

Tata Kelola Perusahaan

Good Corporate Governance

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Dasar Penerapan Tata Kelola Perusahaan

GCG Basis of Implementation

Penerapan tata kelola perusahaan yang baik merupakan komitmen Bank dalam menjalankan kegiatan usahanya sehingga Bank dapat bertumbuh dengan penuh resiliensi dan memenuhi harapan pemangku kepentingan. Penerapan tata kelola perusahaan yang baik (*good corporate governance*) merupakan fondasi yang penting bagi Bank yang memiliki peranan strategis dalam perekonomian nasional.

The implementation of good corporate governance is the Bank's commitment in carrying out its business activities to grow with full resilience and meet the expectations of its stakeholders. Implementation of good corporate governance is an important foundation for the Bank that plays a strategic role in the nation's economy.

Dalam menerapkan Tata Kelola Perusahaan yang Baik atau *Good Corporate Governance* (GCG) Bank mengacu pada peraturan dan Undang-Undang antara lain Undang-Undang Perseroan Terbatas, Undang-Undang Perbankan, Peraturan Otoritas Jasa Keuangan, Peraturan Bank Indonesia, Peraturan Bursa Efek Indonesia dan Anggaran Dasar Perusahaan dan kebijakan internal Bank.

Penerapan tata Kelola yang baik diharapkan dapat mendukung kinerja Bank dengan sistem pengendalian dan pengawasan intern yang melekat sehingga dapat meningkatkan nilai Bank ke depannya.

In implementing Good Corporate Governance (GCG) the Bank refers to regulations and laws, including the Limited Liability Company Law, the Banking Law, Financial Services Authority Regulations, Bank Indonesia Regulations, Indonesia Stock Exchange Regulations and the Company's Articles of Association and Bank's internal policies.

The implementation of good governance is expected to support the Bank's performance with an inherent internal control and supervision system in order to increase the value of the Bank in the future.

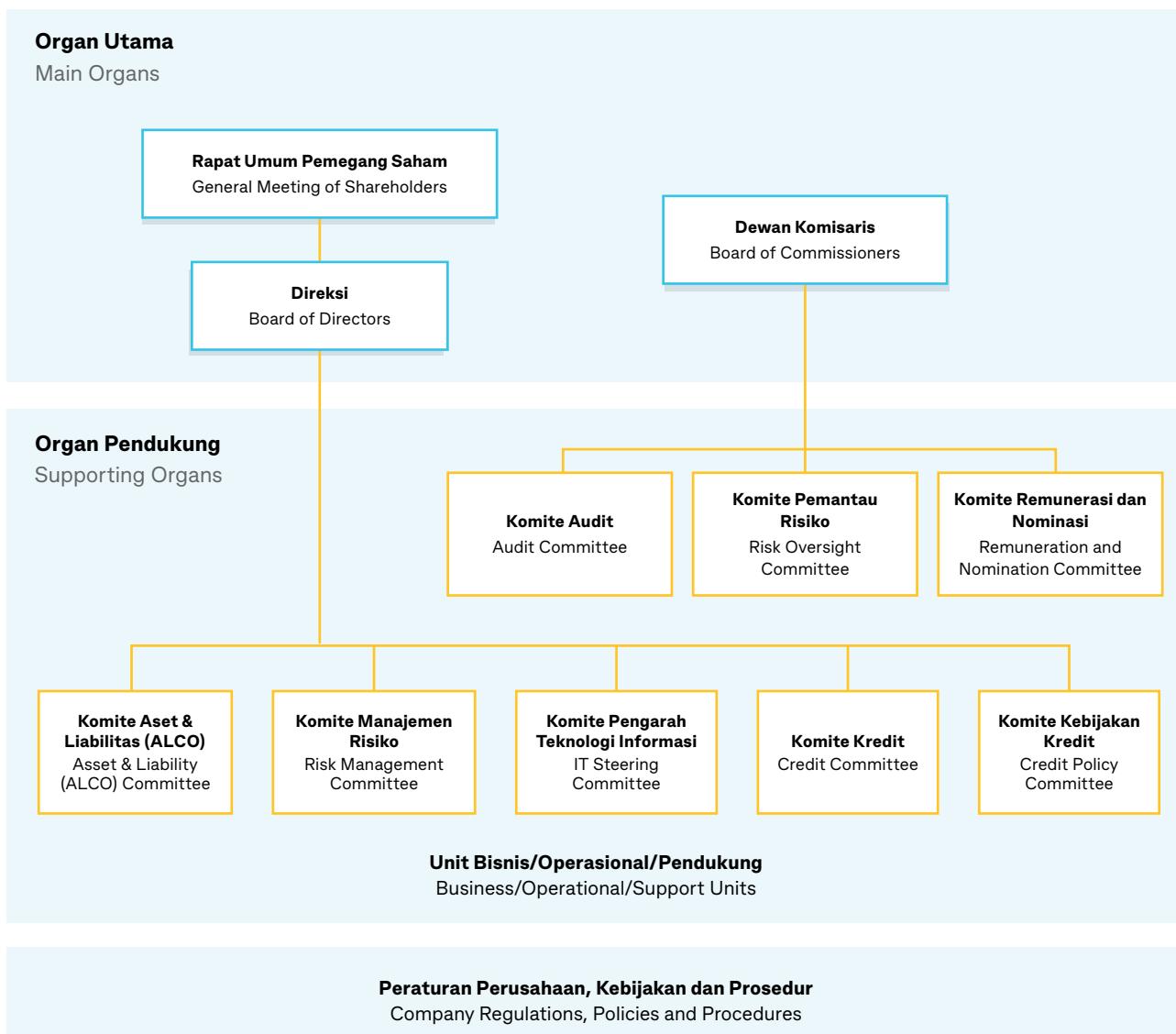


Struktur Tata Kelola Perusahaan

Organ-organ utama Bank dalam pelaksanaan GCG memiliki peran dan tanggung jawab yang jelas sehingga tercipta mekanisme kontrol *check and balance*.

Corporate Governance Structure

The Bank's main organs in implementing GCG have clear roles and responsibilities in order to create a check-and-balance control mechanism.



Penerapan Tata Kelola

Penerapan Tata Kelola Bank berlandaskan pada 5 (lima) prinsip dasar tata kelola yang baik, yaitu Transparansi, Akuntabilitas, Tanggung Jawab, Independensi serta Kewajaran dan Kesetaraan yang dikelompokan dalam suatu *governance system* yang terdiri dari 3 (tiga) aspek tata kelola berupa Struktur Tata Kelola, Proses Tata Kelola dan Hasil Tata Kelola.

5 (lima) prinsip dasar tata kelola yang baik

a. Transparansi

Mengemukakan informasi, baik terkait keuangan maupun non keuangan, secara akurat kepada pemangku kepentingan, serta terbuka dalam proses pengambilan keputusan Bank.

b. Tanggung jawab (*Responsibility*)

Memberikan jaminan pengurusan kegiatan operasional mengikuti aturan dan perundang-undangan yang relevan serta melaksanakan tanggung jawab terhadap masyarakat dan lingkungan.

c. Independensi (*Independency*)

Memastikan Bank dikelola secara independen, sesuai peran dan fungsi masing-masing, sehingga bebas dari tekanan pihak manapun dan setiap pengambilan keputusan dilakukan secara profesional.

d. Akuntabilitas (*Accountability*)

Memberikan kejelasan fungsi, struktur, sistem, dan pelaksanaan tugas dan tanggung jawab setiap organ tata kelola Bank.

e. Kewajaran (*Fairness*)

Memastikan perlakuan yang setara dan adil dalam memenuhi hak para pemangku kepentingan.

Governance implementation

The implementation of Bank Governance is based on 5 (five) basic principles of good governance, namely Transparency, Accountability, Responsibility, Independence, as well as Fairness and Equality grouped in a governance system consisting of 3 (three) aspects of governance in the form of Governance Structure, Governance Processes and Governance Outcomes.

5 (five) Basic Principles of Good Governance

a. Transparency

Disclosing information, both financial and non-financial, accurately to stakeholders, and being transparent in decision-making.

b. Responsibility

Providing guarantees that the management of operational activities follows relevant laws and regulations and carries out responsibilities towards society and the environment.

c. Independence

Ensuring that the Bank is managed independently, according to their respective roles and functions, so that they are free from pressure from any party and every decision is made in a professional manner.

d. Accountability

Provide clarity of function, structure, system, and implementation of duties and responsibilities of each organ of the Bank's governance.

e. Fairness

Ensuring equal and fair treatment in fulfilling the rights of stakeholders.

Sistem Tata Kelola

Governance System

Struktur Tata Kelola

Kriteria, komposisi dan jumlah anggota Direksi dan Dewan Komisaris maupun Komite memadai dan sesuai dengan kompleksitas usaha dan ukuran Bank.

Bank memiliki struktur organisasi dengan pembidangan, tugas dan tanggungjawab yang jelas pada seluruh tingkatan organisasi.

Kebijakan, Prosedur dan Sistem Informasi Manajemen tersedia dan mendukung kegiatan operasional.

Governance Structure

The criteria, composition and number of members of the Board of Directors and Board of Commissioners and Committees are adequate and in accordance with the business complexity and size of the Bank.

The Bank has an organisational structure with clear divisions, duties and responsibilities at all levels of the organisation.

Policies, Procedures and Management Information Systems are available and support operational activities.

Rencana strategis dan bisnis Bank sejalan dengan visi dan misi Bank.

Satuan kerja independen yang terdiri dari Satuan Kerja Kepatuhan, Satuan Kerja Audit Internal dan Satuan Kerja Manajemen Risiko independen dari fungsi-fungsi operasional.

Proses Tata Kelola

Proses pengangkatan dan penggantian anggota Dewan Komisaris dan Direksi dilakukan sesuai ketentuan, melalui Rapat Umum Pemegang Saham dan mempertimbangkan rekomendasi Komite Remunerasi dan Nominasi.

Pelaksanaan tugas dan tanggung jawab Direksi dan Dewan Komisaris memadai dan mendukung pengelolaan dan pengawasan termasuk fungsi-fungsi bisnis dan pendukung.

Rapat Direksi, Dewan Komisaris termasuk komite-komite dilakukan secara terjadwal dan konsisten. Pengambilan keputusan dilakukan dengan musyawarah mufakat yang dituangkan dalam risalah rapat dan didokumentasikan dengan baik.

Rencana bisnis Bank disusun dengan mempertimbangkan kondisi internal dan eksternal serta mendapatkan persetujuan Dewan Komisaris.

Hasil Tata Kelola

Pengangkatan anggota Direksi dan Dewan Komisaris selama tahun 2022 telah lulus *fit and proper* serta memperoleh persetujuan OJK.

Direksi, Dewan Komisaris termasuk komite-komite telah melaksanakan tugas dan tanggung jawabnya sesuai dengan ketentuan yang tercermin dalam risalah-risalah rapat.

Pengetahuan dan pengalaman yang dimiliki anggota Dewan Komisaris mendukung pelaksanaan tugas dan tanggung jawab Dewan Komisaris dalam melakukan pengawasan.

Komitmen atas hasil audit OJK tahun 2022 telah ditindaklanjuti Bank sesuai komitmen sesuai dengan target yang disepakati bank dengan OJK.

Bank telah melakukan pelatihan melalui pelatihan untuk meningkatkan kemampuan *technical skill* maupun *soft skill* serta pelatihan wajib terkait sertifikasi, maupun refreshment untuk karyawan Bank.

Pemegang saham pengendali berkomitmen untuk menjaga permodalan Bank melalui setoran modal guna menjaga pemenuhan modal inti Bank.

Bank melakukan aktivitas bisnis sesuai dengan kemampuan permodalan untuk menyerap risiko kerugian.

The Bank's strategic and business plans are in line with the Bank's vision and mission.

An independent work unit consisting of the Compliance Work Unit, the Internal Audit Work Unit and the Risk Management Work Unit are independent from operational functions.

Governance Process

The process of appointing and replacing members of the Board of Commissioners and Board of Directors is carried out according to regulations, through the General Meeting of Shareholders and taking into account the recommendations of the Remuneration and Nomination Committee.

Adequate implementation of duties and responsibilities of the Board of Directors and Board of Commissioners that supports management and supervision including business and support functions.

Board of Directors, Board of Commissioners meetings including with committees are held regularly and consistently. Decisions are made by deliberation for consensus as outlined in the minutes of the meeting and are well documented.

The Bank's business plan is prepared by considering internal and external conditions and obtains approval from the Board of Commissioners.

Governance Outcome

The appointment of members of the Board of Directors and Board of Commissioners during 2022 has passed fit and proper and obtained OJK approval.

The Board of Directors, the Board of Commissioners including the committees have carried out their duties and responsibilities in accordance with the provisions reflected in the minutes of meetings.

The knowledge and experience possessed by members of the Board of Commissioners supports the implementation of the duties and responsibilities of the Board of Commissioners in carrying out supervision.

The commitment to the results of the OJK audit in 2022 has been followed up by the Bank according to the commitment and the targets agreed upon by the bank and OJK.

The Bank has conducted training through training to improve technical skills and soft skills as well as mandatory training related to certification, as well as refreshment for Bank employees.

The controlling shareholder is committed to maintaining the Bank's capital through capital injection in order to maintain the fulfilment of the Bank's core capital.

The Bank has carried out its business activities in accordance with the ability of its capital to absorb the risk of loss.

Selama tahun 2022, Bank telah melakukan upaya-upaya dalam mendukung dan meningkatkan antara lain:

Pengkinian Kebijakan Internal Bank

Bank telah melakukan pengkinian terhadap beberapa kebijakan yang mendukung penerapan GCG antara lain:

- Kebijakan Manajemen Risiko;
- Kebijakan Manajemen Kepatuhan;
- Kebijakan Pengangkatan, Pengangkatan Kembali dan Penilaian Kinerja Anggota Direksi dan Dewan Komisaris;
- Kebijakan Whistleblower.

Pengangkatan Anggota Direksi dan Komisaris Independen

Untuk mendukung tugas dewan komisaris dalam menjalankan fungsi pengawasan, Bank telah mengangkat 1 (satu) orang Komisaris Independen sehingga 3 (tiga) dari 4 (empat) komisaris merupakan Komisaris Independen. Selain itu, Bank juga telah mengangkat 1 (satu) Direktur Retail dan SME guna mendukung bisnis Bank. Pengangkatan anggota direksi dan anggota dewan komisaris Bank telah sesuai dengan ketentuan serta memperoleh persetujuan Otoritas Jasa Keuangan (OJK).

Meningkatkan Modal Inti

Pemegang Saham Pengendali Bank termasuk pemegang saham minoritas telah melakukan Penambahan modal sebagai bagian dari penerapan peraturan OJK terkait Konsolidasi Bank Umum, Per 31 Desember 2022, Modal Inti Bank telah memenuhi ketentuan yang disyaratkan peraturan yaitu paling sedikit sebesar Rp3 triliun. Penambahan modal ini akan mendukung kegiatan operasional Bank dan kinerja Bank ke depannya.

Penilaian Penerapan GCG

Secara umum, Bank melakukan *self-assessment* atas 11 komponen dalam pelaksanaan GCG setiap semester berdasarkan *governance system* yaitu *governance structure*, *governance process* dan *governance outcome* sebagaimana yang ditetapkan dalam peraturan OJK No. 55/POJK.03/2016 dan Surat Edaran OJK No. 13/SEOJK.03/2017 Penerapan Tata Kelola yang Bagi Bank.

In 2022, the Bank has made efforts to support and improve its GCG, among others through:

Updating the Bank's Internal Policies

The Bank has updated several policies that support GCG implementation, including:

- Risk Management Policy;
- Compliance Management Policy;
- Policy on Appointment, Reappointment and Performance Appraisal of Members of the Board of Directors and Board of Commissioners;
- Whistleblower Policy.

Appointment of Members of the Board of Directors and Board of Commissioners

To support the duties of the board of commissioners in carrying out their supervisory function, the Bank has appointed 1 (one) Independent Commissioner so that 3 (three) of the 4 (four) commissioners are Independent Commissioners. In addition, the Bank has also appointed 1 (one) Retail and SME Director to support the Bank's business. The appointment of members of the Board of Directors and members of the Board of Commissioners of the Bank has complied with the provisions and obtained approval from the Financial Services Authority (OJK).

Increasing Core Capital

The Bank's Controlling Shareholders, including minority shareholders, have invested additional capital as part of implementing OJK regulations regarding Commercial Bank Consolidation. As of 31 December 2022, the Bank's Core Capital has met the regulatory requirements, namely at least Rp3 trillion. This additional capital will support the Bank's operational activities and the Bank's future performance.

GCG Implementation Assessment

In general, the Bank conducts a self-assessment of 11 components in GCG implementation every semester based on the governance system, namely governance structure, governance process and governance outcome as stipulated in OJK regulation No. 55/POJK.03/2016 and OJK Circular Letter No. 13/SEOJK.03/2017 Implementation of Good Governance for Banks.

Entitas Entity	Peringkat Komposit Composite Rating	Definisi Peringkat Definition of Rating
Bank	2	<p>Mencerminkan manajemen Bank telah melakukan penerapan Tata Kelola yang secara umum baik. Hal ini tercermin dari pemenuhan yang memadai atas prinsip Tata Kelola. Dalam hal terdapat kelemahan penerapan prinsip Tata Kelola, secara umum kelemahan tersebut kurang signifikan dan dapat diselesaikan dengan tindakan normal oleh manajemen Bank.</p> <p>Reflecting that the management of the Bank has implemented good governance in general. This is reflected in adequate fulfilment of the Governance principles. In the event that there are weaknesses in the implementation of the Governance principles, in general these weaknesses are not significant and can be resolved by normal actions by the Bank's management.</p>

Analisis Penilaian Sendiri (*self-assessment*)

Penerapan GCG

Berdasarkan penilaian sendiri terhadap 11 (sebelas) komponen GCG, Bank memiliki tata kelola struktur (*governance structure*) dan proses (*governance process*) yang memadai dalam mendukung hasil tata kelola (*governance outcome*), antara lain:

1. Seluruh anggota Direksi telah memenuhi persyaratan integritas, kompetensi dan reputasi keuangan termasuk mendapatkan persetujuan dari OJK. Direksi telah mengelola Bank sesuai dengan kewenangan dan tugas tanggung jawabnya sebagaimana diatur dalam Undang-Undang, peraturan dan anggaran dasar *charter* Direksi. Seluruh anggota Direksi tidak memiliki rangkap jabatan sebagai Komisaris, anggota Direksi atau Pejabat Eksekutif.
2. Jumlah anggota Dewan Komisaris terdiri dari 4 (empat) Komisaris dengan komposisi lebih dari 50% adalah Komisaris Independen dan jumlah anggota Dewan Komisaris tidak melebihi dari jumlah anggota Direksi. Dewan Komisaris telah melaksanakan tugas dan tanggung jawabnya sebagaimana yang diatur dalam Undang-Undang, peraturan, anggaran dasar dan *charter* Dewan Komisaris. Dewan Komisaris melaksanakan fungsi pengawasan secara independen dan tidak terlibat dalam pengambilan keputusan kegiatan operasional Bank.
3. Kelengkapan dan pelaksanaan tugas Komite

Bank memiliki komite-komite yang mendukung pelaksanaan tugas dan tanggung jawab Dewan Komisaris yaitu Komite Audit, Komite Pemantau Risiko serta Komite Remunerasi dan Nominasi. Komite Struktur dan komposisi keanggotaan komite telah sesuai dengan peraturan dan didukung dengan *charter* komite sebagai acuan dalam melaksanakan tugas dan tanggung jawab komite. Seluruh komite di bawah Dewan Komisaris telah melaksanakan tugasnya sesuai dengan peraturan yang berlaku.

4. Penanganan Benturan Kepentingan

Bank memiliki Kebijakan dan Prosedur Manajemen Konflik serta Prosedur untuk Kepentingan Usaha di luar Bank yang berlaku bagi seluruh karyawan, Direksi, dan Dewan Komisaris. Seluruh karyawan, anggota Direksi dan Dewan Komisaris wajib mengungkapkan potensi maupun terjadinya (aktual) benturan kepentingan. Bank juga mewajibkan seluruh karyawan, anggota Direksi dan Dewan Komisaris membuat pernyataan benturan kepentingan secara berkala.

GCG Implementation Self-Assessment

Analysis

Based on the self-assessment of 11 (eleven) GCG components, the Bank has adequate governance structures and processes to support governance outcomes, including:

1. All members of the Board of Directors have met the integrity, competency and financial reputation requirements, including obtaining approval from the OJK. The Board of Directors has managed the Bank in accordance with the authority and duties and responsibilities as stipulated in the laws, regulations and charter articles of association of the Board of Directors. All members of the Board of Directors do not have concurrent positions as Commissioners, members of the Board of Directors or Executive Officers.
 2. The total number of the Board of Commissioners consists of 4 (four) Commissioners with a composition of more than 50% being Independent Commissioners and the total number of the Board of Commissioners does not exceed the number of members of the Board of Directors. The Board of Commissioners has carried out its duties and responsibilities as stipulated in the laws, regulations, articles of association and charters of the Board of Commissioners. The Board of Commissioners carries out the oversight function independently and is not involved in making decisions on the Bank's operational activities.
 3. Comprehensiveness and implementation of the duties of the Committee
- The Bank has committees to support the implementation of the duties and responsibilities of the Board of Commissioners, namely the Audit Committee, the Risk Monitoring Committee and the Remuneration and Nomination Committee. The structure and composition of the committee's membership complies with regulations and is supported by a committee charter as a reference in carrying out the duties and responsibilities of the committee. All committees under the Board of Commissioners have carried out their duties in accordance with applicable regulations.
4. Handling of Conflict of Interest
- The Bank has Conflict Management Policies and Procedures as well as Procedures for Business Interests outside the Bank that apply to all employees, the Board of Directors and the Board of Commissioners. All employees, members of the Board of Directors and the Board of Commissioners are required to disclose potential or actual conflicts of interest. The Bank also requires all employees, members of the Board of Directors and the Board of Commissioners to periodically make conflict of interest statements.

5. Penerapan Fungsi Kepatuhan Bank

Bank memiliki Satuan Kerja Kepatuhan yang independen terhadap unit kerja operasional dan Satuan Kerja Kepatuhan bertanggung jawab langsung kepada Direktur Kepatuhan. Fungsi kepatuhan Bank telah dilaksanakan dengan memadai antara lain melalui pelaksanaan kajian kepatuhan produk/layanan/kebijakan/prosedur, pemantauan *regulatory* parameter dan komitmen kepada regulator, pengelolaan *compliance obligation* serta pelaksanaan *assurance* kepatuhan.

6. Pelaksanaan Fungsi Audit Internal

Bank memiliki Satuan Kerja Audit Internal (SKAI) yang independen dan Kepala Satuan Kerja Audit Internal bertanggung jawab langsung kepada Presiden Direktur. SKAI menyusun Rencana Kerja Audit dengan pendekatan berbasis risiko yang mencakup seluruh unit kerja Bank. SKAI memantau rencana perbaikan atas hasil audit secara berkala dan melakukan validasi penyelesaian perbaikan tersebut melalui *Issue Validation Review*. Direksi memastikan tindak lanjut hasil audit telah dilakukan oleh unit kerja terkait termasuk menindaklanjuti arahan atau rekomendasi Dewan Komisaris melalui Komite Audit.

7. Pelaksanaan Fungsi Audit Eksternal

Bank memiliki kebijakan dan prosedur penunjukan Akuntan Publik/Kantor Akuntan Publik sebagai Auditor Eksternal Bank. Penunjukan Akuntan Publik/Kantor Akuntan Publik dilaksanakan sesuai dengan Peraturan OJK dan kebijakan internal.

Bank menunjuk KAP Tanudiredja, Wibisana, Rintis & Rekan (firma anggota jaringan global PwC) sebagai auditor eksternal untuk tahun buku yang berakhir pada tanggal 31 Desember 2022 berdasarkan keputusan Rapat Umum Pemegang Saham Tahunan tanggal 8 Juni 2022.

8. Penerapan Manajemen Risiko termasuk Sistem Pengendalian Internal

Bank memiliki struktur organisasi dan kebijakan serta prosedur yang mendukung pelaksanaan manajemen risiko. Satuan Kerja Manajemen Risiko merupakan satuan kerja lini 2 yang independen. Kepala Satuan Kerja Manajemen Risiko bertanggung jawab langsung kepada Presiden Direktur.

Penyusunan, penetapan dan pengkinian prosedur dan alat untuk mengidentifikasi, mengukur, memonitor dan mengendalikan risiko telah dilaksanakan dengan memadai. Direksi dan Dewan Komisaris melakukan pengawasan aktif terhadap pelaksanaan strategi dan kebijakan manajemen risiko melalui Komite Manajemen Risiko dan Komite Pemantau Risiko.

5. Implementation of the Bank's Compliance Function

The Bank has a Compliance Work Unit that is independent of the operational work unit and the Compliance Work Unit is directly responsible to the Compliance Director. The Bank's compliance function has been carried out adequately, among others through conducting product/service/policy/procedure compliance reviews, monitoring regulatory parameters and commitment to regulators, managing compliance obligations and implementing compliance assurance.

6. Implementation of the Internal Audit Function

The Bank has an independent Internal Audit Work Unit (SKAI) and the Head of the Internal Audit Work Unit reports directly to the President Director. SKAI prepares an Audit Work Plan with a risk-based approach that covers all work units of the Bank. SKAI monitors improvement plans on audit results on a regular basis and validates the completion of these improvements through an Issue Validation Review. The Board of Directors ensures that follow-up on audit results has been carried out by related work units, including following up on directions or recommendations from the Board of Commissioners through the Audit Committee.

7. Implementation of the External Audit Function

The Bank has policies and procedures for appointing a Public Accountant/Public Accounting Firm as the Bank's External Auditor. The appointment of a Public Accountant/Public Accountant Office is carried out in accordance with OJK Regulations and internal policies.

The Bank appointed the KAP Tanudiredja, Wibisana, Rintis & Rekan (a member firm of the PwC global network) as the external auditor for the financial year ending on 31 December 2022 based on the decision of the Annual General Meeting of Shareholders on 8 June 2022.

8. Implementation of Risk Management including the Internal Control System

The Bank has an organisational structure and policies and procedures that support the implementation of risk management. The Risk Management Work Unit is an independent line 2 work unit. The Head of the Risk Management Work Unit is directly responsible to the President Director.

The preparation, determination and updating of procedures and tools to identify, measure, monitor and control risks have been carried out adequately. The Board of Directors and Board of Commissioners carry out active supervision of the implementation of risk management strategies and policies through the Risk Management Committee and Risk Monitoring Committee.

9. Penyediaan dana ke pihak terkait dan penyediaan dana besar

Bank memiliki Kebijakan Batas Maksimum Pemberian Kredit (BMPK) dan Penyediaan Dana Besar sebagai acuan dalam penyaluran dana kepada pihak terkait, non pihak terkait Bank. Bank tidak memiliki eksposur penyediaan dana besar (*large exposure*) sejalan dengan strategi Bank yang fokus pada segmen retail. Bank senantiasa mempertimbangkan kondisi permodalan dalam memberikan kredit maupun penyediaan dana lainnya. Pemberian kredit kepada pihak terkait dilakukan secara *arm's length* mengikuti persyaratan komersial normal sesuai dengan kebijakan kredit dan delegasi kewenangan kredit yang berlaku.

10. Transparansi kondisi keuangan dan non keuangan, laporan pelaksanaan GCG, dan pelaporan internal

Transparansi kondisi keuangan dan non keuangan Bank telah dilaksanakan secara memadai. Informasi keuangan dan non keuangan dipublikasi melalui situs web Bank termasuk laporan keuangan publikasi triwulan dan laporan tahunan. Bank sebagai emiten juga mempublikasikan laporan-laporan sebagaimana yang diwajibkan OJK pasar modal pada situs web IDX.

Bank memiliki kebijakan terkait kewajiban transparansi dan pengungkapan baik kondisi keuangan dan non keuangan yang mengacu pada peraturan OJK dan mempertimbangkan *best practice* yang berlaku umum.

Bank memiliki sistem informasi manajemen yang mendukung sistem pelaporan internal Bank sehingga dapat dibuat dengan lengkap, akurat dan tepat waktu sesuai ketentuan regulator. Bank juga senantiasa melakukan pemeliharaan sistem secara berkala, pengembangan dan pembaruan untuk memastikan ketersediaan dan keandalan dari sistem pelaporan.

11. Rencana Strategis Bank

Proses perencanaan strategis Bank senantiasa mempertimbangkan potensi pertumbuhan pasar, tujuan dan fokus Bank, serta strategi Bank. Pemegang saham memiliki komitmen untuk mendukung rencana strategis Bank, dan memantau keperluan modal guna menunjang strategi Bank. Pemegang saham memiliki komitmen untuk mendukung rencana strategis Bank, dan memantau keperluan modal guna menunjang strategi Bank. Direksi telah menyusun Rencana Bisnis Bank tahun 2023–2025 yang telah disetujui oleh Dewan Komisaris. Dewan Komisaris melakukan pengawasan terhadap realisasi rencana bisnis Bank dan menyampaikan hasil pengawasan tersebut kepada Otoritas Jasa Keuangan.

9. Provision of funds to related parties and provision of large funds

The Bank has a Legal Lending Limit Policy (BMPK) and Large Provision of Funds as a reference in channelling funds to related parties, non-Bank related parties. The Bank does not have large exposure to funding in line with the Bank's strategy which focuses on the retail segment. The Bank always considers the condition of capital in providing credit and providing other funds. Lending to related parties is carried out at arm's length following normal commercial terms in accordance with the credit policy and the delegation of credit authority that applies.

10. Transparency of financial and non-financial conditions, GCG implementation reports, and internal reporting

Transparency of the Bank's financial and non-financial conditions has been adequately implemented. Financial and non-financial information is published on the Bank's website, including published quarterly financial reports and annual reports. Banks as issuers also publish reports as required by the capital market OJK on the IDX website.

The Bank has policies regarding transparency and disclosure obligations, both financial and non-financial conditions, which refer to OJK regulations and consider generally accepted best practices.

The Bank has a management information system that supports the Bank's internal reporting system so that it can be prepared in a complete, accurate and timely manner in accordance with regulatory provisions. The Bank also regularly performs system maintenance, development and updates to ensure the availability and reliability of the reporting system.

11. Bank Strategic Plan

The Bank's strategic planning process always considers market growth potential, the Bank's goals and focus, and the Bank's strategy. Shareholders have a commitment to support the Bank's strategic plan, and monitor capital requirements to support the Bank's strategy. Shareholders have a commitment to support the Bank's strategic plan, and monitor capital requirements to support the Bank's strategy. The Board of Directors has prepared the Bank's Business Plan for 2023 – 2025 which has been approved by the Board of Commissioners. The Board of Commissioners supervises the realisation of the Bank's business plan and submits the results of this supervision to the Financial Services Authority.

Rapat Umum Pemegang Saham

General Meeting of Shareholders

Sebagai organ tertinggi dalam struktur tata kelola perusahaan, Rapat Umum Pemegang Saham (RUPS) merupakan wadah pemegang saham dalam pengambilan keputusan sebagaimana ditetapkan dalam Undang-Undang (UU) No.40 tahun 2007 tentang Perseroan Terbatas, RUPS terdiri dari RUPS Tahunan (RUPST) yang diselenggarakan satu kali dalam setahun dan RUPS Luar Biasa (RUPSLB) yang diselenggarakan sesuai kebutuhan Bank.

Di tahun 2022, Bank menyelenggarakan 1 (satu) RUPST dan 4 RUPSLB dengan keputusan-keputusan sebagai berikut:

RUPS Tahunan

2022

Tanggal Date	Keputusan Decree
8 Juni 2022 8 June 2022	No. SHR/RES/2022/VI/002
Ringkasan Keputusan Summary of Resolutions	

1. Menyetujui Laporan Tahunan dan mengesahkan Laporan Keuangan Bank untuk tahun buku yang berakhir pada tanggal 31 Desember 2021
Approved the Annual Report and ratified the Financial Statements of the Bank's for the year ended on 31 December 2021
2. Guna memenuhi Peraturan Otoritas Jasa Keuangan (OJK) No.30/POJK.04/2015 tentang Laporan Realisasi Penggunaan Dana Hasil Penawaran Umum, Laporan Direksi Bank atas realisasi penggunaan dana hasil Penawaran Umum Obligasi I Bank Commonwealth Tahun 2020 ("BCOM01") sebesar Rp1.000.000.000.000 (satu triliun rupiah), setelah dikurangi dengan biaya penawaran umum, yang telah digunakan seluruhnya oleh Perseroan sesuai Rencana Penggunaan Dana dalam Prospektus Ringkas BCOM01, sebagaimana tercantum dalam Laporan Perseroan kepada Otoritas Jasa keuangan melalui Surat dengan No. 001/TRE/PTBC/VII/2021 tertanggal 06 Juli 2021
In order to Comply with the Indonesia Financial Services Authority ("FSA") regulation No.30/POJK.04/2015 concerning Report on the Realization of the Use of Proceeds from Public Offering of the Bond I Bank Commonwealth 2020 ("BCOM01") in the amount of Rp1,000,000,000,000 (one trillion Rupiah) after deducting the cost of public offering, has been used up entirely by the Company in accordance with the Plan of Use of Proceeds in the BCOM01 Abridged Prospectus, as stated in the Company's Report to the Financial Services Authority through Letter No. 001/TRE/PTBC/VII/2021 dated 6 July 2021
3. Memberikan pembebasan dan pelunasan secara penuh kepada Direksi dan Dewan Komisaris atas pelaksanaan tugas dan tanggung jawabnya dalam pengurusan dan pengawasan Perseroan yang dilakukan dalam tahun buku tersebut sepanjang tindakan-tindakan tersebut tercermin dalam Laporan Tahunan dan Laporan Keuangan Bank
Granted full release and discharge to the Board of Directors and the Board of Commissioners from their duties and responsibilities for their actions in the management and supervision of the Company taken during that financial year to the extent that such actions are reflected in the Bank's Annual Report and Financial Statements
4. Memberikan kewenangan kepada Dewan Komisaris untuk menunjuk dan/atau mengganti auditor independen untuk mengaudit Laporan Keuangan Bank untuk tahun buku yang berakhir pada tanggal 31 Desember 2022 dan untuk menentukan syarat-syarat dan ketentuan-ketentuan penunjukan tersebut dengan wajib memerhatikan rekomendasi dari Komite Audit Bank
Authorized the Board of Commissioners to appoint and/or change independent auditor to audit the Bank's Financial Statement of the year ended on 31 December 2022 and to determine the terms and conditions of the engagement with due regard to the recommendations from the Bank's Audit Committee

As the highest organ in the corporate governance structure, the General Meeting of Shareholders (GMS) is a platform for shareholders to make decisions as stipulated in the Law (UU) No. 40 of 2007 concerning Limited Liability Companies, the GMS consists of the Annual GMS (AGMS) which is held once a year and the Extraordinary GMS (EGMS) which is held according to the needs of the Bank.

