations by the Bank.

COMPLAINT MANAGER

The Operational Risk & Anti-Fraud Management Division is the responsible unit in charge of managing complaints from whistleblowers including in following up with related work units as well as conducting monitoring of the follow-ups.

TYPES OF SANCTIONS FOR VIOLATORS

Violation of confidentiality and protection will be subject to sanctions that are in accordance with applicable regulations.

Handling of Complaints and Follow-Up in 2022

Number of Complaint	Status			
	Followed-Up	In Follow-Up Process	Not Yet Processed with Follow-Up	Not Required to Follow-Up
32	31	1	-	-

POLICY ON ANTI-CORRUPTION AND BRIBERY

Bank BTPN has zero tolerance for acts of corruption and all forms of bribery (including to or from customers, business partners, government officials, and employees). Violations of such matters may be processed as a civil or criminal act in accordance with prevailing provisions.

PROGRAMS AND PROCEDURES TO MANAGE/SOLVE PRACTICES OF CORRUPTION AND BRIBERY

The Bank has a code of ethics and governance as the main policies and which include a commitment to anti-corruption and anti-bribery acts. Furthermore, each work unit may stipulate special provisions on its procedures in an effort to prevent corruption and bribery based on their respective fields of work, including the following:

1. Fraud prevention in process of identifying vulnerability/Fraud Risk Assessment
2. Management of extending and receiving Entertainment or Gifts
3. Set clauses on agreement with third parties/service providers
4. Procurement process of goods and services by vendors
5. Employee Recruitment Process /Know Your Employee
6. Implementation of the principle of Know Your Customer at the opening process of the customer's account
7. And others

The Bank has requested a statement and commitment from all employees not to commit corruption and bribery and not to violate the company's internal regulations. Likewise, applicable laws and regulations related to anti-corruption and anti-bribery are listed in the Anti-Fraud Declaration & Integrity Pact and Code of Ethics as well as the yearly Declaration of Compliance.

In relation to anti-bribery/gratification prevention, the Bank already has on-hand the Entertainment Gift (E&G) application system that can be used as a monitoring and supervising tool in giving and receiving entertainment or gifts based on data input or declarations from employees. Related units, in coordination with the Compliance Division, will check the activity in the E&G application system according to the set schedule.

The Bank has also provided a Whistleblowing channel, managed by the Operational Risk & Anti-Fraud Management Division, to receive reports of fraud indications, including corruption and bribery.

TRAINING/SOCIALIZATION ON ANTI-CORRUPTION AND ANTI-BRIBERY FOR ALL EMPLOYEES

The Bank has conducted e-learning, directly or indirectly, which contains materials on how to implement an anti-corruption and anti-bribery culture to all employees, including:

1. e-Learning Compliance Awareness
2. e-Learning Entertainment & Gifts
3. e-Learning Fraud Awareness
4. e-Learning Operational Risk Management

The Bank has also conducted anti-corruption and anti-bribery publications/campaigns related to fraud, extending, and/or receiving entertainment/gifts. This is done through electronic media (email) to all employees.

Moreover, the Bank administers training programs through webinars for employees to prevent corruption and bribery. The sources, who present the material, are from the Bank's internal and external parties competent in their fields, such as the Corruption Eradication Commission (KPK), consultants, as well as those who provide their points of view from the regulator aspect.