In 2022, the Bank held 1 (one) AGMS and 4 (four) EGMS with the following resolutions:

Annual GMS

2022

No	Tanggal Date	Keputusan Decree																														
1	17 Maret 2022 8 June 2022	No. SHR/RES/2022/III/001																														
Ringkasan Keputusan Summary of Resolutions																																
<p>1. Pengangkatan kembali David Antony Keith Cohen sebagai Presiden Komisaris Bank untuk jangka waktu 3 (tiga) tahun (8 Maret 2022 - 7 Maret 2025) atau sebagaimana diatur dalam Anggaran Dasar Perseroan tanpa mengurangi hak dari Rapat Umum Pemegang Saham untuk memberhentikan sewaktu-waktu;</p> <p>Approved the re-appointment of David Antony Keith Cohen as President Commissioner of the Bank for the period of 3 (three) years (8 March 2022 - 7 March 2025) or as stipulated in the Article of Association of the Company without prejudice to the rights of General Meeting of Shareholders to dismiss at any time;</p> <p>2. Menyetujui pengangkatan Kembali Bapak Khairil Anwar sebagai Komisaris Independen Bank untuk jangka waktu 3 (tiga) tahun (20 Mei 2022 - 19 Mei 2025) atau sebagaimana diatur dalam Anggaran Dasar Perseroan tanpa mengurangi hak dari Rapat Umum Pemegang Saham untuk memberhentikan sewaktu-waktu;</p> <p>Approved the re-appointment of Khairil Anwar as Independent Commissioner of the Bank for the period of 3 (three) years (20 May 2022 - 19 May 2025) or as stipulated in the Article of Association of the Company without prejudice to the rights of General Meeting of Shareholders to dismiss at any time;</p> <p>3. Menerima permintaan Bapak Stephen Vile untuk menyelesaikan masa jabatannya sebagai Wakil Presiden Komisaris Bank yang berakhir pada tanggal 25 Februari 2022;</p> <p>Accepted Stephen Vile's intention to complete his term of appointment as Vice President Commissioner of the Bank that ended on 25 February 2022;</p> <p>4. Menyetujui pengangkatan Bapak Teuku Radja Sjahnan sebagai Komisaris Independen Bank, terhitung efektif sejak memperoleh persetujuan dari Rapat Umum Pemegang Saham</p> <p>Approved the appointment of Teuku Radja Sjahnan as Independent Commissioner of the Bank, which appointment will be effective upon obtaining approval from the Financial Services Authority ("OJK");</p> <p>5. Sejak tanggal efektif pengangkatan tersebut di atas, komposisi Dewan Komisaris dan Direksi Bank menjadi sebagai berikut:</p> <p>Upon the effectiveness of the above items, the composition of the Board of Commissioners and the Board of Directors of the Bank shall be as follows:</p> <table> <tbody> <tr> <td>Presiden Komisaris President Commissioner</td> <td>:</td> <td>David Antony Keith Cohen</td> </tr> <tr> <td>Komisaris Independen Independent Commissioner</td> <td>:</td> <td>Suwartini</td> </tr> <tr> <td>Komisaris Independen Independent Commissioner</td> <td>:</td> <td>Khairil Anwar</td> </tr> <tr> <td>Komisaris Independen Independent Commissioner</td> <td>:</td> <td>Teuku Radja Sjahnan*</td> </tr> <tr> <td>Presiden Direktur President Director</td> <td>:</td> <td>Sulistiwati (Lauren Sulistiawati)</td> </tr> <tr> <td>Direktur Director</td> <td>:</td> <td>Ming Hong Chen</td> </tr> <tr> <td>Direktur Director</td> <td>:</td> <td>Timothy Christopher Delahunty</td> </tr> <tr> <td>Direktur Director</td> <td>:</td> <td>Bagus Harimawan</td> </tr> <tr> <td>Direktur Kepatuhan Director of Compliance</td> <td>:</td> <td>Yessika Effendi</td> </tr> </tbody> </table> <p>Catatan: *akan terhitung efektif sejak memperoleh persetujuan dari regulator (OJK). Note: *will be effective after obtaining approval from the regulator (OJK).</p>			Presiden Komisaris President Commissioner	:	David Antony Keith Cohen	Komisaris Independen Independent Commissioner	:	Suwartini	Komisaris Independen Independent Commissioner	:	Khairil Anwar	Komisaris Independen Independent Commissioner	:	Teuku Radja Sjahnan*	Presiden Direktur President Director	:	Sulistiwati (Lauren Sulistiawati)	Direktur Director	:	Ming Hong Chen	Direktur Director	:	Timothy Christopher Delahunty	Direktur Director	:	Bagus Harimawan	Direktur Kepatuhan Director of Compliance	:	Yessika Effendi			
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2	1 Agustus 2022 1 August 2022	No. SHR/RES/2022/VIII/003																														
Ringkasan Keputusan Summary of Resolutions																																
<p>1. Menyetujui pengangkatan Bapak Sukarman Omar sebagai Direktur Retail SME & Business Bank, terhitung efektif sejak memperoleh persetujuan Otoritas Jasa Keuangan;</p> <p>Approved the appointment of Sukarman Omar as Director of Retail & SME Business of the Bank, which appointment will be effective upon obtaining approval from Financial Services Authority;</p> <p>2. Sejak tanggal efektif pengangkatan tersebut di atas, komposisi Dewan Komisaris dan Direksi Bank menjadi sebagai berikut:</p> <p>Upon the effectiveness of the above items, the composition of the Board of Commissioners and the Board of Directors of the Bank shall be as follows:</p> <table> <tbody> <tr> <td>Presiden Komisaris President Commissioner</td> <td>:</td> <td>David Antony Keith Cohen</td> </tr> <tr> <td>Komisaris Independen Independent Commissioner</td> <td>:</td> <td>Suwartini</td> </tr> <tr> <td>Komisaris Independen Independent Commissioner</td> <td>:</td> <td>Khairil Anwar</td> </tr> <tr> <td>Komisaris Independen Independent Commissioner</td> <td>:</td> <td>Teuku Radja Sjahnan</td> </tr> <tr> <td>Presiden Direktur President Director</td> <td>:</td> <td>Sulistiwati (Lauren Sulistiawati)</td> </tr> <tr> <td>Direktur Director</td> <td>:</td> <td>Ming Hong Chen</td> </tr> <tr> <td>Direktur Director</td> <td>:</td> <td>Timothy Christopher Delahunty</td> </tr> <tr> <td>Direktur Director</td> <td>:</td> <td>Bagus Harimawan</td> </tr> <tr> <td>Direktur Director</td> <td>:</td> <td>Sukarman Omar*</td> </tr> <tr> <td>Direktur Kepatuhan Director of Compliance</td> <td>:</td> <td>Yessika Effendi</td> </tr> </tbody> </table> <p>Catatan: *akan terhitung efektif sejak memperoleh persetujuan dari regulator (OJK). Note: *will be effective after obtaining approval from the regulator (OJK).</p>			Presiden Komisaris President Commissioner	:	David Antony Keith Cohen	Komisaris Independen Independent Commissioner	:	Suwartini	Komisaris Independen Independent Commissioner	:	Khairil Anwar	Komisaris Independen Independent Commissioner	:	Teuku Radja Sjahnan	Presiden Direktur President Director	:	Sulistiwati (Lauren Sulistiawati)	Direktur Director	:	Ming Hong Chen	Direktur Director	:	Timothy Christopher Delahunty	Direktur Director	:	Bagus Harimawan	Direktur Director	:	Sukarman Omar*	Direktur Kepatuhan Director of Compliance	:	Yessika Effendi
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3	23 September 2022 23 September 2022	No. SHR/RES/2022/IX/004																														

No	Tanggal Date	Keputusan Decree																																				
Ringkasan Keputusan Summary of Resolutions																																						
Menyetujui penyesuaian Maksud dan Tujuan Serta Kegiatan Usaha yang tercantum dalam Pasal 3 Anggaran Dasar Perseroan untuk memenuhi persyaratan dalam Online Single Submission Risk-Based Approach ("OSS-RBA") sebagaimana diatur dalam Peraturan Pemerintah No.5 Tahun 2021 tentang Penyelenggaraan Perizinan Berusaha Berbasis Risiko dengan menggunakan Klasifikasi Baku Lapangan Usaha Indonesia ("KBLI") 2020;																																						
4	9 Desember 2022 9 December 2022	No. SHR/RES/2022/XII/001																																				
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<p>1. Menyetujui peningkatan jumlah modal ditempatkan dan modal disetor Perseroan dari Rp3.819.667.000.000,- (tiga triliun delapan ratus sembilan belas miliar enam ratus enam puluh tujuh juta Rupiah) menjadi Rp4.319.667.000.000 (empat triliun tiga ratus sembilan belas miliar enam ratus enam puluh tujuh juta Rupiah) dengan menerbitkan 500.000 (lima ratus ribu) lembar saham, masing-masing dengan nilai nominal Rp1.000.000,- (satu juta Rupiah) pada bulan Desember 2022;</p> <p>To approve the adjustment of Purposes, Objectives and Business Activities listed in the Article 3 of the Company's Articles of Association, to meet the requirements in the Online Single Submission Risk-Based Approach ("OSS-RBA") as regulated in Government Regulation No. 5 of 2021 concerning the Implementation of Risk-Based Business Licensing using the 2020 Indonesia Standard Industrial Classification ("KBLI");</p> <p>2. 99% (sembilan puluh sembilan persen) atau 495.000 (empat ratus sembilan puluh lima ribu) lembar saham baru perseroan akan diambil bagian dan disetor oleh Commonwealth Bank of Australia (CBA) dan 1% (satu persen) atau 5.000 (lima ribu) lembar saham baru perseroan akan diambil bagian dan disetor oleh PT Giga Galaxy dan PT Murni Galaxy dengan proporsi yang sama rata yaitu masing-masing 2.500 (dua ribu lima ratus) lembar saham;</p> <p>To approve 99% (ninety nine percent) or 495,000 (four hundred ninety five thousand) new shares of the Company will be subscribed and paid by Commonwealth Bank of Australia (CBA) and 1% (one percent) or 5,000 (five thousand) new shares of the Company will be subscribed and paid by PT Giga Galaxy and PT Murni Galaxy in the same proportion i.e. each 2,500 (two thousand five hundred) shares;</p> <p>3. Dengan demikian, sesudah penambahan modal ditempatkan dan disetor, komposisi susunan pemegang saham Bank adalah menjadi sebagai berikut:</p> <p>Following the additional of issued and paid up capital, the Bank's shareholding compositions are become as follows:</p>																																						
<table border="1"> <thead> <tr> <th>No</th> <th>Nama Pemegang Saham Name of Shareholders</th> <th>Jumlah Pemegang Saham Total Ownership of Shares</th> <th>Presentase Kepemilikan (%) Percentage of Ownership (%)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Commonwealth Bank of Australia</td> <td>4.276.469 4,276,469</td> <td>99,00 99.00</td> </tr> <tr> <td>2</td> <td>PT Giga Galaxy</td> <td>15.699 15,699</td> <td>0,36 0.36</td> </tr> <tr> <td>3</td> <td>PT Murni Galaxy</td> <td>15.699 15,699</td> <td>0,36 0.36</td> </tr> <tr> <td>4</td> <td>PT Samudra Anugrah Megah</td> <td>4.425 4,425</td> <td>0,10 0.10</td> </tr> <tr> <td>5</td> <td>PT Ramadewan Winoko</td> <td>2.950 2,950</td> <td>0,07 0.07</td> </tr> <tr> <td>6</td> <td>PT Prima Rukun Langgeng</td> <td>2.655 2,655</td> <td>0,06 0.06</td> </tr> <tr> <td>7</td> <td>PT Finkom Surya Putra</td> <td>1.770 1,770</td> <td>0,04 0.04</td> </tr> <tr> <td colspan="2">Total Saham Total Shares</td><td>4.319.667 4,319,667</td><td>100,00 100.00</td></tr> </tbody> </table>			No	Nama Pemegang Saham Name of Shareholders	Jumlah Pemegang Saham Total Ownership of Shares	Presentase Kepemilikan (%) Percentage of Ownership (%)	1	Commonwealth Bank of Australia	4.276.469 4,276,469	99,00 99.00	2	PT Giga Galaxy	15.699 15,699	0,36 0.36	3	PT Murni Galaxy	15.699 15,699	0,36 0.36	4	PT Samudra Anugrah Megah	4.425 4,425	0,10 0.10	5	PT Ramadewan Winoko	2.950 2,950	0,07 0.07	6	PT Prima Rukun Langgeng	2.655 2,655	0,06 0.06	7	PT Finkom Surya Putra	1.770 1,770	0,04 0.04	Total Saham Total Shares		4.319.667 4,319,667	100,00 100.00
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Rapat Umum Pemegang Saham tahun 2021 adalah sebagai berikut

The General Meeting of Shareholders in 2021 are as follows:

Rapat Umum Pemegang Saham Luar Biasa (RUPSLB)

1. Rapat Umum Pemegang Saham Luar Biasa (RUPSLB) tanggal 24 Maret 2021 dengan Nomor Keputusan SHR/RES/2021/III/001, dengan keputusan: menyetujui pengangkatan Bagus Harimawan sebagai Direktur Bank. Pengangkatan ini telah mendapat persetujuan OJK;
2. Rapat Umum Pemegang Saham Luar Biasa (RUPSLB) tanggal 30 September 2021 dengan Nomor Keputusan No. SHR/RES/2021/VII/004 dengan keputusan: Menyetujui pengangkatan kembali Ibu Suwartini sebagai Komisaris Independen Bank untuk jangka waktu sebagaimana diatur dalam Anggaran Dasar Perseroan dan berdasarkan tinjauan kinerja tahunan dengan hasil yang memuaskan tanpa mengurangi hak dari Rapat Umum Pemegang Saham untuk memberhentikan sewaktu-waktu.

Rapat Umum Pemegang Saham Tahunan (RUPST):

1. Rapat Umum Pemegang Saham Tahunan tanggal 30 Juni 2021 dengan Nomor Keputusan No. SHR/RES/2021/VI/003 dengan keputusan: Menyetujui Laporan Tahunan dan mengesahkan Laporan Keuangan Bank untuk tahun buku yang berakhir pada tanggal 31 Desember 2020, Memberikan pembebasan dan pelunasan secara penuh kepada Direksi dan Dewan Komisaris atas pelaksanaan tugas dan tanggung jawabnya dalam pengurusan dan pengawasan Bank yang dilakukan dalam tahun buku tersebut sepanjang tindakan-tindakan tersebut tercermin dalam Laporan Tahunan dan Laporan Keuangan Bank, dan Memberikan kewenangan kepada Dewan Komisaris untuk menunjuk dan/atau mengganti auditor independen untuk mengaudit Laporan Keuangan Bank untuk tahun buku yang berakhir pada tanggal 31 Desember 2021 dan untuk menentukan syarat-syarat dan ketentuan-ketentuan penunjukan tersebut dengan wajib memperhatikan rekomendasi dari Komite Audit Bank.

Catatan: Seluruh keputusan RUPST dan RUPSLB Bank pada tahun 2021 telah direalisasikan pada tahun yang sama.

Extraordinary General Meeting of Shareholders (EGMS)

1. Extraordinary General Meeting of Shareholders (EGMS) dated 24 March 2021 with Decision Number SHR/RES/2021/III/001, with the decision: to approve the appointment of Bagus Harimawan as Director of the Bank. This appointment has received OJK approval;
2. Extraordinary General Meeting of Shareholders (EGMS) dated 30 September 2021 with Decision Number No. SHR/RES/2021/VII/004 with the decision: Approved the reappointment of Ms. Suwartini as the Bank's Independent Commissioner for a period as stipulated in the Company's Articles of Association and based on an annual performance review with satisfactory results without prejudice to the right of the General Meeting of Shareholders to dismiss her at any time.

Annual General Meeting of Shareholders (AGMS):

1. Annual General Meeting of Shareholders dated 30 June 2021 with Decision Number No. SHR/RES/2021/VI/003 with the decision: Approved the Annual Report and ratified the Bank's Financial Statements for the financial year ending on 31 December 2020, Granted full release and discharge to the Board of Directors and the Board of Commissioners for carrying out their duties and responsibilities in the management and supervision of the Bank carried out in said financial year as long as these actions are reflected in the Bank's Annual Report and Financial Statements, and Granted authority to the Board of Commissioners to appoint and/or replace an independent auditor to audit the Bank's Financial Statements for the financial year ending on 31 December 2021 and to determine the terms and conditions of the appointment with the obligation to pay attention to the recommendations of the Bank's Audit Committee.

Note: All of the Bank's AGMS and EGMS resolutions in 2021 were realised in the same year.

Direksi

Board of Directors

Direksi bertanggung jawab atas pengelolaan kegiatan usaha Bank untuk kepentingan dan tujuan perusahaan sesuai dengan Anggaran Dasar Bank. Pengangkatan anggota Direksi dilakukan oleh Rapat Umum Pemegang Saham (RUPS) dengan mempertimbangkan rekomendasi Komite Remunerasi dan Nominasi. Direksi mempertanggungjawabkan pelaksanaan tugasnya kepada RUPS.

Tugas dan Tanggung Jawab Direksi

Secara umum, tugas dan tanggung jawab Direksi meliputi:

1. Bertanggung jawab secara penuh terhadap aktivitas operasional manajemen Bank dan pengelolaan bisnisnya sesuai wewenang dan tanggung jawab yang ditetapkan dalam Anggaran Dasar serta peraturan dan perundang-undangan yang berlaku.
2. Menerapkan prinsip-prinsip tata kelola yang baik dalam semua aspek bisnis Bank dan di seluruh jenjang organisasi.
3. Mendiskusikan temuan dan rekomendasi audit dari Audit Internal, Audit Eksternal, dan audit OJK dan/atau otoritas lain.
4. Mengembangkan dan memastikan pelaksanaan Manajemen Risiko di semua tingkatan organisasi Bank dan memastikan bahwa fungsi Manajemen Risiko berjalan secara independen.
5. Mempertanggungjawabkan pelaksanaan tugas dan tanggung jawabnya kepada RUPS.

Tugas dan Tanggung Jawab Masing-Masing Anggota Direksi

Tugas dan tanggung jawab masing-masing anggota Direksi adalah sebagai berikut:

Presiden Direktur

- Memberikan arahan terkait operasional Bank secara umum, untuk memastikan kelancaran dan efektivitas pelaksanaannya.
- Memberikan arahan strategis dan mengawasi kegiataan operasional Bank secara keseluruhan.
- Memimpin pengembangan dan implementasi atas strategy bisnis Bank.

The Board of Directors is responsible for managing the Bank's business activities for the interests and objectives of the company in accordance with the Bank's Articles of Association. The appointment of members of the Board of Directors is done through the General Meeting of Shareholders (GMS) with the recommendation from the Remuneration and Nomination Committee. The Board of Directors is accountable to GMS in carrying out its duties.

Duties and Responsibilities of the Board of Directors

In general, the duties and responsibilities of the Board of Directors include:

1. Be fully responsible for the operational activities of the Bank and management of its business in accordance with the authority and responsibility as stipulated in the Articles of Association as well as applicable rules and applicable regulations.
2. Implement the principles of Good Corporate Governance in all aspects of the business of the Bank and at every level of the organisation.
3. Discuss audit findings and recommendations from Internal Audit, External Audit, and OJK audits and/or other authorities.
4. Develop and ensure the implementation of Risk Management at every level of the organisational structure and ensure that the Risk Management function operates independently.
5. Report its duties and accountabilities to GMS.

The Board of Directors Duties and Responsibilities

Duties and responsibilities of each member of the Board of Directors are as follows:

President Director

- Direct Bank's operations, to ensure smooth and effective operational implementation.
- Lead strategic direction and oversee all operations of the Bank.
- Lead the development and implementation of Bank's strategy.

- Mengelola hubungan dengan pemangku kepentingan utama, seperti tetapi tidak terbatas pada para pemegang saham, nasabah dan regulator.
- Menjaga penerapan praktik manajemen risiko yang efektif.
- Memastikan stabilitas dan pertumbuhan keuangan Bank, mempertahankan tenaga kerja yang berbakat dan termotivasi, dan mewakili Bank di komunitas yang lebih luas.
- Mengelola Bank agar sesuai dengan kewenangan dan tanggung jawab sesuai Anggaran Dasar Bank, peraturan perundang-undangan yang berlaku serta prinsip-prinsip tata kelola Bank yang baik.

Direktur Retail & SME

- Mengawasi kinerja bisnis *Retail & Small and Medium-sized Enterprise (SME)* secara keseluruhan.
- Mengembangkan dan melaksanakan strategi dalam membangun dan membina hubungan dengan para nasabah.
- Memimpin dan mengarahkan serta mengkoordinasikan pengembangan serta penawaran produk-produk Retail & SME yang terbaik dan memastikan kualitas daya saing produk tersebut dibandingkan kompetitor.
- Memantau dan mengelola risiko dengan berkolaborasi bersama departemen lainnya.
- Memastikan tercapainya pertumbuhan dan profitabilitas bisnis, pengelolaan anggaran dan sumber daya, serta mendorong inovasi dan perbaikan berkelanjutan.
- Mengelola Bank sesuai dengan kewenangan dan tanggung jawab sesuai Anggaran Dasar Bank, peraturan perundang-undangan yang berlaku serta prinsip-prinsip tata kelola Bank yang baik.

Direktur Kepatuhan, Hukum dan Sekretaris Perusahaan

- Memastikan bahwa seluruh kebijakan, prosedur, ketentuan, dan sistem dalam menunjang kegiatan operasional Bank telah sesuai dengan ketentuan dan hukum yang berlaku.
- Mengawasi perkembangan dan implementasi dari kebijakan dan prosedur kepatuhan dan bekerja sama dengan para pemangku kepentingan internal dan eksternal untuk memastikan kewajiban kepatuhan Bank selalu terpenuhi.
- Membentuk suatu kerangka kerja dan prosedur kepatuhan yang berlaku dalam menetapkan ketentuan dan pedoman internal Bank
- Mengelola administrasi Direksi dan Dewan Komisaris dan pemenuhan kewajiban kepatuhan.

- Manage relationships with key stakeholders, including but not limited to shareholders, customers, and regulators.
- Maintain effective risk management practices.
- Ensure Bank's financial stability and growth, maintaining a talented and motivated workforce, and representing the Bank in the broader community.
- Manage the Bank in accordance with the assigned authorities and responsibilities, and in compliance with the Bank's Articles of Association, prevailing law and regulations, and GCG principles.

Director of Retail & SME Business

- Oversee the overall performance of the Retail and Small and Medium-sized Enterprise (SME) business operations.
- Develop and execute strategies in building and maintaining relationships with customers.
- Lead, direct, and coordinate the development and distribution of the best Retail & SME products, and to ensure the competitiveness of products over competitors.
- Monitor and manage risks in collaboration with other relevant departments.
- Ensure the growth and profitability of the business, manage budgets and resources, and drive innovation and continuous improvements.
- Manage the Bank in accordance with the assigned authorities and responsibilities, and in compliance with the Bank's Articles of Association, prevailing regulations, and GCG principles.

Director of Compliance, Legal and Corporate Secretary

- Ensure all policies, procedures, rules and systems that support the Bank's operations are in compliance with relevant laws and regulations.
- Oversee the development and implementation of compliance policies and procedures and work closely with internal and external stakeholders to ensure the Bank's compliance posture is maintained.
- Establish compliance framework and procedures applicable to the Bank's internal rules and guidelines.
- Manage the Boards' administration and compliance obligations.

- Mengelola Bank agar sesuai dengan kewenangan dan tanggung jawab sesuai Anggaran Dasar Bank, peraturan perundang-undangan yang berlaku serta prinsip-prinsip tata kelola Bank yang baik.

Direktur Sumber Daya Manusia

- Memimpin, mengelola dan menetapkan strategi terkait Sumber Daya Manusia (SDM) serta pengelolaan properti dan fasilitas Bank yang selaras tujuan bisnis Bank.
- Memastikan kepatuhan atas peraturan ketenagakerjaan dan mengelola kompensasi karyawan, manfaat dan hubungan industrial.
- Mendukung operasional Bank melalui kegiatan perekrutan, pengelolaan talenta dan program keterlibatan karyawan serta memastikan ketersediaan SDM yang mumpuni.
- Menjalankan rencana-rencana terkait SDM yang dapat mendorong kinerja, produktifitas dan budaya organisasi.
- Mengelola Bank sesuai dengan kewenangan dan tanggung jawab sesuai Anggaran Dasar Bank, peraturan perundang-undangan yang berlaku serta prinsip-prinsip tata kelola Bank yang baik.

Direktur Operasional, Teknologi Informasi & Finance

- Memimpin, mengelola dan menetapkan strategi terkait kegiatan Operasional, Teknologi Informasi dan Keuangan Bank.
- Mengelola operasional Bank dan mengawasi implementasi dan pemeliharaan sistem teknologi Bank.
- Mengembangkan dan menerapkan kebijakan dan prosedur operasional, serta memastikan kepatuhan atas regulasi perbankan, dan memimpin departemen Teknologi Informasi Bank.
- Memimpin dan mengelola operasional keuangan Bank secara efektif dan melakukan evaluasi risiko finansial dan peluang, mengembangkan dan menerapkan strategi finansial serta memastikan kepatuhan dengan standar akuntasi dan peraturan keuangan yang berlaku.
- Memberikan informasi keuangan yang tepat dan akurat kepada para pemangku jabatan, mengelola anggaran, dan mengawasi fungsi accounting dan finance Bank.
- Berkontribusi pada kesuksesan jangka panjang Bank melalui pengelolaan keuangan yang sehat dan perencanaan yang strategis.
- Mengelola Bank sesuai dengan kewenangan dan tanggung jawab sesuai Anggaran Dasar Bank, peraturan perundang-undangan yang berlaku serta prinsip-prinsip tata kelola Bank yang baik.

- Manage the Bank in accordance with the assigned authorities and responsibilities, and in compliance with the Bank's Articles of Association, prevailing law, and regulations, and GCG principles.

Director of Human Resources

- Lead, manage and establish strategy for Human Resources, Property, and Facility Management that align with the Bank's business objectives.
- Ensure compliance with labor regulations and manage employee compensation, benefits, and industrial relations.
- Support Bank's business operations through recruitment, talent management, and employee engagement initiatives and ensure the adequate availability of high-quality human resources.
- Deliver human resource plans that drive organizational performance, productivity, and culture.
- Manage the Bank in accordance with the assigned authorities and responsibilities, and in compliance with the Bank's Articles of Association, prevailing regulations, and GCG principles.

Director of Operations, Information Technology and Finance

- Lead, manage and establish strategy for the Operations, Information Technology and Finance of the Bank.
- Manage the Bank's day-to-day operations and oversee the implementation and maintenance of the Bank's technology systems.
- Develop and implement operational policies and procedures, ensuring compliance with regulations, and providing leadership for the Bank's Information Technology department.
- Lead and manage Bank's financial operations effectively evaluate financial risks and opportunities, develop and implement financial strategies, and ensure compliance with accounting and regulatory standards.
- Provide timely and accurate financial information to stakeholders, manage budgets, and oversee the accounting and finance functions of the Bank.
- Contribute to the long-term success of the Bank through sound financial management and strategic planning.
- Manage the Bank in accordance with the assigned authorities and responsibilities, and in compliance with the Bank's Articles of Association, prevailing regulations, and GCG principles.

Piagam Direksi

Direksi memiliki Pedoman dan Tata Tertib dalam bentuk Piagam Direksi sebagai acuan dalam melaksanakan tugas dan tanggung jawabnya Direksi. Piagam Direksi berlaku mengikat bagi seluruh anggota Direksi. Penyusunan Piagam Direksi mengacu pada peraturan perundang-undangan, Anggaran Dasar Bank, dan praktik di industri keuangan.

Hubungan Keluarga dan Keuangan antara Direksi dan Dewan Komisaris

Tidak ada anggota Direksi dan Dewan Komisaris Bank yang memiliki hubungan keluarga maupun keuangan dengan anggota Direksi lainnya, anggota Dewan Komisaris, dan dengan pemegang saham pengendali.

Kepemilikan Saham di Perusahaan Lain

Tidak ada anggota Direksi yang memiliki saham lebih dari 25% (dua puluh lima persen) modal disetor pada perusahaan lain, baik secara sendiri-sendiri atau bersama-sama.

Rapat Direksi

Pada 2022, Direksi menyelenggarakan 19 kali rapat dengan daftar tingkat kehadiran setiap anggota Direksi sebagai berikut:

No	Anggota Member	Jabatan Position	Jumlah Kehadiran Number of Attendance	Percentase Kehadiran Percentage of Attendance
1	Lauren Sulistiawati	Presiden Direktur President Director	19/19	100%
2	Ming Hong Chen*	Direktur Digital, Data & Strategi Director of Digital, Data & Strategy	17/19	90%
3	Timothy Delahunty	Direktur Operasional, Teknologi Informasi & Finance Director of Operational, IT & Finance	18/19	95%
4	Bagus Harimawan	Direktur Sumber Daya Manusia Director of Human Resources	17/19	90%
5	Yessika Effendi	Direktur Kepatuhan, Legal & Sekretaris Perusahaan Director of Compliance, Legal & Corporate Secretary	17/19	90%
6	Sukarman Omar**	Direktur Retail & SME Business Director of Retail & SME Business	4/4	100%

*Ming Hong Chen telah mengajukan pengunduran diri sebagai Direktur, efektif per tanggal 30 April 2023
Ming Hong Chen has tendered his resignation as Director, effective as of 30 April 2023

**Sukarman Omar efektif per tanggal 29 Agustus 2022
Sukarman Omar effectively served from 29 August 2022

Board of Directors Charter

The Board of Directors has a Board Manual as the guideline in the implementation of the Board's duties and responsibilities. The Board Manual is legally binding for all members of the Board. The compilation of the Board Manual refers to the applicable laws and regulations, the Articles of Association of the Bank, and best practices in the financial industry.

Familial and Financial Relationship Between The Board of Directors and The Board of Commissioners

None of the members of the Board of Directors and Board of Commissioners of the Bank has any familial or financial relationships with other members of the Board of Directors, members of the Board of Commissioners and with the controlling shareholder.

Share Ownership in Other Companies

No member of the Board of Directors owns more than 25% (twenty-five percent) of paid up capital in other companies both individually or collectively.

Board of Directors Meetings

In 2022, the Board of Directors held 19 meetings with attendance of each Board member recorded as follows:

Pelatihan Direksi

Pada 2022, Direksi telah mengikuti berbagai pelatihan internal dan seminar/lokakarya yang diselenggarakan pihak eksternal. Berikut merupakan rincian pelatihan yang diikuti Direksi sepanjang tahun 2022:

Board of Directors Training

In 2022, members of the Board of Directors attended various internal training and seminars/workshops held by external parties. Below is the list of training the Board of Directors participated in throughout 2022:

Nama Name	Training/Seminar/Workshop/E-Learning
Lauren Sulistiawati	<ul style="list-style-type: none"> G20 - BI Finance Tracking Side Series - Digital Payment Innovation, 2022 Senior Leaders Risk Skills and Experience Accountability Program Resolving Customer Complaints, Strategic Risk Management: New Tools for Competitive Advantage in the Era of VUCA (Volatility, Uncertainty, Complexity & Ambiguity) Disclosure Officer Training
Ming Chen	<ul style="list-style-type: none"> Importance of Intelligence in Managing Financial Crime 2022 Senior Leaders Risk Skills and Experience Accountability Program The Group Risk Management Approach
Timothy Delahunty	<ul style="list-style-type: none"> Refreshment Risk Management Certification AWS Executive Event Workshop AWS Cloud Day Crowd strike Event, B20 Summit
Yessika Effendi	<ul style="list-style-type: none"> Tantangan Perekonomian Global & Ketahanan Perbankan Indonesia di Tahun 2022 (LPS) / Global Economic Challenges & Indonesian Banking Resilience in 2022 (LPS) Risk Walk and Talk with Gareth Aird dan Arahan Presiden RI dalam Upaya Pencegahan dan Pemberantasan Green Financial Crime / Directives from the Indonesian President on Prevention and Eradication of Green Financial Crime Retail & SME Business Strategy Workshop Compliance Live KREASIMUDA Financial Integrity Rating on Money Laundering and Terrorism Financing Metaverse in Banking Subsidiary Director Training Risk Management Certification Refreshment Program
Bagus Harimawan	<ul style="list-style-type: none"> Menyikapi Kekisruhan Upah Minimum Provinsi DKI / Responding to the DKI Province Minimum Wage Confusion Retail & SME Business Strategy Workshop Collaboration Through Generations Respect Lives, HR Leaders People Analytic Summit Certified Human Resource Officer (CHRO) Indonesia 2022 Focus Study Result by Sharing Sertifikasi Manajemen Sumber Daya Manusia / Human Resources Management Certification
Sukarman Omar	<ul style="list-style-type: none"> Treasury Dealer Competency for Banking Profession Financial Crime Risk Assessment

Penilaian Komite di bawah Direksi

Sesuai yang disyaratkan peraturan, Direksi mengadakan kuesioner internal tahunan untuk mengevaluasi kinerja komite di bawah Direksi pada 4 bidang utama: efektivitas, perilaku, proses dan pelaporan, serta peran dan tanggung jawab. Hasil evaluasi menunjukkan bahwa semua komite telah dengan baik menjalankan fungsi dan tugas dalam mendukung Direksi pada 2022. Direksi telah memberikan masukan guna terus meningkatkan fungsi dari semua komite di bawah Direksi.

Assessment on Committees under the Board of Directors

As per regulatory requirement, the Board of Directors conducted an annual internal questionnaire to evaluate the performance of committees under the BOD on 4 key areas: effectiveness, behaviour, processes & reporting, roles & responsibilities. The evaluation concluded that all committees have carried out their functions and duties well in supporting the BOD in 2022. The Board of Directors has provided its feedback in order to improve the functions of all committees under the Board.

Komite-komite di Bawah Direksi

Committees Under the Board of Directors

Komite-komite yang membantu Direksi dalam melaksanakan tugas dan tanggung jawabnya adalah:

1. Komite Manajemen Risiko
2. Komite Aset dan Liabilitas (ALCO)
3. Komite Perkreditan
4. Komite Kebijakan Kredit
5. Komite Pengarah Teknologi Informasi

Komite Manajemen Risiko

Komite Manajemen Risiko memberikan rekomendasi kepada Presiden Direktur mengenai penetapan kebijakan, strategi dan kerangka manajemen risiko serta perbaikan yang berkelanjutan dalam penerapan manajemen risiko berdasarkan evaluasi pelaksanaan manajemen risiko.

Anggota Komite Manajemen Risiko antara lain:

- Chief of Risk (Ketua)
- Presiden Direktur
- Direktur Kepatuhan, Hukum & Sekretaris Perusahaan
- Direktur Bisnis Retail & UKM
- Direktur Operasional, Teknologi Informasi dan Finance
- Direktur Digital, Data & Strategi
- Direktur Sumber Daya Manusia
- Chief of Customer Excellence & Centralised Services
- Chief of Finance
- Chief Information Officer
- Chief of Audit (tanpa hak suara)

Periode dan masa jabatan anggota Komite Manajemen Risiko merujuk pada periode kerja dan masa jabatan.

The Board of Directors is supported by the following Committees in the execution of their duties and responsibilities:

1. Risk Management Committee
2. Asset and Liability (ALCO) Committee
3. Credit Committee
4. Credit Policy Committee
5. Information Technology Steering Committee

Risk Management Committee

The Risk Management Committee provides recommendations to the President Director regarding establishment of risk management policies, strategy and framework as well as continual improvement in the implementation of risk management based on the evaluation of risk management. Members of the Risk.

Management Committee are:

- Chief of Risk (Chair)
- President Director
- Director of Compliance, Legal & Corporate Secretary
- Director of Retail & SME Business
- Director of Operations, Information Technology and Finance
- Director of Digital, Data & Strategy
- Director of Human Resources
- Chief of Customer Excellence & Centralised Services
- Chief of Finance
- Chief Information Officer
- Chief of Audit (without voting rights)

The period and term of office of members of the Risk Management Committee refer to the working period and term of office.

Profil Komite Manajemen Risiko

Andrey Faskheev

Ketua

Profil beliau dapat dilihat pada bab Profil Perusahaan Laporan Tahunan ini di halaman 75.

Lauren Sulistiawati

Profil beliau dapat dilihat pada bab Profil Perusahaan Laporan Tahunan ini di halaman 66.

Yessika Effendi

Profil beliau dapat dilihat pada bab Profil Perusahaan Laporan Tahunan ini di halaman 67.

Sukarman Omar

Profil beliau dapat dilihat pada bab Profil Perusahaan Laporan Tahunan ini di halaman 70.

Timothy Christopher Delahunty

Profil beliau dapat dilihat pada bab Profil Perusahaan Laporan Tahunan ini di halaman 68.

Ming Hong Chen

Profil beliau dapat dilihat pada bab Profil Perusahaan Laporan Tahunan ini di halaman 69.

Bagus Harimawan

Profil beliau dapat dilihat pada bab Profil Perusahaan Laporan Tahunan ini di halaman 71.

Bernard Lokasasmita

Profil beliau dapat dilihat pada bab Profil Perusahaan Laporan Tahunan ini di halaman 74.

Asnawi

Asnawi meraih gelar Sarjana Ekonomi dari Universitas Tarumanegara, Jakarta di tahun 1999 dan telah memiliki lebih dari 22 tahun pengalaman di industri perbankan. Beliau memulai kariernya di Citibank Indonesia (2001-2008) sebagai Regulatory Reporting Assistant Manager dan kemudian mendapatkan berbagai penugasan termasuk implementasi *Corporate Core-Banking System* yang dipakai sampai dengan sekarang dan memegang jabatan terakhir sebagai Assistant Vice President dan kemudian melanjutkan kariernya di PT Bank DBS Indonesia (2008-2010) sebagai Financial Controller Vice President. Di PT Bank ANZ Indonesia (2010-2015) beliau dipercayakan untuk melakukan penyelesaian terhadap transaksi akuisisi Royal Bank of Scotland dan mengisi kekosongan sebagai CFO selama 3 bulan, dengan jabatan terakhir sebagai Financial Controller Executive Vice President. Beliau melanjutkan karier di Bank Permata Tbk (2015-2019) dengan jabatan terakhir sebagai Division Head Financial Controller & Branch Network Business Finance serta

Risk Management Committee Profiles

Andrey Faskheev

Chair

His profile can be found in the Company Profile chapter of this Annual Report on page 75.

Lauren Sulistiawati

Her profile can be found in the Company Profile chapter of this Annual Report on page 66.

Yessika Effendi

Her profile can be found in the Company Profile chapter of this Annual Report on page 67.

Sukarman Omar

His profile can be found in the Company Profile chapter of this Annual Report on page 70.

Timothy Christopher Delahunty

His profile can be found in the Company Profile chapter of this Annual Report on page 68.

Ming Hong Chen

His profile can be found in the Company Profile chapter of this Annual Report on page 69.

Bagus Harimawan

His profile can be found in the Company Profile chapter of this Annual Report on page 71.

Bernard Lokasasmita

His profile can be found in the Company Profile chapter of this Annual Report on page 74.

Asnawi

Asnawi earned a Bachelor of Economics degree from Universitas Tarumanegara, Jakarta in 1999 and has more than 22 years of experience in the banking industry. He began his career at Citibank Indonesia (2001-2008) as Regulatory Reporting Assistant Manager and then received various assignments including implementation of the Corporate Core-Banking System which is used until now and held his last position as Assistant Vice President and then continued his career at PT Bank DBS Indonesia (2008-2010) as Financial Controller Vice President. At PT Bank ANZ Indonesia (2010-2015) he was entrusted with completing the acquisition transaction of Royal Bank of Scotland and filled the vacancy as CFO for 3 months, with his last position as Financial Controller Executive Vice President. He continued his career at Bank Permata Tbk (2015-2019) with his last position as Division Head Financial Controller & Branch Network Business Finance and became a resource person for the implementation of PSAK 71 for OJK & IAI. Joined PT Bank Commonwealth

menjadi narasumber implementasi PSAK 71 untuk OJK & IAI. Bergabung di PT Bank Commonwealth sejak 2019 hingga saat ini dan menjabat sebagai Chief Financial Officer (*Acting*) dengan berbagai penugasan seperti penjualan CommLife dan Transaksi SBLC dan Setoran Modal.

Jon Porter

Jon Porter meraih gelar Sarjana dari University of Salford, UK di tahun 1988. Beliau memulai kariernya di The Control Group Ltd, (1992-1997) sebagai programmer. Beliau melanjutkan kariernya di sebagai Project Leader di Halifax Plc, (1997-2000) dan kemudian menjadi Senior Consultant di Knowledge Management Software Plc, (2000-2002). Beliau melanjutkan kariernya di France Telecom Group (2002-2010) dan sebagai Senior Systems Technical Manager di Telefonica UK (O2) (2010-2015). Kemudian beliau dipercayakan menjadi Service Management Consultant di Jipporter Ltd, (2016-2016). Beliau melanjutkan karier di Commonwealth Bank Group (2016-2022) termasuk sebagai Direktur Program Peningkatan Teknologi PTBC.

Reza Soemadipradja

Profil beliau dapat dilihat pada bab Profil Perusahaan Laporan Tahunan ini di halaman 73.

Pernyataan Independensi Komite Manajemen Risiko

Untuk mendukung aspek independensi, Komite Manajemen Risiko diketuai oleh Kepala Satuan Kerja Manajemen Risiko.

Anggota Komite Manajemen Risiko merupakan anggota Direksi dan Pejabat Eksekutif Bank yang tidak memiliki hubungan keluarga dan hubungan keuangan dengan anggota Direksi, anggota Dewan Komisaris termasuk pemegang saham pengendali.

Pelatihan Komite Manajemen Risiko

Sepanjang tahun 2022, Komite Manajemen Risiko telah mengikuti pelatihan/seminar/lokakarya sebagai berikut:

Nama Name	Jabatan Position	Training/Seminar/Workshop/E-Learning
Andrey Faskheev	Chief of Risk	<i>Commbank Refreshed Purpose</i> <i>Azure Information Protection Socialization</i> <i>Refreshment Risk Management Level 4</i> <i>Information Security, Code of Conduct, Financial Crime, Fraud, Health, Safety and Wellbeing Training Module, Resolving Customer Complaints. Insider Trading, Risk Management Approach, Valuing Privacy, Workplace Conduct</i>
Bernard Lokasasmita	Chief of Customer Excellence & Centralised Services	<i>Commbankers Online Session - Create Your Healthy Eating Plate</i> <i>Azure Information Protection Socialization</i> <i>Refreshment Sertifikasi Manajemen Risiko / Risk Management Certification Refreshment</i> <i>Fraud, Code of Conduct, Resolving Customer Complaints. Insider Trading, Information Security, Valuing Privacy, Workplace Conduct</i>
Jonathan Ian Porter	Chief Information Officer	<i>Pelajaran Bahasa Indonesia / Bahasa Course</i> <i>Refreshment Sertifikasi Manajemen Risiko / Risk Management Certification Refreshment</i> <i>Code of Conduct, Fraud, Risk Management Approach, Resolving Customer Complaints. Insider Trading, Information Security, Valuing Privacy, Workplace Conduct</i>

from 2019 until now and serves as Chief Financial Officer (*Acting*) with various assignments such as CommLife sales and SBLC Transactions and Capital Deposits.

Jon Porter

Jon Porter earned his Bachelor's degree from the University of Salford, UK in 1988. He started his career at The Control Group Ltd, (1992-1997) as a programmer. He continued his career as a Project Leader at Halifax Plc, (1997-2000) and later became a Senior Consultant at Knowledge Management Software Plc, (2000-2002). He continued his career at France Telecom Group (2002-2010) and as Senior Systems Technical Manager at Telefonica UK (O2) (2010-2015). Then he was entrusted to become a Service Management Consultant at Jipporter Ltd, (2016-2016). He continued his career at Commonwealth Bank Group (2016-2022) including as Director of PTBC Technology Uplift Programme.

Reza Soemadipradja

His profile can be found in the Company Profile chapter of this Annual Report on page 73.

Risk Management Committee Statement of Independence

To support the independence aspect, the Risk Management Committee is chaired by the Head of the Risk Management Work Unit.

Members of the Risk Management Committee are members of the Board of Directors and Executive Officers of the Bank who have no family and financial relations with members of the Board of Directors, members of the Board of Commissioners including the controlling shareholder.

Risk Management Committee Training

In 2022, the Risk Management Committee attended the following training/seminars/workshops:

Tugas dan Tanggung Jawab Komite Manajemen Risiko

1. Komite Manajemen Risiko bertanggung jawab untuk memberikan rekomendasi dan evaluasi atas:
 - a. Pengelolaan risiko, yang terdiri dari:
 - Risiko Finansial: Risiko Kredit, Risiko Pasar dan Risiko Likuiditas
 - Risiko Non-Finansial: Risiko Operasional (termasuk Risiko *Fraud*), Risiko Hukum, Risiko Kepatuhan, Risiko Stratejik dan Risiko Reputasi) termasuk konsistensi terhadap kebijakan internal dan persyaratan peraturan.
 - b. Langkah-langkah yang diperlukan untuk memantau, mengelola dan melaporkan dengan tepat kepada Komite Pemantau Risiko permasalahan/eksposur risiko saat ini dan yang akan timbul termasuk pelanggaran terhadap Peringatan Dini (*Early Warning*) dan Intervensi yang tercantum dalam Pernyataan Batas Toleransi Risiko (*Risk Appetite Statement*).
 - c. Kontrol yang sesuai telah ditetapkan secara konsisten dengan tujuan strategis Bank, batas toleransi risiko dan kebijakan, serta dipahami oleh dan dikomunikasikan kepada staf terkait.
 - d. Kepatuhan terhadap setiap pengelolaan risiko yang diserahkan dan termasuk tindakan yang diambil untuk mengatasi masalah yang timbul di luar dari otoritas komite yang telah didelegasikan.
 - e. Kerangka Kerja Manajemen Risiko Bank, yang tidak terbatas pada Internal Capital Adequacy Assessment Process, *Risk Appetite Statement*, Kerangka Kerja Manajemen Risiko Operasional dan Kerangka Kerja Risiko Kepatuhan.
 - f. Penerapan Kerangka Kerja Manajemen Risiko yang tidak terbatas pada Profil Risiko Bank, Indikator Risiko Utama, *Risk and Control Self-Assessment*, pengujian kontrol dan strategi *anti-fraud*.
 - g. Insiden risiko termasuk kelemahan kontrol dan akar penyebab.
2. Menjadi titik eskalasi untuk hal-hal yang berkaitan dengan manajemen risiko (termasuk penyimpangan dari kebijakan/strategi) dan memberikan pandangan untuk menyelaraskan kebijakan risiko Bank dengan praktik terbaik.
3. Memberikan dukungan/pengesahan atas dokumen-dokumen yang akan diajukan kepada Komite Pemantau Risiko.

Responsibilities of the Risk Management Committees

1. The Risk Management Committee is responsible for providing recommendations and evaluations on:
 - a. Risk management, consisting of:
 - Financial Risk: Credit Risk, Market Risk and Liquidity Risk.
 - Non-Financial Risk: Operational Risk (including Fraud Risk), Legal Risk, Compliance Risk, Strategic Risk and Reputation Risk as well as the consistency with internal policies and regulatory requirements.
 - b. The necessary steps to monitor, manage and appropriately report to the Risk Oversight Committee (ROC) the current and emerging material risk issues/exposures including the violation of Early Warnings and Interventions detailed in the Risk Appetite Statement.
 - c. The fit for purpose controls are established consistent with the Bank's strategic objectives, risk appetite and policies, and are understood by, and communicated to relevant staff.
 - d. Compliance with any risk management delegations and actions taken to address matters arising outside delegated authorities.
 - e. The Bank's Risk Management Framework, which is not limited to the Internal Capital Adequacy Assessment Process, Risk Appetite Statement, Operational Risk Management Framework and Compliance Risk Framework.
 - f. The implementation of the Risk Management Framework, which is not limited to the Bank's Risk Profile, Key Risk Indicators, Risk and Control Self-Assessment, control testing and anti-fraud strategy.
 - g. Risk Incidents including control weaknesses and root causes.
2. Being the point of escalation for matters relating to risk management (including deviations from policy/strategy) and providing a view to the alignment of the Bank's risk policies to the best practice.
3. Provide endorsement for documents that will be tabled to the Risk Oversight Committee.

Piagam Komite Manajemen Risiko

Komite Manajemen Risiko memiliki piagam (*charter*) yang mengatur antara lain tugas dan tanggung jawab, keanggotaan dan penyelenggaraan rapat. Piagam Komite Manajemen Risiko ditinjau dan diperbarui secara berkala.

Rapat Komite Manajemen Risiko

Rapat Komite Manajemen Risiko telah dilakukan sebanyak 6 (enam) kali selama tahun 2022, dengan tingkat kehadiran sebagai berikut:

No.	Anggota Member	Jabatan Position	Jumlah Kehadiran Number of Attendance	Percentase Kehadiran Percentage of Attendance
1	Andrey Faskheev	Chief of Risk (Ketua / Chair)	6/6	100%
2	Lauren Sulistiawati	Presiden Direktur President Director	6/6	100%
3	Yessika Effendi	Direktur Kepatuhan, Hukum & Sekretaris Perusahaan Director of Compliance, Legal & Corporate Secretary	5/6	83%
4	Sukarman Omar*)	Direktur Bisnis Retail & SME Director of Retail & SME Business	4/4	100%
5	Timothy Christopher Delahunty	Direktur Operasional, Teknologi Informasi dan Finance Director of Operations, Information Technology and Finance	5/6	83%
6	Ming Hong Chen	Direktur Digital & Strategi Director of Digital & Strategy	6/6	100%
7	Bagus Harimawan	Direktur Sumber Daya Manusia Director of Human Resources	4/6	67%
8	Asnawi	Acting Chief of Finance	5/6	83%
9	Bernard Lokasasmita	Chief of Customer Excellence & Centralised Services	5/6	83%
10	Jon Porter*)	Chief Information Officer	2/2	100%
11	Reza Soemadipradja	Chief of Audit (tanpa hak suara / without voting rights)	5/6	83%

*) Tingkat kehadiran dihitung sejak efektif menjabat sebagai Direktur/Chief sebagai berikut:

Rate of attendance is counted since effectively serving as Director/Chief as follows:

- Omar Sukarman efektif per tanggal 29 Agustus 2022 / Omar Sukarman effectively from 29 August 2022
- Jon Porter efektif per tanggal 7 September 2022 / Jon Porter effectively from 7 September 2022

Risk Management Committee Charter

The Risk Management Committee has a charter that regulates, among other things, duties and responsibilities, membership and holding of meetings. The Risk Management Committee Charter is regularly reviewed and updated.

Risk Management Committee Meeting

Risk Management Committee meetings were held 6 (six) times in 2022, with the following attendance rate:

Kegiatan Komite Manajemen Risiko 2022

Kegiatan Komite Manajemen Risiko tahun 2022 adalah sebagai berikut:

1. Mengesahkan Kebijakan Manajemen Risiko.
2. Mengesahkan pembaruan piagam (*charter*) Komite Manajemen Risiko.
3. Memberikan rekomendasi atas perubahan *Risk Appetite Statement* Bank.
4. Mengevaluasi hasil penilaian delapan jenis Profil Risiko Bank, di antaranya Risiko Kredit, Pasar, Likuiditas, Operasional, Reputasi, Hukum, Strategis, dan Kepatuhan.
5. Mengevaluasi *Risk Appetite Statement* Bank, termasuk limit risiko sesuai dengan matrik risiko yang telah ditetapkan untuk delapan jenis risiko dan ketahanan modal.
6. Mengevaluasi pengelolaan permodalan Bank dengan mengaitkan tingkat risiko dengan kecukupan modal sesuai dengan ketentuan *Internal Capital Adequacy Assessment Process* (ICAAP) untuk mengantisipasi potensi kerugian yang dapat timbul dari aktivitas usaha Bank.

Komite Aset dan Liabilitas

Komite Aset dan Liabilitas terdiri dari:

- Presiden Direktur (Ketua)
- Head of Treasury (Wakil Ketua Pertama)
- Chief of Finance (Wakil Ketua Kedua)
- Direktur Digital, Data, & Strategi
- Direktur Operasional, Teknologi Informasi & Finance
- Chief of Risk
- Direktur Retail & SME Business
- Direktur Kepatuhan, Legal & Sekretaris Perusahaan (tanpa hak suara)

Undangan:

- Kepala SKAI (Chief of Audit)
- Kepala Market and Balance Sheet Risk
- Kepala Liquidity and Balance Sheet Management

Periode dan masa jabatan anggota Komite Aset dan Liabilitas merujuk pada periode kerja dan masa jabatan.

Risk Management Committee Activities 2022

The activities of the Risk Management Committee in 2022 were as follows:

1. Ratified the Risk Management Policy.
2. Approved the renewal of the Risk Management Committee charter.
3. Provided recommendations on changes to the Bank's Risk Appetite Statement.
4. Conducted evaluation on the assessment results of eight types of Bank Risk Profiles, including Credit, Market, Liquidity, Operational, Reputation, Legal, Strategic and Compliance Risks.
5. Conducted evaluation on the Bank's Risk Appetite Statement, including risk limits according to the risk matrix that has been determined for eight types of risk and capital resilience.
6. Evaluated the management of the Bank's capital by linking the level of risk with capital adequacy in accordance with the provisions of the Internal Capital Adequacy Assessment Process (ICAAP) to anticipate potential losses that may arise from the Bank's business activities.

Asset and Liability Committee

The Asset and Liability Committee consists of:

- President Director (Chair)
- Head of Treasury (First Co-Chair)
- Chief of Finance (Second Co-Chair)
- Director of Digital & Strategy
- Director of Operations, Information Technology & Finance
- Chief of Risk
- Director of Retail & SME Business
- Director of Compliance, Legal, and Corporate Secretary (no voting rights)

Invitees:

- Chief of Audit
- Chief of Market and Balance Sheet Risk
- Chief of Liquidity and Balance Sheet Management

The period and tenure of the members of the Asset and Liability Committee with voting rights refer to the working period and term of office.

Profil Komite Aset dan Liabilitas

Lauren Sulistiawati

Ketua

Profil beliau dapat dilihat pada bab Profil Perusahaan Laporan Tahunan ini di halaman 66.

Yuriadi

Pejabat Eksekutif, Anggota, Warga Negara Indonesia

Beliau diangkat sebagai Head of Treasury Bank pada Mei 2018.

Pengalaman kerja beliau berawal di Bank Pembangunan Indonesia sebagai Foreign Exchange Dealer (1997-1999) dan berlanjut di PT Bank Mandiri sebagai Foreign Exchange Dealer (1999-2002), PT Danareksa sebagai Foreign Exchange and Derivative Dealer (2002-2004); Citibank NA Indonesia sebagai Derivative Sales dan Derivative Dealer (2004-2008); ANZ Indonesia sebagai Head of Trading and ALM (2008-2011); PT Penjaminan Infrastruktur Indonesia sebagai Head of Treasury and Investment (2011-2013). Beliau kemudian melanjutkan karier di PT Danareksa sebagai Head of Fixed Income Proprietary Trading (2013-2014) dan terakhir di PT Bank MNC International, Tbk. sebagai Group Head Treasury (2014-2018).

Asnawi

Profil beliau dapat dilihat pada Laporan Tahunan ini di halaman 219.

Ming Hong Chen

Profil beliau dapat dilihat pada bab Profil Perusahaan Laporan Tahunan ini di halaman 69.

Timothy Christopher Delahunty

Profil beliau dapat dilihat pada bab Profil Perusahaan Laporan Tahunan ini di halaman 68.

Andrey Faskheev

Profil beliau dapat dilihat pada bab Profil Perusahaan Laporan Tahunan ini di halaman 75.

Sukarman Omar

Profil beliau dapat dilihat pada bab Profil Perusahaan Laporan Tahunan ini di halaman 70.

Yessika Effendi

Profil beliau dapat dilihat pada bab Profil Perusahaan Laporan Tahunan ini di halaman 67.

Profiles of the Asset and Liability Committee

Lauren Sulistiawati

Chair

Her profile can be found in the Company Profile chapter of this Annual Report on page 66.

Yuriadi

Executive Officer, Member, Indonesian Citizen.

He was appointed as the Bank's Head of Treasury in May 2018.

His work experience began at the Indonesian Development Bank as a Foreign Exchange Dealer (1997-1999) and continued at PT Bank Mandiri as a Foreign Exchange Dealer (1999-2002), PT Danareksa as a Foreign Exchange and Derivative Dealer (2002-2004); Citibank NA Indonesia as Derivative Sales and Derivative Dealer (2004-2008); ANZ Indonesia as Head of Trading and ALM (2008-2011); PT Penjaminan Infrastruktur Indonesia as Head of Treasury and Investment (2011-2013). He then continued his career at PT Danareksa as Head of Fixed Income Proprietary Trading (2013-2014) and most recently at PT Bank MNC International, Tbk. as Group Head Treasury (2014-2018).

Asnawi

His profile can be found in this Annual Report on page 219.

Ming Hong Chen

His profile can be found in the Company Profile chapter of this Annual Report on page 69.

Timothy Christopher Delahunty

His profile can be found in the Company Profile chapter of this Annual Report on page 68.

Andrey Faskheev

His profile can be found in the Company Profile chapter of this Annual Report on page 75.

Sukarman Omar

His profile can be found in the Company Profile chapter of this Annual Report on page 70.

Yessika Effendi

Her profile can be found in the Company Profile chapter of this Annual Report on page 67.

Pernyataan Independensi Komite Aset dan Liabilitas

Anggota Komite Aset dan Liabilitas merupakan anggota Direksi dan Pejabat Eksekutif Bank yang tidak memiliki hubungan keluarga dan hubungan keuangan dengan anggota Direksi, anggota Dewan Komisaris termasuk pemegang saham pengendali.

Pelatihan Komite Aset dan Liabilitas

Pelatihan anggota Komite Aset dan Liabilitas dapat dilihat pada bab Tata Kelola Perusahaan (Pelatihan Direksi) Laporan Tahunan ini di halaman 217.

Adapun pelatihan anggota Komite ALCO non-Direksi adalah sebagai berikut:

Nama Name	Jabatan Position	Training/Seminar/Workshop/E-Learning
Andrey Faskheev	Chief of Risk	<i>Commbank Refreshed Purpose</i> <i>Azure Information Protection Socialization</i> <i>Refreshment Risk Management Level 4</i> <i>Information Security, Code of Conduct, Financial Crime, Fraud, Health, Safety and Wellbeing Training Module, Resolving Customer Complaints, Insider Trading, Risk Management Approach, Valuing Privacy, Workplace Conduct</i>
Yuriadi	Head of Treasury	<i>RBSME Strategic Workshop</i> <i>Financial Crime, Code of Conduct, Health, Safety and Wellbeing Training Module, Resolving Customer Complaints, Insider Trading, Risk Management Approach, Information Security, Valuing Privacy, Workplace Conduct</i>

Tugas dan Tanggung Jawab Komite Aset dan Liabilitas

Pelaksanaan Tugas dan Tanggung Jawab ALCO selama 2022 adalah sebagai berikut:

1. Mengawasi toleransi dan metodologi atas risiko pasar, likuiditas, pendanaan, manajemen permodalan, dan *funds transfer pricing* sesuai dengan kebijakan Bank.
2. Mengawasi strategi dan posisi Neraca, efektivitas strategi pendanaan, dan manajemen risiko suku bunga dalam Banking Book.
3. Mengkaji risiko pasar yang diperdagangkan.
4. Menyetujui dan mengawasi suku bunga produk pinjaman dan simpanan.
5. Mengawasi inisiatif pendanaan Bank (seperti *Negotiable Certificate of Deposit* (NCD) dan penerbitan obligasi).
6. Menyetujui pengajuan dan penghentian produk atau layanan Bank.
7. Mengawasi posisi Bank dalam likuiditas Pasar Antar Bank.
8. Mengawasi kemampuan Bank dalam mengelola portofolio investasi.
9. Mengawasi performa bisnis dan perubahan pada margin bunga bersih.
10. Mengawasi profit dan kepatuhan Bank terhadap kebijakan internal serta panduan untuk rasio-rasio utama.

Asset and Liability Committee Statement of Independence

Members of the Asset and Liabilities Committee are members of the Board of Directors and Executive Officers of the Bank who have no family and financial relations with members of the Board of Directors, members of the Board of Commissioners including the controlling shareholder.

Asset and Liability Committee Training

Training for members of the Asset and Liability Committee can be seen in the chapter on Corporate Governance (Training for Directors) of this Annual Report on page 217.

Training for non-BOD members of the ALCO Committee is as follows:

Duties and Responsibilities of the Asset and Liability Committee

Execution of duties and responsibilities of ALCO in 2022 is as follows:

1. Supervise tolerance and methodology for market risk, liquidity, funding, capital management and funds transfer pricing in accordance with Bank policies.
2. Supervise the balance sheet strategy and position, the effectiveness of funding strategies, and interest rate management for Banking Book.
3. Assess traded market risks.
4. Approve and monitor interest rates of lending and funding products.
5. Supervise Bank funding initiatives (such as NCDs and bond issuance).
6. Approve new products of the Bank.
7. Supervise Bank's position in the Interbank Market.
8. Supervise the Bank's ability to manage investment portfolios.
9. Supervise business performance and changes in net interest margin.
10. Supervise the Bank's profit and compliance to the internal policies and guidelines for key ratios.

Piagam Komite Aset dan Liabilitas

Komite Aset dan Liabilitas memiliki Piagam (*charter*) sebagai acuan dalam melaksanakan tugas dan tanggung jawab Komite. Piagam Komite mengatur uraian tugas dan tanggung jawab, rapat, keanggotaan, dan lainnya

Rapat Komite Aset dan Liabilitas

Rapat Komite Aset dan Liabilitas telah dilakukan sebanyak 12 (dua belas) kali selama tahun 2022, dengan tingkat kehadiran sebagai berikut:

No.	Anggota Member	Jabatan Position	Jumlah Kehadiran Number of Attendance	Percentase Kehadiran Percentage of Attendance
1	Lauren Sulistiawati	Presiden Direktur President Director	12/12	100%
2	Yuriadi Sulastomo	Head of Treasury	12/12	100%
3	Asnawi	Chief Financial Officer (Acting) Chief Financial Officer (Acting)	10/12	83%
4	Timothy Delahunty	Director of Operations, IT & Finance Director of Operations, IT & Finance	9/12	75%
5	Ming Hong Chen	Direktur Digital & Strategi Director of Digital & Strategy	12/12	100%
6	Andrey Fashkeev	Chief of Risk	12/12	100%
7	Ivan Jaya*	Chief of Retail & SME Business	5/12	42%
8	Sukarman Omar**	Direktur Bisnis Retail & SME Director of Retail & SME Business	7/12	58%
9	Yessika Effendi	Direktur Kepatuhan, Hukum & Sekretaris Perusahaan Director of Compliance, Legal & Corporate Secretary	10/12	83%

* Sebagai Chief of Retail & SME Business dari Januari - Mei 2022

* As Chief of Retail & SME Business from January - May 2022

** Sebagai Director of Retail & SME Business dari Juni - Desember 2022

**As Director of Retail & SME Business from June - December 2022

Kegiatan Komite Aset dan Liabilitas 2022

Komite Aset dan Liabilitas mengadakan pertemuan dengan materi pembahasan yang mencakup:

- Tinjauan Ekonomi dan Pasar
- Pengelolaan Neraca, Likuiditas, dan *Net Interest Margin* (NIM)
- Kajian Bisnis (pinjaman dan dana pihak ketiga)
- Pengelolaan eksposur *Interest Rate Risk in Banking Book* (IRRBB)
- Pengelolaan portofolio *Available For Sale* (AFS)
- Kajian Risiko Pasar dan Rasio Likuiditas
- Pengelolaan produk atau layanan Bank
- Monitor atas Kebijakan Pendanaan Darurat (CFP)

Asset and Liability Committee Charter

The Asset and Liability Committee has a charter that regulates, among other things, duties and responsibilities, membership and holding of meetings. The Asset and Liability Committee Charter is regularly reviewed and updated.

Asset and Liability Committee Meetings

Assets and Liabilities Committee meetings were held 12 (twelve) times in 2022, with the attendance rate as follows:

No.	Anggota Member	Jabatan Position	Jumlah Kehadiran Number of Attendance	Percentase Kehadiran Percentage of Attendance
1	Lauren Sulistiawati	Presiden Direktur President Director	12/12	100%
2	Yuriadi Sulastomo	Head of Treasury	12/12	100%
3	Asnawi	Chief Financial Officer (Acting) Chief Financial Officer (Acting)	10/12	83%
4	Timothy Delahunty	Director of Operations, IT & Finance Director of Operations, IT & Finance	9/12	75%
5	Ming Hong Chen	Direktur Digital & Strategi Director of Digital & Strategy	12/12	100%
6	Andrey Fashkeev	Chief of Risk	12/12	100%
7	Ivan Jaya*	Chief of Retail & SME Business	5/12	42%
8	Sukarman Omar**	Direktur Bisnis Retail & SME Director of Retail & SME Business	7/12	58%
9	Yessika Effendi	Direktur Kepatuhan, Hukum & Sekretaris Perusahaan Director of Compliance, Legal & Corporate Secretary	10/12	83%

Asset and Liability Committee Activities

The Asset and Liability Committee held a meeting with discussion material covering:

- Economic and Market Review
- Management of Balance Sheet, Liquidity, and Net Interest Margin (NIM)
- Business Review (loans and third party funds)
- Management of Interest Rate Risk in Banking Book (IRRBB) exposure
- Management of the Available For Sale (AFS) portfolio
- Market Risk Review and Liquidity Ratio
- Management of Bank products or services
- Monitor on Emergency Funding Policy (CFP)

Komite Perkreditan

Komite Perkreditan merupakan komite yang membantu Direksi dalam memastikan bahwa pengambilan keputusan dan pemantauan kredit dilakukan secara bijaksana, sesuai dengan *risk appetite* Bank.

Komposisi Komite Perkreditan

Anggota Komite Perkreditan terdiri atas anggota dengan hak pilih dan anggota tanpa hak pilih, sebagai berikut:

Anggota Komite Kredit dengan Hak Pilih (*voting*):

- Presiden Direktur (Ketua Komite)
- Chief/Direktur Bisnis Retail & SME (atau yang didelegasikan)
- Chief/Direktur Risiko (atau yang didelegasikan)
- Chief/Director of Digital & Strategy (atau yang didelegasikan)

Anggota Komite Kredit Tanpa Hak Pilih (*non-voting*):

- Chief of Audit (atau yang didelegasikan)
- Direktur Kepatuhan, Legal & Sekretaris Perusahaan (atau yang didelegasikan)
- Chief/Director of Finance (atau yang didelegasikan)
- Head of Credit Risk
- Head of Secured Lending Business
- Head of Digital Lending Business
- Head of Legal & Litigation
- Credit Recovery Specialist

Komite Kredit dapat mengundang pejabat eksekutif lain untuk menghadiri rapat. Para undangan tidak memiliki Hak Pilih (*non-voting*).

Periode dan masa jabatan anggota Komite Perkreditan dengan hak pilih (*voting*) merujuk pada periode kerja dan masa jabatan.

Profil Komite Perkreditan

Profil anggota Komite Perkreditan dapat ditemukan di Bab Profil Perusahaan Laporan Tahunan ini di halaman 40-81.

Pernyataan Independensi Komite Perkreditan

Anggota Komite Perkreditan merupakan anggota Direksi dan Pejabat Eksekutif Bank yang tidak memiliki hubungan keluarga dan hubungan keuangan dengan anggota Direksi, anggota Dewan Komisaris termasuk pemegang saham pengendali.

Credit Committee

The Credit Committee is a committee that supports the Board of Directors in ensuring that decision making and credit monitoring is done wisely, according to the Bank's risk appetite.

Composition of the Credit Committee

Members of the Credit Committee consists of members with voting rights and without voting rights, as described below:

Members of the Credit Committee with Voting Rights:

- President Director (Committee Chair)
- Director of Retail and SME Business (or delegated Executive Vice President)
- Chief of Risk (or delegated authority)
- Chief of Corporate Strategy, Decision Science & Digital (or delegated authority)

Members of the Credit Committee with Non-Voting Rights:

- Chief of Audit (or delegated authority)
- Director of Compliance, Legal, and Corporate Secretary (or delegated authority)
- Chief/Director of Finance (or delegate)
- Head of Credit Risk
- Head of Secured Lending Business
- Head of Digital Lending Business
- Head of Legal & Litigation
- Credit Recovery Specialist

The Credit Committee may invite other executive officials to attend the meeting. Invitees have no voting rights (*non-voting*).

The period and term of office of members of the Credit Committee with voting rights refers to the working period and term of office.

Profiles of the Credit Committee

Profiles of Credit Committee members can be found in the Company Profile Chapter of this Annual Report on page 40-81.

Credit Committee Statement of Independence

Members of the Credit Committee are members of the Board of Directors and Executive Officers of the Bank who have no family and financial relations with members of the Board of Directors, members of the Board of Commissioners including the controlling shareholder.

Pelatihan Komite Perkreditan

Adapun pelatihan anggota Komite Perkreditan di luar anggota Direksi adalah sebagai berikut:

Nama Name	Jabatan Position	Training/Seminar/Workshop/E-Learning
Andrey Faskheev	Chief of Risk	<i>Commbank Refreshed Purpose</i> <i>Azure Information Protection Socialization</i> <i>Refreshment Risk Management Level 4</i> <i>Information Security, Code of Conduct, Financial Crime, Fraud, Health, Safety and Wellbeing Training Module, Resolving Customer Complaints. Insider Trading, Risk Management Approach, Valuing Privacy, Workplace Conduct</i>
Nunus Octavianus Tomy Setianto	Head of Corporate Legal & Litigation	<i>Commbank Refreshed Purpose</i> <i>Refreshment Risk Management Certification</i> <i>IDP Program: Managing Difficult Conversation</i> <i>Azure Information Protection Socialization</i> <i>AB&C Refresher Training</i> <i>Fraud, Resolving Customer Complaints, Insider Trading, Information Security, Valuing Privacy, Workplace Conduct</i>
Priska Ammilika Bruny	Head of Credit Risk	<i>Basic Induction Program</i> <i>Purpose, Value, & Code of Conduct Workshop</i> <i>Commbank Refreshed Purpose</i> <i>Risk Assessment Workshop</i> <i>Azure Information Protection Socialization</i> <i>Refreshment Sertifikasi Manajemen Risiko / Risk Management Certification Refreshment</i> <i>Lending Clinic Workshop 2022</i> <i>Conflicts of Interest</i> <i>Risk Management Approach</i> <i>Workplace Conduct</i>
Sri Wahyuni Hadi P	Credit Recovery Specialist	<i>Basic Induction Program</i> <i>Purpose, Value, & Code of Conduct Workshop</i> <i>Commbank Refreshed Purpose</i> <i>Risk Assessment Workshop</i> <i>Azure Information Protection Socialization</i> <i>Refreshment Sertifikasi Manajemen Risiko / Risk Management Certification Refreshment</i> <i>Lending Clinic Workshop 2022</i> <i>Conflicts of Interest</i> <i>Risk Management Approach</i> <i>Workplace Conduct</i>

Tugas dan Tanggung Jawab Komite Perkreditan

- Memberikan persetujuan atau penolakan aplikasi kredit sesuai dengan batas kewenangan atau jenis kredit yang ditetapkan oleh direksi;
- Menolak pengajuan kredit ketika pemohon kredit memiliki/berpotensi memiliki konflik kepentingan dalam pemberian persetujuan kredit
- Berkoordinasi dengan *Assets and Liabilities Committee* (ALCO) terkait pendanaan kredit.
- Memastikan pemantauan akun komersial dilakukan secara intensif hingga mencapai hasil yang maksimum

Credit Committee Training

Training for members of the Credit Committee who are not members of the Board of Directors is as follows:

Duties and Responsibilities of the Credit Committee
<ol style="list-style-type: none"> Give approval or rejection of credit applications in accordance with the limits of authority or types of credit determined by the Board of Directors; Refuse credit applications when the credit applicant has/potentially has a conflict of interest in granting credit approval Coordinate with the Assets and Liabilities Committee (ALCO) regarding credit funding. Ensuring that monitoring of commercial accounts is carried out intensively to achieve maximum results

5. Memastikan proses pengambilan keputusan dilaksanakan sebagai berikut:
 - a. Akun komersial non SBLC
Proses pengambilan keputusan wajib merujuk ke Piagam Komite Kredit dan wajib disetujui oleh Komite Kredit tersebut.
 - b. Akun pinjaman dengan SBLC
 - 1) PT Bank Commonwealth bertindak sebagai agen penagihan dari Commonwealth Bank of Australia (CBA) sebagai penerbit SBLC.
 - 2) Berikut adalah proses pengambilan keputusan untuk akun-akun ini:
 - Proposal permohonan penyelesaian yang memuat detail informasi termasuk namun tidak terbatas pada proses penanganan, skema penyelesaian, penentuan dan informasi calon pembeli (bila ada) akan disiapkan oleh *Credit Recovery Specialist*.
 - Proposal kemudian diteruskan ke Chief/Direktur Risiko dan Chief/Direktur Keuangan untuk mendapatkan *acknowledge* dan *support*.
 - Presiden Direktur harus menyetujui proposal tersebut dan berkonsultasi dengan CBA.
6. Melakukan pengambilan keputusan kredit untuk hapus buku lebih awal, hapus tagih dan termasuk biaya-biaya terkait pinjaman bermasalah, tuntutan hukum, dan biaya kebangkrutan.

Piagam Komite Perkreditan

Komite Perkreditan memiliki piagam (*charter*) yang mengatur antara lain tugas dan tanggung jawab, keanggotaan dan penyelenggaraan rapat. Piagam Komite Perkreditan ditinjau dan diperbarui secara berkala.

Rapat Komite Perkreditan

Selama tahun 2022, Komite Perkreditan melakukan kajian aplikasi secara kasus per kasus dan melakukan pengambilan keputusan melalui sirkulasi.

Kegiatan Komite Perkreditan 2022

Kegiatan Komite Perkreditan 2022 di sepanjang tahun 2022, Komite Perkreditan menyetujui 313 proposal kredit dan tidak menyetujui 146 proposal kredit.

Komite Kebijakan Perkreditan

Komite Kebijakan Perkreditan merupakan komite yang membantu direksi dalam merumuskan kebijakan, mengawasi pelaksanaan kebijakan, memantau perkembangan dan kualitas portofolio kredit bank serta memberikan saran langkah perbaikan terhadap risiko kredit kepada Direksi.

5. Ensure that the decision-making process is carried out as follows:
 - a. Non SBLC commercial account
The decision-making process must refer to the Credit Committee Charter and must be approved by the Credit Committee.
 - b. Loan account with SBLC
 - 1) PT Bank Commonwealth acts as a collection agent for the Commonwealth Bank of Australia (CBA) as the issuer of the SBLC.
 - 2) Here is the decision making process for these accounts:
 - A settlement request proposal containing detailed information including but not limited to the handling process, settlement scheme, determination and information on prospective buyers (if any) will be prepared by a Credit Recovery Specialist.
 - The proposal is then forwarded to the Chief/Director of Risk and Chief/Director of Finance for acknowledgment and support.
 - The President Director must approve the proposal and consult with CBA.
6. Make credit decisions for early write-off, write-off and include costs related to problem loans, lawsuits, and bankruptcy costs.

Credit Committee Charter

The Credit Committee has a charter that regulates, among other things, duties and responsibilities, membership and holding of meetings. The Credit Committee Charter is regularly reviewed and updated.

Credit Committee Meetings

In 2022, the Credit Committee reviewed applications on a case-by-case basis and made decisions through circulation.

Credit Committee Activities 2022

During 2022, the Committee approved 313 credit proposals and disapproved 146 credit proposals.

Credit Policy Committee

The Credit Policy Committee is a committee that supports the Board of Directors in formulating credit policies, supervising the implementation of policies, monitoring the development and quality of the Bank's credit portfolio, and providing support and guidance for improvement of credit risk to the Board of Directors.

Komposisi Komite Kebijakan Perkreditan

Anggota Komite Kebijakan Perkreditan terdiri atas anggota dengan hak suara dan anggota tanpa hak suara, sebagai berikut:

Anggota dengan dengan Hak Suara (*voting*):

- Presiden Direktur (Ketua Komite)
- Chief of Risk (atau yang didelegasikan)
- Direktur Retail & SME Business (atau *Executive Vice President* yang didelegasikan)
- Direktur Digital, Data & Strategi (atau yang didelegasikan)
- Direktur Operasional, Teknologi Informasi & Finance (atau yang didelegasikan)

Anggota tanpa Tanpa Hak Suara (*non-voting*):

- Direktur Kepatuhan, Legal, dan Sekretaris Perusahaan (atau yang didelegasikan)
- Chief of Audit (atau yang didelegasikan)
- Head of Credit Risk
- Head of Secured Lending Business
- Head of Digital Lending Business
- Head of Operation

Periode dan masa jabatan anggota Komite Kebijakan Kredit dengan hak pilih (*voting*) merujuk pada periode kerja dan masa jabatan.

Profil Komite Kebijakan Perkreditan

Profil anggota Komite Kebijakan Perkreditan dapat ditemukan di Bab Profil Perusahaan Laporan Tahunan ini di halaman 59-75.

Pernyataan Independensi Komite Kebijakan Perkreditan

Anggota Komite Kebijakan Perkreditan merupakan anggota Direksi dan Pejabat Eksekutif Bank yang tidak memiliki hubungan keluarga dan hubungan keuangan dengan anggota Direksi, anggota Dewan Komisaris termasuk pemegang saham pengendali.

Pelatihan Komite Kebijakan Perkreditan

Sepanjang tahun 2022, Komite Kebijakan Perkreditan telah mengikuti pelatihan/seminar/lokakarya sebagai berikut:

Nama Name	Jabatan Position	Training/Seminar/Workshop/E-Learning
Andrey Faskheev	Chief of Risk	<i>Commbank Refreshed Purpose</i> <i>Azure Information Protection Socialization</i> <i>Refreshment Risk Management Level 4</i> <i>Information Security, Code of Conduct, Financial Crime, Fraud, Health, Safety and Wellbeing Training Module, Resolving Customer Complaints. Insider Trading, Risk Management Approach, Valuing Privacy, Workplace Conduct</i>

Composition of the Credit Policy Committee

Members of the Credit Policy Committee consist of voting members and non-voting members, as described below:

Members with voting rights:

- President Director (Committee Chair)
- Chief of Risk (or delegated authority)
- Director of Retail & SME Business (or delegated Executive Vice President)
- Director of Digital, Data & Strategy (or delegated authority)
- Director of Operations, Information Technology & Finance (or delegated authority)

Non-voting Members:

- Director of Compliance, Legal, and Corporate Secretary (or delegated authority)
- Chief of Audit (or delegated authority)
- Head of Credit Risk
- Head of Secured Lending Business
- Head of Digital Lending Business
- Head of Operation

The period and term of office of members of the Credit Policy Committee with voting rights refers to the working period and term of office.

Credit Policy Committee Profiles

Profiles of members of the Credit Policy Committee can be found in the Company Profile Chapter of this Annual Report on page 59-75.

Credit Policy Committee Statement of Independence

Members of the Credit Policy Committee are members of the Board of Directors and Executive Officers of the Bank who have no family and financial relations with members of the Board of Directors, members of the Board of Commissioners including the controlling shareholder.

Credit Policy Committee Training

In 2022, the Credit Policy Committee attended the following training/seminars/workshops:

Nama Name	Jabatan Position	Training/Seminar/Workshop/E-Learning
Priska Ammilika Bruny Head of Credit Risk		<i>Basic Induction Program</i> <i>Purpose, Value, & Code of Conduct Workshop</i> <i>CommBank Refreshed Purpose</i> <i>Risk Assessment Workshop</i> <i>Azure Information Protection Socialization</i> Refreshment Sertifikasi Manajemen Risiko / Risk Management Certification Refreshment <i>Lending Clinic Workshop 2022</i> <i>Conflicts of Interest</i> <i>Risk Management Approach</i> <i>Workplace Conduct</i>

Tugas dan Tanggung Jawab Komite Kebijakan Perkreditan

1. Memberikan masukan kepada Direksi dalam penyusunan *credit risk appetite* dan Kebijakan Perkreditan Bank.
2. Mengawasi penerapan Kebijakan Perkreditan Bank.
3. Melakukan kajian berkala terhadap Kebijakan Perkreditan Bank dan memberikan saran kepada Direksi dalam hal perbaikan Kebijakan Perkreditan Bank.
4. Memantau dan mengevaluasi:
 - a. Perkembangan dan kualitas portofolio kredit bank.
 - b. Pelaksanaan kewenangan memutus Kredit/pendelegasiannya.
 - c. Proses pemberian kredit, risiko konsentrasi kredit dan kualitas kredit yang diberikan kepada pihak terkait dengan Bank dan debitur besar tertentu.
 - d. Pelaksanaan ketentuan BMPK.
 - e. Ketaatan terhadap ketentuan peraturan perundang-undangan dan peraturan lain dalam pelaksanaan pemberian Kredit.
 - f. Penyelesaian Kredit bermasalah sesuai dengan Kebijakan Perkreditan Bank.
 - g. Pemenuhan terhadap kecukupan pencadangan kredit dan beban biaya penurunan nilai kredit.
5. Menyampaikan laporan tertulis secara berkala kepada Direksi dengan tembusan kepada Dewan Komisaris mengenai:
 - a. Hasil pengawasan atas pelaksanaan Kebijakan Perkreditan Bank.
 - b. Pemantauan dan evaluasi mengenai hal-hal yang dimaksud dalam poin 4 dari piagam ini.
6. Memberikan saran sebagai langkah perbaikan terhadap risiko kredit kepada Direksi dan Dewan Komisaris mengenai hal-hal yang terdapat di poin 5 di atas.

Duties and Responsibilities of the Credit Policy Committee

1. Provide input to the Board of Directors in formulating credit risk appetite and the Bank's Credit Policy.
2. Oversee the implementation of the Bank's Credit Policy.
3. Conduct periodic reviews of the Bank's Credit Policy and provide advice to the Board of Directors for the improvement of the Bank's Credit Policy.
4. Monitor and evaluate:
 - a. The development and quality of the Bank's loan portfolios.
 - b. The implementation of authority to approve Credit and respective delegation of authority.
 - c. The process of granting credit, credit concentration risk and quality of credit given to related parties to the Bank and certain large debtors.
 - d. The implementation of Legal Lending Limit regulation/policy.
 - e. Compliance with the laws and regulations governing loan extension
 - f. Settlement of Non Performing Loan in accordance with the Bank's Credit Policy.
 - g. Ensuring adequacy of loan provisioning and Loan Impairment expense.
5. Submit written report to the Board of Directors and the Board of Commissioners in regards to:
 - a. Supervision results on the implementation of the Bank's Credit Policies.
 - b. Monitoring and evaluation on the matters referred to in point 4 above.
6. Provide recommendations to improve credit risk management to the Board of Directors and Board of Commissioners.

Piagam Komite Kebijakan Perkreditan

Komite Kebijakan Perkreditan memiliki piagam (*charter*) yang mengatur antara lain tugas dan tanggung jawab, keanggotaan dan penyelenggaraan rapat. Piagam Komite Kebijakan Perkreditan ditinjau dan diperbarui secara berkala.

Rapat Komite Kebijakan Perkreditan

Dalam pelaksanaan tugas, Komite Kebijakan Perkreditan mengadakan *meeting* pada bulan Maret dan Agustus selama tahun 2022. Komite Kebijakan Perkreditan melakukan kajian terhadap kebijakan kredit secara kasus per kasus dan melakukan pengambilan keputusan melalui sirkulasi.

Rapat Komite Kebijakan Perkreditan telah dilakukan sebanyak 2 (dua) kali selama tahun 2022, dengan tingkat kehadiran sebagai berikut:

No.	Anggota Member	Jabatan Position	Jumlah Kehadiran Number of Attendance	Persentase Kehadiran Percentage of Attendance
1	Lauren Sulistiawati	Presiden Direktur President Director	2/2	100%
2	Ming Hong Chen	Direktur Digital & Strategi Director of Digital & Strategy	2/2	100%
3	Andrey Fashkeev	Chief of Risk	2/2	100%
4	Ivan Jaya*	Chief of Retail & SME Business	1/2	50%
5	Sukarman Omar**	Direktur Retail & SME Business Director of Retail & SME Business	1/2	50%
6	Yessika Effendi	Direktur Kepatuhan, Legal, & Sekretaris Perusahaan Director of Compliance, Legal & Corporate Secretary	2/2	100%
7	J. Mercy Ari Priamsari	Head of Operation	2/2	100%
8	Reza Soemadipradja	Chief of Audit	2/2	100%
9	Vanny Maryani	Head of Credit Risk Secured Lending	2/2	100%
10	Junita Hidayat	Head of Credit Risk Unsecured Lending	2/2	100%
11	Aris Dawami	Head of Secured Lending Business	2/2	100%
12	Lia Rosmalia	Head of Marketing, Branding, and Digital Products	2/2	100%

* Sebagai Chief of Retail & SME Business dari Januari - Mei 2022 | As Chief of Retail & SME Business from January - May 2022

** Sebagai Director of Retail & SME Business dari Juni - Desember 2022 | As Director of Retail & SME Business from June - December 2022

Kegiatan Komite Kebijakan Perkreditan 2022

Selama tahun 2022, Komite Kebijakan Perkreditan telah memberikan rekomendasi mengenai hal-hal sebagai berikut:

- Pembaruan kebijakan dan prosedur Bank;
- Audit dalam rangka pengawasan ketentuan Bank; dan
- Kinerja Bank mencakup namun tidak terbatas pada portofolio Bank, efektivitas pelaksanaan pemberian kredit (*through the door*), kinerja penyelesaian kredit bermasalah, kecukupan pencadangan kredit, dan kondisi pasar (*property*).

Credit Policy Committee Charter

The Credit Policy Committee has a charter that regulates, among other things, duties and responsibilities, membership and holding of meetings. The Credit Committee Charter is regularly reviewed and updated.

Credit Policy Committee Meeting

In carrying out its duties, the Credit Policy Committee held meetings in March and August for 2022. The Credit Policy Committee reviews credit policies on a case-by-case basis and makes decisions through circulation.

Credit Policy Committee meetings were held 2 (two) times in 2022, with the following attendance rate:

Credit Policy Committee Activities 2022

Throughout 2022, the Credit Policy Committee has provided recommendations regarding the following matters:

- Updating of Bank policies and procedures;
- Audit in order to supervise Bank regulations; and
- Bank performance includes but is not limited to the Bank's portfolio, the effectiveness of implementing credit (*through the door*), the performance of settlement of non-performing loans, adequacy of credit reserves, and market conditions (*property*).

Komite Pengarah Teknologi Informasi

Komite Pengarah Teknologi Informasi (ITSC) membantu Direksi dalam memantau kegiatan TI terkait penyelarasan rencana strategis Teknologi Informasi dengan strategi bisnis Bank, optimalisasi pengelolaan sumber daya, nilai yang diberikan TI (*IT Support Delivery*), pengukuran kinerja dan efektivitas penerapan manajemen risiko.

Anggota Komite Pengarah Teknologi Informasi terdiri dari anggota yang memiliki hak suara dan yang tidak memiliki hak suara, sebagaimana diuraikan sebagai berikut:

Anggota dengan Hak Suara

- Direktur Operasional, TI & Finance (Ketua Komite)
- Presiden Direktur
- Direktur/Chief Retail & SME Business
- Direktur Kepatuhan, Legal & Sekretaris Perusahaan
- Direktur Digital, Data & Strategi
- Chief of Risk
- Chief Information Officer

Anggota Tanpa Hak Suara

- Direktur Sumber Daya Manusia
- Chief of Customer Franchise, and Centralised Services
- Chief of Audit
- Kepala Departemen IT Business Support Services & Governance (Sekretaris)
- Kepala Divisi terkait atau satu tingkat di bawah Direktur/Chief dapat diundang dalam rapat komite sebagai *invitee* sesuai agenda yang relevan.

Periode dan masa jabatan anggota Komite Pengarah Teknologi Informasi dengan hak pilih (*voting*) merujuk pada periode kerja dan masa jabatan.

Profil Komite Pengarah Teknologi Informasi

Profil Komite Pengarah Teknologi Informasi dapat ditemukan di bab Profil Perusahaan Laporan Tahunan ini di halaman 59-75.

Jon Porter

Profil Jon Porter dapat ditemukan di bab Tata Kelola Perusahaan di halaman 227 dari Laporan Tahunan ini.

Information Technology Steering Committee

Information Technology Steering Committee (ITSC) assists the Board of Directors to monitor related IT activities through aligning IT strategic planning with the Bank's business strategy, resource optimization, IT Support Delivery, performance assessment and the effectiveness of risk management implementation.

Members of the Information Technology Steering Committee consist of voting members and non-voting members, as described below:

Members with Voting Rights:

- Director of Operations, IT & Finance (Committee Chair)
- President Director
- Director/Chief of Retail & SME Business
- Director of Compliance, Legal, and Corporate Secretary
- Director of Digital & Strategy
- Chief of Risk
- Chief Information Officer

Non-Voting Rights members:

- Director of Human Resources
- Chief of Customer Franchise and Centralised Services
- Chief of Audit
- Department Head of IT Business Support Services & Governance (Secretary)
- The relevant Division Head or one level below the Director/Chief can be invited to a committee meeting as an invitee according to the relevant agenda.

The period and tenure of the members of the Information Technology Steering Committee with voting rights refer to the working period and term of office.

Profiles of the IT Steering Committee

Profiles of the Information Technology Steering Committee can be found in the Company Profile chapter of this Annual Report on page 59-75.

Jon Porter

Profile for Jon Porter can be found in the Good Corporate Governance chapter on page 227 of this Annual Report.

Pernyataan Independensi Komite Pengarah Teknologi Informasi

Anggota Komite Pengarah Teknologi Informasi merupakan anggota Direksi dan Pejabat Eksekutif Bank yang tidak memiliki hubungan keluarga dan hubungan keuangan dengan anggota Direksi, anggota Dewan Komisaris termasuk pemegang saham pengendali.

Pelatihan Komite Pengarah Teknologi Informasi

Sepanjang tahun 2022, Komite Pengarah Teknologi Informasi telah mengikuti pelatihan/seminar/lokakarya sebagai berikut:

Nama Name	Jabatan Position	Training/Seminar/Workshop/E-Learning
Jonathan Ian Porter	Chief Information Officer	Pelajaran Bahasa Indonesia / Bahasa Course Refreshment Sertifikasi Manajemen Risiko / Risk Management Certification Refreshment <i>Code of Conduct, Fraud, Risk Management Approach, Resolving Customer Complaints, Insider Trading, Information Security, Valuing Privacy, Workplace Conduct</i>

Tugas dan Tanggung Jawab Komite Pengarah Teknologi Informasi

Memastikan rencana dan implementasi strategis telah sesuai dengan strategi bisnis Bank serta memberikan rekomendasi kepada Direksi yang paling kurang mencakup:

1. Keselarasan rencana serta implementasi strategis TI dengan strategi bisnis Bank.
2. Efektivitas implementasi kebijakan pengamanan informasi Bank.
3. Efektivitas langkah-langkah mitigasi risiko yang dilakukan untuk meningkatkan pengamanan informasi Bank.

Secara khusus, namun tidak terbatas pada:

1. Memastikan rencana Strategis TI sejalan dengan rencana strategis kegiatan usaha Bank. Dalam memberikan rekomendasi, Komite Pengarah TI harus memperhatikan efisiensi, efektivitas, dan faktor-faktor lain, antara lain:
 - Kebutuhan TI yang mendukung strategi bisnis Bank, dengan *roadmap* yang terdiri dari kondisi saat ini, kondisi yang ingin dicapai, dan langkah-langkah yang diperlukan untuk mencapai kondisi yang ingin dicapai.
 - Sumber Daya yang dibutuhkan.
 - Manfaat yang akan diperoleh saat Rencana Strategis TI diterapkan.
 - Kendala yang mungkin timbul dalam penerapan Rencana Strategis TI.

IT Steering Committee Statement of Independence

Members of the IT Steering Committee are members of the Board of Directors and Executive Officers of the Bank who have no family and financial relations with members of the Board of Directors, members of the Board of Commissioners including the controlling shareholder.

IT Steering Committee Training

In 2022, the Information Technology Steering Committee attended the following training/seminars/workshops:

Nama Name	Jabatan Position	Training/Seminar/Workshop/E-Learning
Jonathan Ian Porter	Chief Information Officer	Pelajaran Bahasa Indonesia / Bahasa Course Refreshment Sertifikasi Manajemen Risiko / Risk Management Certification Refreshment <i>Code of Conduct, Fraud, Risk Management Approach, Resolving Customer Complaints, Insider Trading, Information Security, Valuing Privacy, Workplace Conduct</i>

Duties and Responsibilities of the IT Steering Committee

Ensure strategic plans and implementation are in accordance with the Bank's business strategy and provide recommendations to the Board of Directors which at least include:

1. Alignment of IT strategic plans and implementation with the Bank's business strategy.
2. Effective implementation of the Bank's information security policy.
3. The effectiveness of risk mitigation measures taken to improve the security of the Bank's information.

Specifically, but not limited to:

1. Ensuring that the IT Strategic plan is in line with the strategic plan for the Bank's business activities. In providing recommendations, the IT Steering Committee must pay attention to efficiency, effectiveness and other factors, including:
 - IT requirements that support the Bank's business strategy, with a roadmap consisting of current conditions, conditions to be achieved, and steps needed to achieve the conditions to be achieved.
 - Required resources.
 - The benefits that will be obtained when the IT Strategic Plan is implemented.
 - Obstacles that may arise in the implementation of the IT Strategic Plan.

2. Perumusan kebijakan, standar, dan prosedur TI yang utama, misalnya kebijakan TI yang utama yaitu kebijakan Pengamanan TI dan manajemen risiko terkait penggunaan TI di Bank.
3. Kesesuaian antara proyek TI yang disetujui dengan Rencana Strategis TI. Komite pengarah TI juga menetapkan status prioritas proyek TI yang bersifat kritis yang berdampak signifikan terhadap kegiatan operasional Bank, misalnya pergantian core banking application, server production, dan topologi jaringan.
4. Kesesuaian antara pelaksanaan proyek TI dengan rencana proyek yang disepakati (*project charter*). Komite pengarah TI harus melengkapi rekomendasi dengan hasil analisis dari proyek TI yang utama agar Direksi dapat mengambil keputusan secara efisien.
5. Kesesuaian antara TI dengan kebutuhan sistem informasi manajemen serta kebutuhan kegiatan usaha Bank.
6. Efektivitas langkah-langkah yang efektif dalam meminimalisasi risiko atas investasi Bank pada sektor TI agar investasi Bank pada sektor TI dapat memberikan kontribusi terhadap pencapaian tujuan bisnis Bank.
7. Pemantauan atas kinerja TI dan upaya peningkatan kinerja TI, misalnya pendekripsi keusangan infrastruktur TI dan pengukuran efektivitas dan efisiensi penerapan kebijakan pengamanan TI.
8. Upaya penyelesaian berbagai masalah terkait TI yang tidak dapat diselesaikan oleh satuan kerja pengguna dan penyelenggara TI secara efektif, efisien, dan tepat waktu.
9. Memastikan kecukupan dan alokasi sumber daya yang dimiliki oleh Bank.

Piagam Komite Pengarah Teknologi Informasi

Komite Pengarah Teknologi Informasi memiliki piagam yang mengatur tugas dan tanggung jawab, keanggotaan, kuorum dan tata cara perubahan piagam. Piagam ditinjau secara rutin minimal sekali dalam 2 tahun atau diperbarui sewaktu-waktu apabila diperlukan.

2. Formulation of the main IT policies, standards and procedures, for example the main IT policies, namely IT Security policies and risk management related to the use of IT in the Bank.
3. Conformity between the approved IT project and the IT Strategic Plan. The IT steering committee also determines the priority status of critical IT projects that have a significant impact on the Bank's operational activities, such as changes in core banking applications, server production, and network topologies.
4. Conformity between the IT project implementation and the agreed project plan (*project charter*). The IT steering committee must complement the recommendations with analysis results from the main IT projects so that the Board of Directors can make decisions efficiently.
5. Compatibility between IT and the needs of management information systems and the needs of the Bank's business activities.
6. The effectiveness of steps taken in minimising the risk of the Bank's investment in the IT sector so that the Bank's investment in the IT sector can contribute to the achievement of the Bank's business objectives.
7. Monitoring of IT performance and efforts to improve IT performance, for example detecting the obsolescence of IT infrastructure and measuring the effectiveness and efficiency of implementing IT security policies.
8. Efforts to resolve various IT-related problems that cannot be resolved by work units of IT users and organisers in an effective, efficient and timely manner.
9. Ensuring the adequacy and allocation of resources owned by the Bank.

IT Steering Committee Charter

The IT Steering Committee has a charter that regulates, among other things, duties and responsibilities, membership and holding of meetings. The IT Steering Committee Charter is regularly reviewed and updated.

Rapat Komite Pengarah Teknologi Informasi

Sepanjang tahun 2022, Komite Pengarah Teknologi Informasi telah menyelenggarakan rapat sebanyak 5 kali, dengan tingkat kehadiran sebagai berikut:

Anggota Member	Jabatan Position	Jumlah Kehadiran Total Attendance	Percentase Kehadiran Percentage of Attendance
Timothy Christopher Delahunty	Direktur Operasional, TI & Finance (Ketua Komite) Director of Operations, IT & Finance (Committee Chair)	5/5	100%
Lauren Sulistiawati	Presiden Direktur President Director	5/5	100%
Sukarman Omar	Direktur Retail & SME Business Director of Retail & SME Business	5/5	100%
Yessika Effendi	Direktur Kepatuhan, Legal & Sekretaris Perusahaan Director of Compliance, Legal, & Corporate Secretary	2/5	40%
Ming Hong Chen	Direktur Digital, Data & Strategi Director of Digital, Data & Strategy	5/5	100%
Andrey Faskheev	Chief of Risk	4/5	80%
John Porter	Chief Information Officer	5/5	100%

Kegiatan Komite Pengarah Teknologi Informasi 2022

kegiatan Komite Pengarah Teknologi informasi tahun 2022 adalah sebagai berikut:

Selama tahun 2022, Komite Pengarah Teknologi Informasi telah melakukan pengawasan terhadap:

1. Keselarasan rencana strategis TI dengan rencana strategis kegiatan usaha Bank.
2. Pelaksanaan proyek TI yang bersifat kritikal yang berdampak signifikan terhadap kegiatan operasional Bank.
3. Pencapaian dan upaya peningkatan kinerja TI.
4. Upaya penyelesaian masalah dan gangguan terkait operasional dan keamanan TI.
5. Kecukupan dan alokasi sumber daya TI dalam rangka pengelolaan operasional TI dan pelaksanaan proyek.

IT Steering Committee Meeting

In 2022, the Information Technology Steering Committee held 5 meetings, with the level of attendance as follows:

IT Steering Committee Activities 2022

Information Technology Steering Committee activities in 2022 are as follows:

In 2022, the Information Technology Steering Committee supervised:

1. Alignment of the IT strategic plan with the strategic plan of the Bank's business activities.
2. Implementation of critical IT projects that have a significant impact on the Bank's operational activities.
3. Achievements and efforts to improve IT performance.
4. Efforts to resolve problems and disturbances related to IT operations and security.
5. Adequacy and allocation of IT resources in the context of IT operational management and project implementation.

Dewan Komisaris

Board of Commissioners

Dewan Komisaris merupakan organ tata kelola yang bertanggung jawab melakukan pengawasan dan memberi nasihat kepada Dewan Direksi. Dewan Komisaris tidak berwenang untuk terlibat dalam pengambilan keputusan yang berkaitan dengan kegiatan operasional Bank.

Pelaksanaan tugas Dewan Komisaris di Bank Commonwealth diselenggarakan dengan mengacu pada UU No. 40 Tahun 2007 tentang Perseroan Terbatas, POJK No.55/POJK.03/2016 tentang Penerapan Tata Kelola Bagi Bank Umum dan SEOJK No.13/SEOJK.03/2017 tentang Penerapan Tata Kelola Bagi Bank Umum, serta No. 33 /POJK.04/2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik.

Tugas dan Tanggung Jawab Dewan Komisaris

Tugas, fungsi, dan tanggung jawab utama Dewan Komisaris adalah:

1. Memantau dan memastikan penerapan prinsip Tata Kelola Perusahaan yang Baik (GCG) pada semua aspek usaha Bank dan setiap jenjang organisasi.
2. Mengawasi secara aktif pelaksanaan tugas dan tanggung jawab Direksi, memberikan rekomendasi dan usulan, serta memantau dan mengevaluasi kebijakan strategis Bank.
3. Menjaga dan memantau Tingkat Kesehatan Bank serta mengambil langkah-langkah yang diperlukan untuk memelihara dan/atau meningkatkan Tingkat Kesehatan Bank.
4. Memastikan Direksi telah menyusun dan memelihara sistem pengendalian internal yang memadai, efektif dan efisien, serta menindaklanjuti temuan audit dan rekomendasi dari Audit Internal Bank, Audit Eksternal, OJK, dan/atau otoritas pengawas lainnya.
5. Mengkaji efektivitas dan efisiensi sistem pengendalian internal berdasarkan informasi yang diperoleh dari SKAI paling sedikit sekali setahun.
6. Menunjuk penjaga kualitas independen dari luar untuk mengkaji ulang kinerja Satuan Kerja Audit Internal, dengan mempertimbangkan rekomendasi Komite Audit.

The Board of Commissioners is the governance body responsible for supervising and providing advice to the Board of Directors. The Board of Commissioners is not authorised to be involved in making decisions related to Bank's operational activities.

The implementation of the Board of Commissioners duties at the Bank is held in accordance with the provisions of Legislation No.40 of 2007 on Limited Liability Companies, POJK No. 55/POJK.03/2016 on the Implementation of Good Corporate Governance for Commercial Banks and SEOJK No. 13/SEOJK.03/2017 on the Implementation of Good Corporate Governance for Commercial Banks and No.33/POJK.04/2014 on the Board of Directors and Board of Commissioners of Issuers or Public Companies.

Duties and Responsibilities of the Board of Commissioners

The main duties, functions and responsibilities of the Board of Commissioners as regulated in the Board of Commissioners Guidelines are:

1. Monitor and ensure the implementation of Good Corporate Governance (GCG) principles in all aspects of the Bank's business and at all levels of the organisation.
2. Actively supervise the performance of the Board of Directors in carrying out all their duties and responsibilities, providing recommendations and suggestions, as well as monitoring and evaluating the implementation of the Bank's strategic policies.
3. Maintain and monitor the Bank's Soundness Level and take all the necessary steps to maintain and/or improve the Bank Soundness Level.
4. Ensure that the Board of Directors has established and maintained an adequate, effective and efficient internal control system, and followed up on audit findings and recommendations from the Bank Internal Audit, External Auditor, OJK, and/or other supervisory bodies.
5. Review the effectiveness and efficiency of the internal control system based on information obtained from the Internal Audit Function at least once a year.
6. Appoint an independent quality controller from an external party to review the performance of the Internal Audit Unit, taking into account the recommendations of the Audit Committee.

7. Melakukan evaluasi atas kinerja komite Audit, Komite Pemantau Risiko dan Komite Remunerasi dan Nominasi untuk memastikan masing-masing komite menjalankan tugasnya secara efektif.
8. Mengawasi pelaksanaan dan melakukan evaluasi rutin terhadap kebijakan Remunerasi.

Piagam Dewan Komisaris

Pedoman dan Tata Tertib (piagam) Dewan Komisaris atau *Board of Commissioners Charter (BOC Charter)* disusun sebagai pedoman pelaksanaan tugas dan tanggung jawab Dewan Komisaris. Pedoman ini berlaku mengikat bagi seluruh anggota Dewan Komisaris. Pedoman dan Tata Tertib Dewan Komisaris mengacu pada peraturan perundang-undangan, serta Anggaran Dasar Bank Commonwealth serta sesuai praktik-praktik terbaik di industri keuangan. Sebagaimana disyaratkan oleh peraturan, Bank mempublikasikan Pedoman dan Tata Tertib Dewan Komisaris di situs web-nya.

Rapat Dewan Komisaris (termasuk Rapat Gabungan Dewan Komisaris dengan Direksi)

Dewan Komisaris menyelenggarakan rapat sesuai dengan ketentuan dan pedoman Dewan Komisaris, dengan agenda yang telah ditetapkan dan risalah rapat didokumentasikan dengan baik. Pada 2022, Dewan Komisaris telah mengadakan 6 (enam) kali rapat Dewan Komisaris termasuk rapat gabungan Dewan Komisaris dengan Direksi dengan dihadiri secara fisik maupun melalui media telekonferensi rapat dihadiri oleh seluruh anggota Dewan Komisaris dengan tingkat kehadiran sebagai berikut:

7. Evaluate the performance of the Audit Committee, Risk Monitoring Committee and Remuneration and Nomination Committee to ensure that each committee performs its duties effectively.
8. Supervise the implementation and carry out regular evaluations of the Remuneration policy.

Board of Commissioners Charter

The Board of Commissioners Guidelines (Charter) or Board Manual is compiled as a set of guidelines for the implementation of the Board of Commissioners duties and responsibilities. The Board Manual applies to all members of the Board. The compilation of the Board Manual refers to the legislations and regulations, as well as the Articles of Association of the Bank, according to the best practices in the financial industry. As per regulatory requirement, the Bank publishes its BOC Charter on the Bank's website.

Board of Commissioners Meetings (including Joint Meetings between the Board of Commissioners and Board of Directors)

The Board of Commissioners holds meetings in accordance with the provisions and guidelines of the Board of Commissioners with agendas that are well-documented and minutes of meeting. In 2022, the Board of Commissioners has held 6 (six) meetings including joint meetings between the Board of Commissioners and Board of Directors, attended both physically and via teleconference media with the attendance list of each member of the Board of Commissioners as follows:

No	Anggota Member	Jabatan Position	Jumlah Kehadiran Total Attendance	Percentase Kehadiran Percentage of Attendance
1	David Cohen	Presiden Komisaris President Commissioner	6/6	100%
2	Suwartini	Komisaris Independen Independent Commissioner	6/6	100%
3	Khairil Anwar	Komisaris Independen Independent Commissioner	6/6	100%
4	Teuku Radja Sjahnan*	Komisaris Independen Independent Commissioner	4/4	100%

*Teuku Radja Sjahnan efektif sebagai Komisaris Independen per tanggal 9 Mei 2022.

Teuku Radja Sjahnan effectively serves as Independent Commissioner per 9 May 2022.

Program Pelatihan dan Pengembangan Kompetensi Dewan Komisaris

Dewan Komisaris mengikuti pelatihan, seminar atau workshop baik yang diselenggarakan secara internal maupun eksternal, berikut pelatihan, seminar yang telah diikuti oleh anggota Dewan Komisaris selama tahun 2022:

Training and Competency Development Programs for the Board of Commissioners

The Board of Commissioners attended training, seminars or workshops both held internally and externally, along with training, seminars that were attended by the Board of Commissioners in 2022:

Nama Name	Training/Seminar/Workshop/E-Learning
David Cohen	<ul style="list-style-type: none"> • Driving change in your Organisation (Ashurst) • Net-zero emissions, what now? • Beyond targets to implementation (Minter Ellison) Ethical issues in the hybrid workplace • Barbarians at every gate • The cyber risk landscape • Creating a diverse and inclusive culture in the workplace • Creating impact with Data and Experience Accountability Program • Phishing 101 • Quality of Advice Review and Superannuation Regulatory Reform
Khairil Anwar	<ul style="list-style-type: none"> • Subsidiary Director Training – Directors' Duties • Strategi dan Inisiatif Menghadapi Tantangan Pengembangan Ekonomi dan Keuangan Syariah di Indonesia Strategies and Initiatives in Facing Economic and Sharia Finance Challenges in Indonesia • Penanganan Pandemi dan Transformasi Kesehatan Indonesia demi Pemulihian Indonesia Management of Pandemic and Transformation of Indonesian Public Health for Recovery • <i>Sustainable Finance-Assessment</i> dan Tantangan yang Dihadapi Indonesia Sustainable Finance-Assessment and Challenges in Indonesia • Retail Banking Mapping 2022 "The Rise of NeoBank VS Cyber Crime" • Transformasi Bank Digital dan Tantangannya dalam Mendukung Pertumbuhan Perekonomian Indonesia Digital Bank Transformation and The Challenges in Supporting Indonesian Economic Growth • Pertemuan Tahunan Industri Jasa Keuangan 2022 Financial Services Industry Annual Meeting • Perkembangan Teknologi Blockchain dan Prospek Crypto Asset di Indonesia Development of Blockchain Technology and Crypto Asset Prospects in Indonesia • The Rise of Digital Bank in Indonesia • Diskusi Panel mengenai Optimalisasi Pengawasan Aktif Dewan Komisaris di Era BANI Panel Discussion on Optimising Active Monitoring of the Board of Commissioners in BANI Era
Suwartini	<ul style="list-style-type: none"> • Pertemuan Tahunan Industri Jasa Keuangan 2022 Financial Services Industry Annual Meeting • Inovasi Keuangan Digital dan Tantangan Penerapan Kebijakannya di Indonesia Digital Finance Innovation and Challenges in Policy Implementation in Indonesia • <i>Sustainable Finance-Asesment</i> dan Tantangan yang Dihadapi Indonesia Sustainable Finance-Assessment and Challenges in Indonesia • BARA Risk Forum-Are You Ready for The New Trend and Basel III Implementation • Arah Maju Transformasi Digital BPRS di Indonesia The Way Forward of BPRS Digital Transformation in Indonesia • Peran ISEI Memperkuat Sinergi Untuk Menjaga Stabilitas dan Mendorong Momentum Pemulihian Ekonomi yang Inklusif di Era Digital The Role of ISEI in Strengthening Synergy to Maintain Stability and Pushing the Momentum of Inclusive Economic Recovery in the Digital Era • Peluang Konversi di Tengah Dilema Spin Off Unit Usaha Syariah Conversion Opportunities in the Midst of Sharia Business Unit Spin Off Dilemma • Subsidiary Director Training-The Secrets of Effective Leadership in Crisis
Teuku Radja Sjahnan	<ul style="list-style-type: none"> • Risk Management Certification Program Level 1 dan 2 • Subsidiary Director Training-Directors' Duties • Subsidiary Director Training-Introduction to IT Risk Management • IT Risk Management Process • IT System Controls Design & Implementation

Pengawasan dan Rekomendasi Dewan Komisaris

Dewan Komisaris bertanggung jawab menjalankan fungsi pengawasan melalui pelaksanaan kegiatan selama tahun 2022, antara lain:

1. Mengevaluasi dan memberikan rekomendasi atas penyesuaian strategi Bank dan mengawasi tingkat pertumbuhan kredit dan pendanaan.
2. Mengevaluasi kinerja keuangan Bank sepanjang 2022.
3. Mengevaluasi pelaksanaan Rencana Bisnis Bank.
4. Memantau dan mengevaluasi perkembangan inisiatif/proyek yang sedang dikembangkan Bank guna meningkatkan kinerja bisnis bank.
5. Memantau, mengkaji dan mengevaluasi tindakan yang disetujui dari hasil temuan audit internal dan eksternal, serta memantau perbaikan terhadap temuan audit baik yang berasal dari audit internal, audit eksternal, maupun audit regulator.
6. Membahas Laporan Tingkat Kesehatan Bank, Laporan Triwulan Profil Risiko, dan dampak dari peraturan baru atau perubahan peraturan bagi Bank.
7. Memantau area-area risiko operasional utama.
8. Memberikan persetujuan atas perubahan susunan Direktur atau Dewan Komisaris Bank.

Rekomendasi dan persetujuan dari Dewan Komisaris yang diberikan selama tahun 2022 antara lain:

1. Perubahan Audit Plan 2022 dan Audit Plan 2023.
2. Rencana Bisnis Bank tahun 2023–2025.
3. Penunjukan Auditor Eksternal untuk audit tahun buku 2022.
4. *Callable Bonds as Permitted Trading Instruments.*
5. *Delegation Deviation Framework.*
6. Laporan Pengawasan Dewan Komisaris.
7. Evaluasi Dewan Komisaris atas penerapan fungsi Kepatuhan Bank.
8. Kebijakan-kebijakan yang memerlukan persetujuan Dewan Komisaris.
9. Pengangkatan Teuku Radja Sjahnan sebagai Komisaris Independen Bank.
10. Pengangkatan Jeti Muliawan sebagai Pihak Independen Bank.
11. Pengangkatan Sukarman Omar sebagai Direktur Bank.

Supervision and Recommendation of the Board of Commissioners

The Board of Commissioners is responsible for carrying out its supervisory function through the fulfilment of the following tasks:

1. Provide recommendations regarding the adjustments of business strategies where necessary and overseeing credit growth and function rates.
 2. Evaluate the Bank's financial performance throughout 2022.
 3. Evaluate the implementation of the Bank's Business Plan.
 4. Monitor and evaluate the development of business/projects developed by the Bank in order to improve the Bank's business performance.
 5. Monitor, review, and evaluate actions taken from internal and external audit findings, as well as monitor improvements to audit findings from internal audit, external audit and regulatory audit.
 6. Discuss the Bank's Soundness Level Reports, Risk Profile Quarterly Reports, and the impact of new regulations or changes to regulations for the Bank.
 7. Monitor key operational risk areas, particularly those related to cyber security, information technology, financial crime and third party suppliers.
 8. Evaluate developments related to operational activities and changes in the Bank's strategy.
- Recommendations and approvals from the Board of Commissioners given in 2022 include:
1. Changes to the 2022 Audit Plan and 2023 Audit Plan.
 2. Bank Business Plan for 2023–2025.
 3. Appointment of External Auditor for the 2022 financial year audit.
 4. Callable Bonds as Permitted Trading Instruments.
 5. Delegation Deviation Framework.
 6. Board of Commissioners Supervision Report.
 7. Evaluation of the Board of Commissioners on the implementation of the Bank's Compliance function.
 8. Policies that require the approval of the Board of Commissioners.
 9. The appointment of Teuku Radja Sjahnan as Independent Commissioner of the Bank.
 10. The appointment of Jeti Muliawan as the Bank's Independent Party.
 11. The appointment of Sukarman Omar as Director of the Bank.

Penilaian Direksi dan Dewan Komisaris

Assessment of the Board of Directors and the Board of Commissioners

Prosedur Penilaian Kinerja Direksi

Menurut prosedur penilaian, penilaian Kinerja Direksi dilakukan dua kali setahun berdasarkan Indikator Kinerja Utama (IKU) yang telah ditetapkan dan disetujui bersama, dengan memperhitungkan tugas dan tanggung jawab masing-masing anggota Direksi. Penilaian kinerja Dewan Direksi dijalankan melalui:

- Penilaian Sendiri.
- Penilaian oleh Komite Remunerasi dan Nominasi terhadap semua anggota Dewan Direksi dalam rapat Komite. Komite Remunerasi dan Nominasi kemudian akan memberikan rekomendasi kepada Dewan Komisaris.

Kriteria Penilaian Kinerja Direksi

Kriteria Penilaian Kinerja Direksi terdiri dari 3 (tiga) komponen sebagai berikut:

1. Pencapaian Bisnis

Penilaian dilakukan atas pencapaian kinerja dibandingkan dengan KPI yang sudah disetujui.

2. Penilaian Perilaku

Penilaian perilaku merujuk kepada Nilai-nilai Bank, yaitu:

- **Care (Kepedulian):** Kami peduli terhadap nasabah dan satu sama lain – kami melayani dengan kerendahan hati dan keterbukaan.
- **Courage (Keberanian):** Kami memiliki keberanian untuk maju, bersuara, dan memimpin dengan memberikan contoh.
- **Commitment (Komitmen):** Kami teguh dalam memegang komitmen kami – kami melakukan hal yang benar dan bekerja sama untuk menyelesaikan pekerjaan.

Board of Directors Performance Assessment Procedure

According to the assessment procedure, the assessment of the Board of Directors Performance is carried out twice a year based on the Key Performance Indicators (KPI) that have been set and mutually agreed upon, taking into account the duties and responsibilities of each member of the Board of Directors. The performance assessment of the Board of Directors is carried out through:

- Self-Assessment.
- Assessment by the Remuneration and Nomination Committee for all members of the Board of Directors during the Committee meeting. The Remuneration and Nomination Committee will then provide recommendations to the Board of Commissioners.

Board of Directors Performance Assessment Criteria

The performance assessment criteria for the Board of Directors refer to the following three components:

1. Business Outcomes

The assessment is done based on the performance achievement compared to the agreed KPI.

2. Behavioural Assessment

Behavioural assessment is based on the Bank's Values, namely:

- Care: We care for our customers and each other – We serve with humility and openness.
- Courage: We have the courage to step in, speak up and lead by example.
- Commitment: We stay true to our commitment – we do the right things and work together to finish the job.

3. Penilaian Risiko

Indikator penilaian risiko adalah:

- Akuntabilitas setiap anggota Direksi terhadap Pengelolaan Risiko sesuai dengan peran masing-masing.
- Kepatuhan terhadap kebijakan yang berlaku.
- Penyelesaian Pelatihan Wajib.

Hasil Penilaian Direksi

Pada 2022 penilaian kinerja semua anggota Direksi menunjukkan hasil yang baik sesuai dengan kriteria yang ditentukan.

Penilaian Dewan Komisaris

Penilaian kinerja Dewan Komisaris dilakukan oleh pemegang saham dan diwakilkan oleh pemegang saham pengendali dengan mempertimbangkan kriteria-kriteria tugas dan tanggung jawab yang telah ditetapkan. Hasil penilaian kinerja Dewan Komisaris akan menjadi pertimbangan RUPS dalam pengangkatan kembali anggota Dewan Komisaris. Komponen yang menjadi dasar penilaian kinerja Dewan Komisaris sebagai berikut:

- Efektivitas pelaksanaan kinerja Komite Dewan Komisaris.
- Pengawasan pelaksanaan strategi Bank dan penerapan GCG.
- Penerapan Pengelolaan Risiko dan Pengendalian Internal untuk memitigasi risiko.

Hasil Penilaian Dewan Komisaris

Hasil penilaian kinerja Dewan Komisaris selama tahun 2022 tergolong baik dengan mempertimbangkan komponen penilaian di atas.

Penilaian terhadap Komite di bawah Dewan Komisaris

Dalam melakukan penilaian komite-komite, Dewan Komisaris mengisi kuesioner yang telah dirancang untuk mengakomodir penilaian dan evaluasi kinerja komite secara tahunan. Dewan Komisaris telah melakukan penilaian dan evaluasi terhadap Komite Audit, Komite Pemantau Risiko, dan Komite Remunerasi dan Nominasi yang terdiri dari 4 (empat) aspek utama yaitu efektivitas, perilaku, proses & pelaporan, serta peran & tanggung jawab. Hasil evaluasi menunjukkan bahwa semua komite telah menjalankan fungsi dan tugasnya dengan baik selama tahun 2022. Selain itu, Dewan Komisaris juga memberikan rekomendasi guna meningkatkan kinerja komite-komite.

3. Risk Assessment

Indicators for Risk assessment are:

- Accountability of every member of the Board of Directors in Risk Management in accordance to their respective role.
- Compliance with applicable policies.
- Completion of assigned Mandatory Learning.

Assessment Results of the Board of Directors

In 2022, the performance assessment produced good results for all members of the Board of Directors based on the criteria.

Assessment of the Board of Commissioners

The assessment of the Board of Commissioners performance is conducted by shareholders, represented by the controlling shareholder, taking into consideration the criteria of roles and responsibilities that have been set. The Board of Commissioners performance review will be taken into account by GMS during the re-appointment of a member of the Board of Commissioners. Some components for considerations are:

- Effectiveness of performance execution of Board of Commissioners Committees.
- Supervision on the execution of the Bank's strategy and implementation of GCG.
- Implementation of Risk Management and Internal Control to mitigate risks.

Assessment Result of the Board of Commissioners

The assessment result of Board of Commissioners' performance for the year 2022 after taking into account the components above is considered good.

Assessment on Committees under the Board of Commissioners

In assessing the committees, the Board of Commissioners conducted an annual internal questionnaire to evaluate the performance of committees under the Board, namely the Audit Committee, the Risk Oversight Committee, and the Remuneration and Nomination Committee, on 4 key areas: effectiveness, behaviour, processes & reporting, roles & responsibilities. The evaluation concluded that all committees have carried out their functions and duties well in supporting the BOC in 2022. Furthermore, the Board of Commissioners also provided recommendations in order to improve the performance of the Committees.

Komite-komite di Bawah Dewan Komisaris

Committees Under the Board of Commissioners

Komite Audit

Komite Audit Bank dibentuk untuk mendukung pelaksanaan tugas Dewan Komisaris dalam memantau dan mengevaluasi perencanaan dan pelaksanaan audit dan kecukupan proses laporan pelaporan keuangan termasuk memberikan rekomendasi penunjukan akuntan publik serta melakukan pengawasan terhadap efektivitasnya.

Anggota Komite Audit diangkat dan diberhentikan oleh Dewan Komisaris. Komposisi keanggotaan Komite Audit terdiri dari 4 (empat) orang, termasuk di dalamnya 2 (dua) Komisaris Independen dan 2 (dua) pihak independen yang memiliki keahlian di bidang keuangan/akuntansi atau di bidang perbankan/manajemen risiko. Komite Audit diketuai oleh Komisaris Independen yang merangkap sebagai anggota komite.

Anggota Komite Audit Bank telah memenuhi ketentuan terkait persyaratan keahlian, integritas, akhlak dan moral yang baik.

Profil Komite Audit

Per 31 Desember 2022, anggota Komite Audit Bank adalah:

Khairil Anwar

Ketua

Profil beliau dapat dilihat di bab Profil Perusahaan dalam Laporan Tahunan ini pada halaman 61.

Teuku Radja Sjahnan

Profil beliau dapat dilihat di bab Profil Perusahaan dalam Laporan Tahunan ini pada halaman 62.

Jono Effendy

Anggota, Warga Negara Indonesia

Jono Effendy menyelesaikan pendidikan S2 pada tahun 2002 di Universitas Pelita Harapan, Jakarta dengan gelar MBA dan menyelesaikan S-1 Akuntansi pada tahun 1996 di Universitas Tarumanegara Jakarta.

Beliau pernah menjabat sebagai Komisaris Independen di PT Commonwealth Life (sekaligus menjabat sebagai ketua Komite Pemantau Risiko dan anggota Komite Audit), anggota Komite Audit dan Komite Pemantau Risiko di berbagai perusahaan lainnya, seperti PT Bank Barclays Indonesia, PT Maybank Finance (d/h PT BII Finance Center), dan Bank BNP Paribas Indonesia.

Audit Committee

The Bank's Audit Committee was formed to support the Board of Commissioners in overseeing and evaluating audit planning and implementation, and the adequacy of financial reporting process including in providing the recommendation for appointing a public accountant and overseeing its effectiveness.

Members of the Audit Committee are appointed and dismissed by the Board of Commissioners. The composition of the Audit Committee consists of 4 (four) people), including 2 (two) Independent Commissioners and 2 (two) independent parties with expertise in finance/accounting or in banking/risk management. The Audit Committee is chaired by an Independent Commissioner who is also a committee member.

All members of the Audit Committee have met the required criteria in areas of expertise, integrity, character and good morals.

Profiles of the Audit Committee

As of 31 December 2022, the members of the Bank's Audit Committee are:

Khairil Anwar

Chair

His profile can be found on the Company Profile chapter of this Annual Report on page 61.

Teuku Radja Sjahnan

His profile can be found on the Company Profile chapter of this Annual Report on page 62.

Jono Effendy

Member, Indonesian Citizen

Jono Effendy completed his Masters degree in 2002 at Universitas Pelita Harapan, Jakarta with an MBA degree and completed his Bachelor of Accounting in 1996 at Universitas Tarumanegara, Jakarta.

He has served as Independent Commissioner at PT Commonwealth Life (concurrently serving as chairman of the Risk Monitoring Committee and member of the Audit Committee), member of the Audit Committee and Risk Monitoring Committee at various other companies, such as PT Bank Barclays Indonesia, PT Maybank Finance (formerly PT BII Finance Center), and Bank BNP Paribas Indonesia.

Saat ini, beliau juga merangkap jabatan sebagai Komisaris Independen sekaligus sebagai anggota Komite Pemantau Risiko dan Komite Tata Kelola Perusahaan di PT FWD Indonesia, CEO di PT Pasar Jasa Profesional dan anggota Komite Pemantau Risiko di PT BFI Finance Indonesia Tbk.

Jeti Muliawan

Anggota, Warga Negara Indonesia

Jeti Muliawan menyelesaikan pendidikannya di Texas A&M University, College Station, Texas - USA dengan gelar Bachelor of Science, Computer Science dan Master of Business Administration.

Beliau memulai kariernya selama lebih dari 30 tahun, dari tahun 1989 - 2019 di PT Bank HSBC Indonesia dan The Hongkong and Shanghai Banking Corporation Limited, Jakarta dan memimpin beberapa fungsi yang berbeda, antara lain Quality Control & Sustainability, Internal Audit, Operational Risk dan Internal Control. Beliau juga menjabat sebagai Direktur PT Rekan Bisnis & Investasi Indonesia (Mitra Bisnis Indonesia) sejak 2020 - Des 2022.

Beliau pernah menjabat sebagai Komisaris Independen di PT Zurich Asuransi Indonesia Tbk - diangkat pada November 2022. Sebelumnya sejak tahun 2021, beliau menjabat sebagai Anggota Komite Audit di PT Zurich Asuransi Indonesia Tbk.

Pernyataan Independensi

Anggota Komite Audit merupakan Komisaris Independen dan Pihak Independen yang telah memenuhi persyaratan independensi.

Tidak ada anggota Komite Audit yang memiliki hubungan keluarga dan hubungan keuangan dengan anggota Dewan Komisaris lain, Direksi maupun pemegang saham pengendali, maupun memiliki 5% atau lebih dari modal disetor pada Bank, bank lain, lembaga keuangan non-bank, dan pada perusahaan lainnya baik di dalam maupun luar Indonesia. Anggota Komite Audit juga tidak memiliki hubungan keuangan, kepengurusan, kepemilikan saham dan/atau hubungan keluarga dengan anggota Dewan Komisaris lainnya dan/atau dengan pemegang saham mayoritas, dan/atau hubungan lainnya dengan Bank yang dapat memengaruhi pengambilan keputusan dan tindakan secara independen.

Pelatihan Komite Audit

Pelatihan Komisaris Independen sebagai anggota Komite Audit dapat dilihat pada bagian Program Pelatihan dan Pengembangan Kompetensi Dewan Komisaris halaman 239.

Currently, he also holds concurrent positions as Independent Commissioner as well as a member of the Risk Monitoring Committee and Corporate Governance Committee at PT FWD Indonesia, CEO at PT Pasar Jasa Profesional and member of the Risk Monitoring Committee at PT BFI Finance Indonesia Tbk.

Jeti Muliawan

Member, Indonesian Citizen

Jeti Muliawan completed her education at Texas A&M University, College Station, Texas - USA with Bachelor of Science, Computer Science and Master of Business Administration degrees.

She began her career for more than 30 years, from 1989 - 2019 at PT Bank HSBC Indonesia and The Hongkong and Shanghai Banking Corporation Limited, Jakarta and led several different functions, including Quality Control & Sustainability, Internal Audit, Operational Risk and Internal control. She also served as Director of PT Rekan Bisnis & Investasi Indonesia (Mitra Bisnis Indonesia) from 2020 - Dec 2022.

She has served as Independent Commissioner at PT Zurich Asuransi Indonesia Tbk - appointed in November 2022. Previously, since 2021, she served as Member of the Audit Committee at PT Zurich Asuransi Indonesia Tbk.

Statement of Independence

Members of the Audit Committee are Independent Commissioners and Independent Parties who have met the independence requirements.

No members of the Audit Committee have family and financial relations with other members of the Board of Commissioners, Directors or controlling shareholders, nor have 5% or more of the paid-up capital in the Bank, other banks, non-bank financial institutions and other companies both inside and outside Indonesia. Members of the Audit Committee also do not have financial, management, share ownership and/or family relationships with other members of the Board of Commissioners and/or with majority shareholders, and/or other relationships with the Bank that may influence independent decision-making and actions.

Audit Committee Training

Training for Independent Commissioners as members of the Audit Committee can be found in the Board of Commissioners Training section on page 239.

Nama Name	Training/Seminar/Workshop/E-Learning
Jono Effendy	<ul style="list-style-type: none"> Introduction to risk management implementation in Indonesia Insurance Forum 2022 "Supporting A Strong, Inclusive and Sustainable Recovery" ERMA : International Conference on ERM
Jeti Muliawan	<ul style="list-style-type: none"> Risk Management – Qualified Risk Governance Professional Professional Development Program Information Technology Risk Management (ITRM) IT Risk Management IT Risk Management Process

Rapat Komite Audit

Komite Audit telah mengadakan rapat sebanyak 6 (enam) kali di tahun 2022. Pemenuhan kewajiban rapat Komite Audit selain mengacu pada peraturan Tata Kelola Bank juga memerhatikan peraturan OJK Pasar Modal yaitu rapat wajib diadakan satu kali dalam dua bulan. Berikut rekapitulasi kehadiran masing-masing anggota komite:

Audit Committee Meeting

The Audit Committee has held 6 (six) meetings in 2022. Fulfilment of the Audit Committee meeting obligations, in addition to referring to Bank Governance regulations, also takes into account OJK Capital Market regulations, namely that meetings must be held once every two months. The following is a recapitulation of the attendance of each committee member:

No	Anggota Member	Jabatan Position	Jumlah Kehadiran Total Attendance	Percentase Kehadiran Percentage of Attendance
1	Khairil Anwar	Ketua Chair Komisaris Independen Independent Commissioner	6/6	100%
2	Teuku Radja Sjahnan*	Anggota Member Komisaris Independen Independent Commissioner	4/4	100%
3	Jono Effendy	Anggota Member Pihak Independen Independent Party	6/6	100%
4	Jeti Muliawan**	Anggota Member Pihak Independen Independent Party	5/5	100%

*Teuku Radja Sjahnan efektif sebagai Komisaris Independen per tanggal 9 Mei 2022.

Teuku Radja Sjahnan effectively serves as Independent Commissioner per 9 May 2022.

**Jeti Muliawan efektif sebagai pihak independen per tanggal 1 April 2022

Jeti Muliawan effectively serves as Independent Party per 1 April 2022

Pelaksanaan Kegiatan Komite Audit Sesuai Charter

Sepanjang tahun 2022, Komite Audit telah melakukan pembahasan dan memberikan rekomendasi terkait Perencanaan Audit dan realisasinya, laporan audit yang diterbitkan selama periode pelaporan, temuan signifikan dan tindak lanjut, serta laporan keuangan Bank. Selain itu, Komite Audit juga memberikan rekomendasi dalam penunjukkan Akuntan Publik dan Kantor Akuntan Publik untuk tahun buku yang berakhir pada tanggal 31 Desember 2022 serta melakukan evaluasi terhadap pelaksanaan pemberian jasa audit untuk tahun buku yang berakhir pada tanggal 31 Desember 2021 yang dilakukan oleh Akuntan Publik dan Kantor Akuntan Publik yang ditunjuk.

Audit Committee Activities as Stipulated by the Charter

In 2022, the Audit Committee discussed and provided recommendations for the Audit Plan and its realisation, audit report issued during the reporting period, significant findings and follow up actions, and the Bank's financial statement. In addition, the Audit Committee also provided recommendations on appointing the Public Accountants and Public Accounting Firm for the financial year ending on 31 December 2022 as well as evaluating the audit service for the financial year ending on 31 December 2021 conducted by the appointed Public Accountants and Public Accounting Firms.

Komite Remunerasi dan Nominasi

Komite Remunerasi dan Nominasi merupakan komite yang membantu Dewan Komisaris dalam menjalankan fungsi dan tugasnya terkait penetapan remunerasi dan nominasi anggota Direksi dan anggota Dewan Komisaris.

Anggota Komite Remunerasi dan Nominasi paling kurang terdiri dari 1 (satu) orang Komisaris Independen, 1 (satu) orang Komisaris, dan 1 (satu) orang Pejabat Eksekutif yang membawahi fungsi Sumber Daya Manusia.

Jumlah dan komposisi Komite Remunerasi dan Nominasi Bank Commonwealth telah memenuhi persyaratan regulasi yaitu terdiri dari:

- 2 (dua) Komisaris Independen;
- 2 (dua) Komisaris non Independen ; dan
- 1 (satu) Pejabat Eksekutif yang bertanggung jawab atas Fungsi Sumber Daya Manusia.

Profil Komite Remunerasi dan nominasi

Per 31 Desember 2022, anggota Komite Remunerasi dan Nominasi terdiri dari:

1. Suwartini (Ketua – Komisaris Independen)
2. Khairil Anwar (Anggota – Komisaris Independen)
3. David Antony Keith Cohen (Anggota – Presiden Komisaris)
4. Nina Avrianty (Anggota - Pejabat Eksekutif yang berada di bawah Direktorat Sumber Daya Manusia)

Suwartini

Ketua

Profil beliau dapat dilihat di bab Profil Perusahaan dalam Laporan Tahunan ini pada halaman 60.

Khairil Anwar

Profil beliau dapat dilihat di bab Profil Perusahaan dalam Laporan Tahunan ini pada halaman 61.

David Cohen

Profil beliau dapat dilihat di bab Profil Perusahaan dalam Laporan Tahunan ini pada halaman 59.

Nina Avrianty

Anggota, warga Negara Indonesia

Nina Avrianty bergabung sebagai anggota Komite Remunerasi dan Nominasi per tanggal 30 Juni 2021 melalui Surat Rekomendasi Komite Remunerasi dan Nominasi No. 004/RNC/VII/2021. Beliau meraih gelar Bachelor of Science dari Iowa State University, Amerika Serikat di tahun 1999 dan telah memiliki lebih dari 15 tahun pengalaman di industri perbankan.

Remuneration and Nomination Committee

The Remuneration and Nomination Committee supports the Board of Commissioners in determining the remuneration and nomination for members of the Board of Directors and the Board of Commissioners.

Members of the Remuneration and Nomination Committee must consist of at least 1 (one) Independent Commissioner; 1 (one) Commissioner and 1 (one) Executive Officer in charge of Human Resources.

The composition of the Remuneration and Nomination Committee of the Bank has met its regulatory requirements, consisting of:

- 2 (two) Independent Commissioners;
- 2 (two) non-independent Commissioners; and
- 1 (one) Executive Officer responsible for Human Resources function.

Profiles of the Remuneration and Nomination Committee

As of 31 December 2021, the members of the Remuneration and Nomination committee are:

1. Suwartini (Chair – Independent Commissioner)
2. Khairil Anwar (Member – Independent Commissioner)
3. David Antony Keith Cohen (Member – President Commissioner)
4. Nina Avrianty (Member - Executive Officer under the Human Resources Directorate)

Suwartini

Chair

Her profile can be found on the Company Profile chapter of this Annual Report on page 60.

Khairil Anwar

His profile can be found on the Company Profile chapter of this Annual Report on page 61.

David Cohen

His profile can be found on the Company Profile chapter of this Annual Report on page 59.

Nina Avrianty

Member, Indonesian Citizen

Nina Avrianty joined as a member of the Remuneration and Nomination Committee as of June 30, 2021 through the Remuneration and Nomination Committee Recommendation Letter No. 004/RNC/VII/2021. She earned her Bachelor of Science degree from Iowa State University, USA in 1999 and has more than 15 years of experience in the banking industry.

Beliau memulai kariernya di PT Primus Financial Services (anak perusahaan Ford Motor Credit Company) sebagai Financial Analyst (2000-2002) dan kemudian melanjutkan kariernya di Citibank, N.A. Indonesia, tempat beliau memangku berbagai jabatan di fungsi Keuangan. Beliau mulai berkecimpung di bidang Sumber Daya Manusia pada tahun 2013 sebagai Head of Compensation & Benefit. Beliau kemudian meniti karier di Bank sebagai SVP, HR Strategy & Workforce Analyst (2017-2018), Head of HR Shared Services, Remuneration & HR Analytics (2018-2020), dan saat ini menjabat sebagai Head of Rewards & Governance (2021 – sekarang).

Nina Avrianty diangkat menjadi anggota Komite Remunerasi dan Nominasi berdasarkan Keputusan Dewan Komisaris No. BOC/RES/2022/V/003 tanggal 18 Mei 2022.

She started her career at PT Primus Financial Services (a subsidiary of Ford Motor Credit Company) as a Financial Analyst (2000-2002) and then continued her career at Citibank, N.A. Indonesia, where she held various positions in the Finance function. She started working in the field of Human Resources in 2013 as Head of Compensation & Benefits. She then started his career at the Bank as SVP, HR Strategy & Workforce Analyst (2017-2018), Head of HR Shared Services, Remuneration & HR Analytics (2018-2020), and currently serves as Head of Rewards & Governance (2021 – present).

Nina Avrianty was appointed as a member of the Remuneration and Nomination Committee based on the Decision of the Board of Commissioner No. BOC/RES/2022/V/003 dated 18 May 2022.

Pernyataan Independensi

Untuk mendukung aspek independensi, Komite Remunerasi dan Nominasi diketuai oleh Suwartini sebagai Komisaris Independen. Selain itu, tidak terdapat anggota Direksi yang menjadi anggota Komite Remunerasi dan Nominasi.

Tidak ada anggota Komite Remunerasi dan Nominasi yang memiliki hubungan keluarga dan hubungan keuangan dengan anggota Dewan Komisaris lain, Direksi maupun pemegang saham pengendali, maupun memiliki 5% atau lebih dari modal disetor pada Bank, bank lain, lembaga keuangan non-bank, dan pada perusahaan lainnya baik di dalam maupun luar Indonesia. Anggota Komite Remunerasi dan Nominasi juga tidak memiliki hubungan keuangan, kepengurusan, kepemilikan saham dan/atau hubungan keluarga dengan anggota Dewan Komisaris lainnya dan/atau dengan pemegang saham mayoritas, dan/atau hubungan lainnya dengan Bank yang dapat memengaruhi pengambilan keputusan dan tindakan secara independen.

Pelatihan Komite Remunerasi dan Nominasi

Pada tahun 2022, anggota dan Ketua Komite Remunerasi dan Nominasi telah mengikuti berbagai pelatihan. Pelatihan masing-masing anggota komite, mengacu pada Program Pelatihan dan Pengembangan Kompetensi Dewan Komisaris di halaman 239 dari Laporan Tahunan ini.

Statement of Independence

To support its independence aspect, the Remuneration and Nomination Committee is chaired by Suwartini as an Independent Commissioner. Furthermore, no member of the Board of Directors is a member of the Remuneration and Nomination Committee.

No members of the Remuneration and Nomination Committee have family and financial relations with other members of the Board of Commissioners, Directors or controlling shareholders, nor have 5% or more of the paid-up capital in the Bank, other banks, non-bank financial institutions and other companies both inside and outside Indonesia. Members of the Remuneration and Nomination Committee also do not have financial, management, share ownership and/or family relationships with other members of the Board of Commissioners and/or with majority shareholders, and/or other relationships with the Bank that may influence independent decision-making and actions.

Remuneration and Nomination Committee Training

In 2022, members and Chair of the Nomination and Remuneration Committee participated in various training sessions. Training for each committee member refers to the Board of Commissioners' Competency Training and Development Program on page 239 of this Annual Report.

Nama Name	Training/Seminar/Workshop/E-Learning
Nina Avrianty	<ul style="list-style-type: none"> • Managing Risk Every Day Training Batch 1 • Refreshment Risk Management Certification All Level • Fraud, Insider Training, Information Security, Resolving Customer Complaints, The Group Risk Management Complaints, The Group Privacy, Workplace Conduct

Tugas dan Tanggung Jawab

Tugas dan tanggung jawab Komite Remunerasi dan Nominasi meliputi:

Fungsi Nominasi:

1. Menyusun dan memberikan rekomendasi kepada Dewan Komisaris mengenai:
 - Ketentuan, kebijakan, dan kriteria anggota Direksi dan anggota Dewan Komisaris yang dibutuhkan untuk disampaikan kepada RUPS.
 - Komposisi jabatan anggota Direksi dan/atau anggota Dewan Komisaris.
 - Penunjukkan dan/atau pergantian anggota Direksi dan/atau anggota Dewan Komisaris, termasuk anggota Komite di bawah Dewan Komisaris.
 - Penunjukkan dan/atau pergantian pihak independen yang akan menjadi anggota Komite Audit dan/atau Komite Pemantauan Risiko.
 - Kebijakan evaluasi kinerja bagi anggota Direksi dan/atau anggota Dewan Komisaris.
2. Memberikan usulan calon yang memenuhi syarat sebagai anggota Direksi dan/atau anggota Dewan Komisaris kepada Dewan Komisaris untuk disampaikan kepada RUPS.
3. Membantu Dewan Komisaris melakukan penilaian kinerja anggota Direksi dan/atau anggota Dewan Komisaris berdasarkan standar yang telah dibuat sebagai dasar evaluasi.
4. Memberikan rekomendasi kepada Dewan Komisaris mengenai program pengembangan kemampuan anggota Direksi dan/atau anggota Dewan Komisaris.

Fungsi Remunerasi:

1. Memberikan rekomendasi kepada Dewan Komisaris mengenai tinjauan/hasil evaluasi terhadap:
 - Struktur Remunerasi
 - Kebijakan atas Remunerasi bagi seluruh pegawai, terutama hal-hal yang memberikan dampak signifikan/material kepada Bank, dan disampaikan kepada Direksi.
 - Besaran atas Remunerasi
2. Memastikan bahwa Kebijakan Remunerasi telah sesuai ketentuan.

Duties and Responsibilities

The duties and responsibilities of the Remuneration and Nomination Committee include:

In regards to Nomination:

1. Prepare and provide recommendations to the Board of Commissioners regarding:
 - Provisions, policies and criteria for members of the Board of Directors and members of the Board of Commissioners that are required to be submitted to the GMS.
 - Composition of members of the Board of Directors and/or members of the Board of Commissioners.
 - Appointment and/or replacement of members of the Board of Directors and/or members of the Board of Commissioners, including members of the Committees under the Board of Commissioners.
 - Appointment and/or replacement of independent parties who will become members of the Audit Committee and/or Risk Oversight Committee.
 - Performance evaluation for members of the Board of Directors and/or members of the Board of Commissioners.
2. Propose candidates who meet the requirements to be members of the Board of Directors and/or members of the Board of Commissioners to the Board of Commissioners for submission to the GMS.
3. Assist the Board of Commissioners in conducting performance assessment of the members of the Board of Directors and/or members of the Board of Commissioners based on standards that have been prepared as the basis of evaluation.
4. Provide recommendations to the Board of Commissioners regarding the capability development programs for members of the Board of Directors and/or members of the Board of Commissioners.

In regards to Remuneration:

1. Provide recommendations to the Board of Commissioners regarding the review/evaluation of:
 - Remunerations structure.
 - Remunerations policies for all employees, especially those with a significant/material impact on the Bank, and submit it to the Board of Directors.
 - The amount of Remunerations.
2. Ensure that the Remuneration Policy is in compliance with regulation.

3. Melakukan evaluasi secara berkala penerapan kebijakan remunerasi.
 - Membantu Dewan Komisaris melakukan penilaian kinerja berdasarkan Remunerasi masing-masing anggota Direksi dan/atau Dewan Komisaris.

Piagam Komite Remunerasi dan Nominasi

Komite memiliki piagam (*charter*) sebagai pedoman dan tata tertib kerja, yang mengatur tugas dan tanggung jawab, wewenang, larangan, keanggotaan, etika kerja, dan rapat.

Rapat Komite Remunerasi dan Nominasi

Komite Remunerasi dan Nominasi wajib mengadakan rapat berkala setidaknya 1 (satu) kali dalam 4 (empat) bulan dan dapat ditambahkan sesuai kebutuhan sebagaimana yang tercantum dalam Piagam dan Kebijakan Komite Remunerasi dan Nominasi.

Di tahun 2022, Komite Remunerasi dan Nominasi telah melaksanakan 10 (sepuluh) kali rapat dengan tingkat kehadiran masing-masing anggota komite sebagai berikut:

No	Anggota Member	Jabatan Position	Jumlah Kehadiran Total Attendance	Percentase Kehadiran Percentage of Attendance
1	Suwartini	Ketua Chair	10/10	100%
2	Khairil Anwar	Anggota Member	10/10	100%
3	David Cohen	Anggota Member	09/10	90%

Kegiatan Komite Remunerasi dan Nominasi

Sepanjang tahun 2022, Komite Remunerasi dan Nominasi telah melaksanakan tugas dan tanggung jawabnya sebagai berikut:

1. Menerima dan mencatat pengangkatan Jeti Muliawan sebagai anggota Independen Komite Komisaris;
2. Mencatat dan mendukung proposal pemanfaatan 2 (dua) Tenaga Kerja Asing untuk mengisi jabatan Chief Information Officer (CIO) dan Head of Strategy, Partnership, and Business PMO;
3. Mencatat dan mendukung perubahan remunerasi untuk Presiden Direktur;
4. Mencatat dan mendukung hasil Penilaian Kinerja FY22 dan proposal kenaikan gaji pokok tahunan 2022 untuk seluruh karyawan Bank;
5. Meninjau dan memberikan dukungan terhadap perubahan nama jabatan Ming Hong Chen yang sebelumnya Direktur Digital dan Strategi menjadi Direktur Digital, Data, dan Strategi;

3. Conduct periodic evaluation on the implementation of the Remuneration Policy
 - Assist the Board of Commissioners in conducting performance evaluation of each member of the Board of Directors and the Board of Commissioners according to their individual Remuneration.

Remuneration and Nomination Committee Charter

The Committee has a charter as a guideline and code of conduct that governs its duties and responsibilities, authorities, prohibitions, membership, work ethics, and meetings.

Remuneration and Nomination Committee Meetings

The Remuneration and Nomination Committee must hold regular meetings at least once in four months and can be added as needed as stated in the Remuneration and Nomination Committee Charter and Policy.

In 2022, the Remuneration and Nomination Committee held 10 (ten) meetings with details of attendance as follows:

Remuneration and Nomination Committee Activities

In 2022, the Remuneration and Nomination Committee carried out its duties and responsibilities as follows:

1. Received and recorded the appointment of Jeti Muliawan as an Independent member of the Commissioners Committee;
2. Noted and supported the proposal to utilise 2 (two) expatriates to fill the positions of Chief Information Officer (CIO) and Head of Strategy, Partnership and Business PMO;
3. Recorded and supported changes in remuneration for the President Director;
4. Recorded and supported the results of the FY22 Performance Assessment and the 2022 annual base salary increase proposal for all Bank employees;
5. Reviewed and provided support for the change of name to the position of Ming Hong Chen, who was previously Director of Digital and Strategy to Director of Digital, Data and Strategy;

6. Meninjau dan memberikan rekomendasi terhadap komposisi anggota Komite Audit, Komite Pemantau Risiko, dan Komite Remunerasi dan Nominasi;
7. Meninjau dan memberikan rekomendasi terhadap pengangkatan Sukarman Omar sebagai Direktur Retail and SME Business;
8. Mencatat dan mendukung struktur gaji baru di Bank bagi karyawan Bank tahun 2021;
9. Meninjau dan memberikan dukungan terhadap perubahan struktur organisasi yang sejalan dengan perkembangan organisasi seperti yang dipresentasikan oleh Presiden Direktur;
10. Meninjau dan memberikan dukungan terhadap proposal atas hasil *Performance Review* dan *Performance Bonus* untuk tahun anggaran 2022;
11. Meninjau dan memberikan dukungan terhadap proses perpanjangan pengangkatan Bpk. Andrey Faskheev sebagai Chief of Risk (posisi Pejabat Eksekutif);
12. Meninjau dan memberikan dukungan terhadap perubahan struktur organisasi di direktorat *Retail & SME Business*;
13. Meninjau dan memberikan rekomendasi terhadap hasil kajian Kebijakan Remunerasi bagi Direksi yang sejalan dengan Kebijakan Pemerintah dan Kebijakan Remunerasi Grup terbaru;
14. Meninjau dan memberikan dukungan terhadap rencana suksesi untuk Presiden Direktur dan rencana suksesi Bank untuk posisi satu tingkat di bawah Presiden Direktur;
15. Meninjau dan memberikan dukungan terhadap pelaksanaan Evaluasi Kinerja & Matriks Keahlian Dewan Komisaris & Direksi (*Board Skill Matrices & Performance Evaluation for the Board for Commissioners and Board of Directors*) untuk periode Januari sampai dengan Desember 2022;
16. Meninjau dan memberikan dukungan terhadap rencana simplifikasi pada Bank dan target struktur organisasi;
17. Meninjau dan memberikan dukungan terhadap perubahan struktur organisasi yang sejalan dengan perkembangan organisasi seperti yang disampaikan oleh Presiden Direktur.
6. Reviewed and provided recommendations on the composition of members of the Audit Committee, Risk Monitoring Committee, and Remuneration and Nomination Committee;
7. Reviewed and provided recommendations on the appointment of Sukarman Omar as Director of Retail and SME Business;
8. Recorded and supported the new salary structure at the Bank for Bank employees in 2021;
9. Reviewed and provided support for organisational structure changes in line with organisational developments as presented by the President Director;
10. Reviewed and provided support for proposals on the results of the Performance Review and Performance Bonus for the 2022 fiscal year;
11. Reviewed and provided support for the process of extending the appointment of Mr. Andrey Faskheev as Chief of Risk (Executive Officer position);
12. Reviewed and provided support for organisational structure changes in the Retail & SME Business directorate;
13. Reviewed and provided recommendations on the results of the review of the Remuneration Policy for the Board of Directors which is in line with the Government Policy and the latest Group Remuneration Policy;
14. Reviewed and provided support for the succession plan for the President Director and the Bank's succession plan for a position one level below the President Director;
15. Reviewed and provided support for the implementation of the Board Skill Matrices & Performance Evaluation for the Board for Commissioners and Board of Directors for the period January to December 2022;
16. Reviewed and provided support for simplification plans at the Bank and organisational structure targets;
17. Reviewed and provided support for changes to the organisational structure in line with organisational development as stated by the President Director.

Komite Pemantau Risiko

Komite Pemantau Risiko membantu Dewan Komisaris dalam menjalankan fungsi pengawasan manajemen risiko, serta memberikan rekomendasi kerangka kerja dan kebijakan manajemen risiko Bank. Susunan keanggotaan Komite Pemantau Risiko telah memenuhi persyaratan yang ditetapkan peraturan. Komite Pemantau Risiko Bank

Risk Oversight Committee

The Risk Oversight Committee assists the Board of Commissioners in conducting its risk management oversight function, as well as providing recommendations for risk management frameworks and policies. The composition of the Risk Oversight Committee has met the requirements as stipulated in regulations. The Bank's Risk

terdiri dari 3 (tiga) Komisaris Independen, dan 2 (dua) Pihak Independen yang memiliki keahlian di bidang keuangan dan akuntansi atau di bidang perbankan dan manajemen risiko. Komite Pemantau Risiko diketuai oleh Komisaris Independen.

Profil Komite Pemantau Risiko

Suwartini

Ketua

Profil beliau dapat dilihat di bab Profil Perusahaan dalam Laporan Tahunan ini pada halaman 60.

Khairil Anwar

Profil beliau dapat dilihat di bab Profil Perusahaan dalam Laporan Tahunan ini pada halaman 61.

Teuku Radja Sjahnan

Profil beliau dapat dilihat di bab Tata Kelola Perusahaan dalam Laporan Tahunan ini pada halaman 62.

Jono Effendy

Profil beliau dapat dilihat di halaman 243 Laporan Tahunan ini.

Jeti Muliawan

Profil beliau dapat dilihat di halaman 244 Laporan Tahunan ini.

Pernyataan Independensi Komite Pemantau Risiko

Seluruh anggota Komite Pemantau Risiko merupakan Komisaris Independen dan Pihak Independen.

Tidak ada anggota Komite Pemantau Risiko yang memiliki hubungan keluarga dan hubungan keuangan dengan anggota Dewan Komisaris lain, Direksi maupun pemegang saham pengendali, maupun memiliki 5% atau lebih dari modal disetor pada Bank, bank lain, lembaga keuangan non-bank, dan pada perusahaan lainnya baik di dalam maupun luar Indonesia. Anggota Komite Pemantau Risiko juga tidak memiliki hubungan keuangan, kepengurusan, kepemilikan saham dan/atau hubungan keluarga dengan anggota Dewan Komisaris lainnya dan/atau dengan pemegang saham mayoritas, dan/atau hubungan lainnya dengan Bank yang dapat memengaruhi pengambilan keputusan dan tindakan secara independen.

Pelatihan Komite Pemantau Risiko

Pelatihan Komisaris Independen sebagai anggota Komite Pemantau Risiko dapat dilihat pada bagian Pelatihan Dewan Komisaris halaman 239.

Oversight Committee consists of 3 (three) Independent Commissioners, and 2 (two) Independent Parties with expertise in finance and accounting or banking and risk management. The Risk Oversight Committee is chaired by an Independent Commissioner.

Profiles of the Risk Oversight Committee

Suwartini

Chair

Her profile can be found on the Company Profile chapter of this Annual Report on page 60.

Khairil Anwar

His profile can be found on the Company Profile chapter of this Annual Report on page 61.

Teuku Radja Sjahnan

His profile can be found on the Company Profile chapter of this Annual Report on page 62.

Jono Effendy

His profile can be found on page 243 of this Annual Report.

Jeti Muliawan

Her profile can be found on page 244 of this Annual Report.

Risk Oversight Committee Statement of Independence

All members of the Risk Oversight Committee are Independent Commissioners and Independent Parties.

No members of the Risk Oversight Committee have family and financial relations with other members of the Board of Commissioners, Directors or controlling shareholders, nor have 5% or more of the paid-up capital in the Bank, other banks, non-bank financial institutions and other companies both inside and outside Indonesia. Members of the Risk Oversight Committee also do not have financial, management, share ownership and/or family relationships with other members of the Board of Commissioners and/or with majority shareholders, and/or other relationships with the Bank that may influence independent decision-making and actions.

Risk Oversight Committee Training

Training for Independent Commissioners as members of the Risk Oversight Committee can be seen in the Board of Commissioners Training section on page 239.

Tugas dan Tanggung Jawab Komite Pemantau Risiko

Tugas dan tanggung jawab Komite Pemantau Risiko antara lain:

1. Melakukan pemantauan terhadap area-area risiko yang dikelola oleh Bank, di antaranya Risiko Kredit, Pasar, Likuiditas, Operasional, Hukum, Reputasi, Kepatuhan, dan Strategis, serta memastikan bahwa penerapan manajemen risiko telah sesuai dengan kebijakan manajemen risiko.
2. Memantau dan menilai kinerja Komite Manajemen Risiko dan Satuan Kerja Manajemen Risiko.
3. Memantau perkembangan kasus hukum yang melibatkan Bank dan menilai risiko terkait, seperti risiko hukum, reputasi, dan kepatuhan.
4. Secara berkala melaporkan kegiatannya, termasuk memberikan rekomendasi terkait hal-hal yang menjadi perhatian Dewan Komisaris.

Piagam Komite Pemantau Risiko

Komite Pemantau Risiko memiliki Piagam (*charter*) sebagai acuan dalam melaksanakan tugas dan tanggung jawab Komite. Piagam Komite mengatur uraian tugas, tanggung jawab, wewenang, larangan, keanggotaan, etika kerja, rapat, dan lainnya.

Rapat Komite Pemantau Risiko

Komite Pemantau Risiko telah menyelenggarakan rapat sebanyak 6 (enam) kali di tahun 2022. Berikut tingkat kehadiran anggota komite dalam rapat komite sepanjang tahun 2022:

No	Anggota Member	Jabatan Position	Jumlah Kehadiran Total Attendance	Percentase Kehadiran Percentage of Attendance
1	Suwartini	Ketua Chair Komisaris Independen Independent Commissioner	6/6	100%
2	Khairil Anwar	Anggota Member Komisaris Independen Independent Commissioner	6/6	100%
3	Teuku Radja Sjahnan*)	Anggota Member Komisaris Independen Independent Commissioner	4/4	100%

Duties and Responsibilities of the Risk Oversight Committee

The duties and responsibilities of the Risk Oversight Committee include:

1. Provide oversight on risk areas managed by the Bank, namely Credit, Market, Liquidity, Operational, Legal, Reputation, Compliance and Strategic Risk, and ensure that the application of risk management is in accordance with risk management policies.
2. Monitor and assess the performance of the Risk Management Committee and Risk Management Work Unit.
3. Monitor the development of legal cases involving the Bank and assessing related risks, such as legal, reputation and compliance risks.
4. Periodically report on its activities, including providing advice on matters of concern to the Board of Commissioners.

Risk Oversight Committee Charter

The Risk Oversight has a Committee Charter to provide guidelines for the Committee's roles and responsibilities. The Charter describes roles, responsibilities, authorities, prohibitions, membership, work ethics, meetings and other matters.

Risk Oversight Committee Meetings

The Risk Oversight Committee held 6 (six) meetings in 2022. The following is the attendance rate of committee members at committee meetings throughout 2022:

No	Anggota Member	Jabatan Position	Jumlah Kehadiran Total Attendance	Percentase Kehadiran Percentage of Attendance
4	Jono Effendy	Anggota Member Pihak Independen Independent Party	6/6	100%
5	Jeti Muliawan**) Jeti Muliawan effectively serves as Independent Commissioner per 9 May 2022	Anggota Member Pihak Independen Independent Party	5/5	100%

*Teuku Radja Sjahnan efektif sebagai Komisaris Independen per tanggal 9 Mei 2022
Teuku Radja Sjahnan effectively serves as Independent Commissioner per 9 May 2022

**Jeti Muliawan efektif sebagai pihak independent per tanggal 1 April 2022
Jeti Muliawan effectively serves as Independent Party per 1 April 2022

Pelaksanaan Kegiatan Komite Pemantau Risiko

Pelaksanaan tugas Komite Pemantau Risiko tahun 2022 adalah sebagai berikut:

1. Memantau dan melakukan evaluasi terhadap delapan tipe risiko Utama Bank, di antaranya Risiko Kredit, Pasar, Likuiditas, Operasional, Reputasi, Hukum, Strategis, dan Kepatuhan.
2. Memantau dan mengevaluasi kebijakan Manajemen Risiko, serta kebijakan-kebijakan lain yang terkait dengan risiko Bank.
3. Memantau Selera Risiko, termasuk limit toleransi dan limit risiko sesuai dengan matrik risiko yang telah ditetapkan untuk delapan jenis risiko dan ketahanan modal.
4. Memantau permodalan Bank dengan mengaitkan tingkat risiko dengan kecukupan modal sesuai dengan ketentuan *Internal Capital Adequacy Assessment Process* (ICAAP) untuk mengantisipasi potensi kerugian yang dapat timbul dari aktivitas usaha Bank.
5. Memantau dan mengevaluasi pelaksanaan tugas Komite Manajemen Risiko dan Satuan Kerja Manajemen Risiko.
6. Memantau Tingkat Kesehatan Bank berdasarkan penilaian mandiri.

Risk Oversight Committee Activities

The activities of the Risk Oversight Committee in 2022 are as follows:

1. Reviewed the eight types of risks captured within the Bank's Risk Profile, including Credit, Market, Liquidity, Operational, Reputation, Legal, Strategic and Compliance Risk.
2. Monitored and evaluated Risk Management policies as well as other policies relating to the Bank's risks.
3. Monitored the Bank's Risk Appetite, including tolerance limits and risk limits in accordance with the risk metrics that have been set for eight types of risk, and the Bank's capital resilience.
4. Monitored the Bank's capital by linking the level of risk to capital adequacy in accordance with the provisions of the Internal Capital Adequacy Assessment Process (ICAAP) to anticipate potential losses that may arise from the Bank's business activities.
5. Monitored and evaluated the implementation of the duties of the Risk Management Committee and Risk Management Function, including approving changes in the Risk Appetite Statement.
6. Monitored the Bank's Health Level based on self-assessment

Hubungan Afiliasi

Affiliate Relationships

Hubungan Afiliasi antar Anggota Dewan Komisaris

Affiliate Relationships between Members of the Board of Commissioners

Nama Name	Dewan Komisaris Board of Commissioners				Direksi Board of Directors						Pemegang saham pengendali Controlling shareholders
	David Antony Keith Cohen	Teuku Radja Sjahnan	Suwartini	Khairil Anwar	Lauren Sulistiawati	Yessika Effendi	Ming Hong Chen	Timothy Delahunty	Sukarman Omar	Bagus Harimawan	
David Antony Keith Cohen	-	X	X	X	X	X	X	X	X	X	X
Teuku Radja Sjahnan	X	-	X	X	X	X	X	X	X	X	X
Suwartini	X	X	-	X	X	X	X	X	X	X	X
Khairil Anwar	X	X	X	-	X	X	X	X	X	X	X

Hubungan Afiliasi antar Anggota Direksi

Affiliate Relationships between Members of the Board of Directors

Nama Name	Dewan Komisaris Board of Commissioners				Direksi Board of Directors						Pemegang saham pengendali Controlling shareholders
	David Antony Keith Cohen	Teuku Radja Sjahnan	Suwartini	Khairil Anwar	Lauren Sulistiawati	Yessika Effendi	Ming Hong Chen	Timothy Delahunty	Sukarman Omar	Bagus Harimawan	
Lauren Sulistiawati	X	X	X	X	-	X	X	X	X	X	X
Yessika Effendi	X	X	X	X	X	-	X	X	X	X	X
Ming Hong Chen	X	X	X	X	X	X	-	X	X	X	X
Timothy Delahunty	X	X	X	X	X	X	X	-	X	X	X
Sukarman Omar	X	X	X	X	X	X	X	X	-	X	X
Bagus Harimawan	X	X	X	X	X	X	X	X	X	-	X

Sekretaris Perusahaan

Corporate Secretary

Sekretaris Perusahaan berada di bawah supervisi langsung Direktur Kepatuhan, Hukum dan Sekretaris Perusahaan, serta merupakan organ pendukung Bank. Sekretaris Perusahaan bertindak sebagai mediator bagi Bank dengan pemegang saham dan para pemangku kepentingan, serta mendukung pelaksanaan tugas Direksi, Dewan Komisaris, Komite Audit, dan Komite Pemantau Risiko. Selain itu, Sekretaris Perusahaan juga mendukung kepatuhan Bank terhadap peraturan pasar modal dan memastikan aspek transparansi dan pengungkapan Bank telah dilakukan sesuai peraturan.

Profil Sekretaris Perusahaan

Kartini Putri Rahadhyanie (acting Corporate Secretary)

34 Tahun, Warga Negara Indonesia, berdomisili di Indonesia

Dasar Hukum Pengangkatan : Keputusan Direksi No. BOD/RES/2022/IX/004 tertanggal 23 September 2022

Kartini Putri Rahadhyanie meraih gelar Sarjana Hukum di Universitas Al-Azhar Indonesia pada tahun 2007 dan gelar Magister Hukum di Universitas Pelita Harapan pada tahun 2011. Kemudian pernah menjabat sebagai Corporate Legal pada PT Tokio Marine Life Insurance Indonesia pada tahun 2011 - 2017.

Pelatihan dan Pengembangan Kompetensi Sekretaris Perusahaan

Di 2022, Sekretaris Perusahaan telah mengikuti pelatihan/seminar/lokakarya sebagai berikut:

1. Sertifikasi Manajemen Risiko Level 1;
2. Berbagai modul pembelajaran wajib internal antara lain *Sanctions, Fraud, Kejahatan Finansial, Code of Conduct, Healthy, Safety, and Wellbeing Training, Privacy, Insider Trading, Keamanan Informasi, Penanganan Komplain Nasabah, The Group Risk Management Approach*; dan
3. Berbagai sosialisasi terkait dengan implementasi peraturan perundang-undangan terbaru di Indonesia seperti Undang-Undang No. 27 Tahun 2022 tentang Perlindungan Data Pribadi.

Corporate Secretary reports directly to the Director of Compliance, Legal and Corporate Secretary as well as being a supporting organ of the Bank. The Corporate Secretary acts as the Bank's mediator with shareholders and stakeholders, supports the implementation of the duties of the Board of Directors, Board of Commissioners, Audit Committee and Risk Oversight Committee. Furthermore, the Corporate Secretary also supports the Bank's compliance with capital market regulations, ensuring that the Bank's transparency and disclosure has been done according to regulations.

Corporate Secretary Profile

Kartini Putri Rahadhyanie (acting Corporate Secretary)

34 years old, Indonesian citizen, domiciled in Indonesia

Legal Basis of Appointment: Decision of the Board of Directors No. BOD/RES/2022/IX/004 dated 23 September 2022

Kartini Putri Rahadhyanie earned her Bachelor of Law degree from Universitas Al-Azhar Indonesia in 2007 and Master of Law at Universitas Pelita Harapan in 2011. Before serving as Corporate Legal in PT Tokio Marine Life Insurance Indonesia from 2011-2017.

Corporate Secretary Training and Competence Development

In 2022, the Corporate Secretary has participated in the training/seminars/workshops as follows:

1. Level 1 Risk Management Certification
2. Various mandatory internal learning modules include Sanctions, Fraud, Financial Crime, Code of Conduct, Healthy, Safety, and Wellbeing Training, Privacy, Insider Trading, Information Security, Customer Complaint Handling, The Group Risk Management Approach; and
3. Various outreach related to the implementation of the latest laws and regulations in Indonesia such as Law no. 27 of 2022 concerning Personal Data Protection.

Kegiatan Sekretaris Perusahaan 2022

Sepanjang tahun 2022, Sekretaris Perusahaan telah melakukan tugas dan tanggung jawabnya sebagai berikut:

1. Melakukan koordinasi dengan pihak-pihak terkait dalam penyelenggaraan RUPS Tahunan yang dilakukan melalui sirkuler termasuk Keputusan Dewan Komisaris.
2. Memperbarui informasi pada situs web Bank, terkait penerapan GCG Bank, untuk meningkatkan kualitas dan kemudahan akses keterbukaan informasi Bank oleh semua pemangku kepentingan.
3. Mengikuti perkembangan Pasar Modal, terutama aturan dan regulasi yang berlaku, termasuk peraturan baru yang dikeluarkan oleh OJK, BEI, dan regulator lain yang terkait dengan Pasar Modal.
4. Memastikan kepatuhan terhadap kebijakan, prosedur, piagam, dan praktik internal Bank mengenai kewajiban pelaporan regulasi dan POJK yang berkaitan dengan kedudukan Bank sebagai Emiten.
5. Menyerahkan laporan berkala dan insidental kepada regulator berdasarkan ketentuan yang berlaku.
6. Memberikan keterbukaan informasi kepada publik sesuai dengan peraturan yang berlaku.
7. Mengelola, mendistribusikan, dan mempersiapkan tindak lanjut atas surat masuk yang diterima oleh Bank dan ditujukan kepada Direksi dan Dewan Komisaris.
8. Menyelenggarakan dan menyusun hasil evaluasi kinerja tahunan Direksi, Dewan Komisaris, termasuk komite-komite.
9. Membantu dalam persiapan dokumentasi terkait proses Uji Kelayakan dan Kepatutan untuk calon anggota Direksi.
10. Memperbarui dan menyesuaikan Anggaran Dasar Perseroan, Piagam Dewan Komisaris, Piagam Direksi, Piagam Komite Audit, dan Piagam Komite Pemantau Risiko, serta Kebijakan Sekretaris Perusahaan sesuai dengan peraturan perundang-undangan yang berlaku serta praktik Tata Kelola Perusahaan yang baik.
11. Mewakili Bank dalam pengesahan RUPS Sirkuler dengan Notaris eksternal dalam rangka perubahan Anggaran Dasar Bank.

Corporate Secretary Activities 2022

In 2022, the Corporate Secretary performed the following duties and responsibilities:

1. Coordinated with related parties in holding the Annual GMS which is carried out through circulars including the Decision of the Board of Commissioners.
2. Updated the information on the Bank's website, related to the implementation of the Bank's GCG, to improve the quality and ease of access to the disclosure of Bank information for all stakeholders.
3. Kept abreast of Capital Market developments, especially applicable rules and regulations, including new regulations issued by the OJK, IDX, and other regulators related to the Capital Market.
4. Ensured compliance with the Bank's policies, procedures, charters and internal practices regarding regulatory and POJK reporting obligations related to the Bank's position as an Issuer.
5. Submitted periodic and incidental reports to regulators based on applicable regulations.
6. Provided information disclosure to the public in accordance with applicable regulations.
7. Managed, distributed, and prepared follow-up on incoming letters received by the Bank and addressed to the Board of Directors and Board of Commissioners.
8. Organised and compiled the results of the annual performance evaluation of the Board of Directors, Board of Commissioners, including committees.
9. Assisted in the preparation of documentation related to the fit and proper test process for prospective members of the Board of Directors.
10. Updated and adjusted the Company's Articles of Association, Board of Commissioners Charter, Board of Directors Charter, Audit Committee Charter and Risk Oversight Committee Charter, as well as Corporate Secretary Policy in accordance with applicable laws and regulations and good corporate governance practices.
11. Represented the Bank in ratifying the Circular GMS with an external Notary in the context of amending the Bank's Articles of Association.

Unit Audit Internal

Internal Audit Unit

Satuan Kerja Audit Intern

Satuan Kerja Audit Intern (SKAI) berkomitmen dalam memberikan assurance yang independen dan objektif yang menambah nilai serta berkontribusi untuk pencapaian tujuan strategi Bank.

Strategi SKAI adalah untuk memberikan hasil yang bermanfaat melalui aktivitas assurance yang mendukung pelaksanaan strategi PTBC dan fokus terhadap risiko yang muncul, juga memberikan gagasan yang dapat ditindaklanjuti untuk hasil yang baik bagi nasabah dan bisnis; memiliki sumber daya yang kompeten dengan wawasan bisnis dan keahlian audit yang kuat, dengan cara bekerja kolaborasi yang efektif; memiliki metodologi dan perangkat kerja yang tepat guna melalui metodologi audit yang selaras dengan peraturan, praktik di Grup, dan praktik terbaik; dan memperlengkapi diri dengan teknologi yang sesuai dengan kebutuhan dan karakteristik Bank.

Per 31 Desember 2022, jumlah anggota SKAI adalah 15 orang.

Profil Kepala SKAI

Reza HM Soemadipradja bergabung dengan PT Bank Commonwealth sebagai Kepala SKAI pada bulan Juli 2011 berdasarkan surat pengangkatan No.HRPA/8/194/2011. Beliau memiliki pengalaman lebih dari 25 tahun di perbankan dan kantor akuntan publik. Sebelum bergabung dengan Bank Commonwealth, beliau adalah Head of Internal Audit Citibank Indonesia dan sebelumnya bekerja di Ernst & Young Indonesia.

Kualifikasi/Sertifikasi SKAI

SKAI memiliki anggota yang berasal dari berbagai latar belakang seperti kantor akuntan, bank lain, juga dari unit kerja lain dengan mayoritas pengalaman audit maupun keahlian dan pengetahuan di area tertentu. Selama tahun 2022, seluruh anggota SKAI telah tersertifikasi dalam bidang manajemen risiko perbankan sesuai dengan ketentuan Bank Indonesia.

Pendidikan/Pelatihan

SKAI merencanakan dan merealisasikan program peningkatan mutu keterampilan sumber daya yang dimiliki melalui pelatihan maupun program pengembangan lainnya yang terkait dengan pemberian eksposur maupun pengalaman baru. Aktivitas ini dilakukan dengan berkoordinasi dengan unit Sumber Daya Manusia.

Internal Audit Work Unit

Internal Audit Work Unit (Satuan Kerja Audit Intern - SKAI) is committed in providing independent and objective assurance that adds value and contributes to the achievement of the Bank's strategic goals.

The strategy of SKAI is to provide valuable outcomes through assurance activity that supports PTBC strategy execution and focus on emerging risk, and actionable insight for good customer and business outcomes; to have competent talents with strong business knowledge and audit skill set, and by effective collaboration on our way of working; and fit for purpose methodology and tools through audit methodology alignment with the regulation, Group's and best practices; and to be equipped with technology that fit to the Bank's need and characteristics.

As of 31 December 2022, the number of SKAI members is 15 employees.

Chief of Audit Profile

Reza HM Soemadipradja joined PT Bank Commonwealth as Chief of Audit in July 2011 based on the letter of appointment No. HRPA/8/194/2011. He has over 25 years of experience in banking and public accounting firms. Prior to joining Bank Commonwealth, he was the head of Internal Audit in Citibank Indonesia and he also previously worked in Ernst & Young Indonesia.

Qualification/Certification of SKAI

The membership of SKAI includes those from various backgrounds such as accounting firms, other banks, and also from other work units with the majority of audit experience as well as expertise and knowledge in certain areas. Throughout 2022, all SKAI members have been certified in the field of banking risk management in accordance with Bank Indonesia regulations.

Education/Training

SKAI plans and realises programmes to improve the quality of skills of its resources through training and other development programs that relate to providing exposure and new experience. This activity is carried out in coordination with Human Resources.

SKAI juga menjadwalkan program alih pengetahuan untuk para anggotanya, baik secara internal dengan *sharing session* (yaitu mengundang pembicara dari departemen atau unit kerja terkait untuk menjelaskan proses, produk, dan risiko dalam unit kerjanya) maupun program sertifikasi, dan jika diperlukan SKAI juga berkoordinasi dengan unit *Audit & Assurance Commonwealth Bank of Australia (CBA)*, Sydney terkait program alih pengetahuan melalui auditor tamu maupun diskusi terkait praktik terbaik atas aktivitas audit. Pada tahun 2022, SKAI telah berpartisipasi dalam 41 pelatihan.

Tugas dan Tanggung Jawab SKAI

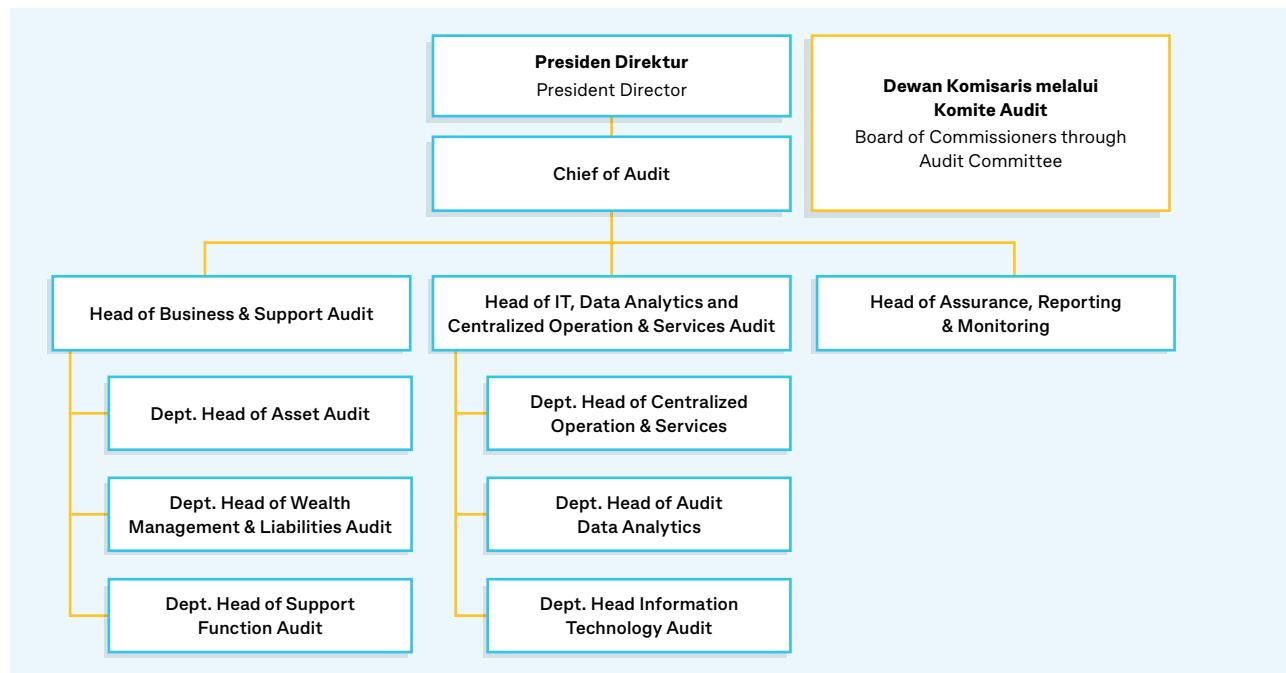
SKAI adalah fungsi yang secara independen dan objektif memberikan *assurance* kepada Dewan Direksi dan Dewan Komisaris melalui Komite Audit terhadap efektivitas operasional tata kelola, manajemen risiko, dan sistem pengendalian internal Bank.

Dalam melaksanakan tugas dan tanggung jawabnya, SKAI mengacu pada Peraturan Otoritas Jasa Keuangan (POJK) No. 1/POJK.03/2019 tentang Penerapan Fungsi Audit Internal pada Bank Umum, Standar Praktik Profesional dari the Institute of Internal Auditors (IIA), dan Piagam Audit Internal yang menjelaskan visi, misi, wewenang, dan tanggung jawab SKAI.

Piagam dan Panduan SKAI

SKAI memiliki Piagam Audit Internal yang memuat visi, misi, wewenang, dan tanggung jawab SKAI. Panduan Audit Internal (*Internal Audit Manual*) yang dimiliki SKAI memuat pendekatan dan metodologi dalam melakukan audit. Panduan Audit Intern dikaji ulang secara berkala dan diperbarui dengan mempertimbangkan kebutuhan audit.

Struktur Organisasi SKAI



SKAI also schedules a knowledge transfer programme for its members internally with sharing sessions (i.e. invite speakers from related departments or work units to explain processes, products, and risks in their work units) as well as certification programmes, if needed SKAI also coordinates with the Audit & Assurance unit of the Commonwealth Bank of Australia (CBA), Sydney regarding the knowledge transfer program through guest auditors as well as discussions regarding best practice audit activities. In 2022, SKAI participated in 41 trainings.

SKAI Duties And Responsibilities

SKAI is a function that provides independent and objective assurance to the Board of Directors and the Board of Commissioners through the Audit Committee regarding the effectiveness of the executions of governance, risk management, and the Bank's internal control system.

In carrying out its duties and responsibilities, SKAI refers to the Financial Services Regulation (POJK) No. 1/POJK.03/2019 on the Implementation of Commercial Bank Internal Audit Functions, Professional Practice Standards from the Institute of Internal Auditors (IIA), and the Internal Audit Charter that describes the vision, mission, authorities, and responsibilities of the SKAI.

Internal Audit Charter & Manual

SKAI has an Internal Audit Charter that contains SKAI's vision, mission, authority, and responsibilities. The Internal Audit Manual contains approaches and methodologies in conducting audits. The Internal Audit Manual is regularly reviewed and updated by considering audit requirements.

SKAI Organization Structure

Pelaksanaan Tugas SKAI

SKAI menggunakan pendekatan berdasarkan risiko (*risk-based*) dalam penyusunan rencana audit tahunan maupun pelaksanaan penugasan audit.

Temuan-temuan utama SKAI secara berkala dilaporkan kepada Dewan Komisaris dan Direksi melalui Rapat Dewan Komisaris dan Rapat Manajemen. Selain itu, seluruh temuan audit juga dilaporkan setiap semester kepada Otoritas Jasa Keuangan (OJK) melalui Laporan Pelaksanaan dan Pokok-Pokok Hasil Audit Intern (LPPHA).

Secara berkelanjutan, SKAI melakukan pemantauan atas pencapaian rencana audit serta risiko-risiko yang muncul (*emerging risks*). Hal ini dilakukan sehingga dari waktu ke waktu sehingga SKAI dapat mengevaluasi rencana audit pada tahun berjalan dan melakukan perubahan apabila diperlukan.

Sistem Pengendalian Internal

Sistem pengendalian internal Bank dilakukan melalui kerangka Tiga Lini Akuntabilitas. Secara umum, SKAI selaku Lini 3 bertindak sebagai penilai independen atas efektivitas sistem pengendalian internal yang dilakukan oleh Lini 1 dan 2 dengan menjalankan rencana tahunan audit yang telah disetujui oleh Direktur Utama dan Dewan Komisaris melalui rekomendasi dari Komite Audit.

Tinjauan atas Efektivitas Sistem Pengendalian Internal – Lini 3

Efektivitas sistem pengendalian internal dilakukan di tiap lini akuntabilitas (*line of accountability*). SKAI selaku Lini 3 melakukan penilaian efektivitas sistem pengendalian internal melalui aktivitas audit berbasis risiko. Penilaian tersebut terdokumentasi dalam kertas kerja dan laporan SKAI. Per tanggal 31 Desember 2022, SKAI telah melaksanakan 14 audit yang direncanakan untuk tahun 2022 dan 2 audit berada dalam tahap finalisasi laporan audit. Audit yang dijalankan mengacu pada rencana audit tahunan yang telah didiskusikan dan disetujui oleh Direktur Utama dan Dewan Komisaris melalui rekomendasi dari Komite Audit.

Untuk memastikan bahwa komitmen audit telah dilaksanakan dengan sesuai secara tepat waktu oleh unit bisnis, maka Audit Internal melakukan pemantauan secara rutin. Temuan-temuan utama SKAI secara berkala dilaporkan kepada Dewan Komisaris dan Direksi melalui Rapat Dewan Komisaris dan Rapat Manajemen.

Implementation of SKAI Duties

SKAI uses a risk-based approach in the preparation of the annual audit plan and the execution of audit assignments.

The main findings of SKAI are regularly reported to the Board of Commissioners and Board of Directors through Board of Commissioners Meetings and Management Meetings. In addition, all of the audit findings are also reported every semester to the Financial Services Authority (OJK) through the Implementation Report and Principles of Internal Audit Results (LPPHA).

SKAI continuously monitors the achievement of the audit plan as well as the emerging risks. This is done so that from time to time SKAI can evaluate the audit plan in the current year and make changes if necessary.

Internal Control System

The Bank's Internal Control System is executed through Three Lines of Accountability. In general, SKAI acts as an independent assessor on the effectiveness of the internal control system conducted by Lines 1 and 2. This is performed by carrying out an annual audit plan approved by the President Director and the Board of Commissioners through recommendation from Audit Committee.

Review of Internal Control System Effectiveness – Line 3

The effectiveness of the internal control system is conducted on every line of accountability. SKAI as the line 3 evaluates the effectiveness of the internal control system through risk-based audit activities. The assessment is documented in work papers and SKAI reports. As of 31 December 2022, SKAI has carried out 14 audits planned for 2022 and 2 audits are in the audit report finalisation stage. The conducted audit refers to the annual audit plan discussed and approved by the President Director and the Board of Commissioners through recommendation from the Audit Committee.

To ensure audit commitments are realised accordingly in a timely manner by the business units, the Internal Audit conducts regular monitoring. SKAI's main findings are regularly reported to the Board of Commissioners and Board of Directors through Board of Commissioners and Management Meetings.

Pernyataan Direksi dan/atau Dewan Komisaris atas Kecukupan Sistem Pengendalian Internal

Kami mengonfirmasi bahwa sistem pengendalian internal Bank telah memadai dan telah beroperasi secara efektif dalam semua aspek material untuk tahun keuangan yang berakhir pada 31 Desember 2022 dan bahwa sistem tersebut memadai dan efektif untuk mencapai tujuan bisnis Bank dalam mematuhi undang-undang yang relevan.

Statement of the Board of Directors and/or Board of Commissioners on the Adequacy of the Internal Control System

We confirm that the Bank's internal control system is adequate and has operated effectively in all material aspects for the financial year ended on 31 December 2022 and that the system is adequate and effective to achieve the Bank's business objectives in complying with relevant laws.

Fungsi Kepatuhan

Compliance Function

Fungsi kepatuhan merupakan salah satu komponen penting dalam pelaksanaan GCG. Fungsi kepatuhan dilakukan oleh Satuan Kerja Kepatuhan yang merupakan satuan kerja yang independen dari unit kerja operasional. Satuan Kerja Kepatuhan bertanggung jawab langsung kepada Direktur Kepatuhan. Pengangkatan Yessika Effendi sebagai Direktur Kepatuhan telah dilakukan sesuai dengan ketentuan dan mendapatkan persetujuan OJK.

Direktur Kepatuhan bertanggung jawab langsung kepada Presiden Direktur dan tidak membawahi fungsi-fungsi operasional yang diperkenankan dalam Peraturan OJK No. 46/POJK.03/2017 tanggal 12 Juli 2017 tentang Pelaksanaan Fungsi Kepatuhan Bank Umum. Direktur juga membawahkan fungsi Hukum dan Sekretaris Perusahaan.

The Compliance Function is one of the most important components in GCG implementation. The Compliance Function is conducted by the Compliance Work Unit, an independent work unit from the operational work unit. The Compliance Work Unit directly reports to the Director of Compliance. The appointment of Yessika Effendi as Director of Compliance has been done according to the regulations and obtained OJK approval.

The Director of Compliance reports directly to the President Director and does not supervise work units as prohibited in OJK Regulation No. 46/POJK.03/2017 dated 12 July 2017 concerning the Implementation of Commercial Bank Compliance Function. The Compliance Director also supervises the Legal work unit and Corporate Secretary.

Struktur Organisasi Fungsi Kepatuhan

The Organisation Structure of Compliance Function

Struktur organisasi direktorat Kepatuhan (*Compliance*) sesuai dengan ukuran dan kompleksitas Bank yang terdiri dari

1. *Compliance Advisory*

Fungsi *Compliance Advisory* memiliki peran penting dalam mengelola hubungan Bank dengan regulator dan memastikan pemenuhan komitmen Bank kepada regulator. *Compliance Advisory* melakukan upaya-upaya untuk meminimalisir risiko kepatuhan melalui kajian (*review*) terhadap inisiatif Bank dan rancangan produk/layanan/kebijakan, memberi saran/rekomendasi terkait penerapan peraturan dan perundang-undangan serta melakukan sosialisasi peraturan kepada unit-unit dan manajemen termasuk mengidentifikasi tindak lanjut yang harus dilakukan Bank.

2. APU/PPT dan *Sanctions*

Fungsi APU/PPT dan Sanksi bertanggung jawab terhadap penerapan program Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme (APU/PPT) dan memastikan transaksi keuangan dan perdagangan internasional sesuai dengan ketentuan *Sanctions* yang berlaku. Fungsi ini juga secara rutin memberikan pelatihan dan sosialisasi kepada karyawan terkait penerapan APU/PPT dan *Sanctions* Kepada karyawan baru maupun *front liner*.

3. *Compliance governance and Assurance*

Fungsi *Compliance Governance and Assurance* juga memiliki peranan penting dalam pelaksanaan fungsi kepatuhan Bank, Sebagai lini 2, fungsi ini melakukan aktivitas *assurance* dan memberikan opini independen terhadap kesesuaian identifikasi dan efektivitas pengelolaan risiko kepatuhan yang dijalankan oleh Lini 1. Selain itu, fungsi ini juga bertanggung jawab terhadap penyusunan, pemeliharaan dan pelaksanaan kebijakan yang mendukung pelaksanaan kode etik antara lain Kebijakan Anti Suap dan Korupsi, dan Kebijakan Manajemen Konflik.

The organisational structure of the Compliance directorate is in accordance with the size and complexity of the Bank which consists of

1. *Compliance Advisory*

The *Compliance Advisory* plays an important role in managing the relationship between the Bank with regulators and ensuring the fulfilment of the Bank's commitment to regulators. *Compliance Advisory* makes efforts to minimise compliance risk through reviewing the Bank's initiatives and product/service/policy designs, providing advice/recommendations regarding the implementation of laws and regulations and disseminating regulations to units and management including identifying what the Bank has to do next.

2. AML/CTF and *Sanctions*

The AML/CTF and Sanction function has the responsibility of implementing the Anti Money Laundering and Counter Terrorism Funding (AML/CTF) programme and ensuring that International Financial and Trade transactions are processed in accordance with the applicable Sanction policy. This function also routinely provides training and outreach to employees regarding the implementation of AML/CTF and Sanctions for new employees and front liners.

3. *Compliance Governance and Assurance*

The *Compliance Governance and Assurance* also plays a role in the implementation of the Bank's compliance function, as line 2 this function conducts assurance activities and provides independent opinion on identification suitability and the effectiveness of compliance risk management conducted by Line 1. Moreover, this function is also responsible for the formulation, maintenance and implementation of policies that support the implementation of the code of ethics such as Anti-Bribery and Corruption and Conflict Management Policy.

Penerapan Fungsi Kepatuhan

Fungsi kepatuhan selama tahun 2022 dilakukan dengan mengacu pada peraturan OJK terkait pelaksanaan fungsi kepatuhan bank dan kebijakan internal Bank. Satuan Kerja Kepatuhan telah melaksanakan fungsi kepatuhan melalui aktivitas-aktivitas sebagai berikut.

1. Sosialisasi peraturan baru/perubahan secara berkesinambungan termasuk dampaknya terhadap Bank kepada unit-unit yang relevan dan manajemen baik melalui email dan rapat Direksi.
2. Kajian kepatuhan terhadap rencana produk dan layanan serta rancangan atau penyempurnaan kebijakan/prosedur Bank guna memastikan tidak terdapat penyimpangan dengan peraturan perundang-undangan.
3. Pemantauan pemenuhan *regulatory* parameter utama Bank antara lain rasio BMPK, GWM, NPL, PDN, dan CAR. Selama tahun 2022 tidak terdapat pelanggaran *regulatory* parameter utama.
4. Pemantauan komitmen atas hasil pemeriksaan OJK untuk memastikan seluruh komitmen telah ditindaklanjuti sesuai dengan target yang disepakati Bank dan regulator.
5. Identifikasi kewajiban kepatuhan atas peraturan baru dan memastikan kecukupan kontrol yang tersedia pada unit-unit kerja yang relevan dalam memenuhi kewajiban peraturan tersebut.
6. Fungsi pengawasan risiko *Financial Crime* dan *Regulatory Licensing Obligation* dan aktivitas *Assurance* Lini 2, serta pemantauan terhadap penyelesaian tindak lanjut isu berdasarkan hasil assurance.
7. Mengelola dan mengkinikan kebijakan-kebijakan yang mendukung penerapan kode etik termasuk seperti Kebijakan Anti Suap dan Korupsi dan Kebijakan Manajemen Konflik.

Anti Pencucian Uang/Pencegahan Pendanaan Terorisme (APU/PPT)

Dalam menjalankan kegiatan usahanya, Bank berkomitmen untuk mencegah produk dan layanannya digunakan sebagai media pencucian uang dan pendanaan terorisme. Bank menerapkan program APU/PPT sesuai dengan hukum dan peraturan perbankan yang berlaku, yaitu:

- Undang-Undang Nomor 8 Tahun 2010 tentang Pencegahan dan Pemberantasan Tindak Pidana Pencucian Uang;
- Undang-Undang Nomor 9 Tahun 2013 tentang Pencegahan dan Pemberantasan Tindak Pidana Pendanaan Terorisme;

Implementation of Compliance Function

The compliance function during 2022 is carried out with reference to OJK regulations regarding the implementation of the bank's compliance function and the Bank's internal policies. The Compliance Work Unit has carried out the compliance function through the following activities.

1. Socialisation of new regulations/changes on an ongoing basis including their impact on the Bank to relevant units and management both via email and Board of Directors meetings
2. Review of compliance with product and service plans as well as designs or improvements to Bank policies/procedures to ensure that there are no deviations from laws and regulations.
3. Monitoring compliance with the main regulatory parameters of the Bank, including the ratios of LLL, GWM, NPL, PDN, and CAR. During 2022 there will be no major regulatory parameter violations.
4. Monitoring commitments on the results of OJK inspections to ensure that all commitments have been followed up in accordance with the targets agreed upon by the Bank and regulators.
5. Identification of compliance obligations for new regulations and ensuring the adequacy of controls available to the relevant work units in fulfilling these regulatory obligations.
6. Financial Crime and Regulatory Licensing Obligation risk oversight function and Line 2 Assurance activities, as well as monitoring the resolution of follow-up issues based on assurance results.
7. Managing and updating policies that support the implementation of the code of ethics including such as the Anti-Bribery and Corruption Policy and the Conflict Management Policy

Anti Money Laundering/Counter-Terrorism Funding (AML/CTF)

In conducting its business activities, the Bank is committed to preventing its products and services from being used as a medium for money laundering and terrorism funding. The Bank implements the AML/CTF programs that are in accordance with prevailing laws and banking regulations, namely:

- Law No. 8 of 2010 on the Prevention and Eradication of the Crime of Money Laundering;
- Law No. 9 of 2013 on the Prevention and Eradication of the Crime of Terrorism Financing;

- Peraturan Otoritas Jasa Keuangan No. 12/POJK.01/2017 tentang Penerapan Program APU/PPT di Sektor Jasa Keuangan;
- Peraturan Otoritas Jasa Keuangan No. 12/POJK.01/2017 tentang Penerapan Program APU/PPT di Sektor Jasa Keuangan; dan
- Peraturan Otoritas Jasa Keuangan No. 23/POJK.01/2019 tentang Perubahan atas POJK No. 12/POJK.01/2017 tentang Penerapan Program APU/PPT di Sektor Jasa Keuangan.
- Financial Services Authority Regulation No. 12/POJK.01/2017 on the Implementation of AML/CTF Program for the Financial Services Sector;
- Financial Services Authority Circular Letter No. 32/SEOJK.03/2017 on the Implementation of AML/CTF Program for the Banking Sector; and
- Financial Services Authority Regulation No. 23/POJK.01/2019 concerning the amendment to POJK No. 12/POJK.01/2017 on the Implementation of AML/CTF Program for the Financial Services Sector.

1. Pengawasan Aktif Direksi dan Dewan Komisaris

Pengawasan aktif Direksi dan Dewan Komisaris dilakukan antara lain melalui pengesahan Kebijakan APU/PPT Bank dan pemantauan pelaksanaan program APU/PPT. Informasi yang disampaikan secara berkala sebagai bentuk pengawasan termasuk, namun tidak terbatas pada, progres kegiatan pelaksanaan program APU/PPT, rencana dan realisasi terkait pengembangan sistem, dan pelaporan kepada regulator.

2. Kebijakan dan Prosedur

Dalam upaya mendukung perkembangan bisnis dan aktivitas transaksional, Bank telah memiliki kebijakan dan prosedur yang mengatur penerapan program APU/PPT sesuai dengan ketentuan regulator yang berlaku. Kebijakan dan prosedur ini diperbarui secara berkala untuk memastikan bahwa kebijakan dan prosedur tersebut tetap terkini, sejalan dengan perubahan lanskap peraturan dan praktik bisnis.

3. Pengendalian Internal

Pengendalian internal merupakan bagian yang tidak terpisahkan dari upaya Bank untuk memastikan efektivitas penerapan program APU/PPT dalam memenuhi persyaratan peraturan perundang-undangan. Audit Internal melakukan tinjauan berkala terhadap unit bisnis dan kantor cabang untuk menilai penerapan kebijakan dan prosedur internal yang telah dirancang untuk memitigasi risiko pencucian uang dan pendanaan terorisme.

4. Sistem Informasi Manajemen

Dalam rangka pemantauan profil dan transaksi nasabah, Bank memiliki sistem untuk mengidentifikasi, menganalisa, memantau dan memberikan laporan tentang karakteristik transaksi yang dilakukan oleh Nasabah, termasuk *alert* terhadap aktivitas keuangan yang berpotensi mencurigakan. Sistem ini dilengkapi dengan aturan dan parameter yang dievaluasi secara berkesinambungan sesuai dengan tipologi pencucian uang dan pendanaan terorisme yang terus berkembang. Aplikasi ini juga memiliki fungsi untuk menyaring basis data Nasabah Bank terhadap watch-list APU/PPT.

1. Active Supervision from the Board of Directors and Board of Commissioners

Active supervision by the Board of Directors and the Board of Commissioners is carried out, among others, by way of endorsement of the Bank's AML/CTF Policy and monitoring the implementation of the AML/CTF program. Periodic management information submitted for Board oversight includes updates on AML/CTF activities, action plan and progress related to system development, and the filing of regulatory reports.

2. Policies and Procedures

In an effort to support business development and transactional activities, the Bank has policies and procedures governing the implementation of the AML/CTF program in accordance with applicable regulatory requirements. These policies and procedures are regularly updated to ensure that they remain current, in keeping with changing regulatory landscape and business practices.

3. Internal Control

Internal control forms an integral part of the Bank's effort to ensure the effectiveness of the AML/CTF program implementation in meeting its regulatory obligations. Internal Audit performs a periodic review of the relevant business units and branch offices to assess the implementation of internal policies and procedures which have been designed to mitigate the risk of money laundering and terrorist financing.

4. Management information Systems

For the purpose of monitoring customer profiles and transactions, the Bank uses an application to identify, analyse, monitor and provide reports on the characteristics of transactions carried out by the Customer, including alerts of potentially suspicious financial activities. This system is equipped with rules and parameters that are continuously evaluated in accordance with the evolving money laundering and terrorism financing typologies. The application also has a function to screen against AML/CTF watch-list databases.

Proses pelaporan ke PPATK dilakukan melalui aplikasi goAML (Laporan Transaksi Keuangan Mencurigakan, Laporan Transaksi Keuangan Tunai, Laporan Transaksi Keuangan Transfer Dana Dari Dan Ke Luar Negeri), SIPESAT (data nasabah baru), dan pengayaan data SIPENDAR (sistem pengelolaan informasi mengenai terduga pendanaan terorisme) sesuai dengan ketentuan yang berlaku.

5. Sumber Daya Manusia dan Pelatihan

Dalam menjalankan fungsinya, Divisi AML/CTF & Sanctions bertanggung jawab langsung kepada Direktur Kepatuhan. Per 31 Desember 2022, divisi ini terdiri dari 10 karyawan dengan pengetahuan dan pengalaman perbankan yang luas dalam penerapan program APU/PPT, termasuk tata kelola, uji tuntas nasabah, pemantauan transaksi, pelaporan regulator, serta pelatihan & kesadaran.

Program pelatihan APU/PPT bersifat wajib bagi seluruh karyawan. Pelatihan disampaikan melalui tatap muka (seperti *Basic Induction Program* dan *Onboarding for Front-liners*) dan metode e-learning.

The reporting process to PPATK is carried out through the goAML application (Suspicious Financial Transaction Reports, Cash Financial Transaction Reports, Financial Transaction Reports on Transfers of Funds From and to Overseas), SIPESAT (new customer data), and SIPENDAR data enrichment (information management system regarding suspected terrorism financing) in accordance with applicable regulations.

5. Human Resources and Training

In carrying out its functions, the AML/CTF & Sanctions Division reports directly to the Director of Compliance. As of 31 December 2021, this division consisted of 10 employees with extensive banking knowledge and experience across various streams of the AML/CTF program, including governance, customer on-boarding, transaction monitoring, regulatory reporting, and training & awareness.

AML/CTF training programs are mandatory for all employees. Training is delivered through face-to-face (such as the Basic Induction Program and Onboarding for Front-liners) and e-learning methods.

Manajemen Risiko

Risk Management

Gambaran Umum Sistem Manajemen Risiko Bank

Kerangka Manajemen Risiko Bank berfokus kepada peningkatan secara keseluruhan kemampuan pengelolaan risiko Bank dan menyelaraskannya dengan hasil bisnis yang diharapkan. Untuk mendukung penerapan fungsi-fungsi manajemen risiko, Bank memiliki struktur organisasi memadai yang mencakup Satuan Kerja Manajemen Risiko (SKMR) dan Komite Manajemen Risiko (KMR). SKMR memiliki fungsi yang independen terhadap satuan kerja bisnis dan operasional, Satuan Kerja Kepatuhan (SKK) dan Satuan Kerja Audit Internal (SKAI). Pimpinan tertinggi SKMR bertanggung jawab secara langsung kepada Presiden Direktur. Bank menerapkan prinsip pemisahan fungsi antara satuan kerja pengambil risiko (*risk taking unit*), satuan kerja manajemen risiko (*risk management unit*) dan satuan kerja internal audit (*internal audit unit*). Penerapan prinsip ini dimaksudkan untuk memastikan agar setiap fungsi terbebas dari benturan kepentingan.

Overview of the Bank's Risk Management System

The Bank's Risk Management framework focuses on overall improvement of the Bank's risk management capabilities and aligning them with the expected business outcome. To support the implementation of risk management functions, the Bank has an adequate organisational structure that includes Risk Management Function and Risk Management Committee (RMC). The Risk Management Function is a function independent from the business and operational units, the Compliance Function (SKK) and Internal Audit Function (SKAI). The Bank's Chief of Risk directly reports to the President Director. The Bank applies the principle of segregation of functions between risk taking units, risk management units and internal audit units. The application of this principle is intended to ensure that each function is free from conflicts of interest.



Risk Appetite Statement (RAS) menetapkan kerangka kerja bagaimana manajemen risiko diterapkan dalam operasional sehari-hari. RAS adalah dasar dari praktik manajemen risiko yang mengartikulasikan risiko-risiko dalam hal kecukupan modal, menjaga likuiditas, pencapaian target bisnis serta memelihara reputasi dan franchise value Bank.

Bank menjalankan proses manajemen risiko yang memadai yang meliputi identifikasi, pengukuran, pemantauan dan pengendalian risiko. Identifikasi risiko juga dilakukan melalui analisis risiko yang melekat (*inherent risk*), yaitu risiko yang timbul dari produk, layanan dan kegiatan usaha Bank.

Jenis-jenis Risiko

Bank telah mengidentifikasi jenis-jenis risiko dan memformulasikan rencana aksi mitigasi sebagai bagian dari proses identifikasi dan memahami profil risiko. Pemetaan profil risiko dengan jelas diharapkan dapat membantu Bank dalam menilai setiap risiko, sehingga Bank dapat mengambil langkah antisipatif dalam pencegahan atau mengambil tindakan.

The Risk Appetite Statement (RAS) sets out the framework for how risk management is incorporated into the Bank's day-to-day operations. The RAS is the foundation of the Bank's risk management practices as it articulates risks in terms of capital adequacy, managing liquidity, achieving business targets and safeguarding reputation and the value of its franchise.

The Bank conducts appropriate risk management processes including risk identification, measurement, monitoring and the application of controls. Risk identification is also conducted through inherent risk analysis such as risks arising from the Bank's products, services and business activities.

Types of Risk

The Bank has identified types of risks and formulated mitigating action plans as part of the identification and understanding of its risk profile. A clear risk profile mapping is expected to be able to assist the Bank in assessing each risk so that it can undertake anticipatory or preventive steps as well as prompt corrective actions to manage risks as they arise.

1. Risiko Kredit

Risiko Kredit adalah risiko kegagalan pihak lawan dalam memenuhi kewajiban (atau kewajiban-kewajiban) kepada Bank, termasuk risiko kredit akibat kegagalan debitur, risiko konsentrasi kredit, risiko kredit pihak lawan, dan risiko penyelesaian. Dalam mengelola Risiko Kredit, Bank menjaga keseimbangan antara mencapai pertumbuhan bisnis secara hati-hati dengan toleransi risiko dalam lingkup *Risk Appetite Statement* Bank. Bank telah melakukan perbaikan kinerja produk secara keseluruhan, melalui penyempurnaan lebih lanjut terhadap strategi akuisisi, portofolio dan penagihan dengan tujuan mengembangkan portofolio yang baik dalam lingkup selera risiko kredit Bank.

2. Risiko Pasar

Risiko Pasar adalah risiko dampak negatif terhadap profitabilitas atau neraca Bank yang diakibatkan oleh pergerakan variabel pasar pada portofolio yang dimiliki oleh Bank. Variabel ini dapat berupa tingkat suku bunga dan nilai tukar. Bank mengidentifikasi Risiko Pasar antara lain melalui analisis produk baru, analisis sensitivitas, dan *stress test*. Bank mengelola Risiko Pasar dalam posisi *Trading Book* maupun *Banking Book*. Khusus untuk *Banking Book*, Bank telah menerapkan pengelolaan Risiko Suku Bunga dalam *Banking Book* (IRRBB). Eksposur terhadap IRRBB diukur melalui nilai ekonomis dan metode penghasilan. Nilai ekonomis diukur oleh Bank melalui dua pendekatan:

- a. Nilai ekonomis ekuitas (EVE), metodologi yang mengukur dampak skenario tak terduga dari pergerakan suku bunga yang ditetapkan OJK.
- b. Net PV01 (Poin Basis Nilai Harga – 1bp), mengukur sensitivitas nilai saat tingkat pasar pada kurva imbal hasil/tingkat suku bunga bergerak sebesar 1 basis poin.

Dari perspektif penghasilan, pendekatan sensitivitas Pendapatan Bunga Bersih digunakan untuk mengukur dampak peningkatan atau penurunan paralel pada suku bunga hingga 100 bps ataupun berdasarkan scenario yang ditetapkan oleh OJK. Pengukuran IRRBB dilakukan dalam portofolio non-trading berdasarkan nilai pasar dari posisi aset dan liabilitas berdasarkan tanggal pemberian harga ulang (*repricing*) maupun tanggal kontraktual jatuh tempo.

Pada sisi pengelolaan risiko nilai tukar, Bank menggunakan Posisi Terbuka Neto (FX NOP) sebagai parameter dalam memantau dan mengendalikan risiko dari fluktuasi nilai mata uang yang memengaruhi posisi keuangan Bank.

3. Risiko Likuiditas

Risiko Likuiditas adalah risiko di mana Bank tidak dapat memenuhi kewajiban finansial yang sudah jatuh tempo. Bank memantau dan mengendalikan Risiko Likuiditas dengan menggunakan kerangka kerja Basel III – Rasio Cakupan Likuiditas (LCR) berdasarkan peraturan OJK No. 42/POJK.03/2015 dan Rasio Pendanaan Stabil

1. Credit Risk

Credit Risk is the risk of failure of a counterparty to meet their obligation(s) to the Bank, including credit risk due to failure of a debtor, credit concentration risk, counterparty credit risk, and settlement risk. In managing Credit Risk, the Bank maintains a balance between achieving prudent business growth with risk tolerances in line with the Bank Risk Appetite Statement. The Bank made an overall improvement on product performance through further refinement in its Acquisition, Portfolio, and Collection strategies, with the objective to develop a strong portfolio that is within the Bank's credit risk appetite.

2. Market Risk

Market Risk is the risk of an adverse impact on the Bank's profitability or balance sheet due to the movement in the market variables of the Bank's portfolio. The variables include interest rates and exchange rates. The Bank identifies Market Risk through new product analysis, sensitivity analysis and stress testing. The Bank manages Market Risk in its trading book and banking book positions, i.e. Interest Rate Risk in the Banking Book (IRRBB). Exposure to IRRBB is measured using economic value and earning methods. Economic value is measured by the Bank through two approaches:

- a. Economic value of equity (EVE), a methodology that measures the impact of six interest rate shock scenarios determined by OJK.
- b. Net PV01 (Price Value Basis Point – 1bp), measures sensitivity in the value when the market rate in the yield curve shifts by 1 basis point.

From an earnings perspective, the Net Interest Income sensitivity approach is used to measure the impact of a parallel increase or decrease in interest rates up to 100 bps. IRRBB measurements are constructed within the non-trading portfolio through the market value of respective asset and liability and classified based on its repricing date or contractual maturity.

On exchange rate risk management, the Bank utilises the Net Open Position (FX NOP) as a parameter in monitoring and controlling risks from fluctuations in currency values that affect the Bank's financial position.

3. Liquidity Risk

Liquidity Risk is the risk of the Bank being unable to meet its financial obligations in timely manner. The Bank monitors Liquidity Risk using Basel III – Liquidity Coverage Ratio (LCR) based on OJK regulation No. 42/POJK.03/2015 and Net Stable Funding Ratio (NSFR) based on OJK regulation No. 50/POJK.03/2017 on a daily basis. The LCR aims to

Bersih (NSFR) berdasarkan peraturan OJK No. 50/POJK.03/2017. Adapun pemantauan ini dilakukan setiap hari. LCR bertujuan untuk memastikan Bank memiliki Aset Likuid Berkualitas Tinggi (HQLA) yang cukup dan bebas dari semua klaim dan dapat berupa uang tunai dan/atau aset yang dapat dengan cepat dan mudah untuk dikonversi menjadi uang tunai dengan sangat sedikit atau tanpa pengurangan nilai, untuk memenuhi persyaratan likuiditas Bank sepanjang periode 30 hari dalam skenario stres. NSFR bertujuan mengurangi risiko pendanaan dalam jangka waktu lebih panjang dengan mengharuskan Bank untuk mendanai aktivitasnya melalui sumber pendanaan stabil yang cukup untuk memitigasi risiko tekanan pendanaan di masa depan. Selain itu, Bank juga menjaga kepatuhan dengan rasio Aset Likuid terhadap Pendanaan Non-Inti (AL/NCD), sesuai dengan ketentuan internal maupun regulator. Bank memiliki Rencana Pendanaan Darurat untuk mengelola likuiditas pada saat krisis. Bank juga telah membangun infrastruktur pendukung untuk fasilitas *Repurchase Agreement* (Repo) berdasarkan Perjanjian Pembelian Ulang Induk Global (GMRA), yang menopang strategi pendanaan Bank pada situasi normal maupun krisis. Hal ini juga sejalan dengan fasilitas repo dengan Bank Sentral Indonesia.

4. Risiko Operasional

Risiko Operasional adalah segala risiko yang muncul akibat ketidakcukupan dan/atau kegagalan dari proses internal, kesalahan manusia, kegagalan sistem, dan/atau peristiwa eksternal yang memengaruhi operasi Bank. Bank terus meningkatkan tata kelola Risiko Operasional melalui penerapan Kerangka Kerja Manajemen Risiko Operasional (ORMF) yang komprehensif, serta mengkaji dan memperbarui kebijakan dan prosedur yang relevan secara berkala. Bank memiliki batas toleransi risiko sebagai rujukan pengelolaan risiko operasional Bank, yang ditetapkan melalui konsultasi dengan Dewan Komisaris. Bank juga telah mengidentifikasi potensi risiko operasional pada produk, layanan, dan kegiatan baru lainnya melalui analisis dan identifikasi risiko, serta kajian berkala melalui proses Penilaian Mandiri Risiko dan Kontrol (RCSA). Peningkatan kapabilitas pengelolaan Risiko Operasional Bank serta ORMF telah ditetapkan sebagai prioritas dalam mendukung strategi Bank. Kunci ORMF yang kuat adalah model Akuntabilitas Tiga Lini sebagai fondasi. Peningkatan ORMF didukung oleh meningkatnya kesadaran dan keahlian karyawan dalam mengidentifikasi dan memitigasi risiko bisnis melalui proses RCSA, pengujian dan penjaminan kendali, pengelolaan dan pemantauan isu, pengelolaan insiden, serta pengelolaan Indikator Risiko Utama. Bank juga telah menetapkan kebijakan yang mengatur kewajiban bagi manajemen senior, Direktur, dan/atau Komisaris untuk mengkaji prosedur kebijakan secara berkala.

ensure that the Bank has sufficient inventory of High Quality Liquid Assets (HQLA) free of all claims (unencumbered) that consist of cash and/or assets that can be easily and quickly converted into cash with little or no reduction in value to meet the Bank's liquidity requirements over a period of 30 days in a stress scenario. Net Stable Funding Ratio (NSFR) aims to reduce funding risk over the longer term by requiring the Bank to fund its activities with a stable funding source that is sufficient to mitigate the risk of future funding stress. In addition, the Bank also maintains compliance with the Liquid Asset vs. Non-Core Deposits (AL/NCD) ratio, both for internal and for regulators. Liquidity buffers in the form of High Quality Liquid Assets (HQLA) are defined as internal measurements above the Bank Indonesia Regulatory Reserve (GWM) and AL/NCD requirements. The Bank has a Contingency Funding Plan to manage liquidity in times of crisis. Bank Commonwealth also maintains its ability to access the money market, by maintaining good relations with correspondent banks. Bank Commonwealth has also established supporting infrastructure for interbank repurchase facilities (or 'Repos') under the Global Master Repurchase Agreement (GMRA) that supports the Bank's funding strategy for normal situations and crises, in addition to repo facilities with Indonesia's Central Bank.

4. Operational Risk

Operational Risk is any risk that arises due to the inadequacy and/or internal processes failure, human error, system failure, and/or external events that affecting the Bank's operations. The Bank continues to improve Operational Risk governance through the implementation of a comprehensive Operational Risk Management Framework (ORMF), as well as period review and update of relevant policies and procedures. The Bank has a risk tolerance limit as a reference for management in managing the Bank's operational risks, which is determined by consultation with the Board of Commissioners. The Bank has also identified potential operational risks in new products, services, and other activities through risk analysis and identification, as well as periodic reviews through the Risk and Control Self-Assessment (RCSA) process. The capability enhancement in Bank's Operational Risk management and ORMF have been set as priorities in order to support the Bank's strategy. The key of robust ORMF is built on the Three Lines of Accountability model as a foundation. ORMF enhancement is supported by increase of employee awareness and skills in identifying and mitigating business risks through the RCSA process, controls testing and assurance, issue management and monitoring, incident management, and Key Risk Indicators (KRI) management. The Bank has also established policy that regulates obligations for senior management, Directors and/or Commissioners to periodically review policy and procedure.

5. Risiko Hukum

Risiko Hukum adalah risiko yang timbul akibat tuntutan hukum dan/atau kelemahan aspek yuridis yang diakibatkan ketiadaan peraturan perundang-undangan yang mendukung atau kelemahan perjanjian yang dilakukan oleh Bank. Bank memastikan bahwa tiap produk dan transaksi, yang baru maupun yang sudah ada, telah sesuai peraturan dan perundangan yang berlaku. Seluruh perjanjian diproses dan dibuat dengan kerangka perjanjian sesuai peraturan perundangan yang berlaku di Indonesia. Bank mengelola dan menangani setiap kasus hukum sesuai peraturan perundang-undangan yang berlaku di Indonesia.

6. Risiko Strategis

Risiko Strategis adalah risiko yang disebabkan oleh tidak tepatnya penetapan dan pelaksanaan strategi Bank, termasuk tanggapan yang kurang memadai terhadap perubahan eksternal. Bank telah menetapkan kerangka kerja manajemen Risiko Strategis yang kuat dan selaras dengan strategi dan aspirasi pertumbuhan Bank untuk mengidentifikasi, mengukur, memantau, dan mengelola risiko strategis sesuai *Risk Appetite* serta toleransi dan batas risiko yang telah ditetapkan. Bank memperkuat implementasi strategi dengan pemantauan secara berkala dan penetapan langkah-langkah yang harus dicapai sejalan dengan perkembangan yang ada, diiringi pengelolaan struktur biaya yang baik. Bank secara aktif mendorong dan mendukung implementasi strategi yang sesuai Misi, Nilai, dan Tujuan Bank, yang disertai pengawasan secara berkelanjutan dan langkah-langkah penguatan dari Direksi dan Dewan Komisaris. Bank berupaya menumbuhkan target segmennya (Retail dan UKM) melalui pengelolaan risiko kredit yang kuat dan sejalan dengan prinsip kehati-hatian, termasuk menyesuaikan aktivitas pengelolaan risiko untuk nasabah yang terdampak COVID-19 sesuai peraturan OJK/instansi terkait lainnya.

7. Risiko Reputasi

Risiko Reputasi adalah Risiko akibat menurunnya tingkat kepercayaan pemangku kepentingan yang bersumber dari persepsi negatif terhadap Bank. Bank memiliki unit kerja khusus untuk menangani pengaduan nasabah yang dibantu sistem Penanganan Pengaduan Nasabah (CHS), serta didukung oleh Kebijakan Manajemen Pengaduan dan Remediasi Nasabah, dan juga Prosedur Manajemen Pengaduan Nasabah. Pelaporan kepada manajemen dilakukan melalui Laporan Bulanan Penanganan dan Penyelesaian Pengaduan Nasabah serta metrik *Voice of Customer*, yaitu data pengaduan kuantitatif, *Turn Around Time* (TAT) penyelesaian pengaduan dan tingkat kepuasan nasabah terhadap penyelesaian pengaduan. Proses pemantauan media dilakukan secara sistematis terhadap

5. Legal Risk

Legal Risk is risk that arises due to lawsuits and/or weaknesses of juridical aspects that result from a lack of supporting legislation or weaknesses in engagement by the Bank. The Bank ensures that each new and existing product and transaction is in accordance with the applicable rules and regulations. All agreements are processed and developed within the framework of the agreement in accordance with applicable laws and regulations in Indonesia. The Bank manages and handles every legal case in accordance with the applicable laws and regulations in Indonesia.

6. Strategic Risk

Strategic Risk is a risk due to ineffective strategy and its implementation, including inadequate responses to changes in the external environment. The Bank has established a Strategic Risk management framework that is robust and in line with the Bank's growth strategy and aspirations to identify, measure, monitor and manage strategic risk. This is done in accordance with the Bank's Risk Appetite, and predetermined risk tolerances and risk limits. The Bank strengthens strategy implementation with periodic monitoring and determining the steps that must be achieved in line with existing developments, along with effective management of its cost structures. The Bank actively encourages and supports the implementation of strategies that deliver on the Bank's Purpose, Values and business objectives and is followed by continuous supervision and reinforcement by the Board of Directors and Board of Commissioners. The Bank seeks to grow its target segments (Retail and SME) with strong credit risk management that is in line with prudential principles, including adjusting for risk management activities for Bank customers affected by COVID-19 in accordance with POJK and related regulations.

7. Reputation Risk

Reputation Risk is any risk that arises due to a decreasing level of stakeholder trust resulting from negative perceptions of the Bank. The Bank has a dedicated work unit to handle customer complaints. This is assisted by a Customer Complaints Handling System (CHS) and is supported by Management of Customer Complaint and Remediation Policy, and Customer Complaint Management Procedure. Reporting to management is conducted through the Monthly Customer Complaint Handling and Resolution Report and Voice of Customer metrics, namely quantitative complaint data, Turn Around Time (TAT) settlement of complaints and customer satisfaction levels for resolving complaints. Media monitoring processes refer to the systematic monitoring of print and online media

publikasi media cetak dan daring, dengan proses eskalasi kepada anggota Direksi terkait. Jalur komunikasi yang jelas juga telah disiapkan untuk memastikan keseragaman pesan komunikasi kepada karyawan lini depan terkait pemberitaan media atau masalah reputasi yang muncul.

8. Risiko Kepatuhan

Risiko Kepatuhan bersumber dari aktivitas yang melanggar peraturan perundang-undangan atau standar yang berlaku. Manajemen Risiko Kepatuhan dilakukan guna meminimalisir dampak yang dapat timbul dari kejadian kepatuhan. Pengawasan pelaksanaan manajemen risiko dan fungsi kepatuhan dilakukan oleh Direksi dan Dewan Komisaris melalui rapat-rapat Direksi dan Dewan Komisaris termasuk rapat komite. Komite Manajemen Risiko dan Komite Pemantau Risiko merupakan komite yang bertanggungjawab atas penerapan manajemen risiko. Bank memiliki kebijakan dan prosedur yang mendukung pelaksanaan fungsi kepatuhan. Pengelolaan Risiko Kepatuhan dilakukan melalui kajian kepatuhan terhadap inisiatif Bank, rancangan kebijakan/prosedur/produk/layanan termasuk pengembangan aplikasi/sistem; sosialisasi peraturan; pemantauan pemenuhan komitmen bank kepada regulator; aktivitas assurance lini 2.

Efektivitas Sistem Manajemen Risiko Bank

Satuan Kerja Manajemen Risiko (SKMR) dan Komite Manajemen Risiko (KMR) Bank memiliki kewenangan dan tanggung jawab yang jelas sebagaimana tercantum dalam Kebijakan Manajemen Risiko dan Piagam Komite Manajemen Risiko. SKMR bekerja sama dengan Satuan Kerja Audit Internal (SKAI) dan Satuan Kerja Kepatuhan (SKK) dalam melaksanakan pengendalian internal, dan fungsi tersebut terus dipantau dan dievaluasi oleh Komite Manajemen Risiko melalui rapat yang dilakukan secara berkala.

Bank memiliki kebijakan dan prosedur Manajemen Risiko yang memadai dan diperbarui secara berkala. Dewan Komisaris dan Direksi melakukan pengawasan aktif atas implementasi kebijakan dan strategi manajemen risiko melalui rapat Komite Pemantau Risiko dan Komite Manajemen Risiko yang diadakan secara berkala. Bank menetapkan limit risiko untuk tiap jenis risiko yang melekat dalam aktivitas Bank. Selain itu, Bank juga mengevaluasi dan memantau kepatuhan terhadap *Risk Appetite* dan limit risiko yang telah ditetapkan. Hasil pemantauan terhadap *Risk Appetite*, dan limit risiko Bank ini dilaporkan kepada Komite Manajemen Risiko dan Komite Pemantau Risiko secara berkala. Bank juga memperhitungkan dan menyesuaikan aktivitas usahanya dengan kemampuan permodalan untuk mengurangi risiko kerugian. Kekurangan permodalan dipantau oleh Divisi Keuangan dan SKMR serta dilaporkan secara berkala kepada Direksi dan Dewan Komisaris.

publications and social media, with a path of escalation for issues to relevant members of the Board of Directors. Clear lines of communication have also been prepared to ensure uniformity of communication messages to front-line staff related to media coverage or any reputational issues arising.

8. Compliance Risk

Compliance Risk comes from activities that violate the applicable laws and regulations or standards. Compliance Risk management is carried out to minimise the impact that can arise from compliance events. Oversight of the implementation of risk management and compliance function are carried out by the Board of Directors and Commissioners through the Board of Directors and Board of Commissioners meetings as well as committee meetings. The Risk Management Committee and the Risk Oversight Committee are committees that are responsible for the implementation of risk management. The Bank has policies and procedures that support the implementation of the compliance function. Compliance Risk Management is carried out through compliance review on Bank initiatives, draft policies/procedures/products/services including application/system development; socialisation of regulations; monitoring the fulfilment of bank commitments to regulators; line 2 assurance activities.

Effectiveness of the Bank's Risk Management

Risk Management Unit (SKMR) and Risk Management Committee (KMR) have clear authorities and responsibilities as described in the Risk Management policy and the Risk Management Committee Charter. SKMR cooperates with Internal Audit Function and Compliance Department in implementing internal controls, and its function is continuously monitored and evaluated by the Risk Management Committee through regular meetings.

The Bank has adequate Risk Management policies and procedures that are periodically revised. The Board of Commissioners and Board of Directors exercise active supervision over the implementation of Risk Management policies and strategies through meetings of the Risk Oversight Committee and the Risk Management Committee held on a regular basis. The Bank imposes risk limits for each type of potential risk inherent in the Bank's activities. In addition, the Bank also evaluates and monitors compliance to the Bank's Risk Appetite and risk limits. The results of monitoring the Bank's Risk Appetite and risk limits are reported to the Risk Management Committee and the Risk Oversight Committee on a regular basis. The Bank also calculates and adapts its business activities with its capital capacity to minimise the risk of loss. Capital adequacy is monitored by the Finance Division and SKMR and is reported periodically to the Board of Directors and Board of Commissioners.

Penerapan sistem pengendalian internal yang menyeluruh dan efektif sudah dilaksanakan dalam mendukung pelaksanaan Manajemen Risiko dan disusun sesuai tujuan bisnis Bank. Pengendalian risiko Bank dikelola berdasarkan model Tiga Lini Akuntabilitas. Model ini memberikan struktur bagi seluruh unit bisnis untuk mengimplementasikan dan melakukan kerangka manajemen risiko secara efektif. Pengendalian internal dirancang dan dilaksanakan melalui formalisasi dan pelaksanaan berbagai kebijakan dan prosedur Bank sesuai peraturan.

Lini pertama bertanggung jawab atas identifikasi, penilaian, eskalasi, pemantauan, dan pelaporan risiko serta kelemahan pengendalian kegiatan usaha. Lini kedua menetapkan kerangka kerja dan kebijakan Manajemen Risiko dan memastikan kebijakan tersebut dilaksanakan dengan baik. Lini ketiga, SKAI, melaksanakan audit secara berkala dengan akuntabilitas kepada Manajemen, Direksi dan Dewan Komisaris.

Bank secara berkala melakukan penilaian terhadap profil risiko untuk mengukur kondisi risiko usaha yang kemudian dapat diinformasikan kepada seluruh pemangku kepentingan. Penilaian tersebut mencakup tinjauan terhadap risiko inheren dan efektivitas kualitas penerapan manajemen risiko. Penilaian risiko inheren merupakan penilaian atas risiko yang melekat pada kegiatan bisnis Bank, melalui analisis kuantitatif dan kualitatif atas parameter tertentu. Bank menilai kualitas penerapan manajemen risiko berdasarkan aspek berikut:

1. Pengawasan Dewan Komisaris dan Direksi.
2. Kecukupan kebijakan, prosedur, dan limit
3. Kecukupan proses identifikasi, pengukuran, pemantauan, dan pengendalian risiko.
4. Kecukupan Sistem Informasi Manajemen Risiko dan sistem pengendalian internal secara menyeluruhan.

Penilaian profil risiko dilakukan oleh masing-masing unit kerja risiko yang dikoordinasikan oleh Direktorat Manajemen Risiko. Pelaporan dilakukan secara triwulan kepada Direksi, Dewan Komisaris dan OJK.

Pada tahun 2022, Bank telah melakukan penilaian profil risiko yang menghasilkan peringkat risiko komposit 2. Peringkat risiko komposit Bank menunjukkan kemampuan Bank dalam mempertahankan praktik manajemen risiko yang baik.

A comprehensive and effective system of internal controls has been implemented to support the Bank's Risk Management and is formulated in alignment with the Bank's business objectives. Risk controls are managed based on the Three Lines of Accountability model. The model provides a structure where the Risk Management framework can be effectively implemented by all business units. Internal controls are designed and adopted through the formalisation and implementation of Bank policies and procedures and in compliance with regulations.

Line 1 is responsible for identifying, assessing, escalating, monitoring and reporting of risk and weaknesses of controls in business processes. Line 2 establishes the Bank's Risk Management framework and policies and ensures that these policies are implemented appropriately. Line 3, Internal Audit Function (SKAI), conducts regular audit reviews with accountability to the Management, Board of Directors and Board of Commissioners.

The Bank periodically reviews its risk profile to measure business risk conditions, which can then be informed to all relevant stakeholders. The assessment includes a review of the inherent risk and effectiveness of the quality of risk management implementation. The assessment of the inherent risks is the assessment of risks attached to the Bank's business activities, by conducting quantitative and qualitative analyses of specific parameters. The Bank assesses the quality of risk management based on the following aspect:

1. Supervision by the Board of Commissioners and the Board of Directors.
2. The adequacy of policies, procedures, and limits.
3. The adequacy of risk identification, measurement, monitoring and controlling.
4. The adequacy of the Bank's Risk Management Information System and its comprehensive internal controls.

Risk profile assessments are conducted by each risk work unit and coordinated by the Chief of Risk. Reporting is done on a quarterly basis to the Board of Directors, the Board of Commissioners and the OJK.

In 2022, the Bank has performed a risk profile assessment that resulted to composite risk rating of 2. The composite risk rating of the Bank demonstrates the Bank's ability in maintaining good risk management practice.

Pernyataan Direksi dan/atau Dewan Komisaris atau Komite Audit atas Kecukupan Sistem Manajemen Risiko

- Kami mengonfirmasi bahwa manajemen risiko dan sistem pengendalian internal Bank telah memadai dan telah beroperasi secara efektif dalam semua aspek material untuk tahun keuangan yang berakhir pada 31 Desember 2022 dan bahwa sistem tersebut memadai dan efektif untuk mencapai tujuan bisnis Bank dalam mematuhi undang-undang yang relevan.
- Kami mengonfirmasi bahwa terdapat proses berkelanjutan dalam mengidentifikasi, menganalisis, mengevaluasi, memantau, dan mengelola risiko signifikan yang dihadapi oleh Bank, dan bahwa dalam peninjauan sepanjang tahun ini kelemahan yang tercatat dalam manajemen risiko dan sistem pengendalian internal telah diperbaiki dan dikelola dengan tepat.
- Kami mengonfirmasi bahwa Bank telah menerapkan kebijakan dan kerangka kerja Manajemen Risiko yang memadai dan efektif serta tinjauan rutin terhadap kebijakan dan prosedur telah dilakukan.
- Sepanjang tahun ini, kami telah mengungkapkan semua hal yang berkaitan dengan *fraud*, penyuapan, korupsi, dan ketidakpatuhan terhadap undang-undang yang relevan, sesuai dengan kebijakan dan prosedur Bank.
- Kami juga menegaskan tanggung jawab dan komitmen kami untuk terus menjaga dan meninjau kecukupan, efektivitas dan integritas manajemen risiko dan sistem pengendalian internal Bank.

Statement from the Board of Directors and/or Board of Commissioners on the Sufficiency of Risk Management System

- We confirm that the Bank's risk management and internal control systems are adequate and have been operating effectively in all material aspects for the financial year ended 31 December 2022 and up to the date of this Declaration and that the systems are adequate and effective in achieving the Bank's business objectives while complying with relevant laws.
- We confirm that there is a continuous process in identifying, analysing, evaluating, monitoring, and managing the significant risks faced by the Bank, and that during the year under review the weaknesses noted in risk management and internal control systems had been appropriately remediated and managed.
- We confirm the Bank has implemented an adequate and effective Risk Management policy and framework as well as regular review of the policies and procedures were in place.
- During the year, we have disclosed all matters related to fraud, bribery, corruption and non-compliances to relevant laws, in accordance with the Bank's policies and procedures.
- We also affirm our responsibilities and commitments to continuously maintain and review the adequacy, effectiveness and integrity of the Bank's risk management and internal control systems.

Perkara Hukum

Legal Cases

Sepanjang 2022, Bank menghadapi sejumlah kasus gugatan perdata dan penundaan kewajiban pembayaran utang (PKPU)/Kepailitan dengan uraian sebagai berikut:

Perkara Perdata

Proses Hukum Legal Process	Jumlah Perkara Total Cases	
	Perdata Civil Cases	
	2021	2022
Sudah selesai (dengan finalisasi hukum dan kekuatan mengikat) Finished (with legal finalisation and binding power)	3	9
Dalam proses penyelesaian In process	17	11
Total	20	20

PT Bank Commonwealth (Bank) sebagai Pihak dalam PKPU/Kepailitan

Proses Hukum Legal Process	Jumlah Perkara Total Cases	
	PKPU/Kepailitan PKPU/Bankruptcy	
	2021	2022
Sudah selesai (dengan finalisasi hukum dan kekuatan mengikat) Finished (with legal finalisation and binding power)	1	8
Dalam proses penyelesaian In process	7	1
Total	8	9

Upaya Hukum

Seluruh kasus hukum yang dihadapi oleh Bank memiliki posisi hukum yang kuat bagi Bank, materi gugatan yang diajukan oleh pihak ketiga tidak memiliki dasar hukum yang kuat sehingga tidak mengakibatkan timbulnya risiko hukum yang signifikan bagi Bank.

1. KASUS SELESAI (dengan finalisasi hukum dan kekuatan mengikat)

Terdapat 17 kasus hukum yang telah selesai dan berkekuatan hukum tetap, yaitu:

PKPU /Kepailitan PKPU/Bankruptcy	Perdata - Tingkat I (Pengadilan Negeri) Civil - Level I (State Court)	Perdata - Tingkat Banding (Pengadilan Tinggi) Civil - Appeals (High Court)	Perdata - Tingkat Kasasi (Mahkamah Agung) Civil - Cassation Level (Supreme Court)
8	8	1	-

In 2022, the Bank faced a number of legal cases of civil lawsuits and suspension of debt payment obligations (PKPU)/Bankruptcy with the following descriptions:

Civil Case

Proses Hukum Legal Process	Jumlah Perkara Total Cases	
	Perdata Civil Cases	
	2021	2022
Sudah selesai (dengan finalisasi hukum dan kekuatan mengikat) Finished (with legal finalisation and binding power)	3	9
Dalam proses penyelesaian In process	17	11
Total	20	20

PT Bank Commonwealth (The Bank) as a Party in PKPU/Bankruptcy

Proses Hukum Legal Process	Jumlah Perkara Total Cases	
	PKPU/Kepailitan PKPU/Bankruptcy	
	2021	2022
Sudah selesai (dengan finalisasi hukum dan kekuatan mengikat) Finished (with legal finalisation and binding power)	1	8
Dalam proses penyelesaian In process	7	1
Total	8	9

Legal Effort

All legal cases faced by the Bank have a strong legal position for the Bank, the material of the lawsuit filed by third parties does not have a strong legal basis so that it does not result in significant legal risks for the Bank.

1. FINISHED CASES (with legal finalisation and binding power)

17 legal cases have been resolved and legally bound, these are:

2. Dalam Proses Penyelesaian

Terdapat 12 kasus hukum yang saat ini masih dalam proses penyelesaian yaitu sebagai berikut:

PKPU /Kepailitan PKPU/Bankruptcy	Proses Perdata Civil Process	Perdata - Tingkat I (Pengadilan Negeri) Civil - Level I (State Court)	Perdata - Tingkat Banding (Pengadilan Tinggi) Civil - Appeals (High Court)	Perdata - Tingkat Kasasi (Mahkamah Agung) Civil - Cassation Level (Supreme Court)
1	11	6	3	2

Sanksi Administratif

Sepanjang tahun 2022, tidak terdapat sanksi material yang dibebankan oleh regulator kepada Bank, anggota Direksi, maupun anggota Dewan Komisaris.

2. In Process of Resolution

12 legal cases are currently still in resolution process, as follows:

Administrative Sanctions

In 2022, the Bank along with its Board of Directors and Board of Commissioners, did not receive any material sanction from regulators.

Kode Etik

Code of Conduct

Kode Etik adalah panduan utama kegiatan bagi Bank dan semua unit kerjanya. Kode Etik menggambarkan standar perilaku yang diharapkan yang mengatur cara tiap unit kerja di Bank berinteraksi satu sama lain dan dengan pemangku kepentingan.

Pokok-Pokok Kode Etik

Berikut merupakan nilai-nilai perilaku Bank yang menjadi panduan dalam bertindak:

1. *Care*, Bank peduli terhadap nasabah dan sesama, serta memberikan pelayanan dengan kerendahan hati dan keterbukaan.
2. *Courage*, Bank memiliki keberanian untuk turun tangan menyampaikan pendapat (*speak up*) dan memimpin dengan memberikan teladan.
3. *Commitment*, Bank teguh dalam memegang komitmen, melakukan hal yang benar, dan bekerja sama untuk menyelesaikan sesuatu.

Perilaku dan keputusan dilakukan secara konsisten sesuai kebijakan-kebijakan kunci di Bank. Kebijakan kunci Bank dikelompokkan ke dalam 3 kategori, yaitu:

1. Nasabah dan Masyarakat
2. Tata Kelola dan Kendali
3. Sumber Daya Manusia

The Code of Conduct is the main guideline for how the Bank and all of its organs operate. The Code of Conduct describes the expected standards of behaviour that govern how each organ of the Bank interacts with each other, as well as with its stakeholders.

Specifics of Code of Conduct

The following are the Bank's behavioural values that guide action:

1. Care, the Bank cares for its customers and each other, it serves with humility and openness.
2. Courage, the Bank has the courage to step in and speak up and lead by example.
3. Commitment, the Bank sticks to its commitments, does the right thing and works together to get things done.

Conduct and decisions are carried out consistently in accordance with the Bank's core policies. The Bank's core policies are grouped into 3 categories, which are:

1. Customers and Community
2. Governance and Control
3. Human Resources

Sosialisasi Kode Etik

Sosialisasi Kode Etik dilakukan melalui program pengenalan karyawan (*Induction Program*) yang wajib diikuti oleh seluruh karyawan baru. Selain itu, penyegaran informasi kode etik dilakukan melalui *e-learning* secara berkala kepada seluruh karyawan, anggota Direksi, dan anggota Dewan Komisaris.

Pernyataan Bahwa Kode Etik Berlaku bagi Dewan Komisaris, Direksi, dan Karyawan

Kode Etik harus dipahami dan ditaati oleh seluruh Direksi, Dewan Komisaris, Karyawan. Tiap pelanggaran kode etik memiliki konsekuensi sanksi sebagaimana ditetapkan dalam Peraturan Perusahaan.

Kebijakan Pengungkapan Informasi Kepemilikan Saham Dewan Komisaris dan Direksi

Bank bukan merupakan perusahaan terbuka yang mencatatkan saham di Bursa Efek Indonesia maupun pasar modal lainnya, sehingga tidak terdapat kepemilikan saham oleh Dewan Komisaris dan Direksi.

Socialisation of Code of Conduct

The socialisation of the Code of Conduct is carried out through an employee induction program, which is mandatory for all new employees. In addition, the code of conduct refreshment is carried out periodically through e-learning for all employees, members of the Board of Directors as well as the Board of Commissioner.

Statement That the Code of Conduct Applies to the Board of Commissioners, Directors and Employees

The Code of Conduct must be understood and adhered to by all employees, Board of Directors, and Board of Commissioners. Violation of the Code of Conduct has consequences as stipulated in the Company Regulations.

Information Disclosure Policy on Share Ownership of the Board of Commissioners and Board of Directors

The Bank is not a public company that lists its shares on the Indonesia Stock Exchange or other capital markets, so there is no share ownership by the Board of Commissioners and Directors.

Whistleblowing System

Whistleblowing System

Sebagai bagian dari penerapan peraturan Otoritas Jasa Keuangan No. 39/POJK.03/2019 tentang Penerapan Strategi Anti-Fraud Bagi Bank Umum, Bank memiliki *Whistleblower Policy* yang mengatur mekanisme penanganan pengaduan *Whistleblower*. Kebijakan ini mengatur kriteria tindakan yang dapat dilaporkan, mekanisme pengungkapan, penanganan pengungkapan dan investigasi termasuk perlindungan yang diberikan kepada *Whistleblower*.

Whistleblower dapat mengungkapkan tindakan atau dugaan terkait pelanggaran kebijakan, peraturan dan perundangan, seperti *fraud*, tindakan korupsi, penipuan dan tindakan illegal lainnya baik yang dilakukan karyawan Bank maupun pihak-pihak yang terkait dengan Bank.

As part of the implementation of the Financial Services Authority regulation no. 39/POJK.03/2019 Concerning the Implementation of Anti-Fraud Strategy for Commercial Banks, the Bank has a Whistleblower Policy that regulates the mechanism for handling Whistleblower complaints. This policy regulates the criteria for action that can be reported, the disclosure mechanism, the handling of disclosure and investigation including the protection provided to Whistleblowers.

Whistleblowers can reveal actions or allegations related to violations of policies, rules and regulations, such as fraud, acts of corruption, fraud and other illegal acts committed by Bank employees or parties related to the Bank.

Saluran Whistleblower

Whistleblower atau individu dapat menyampaikan laporan melalui saluran Whistleblower yang disediakan yaitu:

Email - integrity@commbank.co.id

Hotline - 0807 1919 191

*Eligible person *)*

*) Direktur, Pejabat Senior dan Audit Internal

Dalam melakukan pengungkapan, *whistleblower* atau individu dapat melakukan pengungkapan secara anonim atau menggunakan identitasnya. Individu melakukan pengungkapan, harus berdasarkan informasi yang benar.

Penilaian Pengungkapan

Setiap pengungkapan Whistleblower yang diterima akan dikaji dan dinilai apakah pengungkapan tersebut termasuk dalam kriteria tindakan yang dapat dilaporkan sesuai dengan yang ditetapkan Whistleblower Reporting Officer dalam mengelola pengungkapan Whistleblower. Jika pengungkapan merupakan tindakan yang dilaporkan atau memenuhi kriteria yang ditetapkan maka akan dilanjutkan dengan proses investigasi oleh tim Investigasi.

Perlindungan dan Dukungan

Identitas Individu atau informasi apa pun yang kemungkinan akan mengidentifikasi Individu tidak akan diberikan kepada siapapun kecuali antara lain mendapatkan persetujuan pelapor (*whistleblower*), pengungkapan tersebut diperkenankan Undang-Undang. Bank menyimpan semua dokumen fisik dan elektronik serta materi lain yang berkaitan dengan Pengungkapan Whistleblower.

Bank memberikan perlindungan kepada pelapor dari tindakan balasan pihak yang dilaporkan dan/atau pihak lain yang berkepentingan. Bank akan mengambil langkah-langkah wajar dalam melindungi pelapor dari *Detimental Conduct*. Bank akan membantu pelapor untuk meminimalkan dan mengelola stres yang diakibatkan oleh pengungkapan Whistleblower melalui antara lain konseling dan/atau layanan lainnya yang relevan.

Whistleblower Channel

Whistleblowers or individuals can submit reports through the Whistleblower channels provided, namely:

Email - integrity@commbank.co.id

Hotline - 0807 1919 191

*Eligible person *)*

*) Directors, Senior Officers and Internal Audit

In making disclosures, whistleblowers or individuals can disclose anonymously or use their identity. Individuals making disclosures must ensure they are based on correct information.

Disclosure Assessment

Every Whistleblower disclosure received will be reviewed and assessed whether the disclosure is included in the criteria for action that can be reported in accordance with those stipulated in the Bank's Whistleblower Policy. If the disclosure is an act that is reported or meets the established criteria, then the Investigation team will proceed with the investigation process.

Protection and Support

Individual identity or any information that is likely to identify individuals will not be given to anyone unless, among others, obtaining the consent of the complainant (*whistleblower*), such disclosure is permitted by law. The Bank keeps all physical and electronic documents and other materials related to Whistleblower Disclosures.

The Bank provides protection to the reporter from retaliation from the reported party and/or other interested parties. The Bank will take reasonable steps to protect the reporter from Detimental Conduct. The Bank will assist the reporter to minimise and manage the stress caused by the disclosure of the Whistleblower through counselling and/or other relevant services.

Penanganan Pengungkapan

Jumlah dan status pengungkapan *Whistleblower* yang diterima selama tahun 2022, sebagai berikut:

Status Pengungkapan Disclosure Status	Total Pengungkapan Total Disclosure	
	2022	2021
Dalam proses In progress	-	-
Selesai Resolved	1	8
Hanya informasi/tidak ada temuan Merely information/no finding	1	4
Malapratik Malpractice	4	-
Pelanggaran Violations	-	-
Total Pengaduan Total Complaints	1	8

Handling of Disclosure

The number and status of whistleblower disclosures received in 2022 are as follows:

Penyimpangan Internal

Internal Fraud

Penyimpangan internal (*internal fraud*) merupakan *fraud* yang dilakukan oleh karyawan, anggota Direksi, dan anggota Dewan Komisaris, karyawan tetap, karyawan tidak tetap dan/ atau tenaga kerja alih daya (*outsourcing*). Selama tahun 2022, tidak terdapat *internal fraud* yang dilakukan oleh anggota Direksi dan Dewan Komisaris maupun karyawan Bank.

Bank memiliki kebijakan/Prosedur Anti Suap dan Korupsi, Pemberian dan Penerimaan Hadiah dan Hiburan, Manajemen Konflik serta *Outside Business Interest* sebagai bagian dari pencegahan *fraud*.

Internal Fraud is fraud committed by an employee, a member of the Board of Directors and the Board of Commissioners, including permanent, semi-permanent employees, and outsourcing. Throughout 2022, there were no identified internal fraud cases at the Bank.

The Bank has Anti Bribery and Corruption Policy, Gifts and Entertainment Procedure, Conflict Management Policy as well as Outside Business Interest Procedure to support the implementation of internal fraud programs.

Kebijakan Anti Suap dan Korupsi

Anti Bribery and Corruption Policy

Tindakan-tindakan yang dilakukan Bank untuk mengelola dan memitigasi risiko suap dan korupsi antara lain:

1. Menerapkan kebijakan *zero tolerance* terhadap tiap karyawan, anggota Direksi, anggota Dewan Komisaris, dan pihak ketiga yang bertindak untuk dan atas nama Bank Commonwealth untuk tidak terlibat dalam segala jenis tindakan suap dan korupsi.
2. Mengatur limit dan wewenang persetujuan atas pemberian atau penerimaan hadiah dan hiburan serta menetapkan larangan atas hal-hal yang bertentangan dengan regulasi dan peraturan perusahaan.
3. Mengembangkan budaya "Berani Bicara" ("Speak Up") untuk mendorong pelaporan atas dugaan tindakan suap dan korupsi, tanpa harus merasa takut menerima pembalasan.
4. Meningkatkan kesadaran seluruh jajaran di Bank mengenai Anti Suap dan Anti Korupsi dengan memberikan pelatihan wajib serta mengkomunikasikan prinsip *zero tolerance* terhadap tindakan suap dan korupsi secara berkala.
5. Menerapkan pengendalian dan pengawasan atas pelaksanaan program-program Anti Suap dan Antikorupsi serta memberikan sanksi yang tegas atas pelanggaran.

Program dan Prosedur Anti Korupsi, Balas Jasa (*Kickbacks*), Fraud, Suap dan/atau Gratifikasi

Bank menyadari bahwa pemberian dan/atau penerimaan hadiah dan hiburan merupakan bagian dalam membina relasi bisnis atau sejenisnya, baik dengan nasabah, pihak ketiga, maupun pemangku kepentingan lainnya. Oleh karena itu, Bank perlu menetapkan batasan-batasan yang berlaku kepada seluruh karyawan dalam memberikan dan/atau menerima hadiah dan hiburan, berdasarkan Pakta Integritas, tanggung jawab, dan etika bisnis yang sehat.

Pemberian dan/atau penerimaan hadiah dan hiburan harus mendapatkan persetujuan dari pejabat yang berwenang sesuai matriks persetujuan yang berlaku, dan dilaporkan pada sistem pelaporan internal Bank.

Actions taken by the Bank to manage and mitigate the risk of bribery and corruption are, among others:

1. Implement Zero Tolerance policy to all the employees, members of the Board of Directors, Board of Commissioners, and third parties acting for or on behalf of the Bank to not be involved in all acts of bribery and corruption.
2. Set the limit and approval authority for the giving or receiving of gifts and entertainment, as well as enforcing prohibition on all matters that go against company regulations.
3. Foster a "Speak Up" culture to encourage the reporting of suspected Bribery and Corruption, without having to fear for retaliation.
4. Raise awareness in all levels of the Bank on Anti Bribery and Corruption by providing mandatory training as well communicating Zero Tolerance principles on Bribery and Corruption periodically.
5. Establish control and supervision on the implementation of Anti Bribery and Corruption programs and give strict sanctions to any violation.

Anti-Corruption, Kickbacks, Fraud, Bribes and/or Gratuities Programmes and Procedures

The Bank understands that the giving and/or receiving of gifts and entertainment is part of building relations both business or otherwise, with the customers, third parties, as well as other stakeholders. Therefore, the Bank needs to establish boundaries that are applicable to all levels of employees in the giving and/or receiving of gifts and entertainment, based on the Integrity Pact, responsibility, and healthy business ethics.

The giving and/or receiving of gifts and entertainment must receive approval from authorised officials according to applicable approval matrix and reported in the Bank's internal reporting system.

Pelatihan dan Sosialisasi Anti Suap dan Korupsi

Pelatihan dan sosialisasi Program Anti Suap dan Korupsi dilakukan melalui program pengenalan karyawan (*Induction Program*) yang diadakan setiap bulan, yang wajib diikuti oleh seluruh karyawan baru. Selain itu, *refreshment* Program Anti Suap dan Korupsi dilakukan secara berkala melalui e-learning wajib yang harus diselesaikan oleh seluruh karyawan, anggota Direksi dan Dewan Komisaris, serta pelatihan tatap muka (seperti pelatihan *Compliance Roadshow* kepada cabang, dan *refreshment* kepada staf Retail-SME)

Anti-Bribery and Corruption Training and Outreach

Training and socialisation of the Anti-Bribery and Corruption Program is carried out through an employee induction program (*Induction Program*) which is held every month, which all new employees must participate in. In addition, the refreshment of the Anti-Bribery and Corruption Program is carried out periodically through mandatory e-learning which must be completed by all employees, members of the Board of Directors and Board of Commissioners, as well as face-to-face training (such as *Compliance Roadshow* training for branches, and refreshment for Retail-SME staff).

Penyediaan Dana kepada Pihak Terkait dan Penyediaan Dana Besar

Fund Provision to Related Parties and Large Exposures

Bank memiliki Kebijakan dan Prosedur Batas Maksimum Pemberian Kredit (BMPK) dan Kebijakan *Dealing with Related Party* yang merupakan acuan dalam melakukan penyediaan dana maupun transaksi atau kerja sama dengan pihak-pihak terkait Bank.

Penyediaan dana kepada pihak terkait dilakukan secara *arm's length* sesuai dengan kebijakan kredit dan delegasi kewenangan kredit yang berlaku. Bank tidak memiliki eksposur penyediaan dana besar, hal ini sejalan dengan fokus dan strategi bisnis Bank yaitu pada segmen Retail dan SME.

Penyediaan dana kepada pihak terkait Bank posisi pada 31 Desember 2022, sebagai berikut:

The Bank has a Maximum Lending Limit Policy and Procedure (BMPK) and a Dealing with Related Party Policy which serves as a reference in providing funds and transactions or cooperation with related parties to the Bank.

Provision of funds to related parties is carried out on an arm's length basis in accordance with credit policies and the applicable delegation of credit authority. The Bank does not have exposure to large funds, this is in line with the Bank's focus and business strategy, namely the Retail and SME segments.

Provision of funds to related parties of the Bank as of December 31, 2022, as follows:

Penyediaan Dana Provision of Funds	Jumlah Debitur Number of Debtors	Jumlah (dalam jutaan Rupiah) Total (in million Rupiah)
Kepada Pihak Terkait To Related Party	6	73,981
Penyediaan Dana Besar Large Exposures	-	-
Debitur Individu Individual Debtor		
Debitur Group Group Debtor		

Opsi Saham

Stock Options

Bank tidak memberikan opsi saham apa pun kepada anggota Dewan Komisaris, Direksi, dan Pejabat Eksekutif.

The Bank does not provide any stock options to members of the Board of Commissioners, the Board of Directors, and Executive Officers.

Pembelian Kembali Saham dan Obligasi Bank

Buyback of Shares and Bonds

Pada tahun 2022, tidak ada transaksi pembelian kembali saham maupun obligasi.

In 2022, there was no buyback of shares nor bonds.

Transparansi Kondisi Keuangan dan Non-Keuangan

Transparency of Financial and Non-Financial Condition

Bank memiliki kebijakan terkait kewajiban transparansi dan pengungkapan baik kondisi keuangan dan non keuangan yang mengacu pada peraturan OJK dan standar yang berlaku umum.

Bank memberikan akses keterbukaan informasi kepada pemangku kepentingan seperti produk dan layanan, informasi investor, jaringan kantor, laporan keuangan, laporan tahunan, laporan dan pelaksanaan tata kelola dan kegiatan sosial, fakta material dan lainnya pada situs web <https://www.commbank.co.id>. Bank. Informasi keuangan dan non keuangan telah dipublikasikan sesuai peraturan.

Laporan kondisi keuangan antara lain berupa Laporan Publikasi Triwulanan, Laporan Keuangan Publikasi, dan Laporan Tahunan. Laporan non-keuangan antara lain berupa Laporan Tata Kelola Perusahaan, Produk/Jasa Bank, Jaringan Kantor, kegiatan sosial termasuk layanan pengaduan nasabah.

The Bank has policies related to transparency and disclosure obligations, both financial and non-financial conditions that refer to OJK regulations and generally accepted standards.

The Bank provides access to information disclosure to stakeholders such as products and services, investor information, office networks, financial reports, annual reports, reports and implementation of governance and social activities, material facts and others on the website <https://www.commbank.co.id>. Bank. Financial and non-financial information has been published according to regulations.

Financial reports include Quarterly Publication Reports, Published Financial Reports, and Annual Reports. Non Financial reports include Corporate Governance Reports, Bank Products/Services, Office Networks, social activities including customer complaint services.

Rencana Strategis Bank

Bank Strategic Plan

Rencana strategis Bank Commonwealth didasarkan pada tujuan Bank yang dirumuskan sebagai arah kebijakan utama dalam mencapai pertumbuhan bisnis yang sejalan dengan fokus bisnis Bank. Bank secara konsisten melaksanakan strateginya dengan fokus pada segmen Retail dan UKM serta melanjutkan perkembangan infrastruktur digital dalam pelaksanaan strategi Bank.

Rencana Jangka Pendek dan Menengah

Bank Commonwealth akan terus melakukan transformasi model bisnis untuk menjadi lebih berpusat pada nasabah, untuk melayani nasabah dengan lebih baik berdasarkan Proposisi Nilai. Pengembangan Kapabilitas Digital akan terus berlanjut untuk mendukung Bank mencapai tujuannya, yaitu "meningkatkan kesehatan finansial nasabah dan masyarakat."

Untuk mencapai tujuannya, Bank telah menerapkan kerangka strategi yang meliputi Nilai, Pendekatan Strategis, Kapabilitas yang Mendukung, serta target strategis jangka pendek dan menengah, yang dipantau secara ketat oleh manajemen senior dengan selalu memperhatikan dan menyesuaikan dengan kondisi makro dan pasar terkini.

Bank menetapkan strategi sesuai tujuan jangka pendek dan menengah, yang mencakup:

- i) Menekankan fokus pada Bisnis Retail dan SME, perubahan struktur organisasi dan kepemimpinan, serta meningkatkan kemampuan dan produktivitas *Relationship Manager*
- ii) Terus memperbaiki proses kredit berbasis agunan (*Secured Lending*) untuk mengurangi secara signifikan waktu proses (*Turn-around Time*);
- iii) Membangun kemampuan distribusi Kredit Pemilikan Rumah (KPR) digital untuk konsumen Retail (e-KPR), dan proposisi pinjaman tanpa jaminan digital baru untuk konsumen Retail dan SME yang ditargetkan
- iv) Meluncurkan beberapa penyempurnaan untuk aplikasi mobile banking andalan Bank, yaitu CommBank Mobile, dan aplikasi *Wealth Management*, yaitu CommBank SmartWealth; dan
- v) Pemanfaatan teknologi *public cloud* dan terus memperkuat kontrol keamanan siber dan data Bank.

The Bank's Strategy is based on its Purpose as the main guidance to achieve business growth in line with its business focus. The Bank has been consistently executing its strategy, by focusing on the Retail and SME customer segments and enhancing its digital infrastructure to support the implementation of the Banks's strategy.

Short and Medium-Term Plan

The Bank will continue to execute its Business Model Transformation to be more Customer-Centric, and to serve its customers better in line with the Value Proposition. Development of Digital Capabilities will be continued to enable the Bank to achieve its purpose "to improve the financial wellbeing of customers and communities".

In order to achieve its Objectives, the Bank has implemented a Strategy Framework that incorporates Values, Strategic Approach, Enabling Capabilities, and short and medium-term strategic targets. This is closely monitored by senior management and adjusted based on the latest macro and market conditions.

The Bank sets its Strategy with short term and medium term goals including:

- i) Renewed focus on the Retail and SME Business, refreshing the organisation structure and leadership team, and upskilling the Relationship Manager workforce;
- ii) Continuously improving the end-to-end processes in secured lending across customer-facing, operations and risk to significantly reduce application turnaround times;
- iii) Launching and growing the Bank's new digital mortgage capability for consumers, and a new digital unsecured lending proposition for targeted Retail and SME consumers;
- iv) Releasing several improvements to the Bank's flagship mobile banking application, CommBank Mobile, and its wealth management application, CommBank SmartWealth; and
- v) Utilisation of public cloud technology and continuing to strengthen the Bank's cybersecurity and data controls.

Kebijakan Remunerasi

Remuneration Policy

Proses Penyusunan Kebijakan Remunerasi

Remunerasi disusun dengan memperhatikan tanggung jawab suatu peran, kompetensi individu, faktor relativitas internal dan faktor daya saing eksternal. Bank mengelola faktor relativitas internal untuk memastikan bahwa penghargaan diberikan secara adil, sehingga dapat memotivasi karyawan untuk memberikan kontribusi yang terbaik kepada Bank serta mendukung kelangsungan bisnis dan misi Bank.

Dalam pengelolaan remunerasi, Bank melakukan kaji ulang dan melakukan pengkinian secara rutin setiap dua tahun atas kebijakan remunerasi yang dilakukan sesuai dengan perkembangan peraturan, pengkinian strategi bisnis dan perkembangan industri dengan mempertimbangkan kemampuan Bank. Hal ini dilakukan agar sistem Remunerasi Bank secara kontinyu tetap berada dalam tingkat kompetitif yang sehat dibandingkan dengan peer dalam industri dan menjaga kepatuhan terhadap peraturan pemerintah.

Cakupan Kebijakan Remunerasi dan Implementasinya

Sistem Remunerasi Bank mencakup Direksi, para Karyawan, dan individu lainnya sebagaimana yang ditentukan dalam kebijakan karyawan. Bank memastikan kebijakan diterapkan dengan merata, adil dan seimbang agar setiap karyawan mendapatkan imbal jasa yang sesuai dan sepasasnya.

Remunerasi Dikaitkan dengan Risiko

Dalam pemberian remunerasi kepada pegawai, Bank akan mempertimbangkan potensi risiko yang mungkin timbul dari semua jenis risiko. Dalam hal terjadi risiko akibat dari keputusan yang diambil maka perusahaan berhak untuk memperpanjang masa deferral dari variable yang diberikan.

Dalam Kebijakan Remunerasi Bank, profil risiko ditentukan berdasarkan cakupan tugas dan tanggung jawab pejabat bank yang berdampak signifikan terhadap profil risiko Bank.

Remuneration Policy Preparation Process

Remuneration should be focusing on the roles and responsibilities of a, individual competence, internal relativity factors and external competitiveness. The Bank manages internal relativity to ensure that awards are given fairly to motivate employees to contribute the best to the Bank and support business continuity and the Bank's mission to become a leading financial institution in Indonesia.

In managing remuneration, Bank conducts routine biennial reviews and make updates on remuneration policies based on changes in government regulations, business strategy and industry development update according to the company capability. The objective is to make Bank remuneration system continues to be soundly competitive compared to peers in the industry and continues to be compliant with government regulations.

Scope of Remuneration Policy and its Implementation

Bank Remuneration System covers all Directors, employees and individuals specified in the Remuneration Policy who are located at the head office and branch offices. Bank ensures that policies are applied equitably, fairly and balanced to ensure that each employee receives suitable rewards.

Remuneration Related to Risk

In providing remuneration to employees, Bank will consider the potential risks that may arise from all types of risks. In the event of a risk resulting from the decision taken, the company has the right to extend the deferral period of the given variable.

In Bank Remuneration Policy, risk profile is determined based on the scope of duties and responsibilities of the executives who have a significant impact on the Bank's risk profile.

Bank memiliki kebijakan Remunerasi yang mengatur bonus yang ditangguhkan. Bank telah menetapkan kategori MRT dengan metode kualitatif, di mana kategori tersebut ditentukan berdasarkan cakupan tugas dan tanggung jawab pejabat bank yang berdampak signifikan terhadap profil risiko Bank serta atas Direksi dan/atau Karyawan yang memperoleh Remunerasi yang Bersifat Variabel dengan nilai Rp1 miliar atau lebih.

Salah satu cara Bank mengelola risiko, termasuk pelanggaran, adalah melalui penangguhan wajib proporsi Remunerasi Variabel untuk individu dengan Remunerasi Variabel signifikan atau diidentifikasi sebagai MRT dan peran lain yang ditentukan oleh Direksi PTBC.

Pengaturan penangguhan untuk anggota Direksi, Karyawan senior, individu dengan Remunerasi Variabel Signifikan atau MRT dapat berubah secara berkala untuk mematuhi peraturan yang berlaku.

Bagi anggota Direksi, setidaknya 1/3 dari penghargaan STVR akan ditangguhkan. Penghargaan akan ditangguhkan ke dalam 3 bagian yang sama selama 3 tahun ke depan terhitung dari tahun saat penghargaan tersebut diberikan. Bagi jabatan selain anggota Direksi yang ditetapkan sebagai MRT, 20% dari remunerasi Remunerasi Variabel harus ditangguhkan. Penghargaan akan ditangguhkan ke dalam 3 bagian yang sama selama 3 tahun ke depan terhitung dari tahun saat penghargaan tersebut diberikan.

Pengukuran Kinerja Dikaitkan dengan Remunerasi

Untuk memberikan imbalan yang adil kepada setiap karyawan, Bank senantiasa memperhatikan dan mempertimbangkan bobot pekerjaan dan keahlian karyawan serta praktik di market untuk posisi yang sesuai.

Panduan berikut digunakan untuk penentuan besarnya remunerasi karyawan:

1. Remunerasi pokok ditinjau secara tahunan untuk sebagian besar Karyawan dengan mengacu pada parameter yang disetujui oleh Komite Remunerasi dan Nominasi.
2. Bank menggunakan struktur gaji sebagai panduan besaran gaji minimum dan gaji maksimum untuk suatu level.
3. Remunerasi suatu posisi di market didasarkan pada strategi bisnis Bank dan benchmarking di pasar. Besarnya gaji karyawan berbeda berdasarkan kompetensi skill, kinerja, pengalaman dan kelangkaan posisi di pasar.

Bank has Remuneration policy which regulates deferred bonus. Prevailing regulations require the Bank to determine the position of Material Risk Taker (MRT) related to the implementation of risk based remuneration. The Bank has also established the category of MRT with qualitative method, where the category is determined based on the scope of duties and responsibilities of the executives that have a significant impact on the Bank's risk profile also Members of Board of Directors and/or Employees who receive Variable Remuneration in the amount of Rp1 billion or more.

One way the Bank manages risk, including misconduct, is through the mandatory deferral of a proportion of Variable Remuneration for individuals with significant Variable Remuneration or identified as MRT and any other roles determined by PTBC's Board of Directors.

Deferral arrangements for members of the Board of Directors, senior Employees, individuals with Significant Variable Remuneration or MRTs can change periodically to comply with Group or regulatory requirements.

For members of the Board of Directors, 1/3 of the STVR award will be deferred. The awards are deferred in three equal tranches in three up-coming years from the year the award is granted. For any positions other than member of the Board of Directors identified as MRT, 20% of the Variable Remuneration will be deferred. The awards are deferred in three equal tranches in three up-coming years from the year the award is granted.

Performance Measurement Related to Remunerations

To provide fair remuneration to each employee, the Bank always pays attention and considers the weight of the employee's work and expertise as well as practices in the market for suitable positions.

The following guidelines are used for determining the amount of employee remuneration:

1. Base Remuneration is reviewed annually for most Employees, within parameters set by the Remuneration & Nomination Committee.
2. Banks use the salary structure as a guide for the minimum salary and maximum salary for a level.
3. Reference Payment of a position in the market is based on the Bank's business strategy and market benchmark.

4. Besarnya gaji karyawan berbeda berdasarkan kompetensi keahlian, kinerja, pengalaman dan kelangkaan posisi di pasar.
5. Untuk karyawan dengan gaji terendah harus memperhatikan ketentuan upah minimum dari daerah yang bersangkutan dimana lokasi karyawan bekerja.

Berdasarkan pengukuran kinerja dan kontribusi pada Bank setiap tahunnya, karyawan yang berhak akan mendapat imbalan berupa bonus kinerja tahunan. Bonus kinerja ditujukan untuk memotivasi dan mendorong karyawan untuk berkinerja dan berkontribusi lebih tinggi pada Bank.

Penilaian kinerja dibuat berdasarkan pencapaian hasil kerja dibandingkan dengan target yang sudah disepakati di awal tahun. Dalam penerapan remunerasi yang ideal, karyawan akan menerima jumlah remunerasi yang sesuai dengan hasil penilaian kinerjanya.

Pelaksanaan Tata Kelola Remunerasi Direksi dan Dewan Komisaris

Penetapan remunerasi bagi anggota Dewan Komisaris dan Direksi dilakukan melalui rekomendasi Komite Remunerasi dan Nominasi yang didasarkan pada kebijakan internal PT Bank Commonwealth yang tercantum di Anggaran Dasar Bank, peraturan perundang-undangan yang berlaku, serta pertimbangan atas kinerja Bank.

Proses selanjutnya adalah penyerahan rekomendasi tersebut kepada Dewan Komisaris untuk kemudian disampaikan dalam forum RUPS dan kemudian disepakati oleh para pemegang saham.

Struktur remunerasi yang diberikan kepada Dewan Komisaris dan Direksi meliputi:

1. Remunerasi dalam bentuk non-natura, termasuk gaji dan penghasilan tetap lainnya antara lain tunjangan, kompensasi berbasis saham, dan bentuk remunerasi lainnya; dan
2. Fasilitas lain dalam bentuk natura/non-natura yaitu penghasilan tidak tetap lainnya, termasuk tunjangan perumahan, transportasi, asuransi kesehatan, dan fasilitas lainnya yang dapat dimiliki maupun tidak dapat dimiliki.

4. The amount of employee salary differs based on skill competence, performance, experience, and scarcity of position in the market.

5. For employees with the lowest salaries must pay attention to the minimum wage provisions of the area concerned where the employee works.

Based on performance measurement and contribution to the Bank every year, eligible employees will be rewarded in the form of annual performance bonuses. Performance bonuses are aimed at motivating and encouraging employees to perform and contribute more to the Bank.

Performance appraisal is made based on achievement compared to the agreed targets at the beginning of the year. In the application of ideal remuneration, employees will receive the amount of remuneration in line with the results of their performance.

Governance Implementation of Board of Directors and Board of Commissioners Remuneration

The remuneration for members of the Boards of Commissioners and Board of Directors is determined through the recommendations from the Remuneration and Nomination Committee, in accordance with PT Bank Commonwealth internal policies contained in the Bank's Articles of Association, prevailing laws and regulations, as well as the consideration of Bank performance.

The next process is the submission of the aforementioned recommendations to the Board of Commissioners, and later is submitted to the GMS and subject to the approval by the shareholders.

The remuneration structure provided to the Boards of Commissioners and the Board of Directors includes:

1. Remuneration in the form of non-natural means, including salaries and other fixed income, such as allowances, stock-based compensation, and other forms of remuneration; and
2. Other facilities in the form of natural/non-natural means namely non-fixed income, such as housing, transportation, health insurance, and other facilities – be it those that can be owned or otherwise.

Sementara struktur remunerasi yang diungkapkan paling kurang meliputi:

1. Paket/kebijakan remunerasi dan fasilitas lain bagi anggota Dewan Komisaris dan Direksi yang ditetapkan Rapat Umum Pemegang Saham Bank; dan
2. Jenis remunerasi dan fasilitas lain bagi seluruh anggota Dewan Komisaris dan Direksi, paling kurang mencakup jumlah anggota Dewan Komisaris, jumlah anggota Direksi, dan jumlah seluruh paket/kebijakan remunerasi dan fasilitas lain sebagaimana dirincikan dalam tabel di bawah ini:

Meanwhile, the remuneration structure disclosed at least includes:

1. Remuneration package/policy and other facilities for members of the Boards of Commissioners and the Board of Directors determined by the Bank's General Meeting of Shareholders; and
2. The types of remuneration and other facilities for all members of the Boards of Commissioners and the Board of Directors, at least include the number of members of the Boards of Commissioners and the Board of Directors, as well as the total remuneration package/policy and other facilities as detailed in the table below:

Jenis Remunerasi dan Fasilitas Lain Types of Remuneration and Other Facilities	Jumlah Diterima di Tahun 2022 Total Received in 2022			
	Dewan Komisaris Board of Commissioners		Direksi Board of Directors	
	Jumlah Komisaris Number of Commissioners	Dalam Juta Rp (Bruto) In Million Rupiah (Gross)	Jumlah Direksi Number of Directors	Dalam Juta Rp (Bruto) In Million Rupiah (Gross)
Remunerasi (gaji, bonus, tunjangan rutin, dan fasilitas lainnya dalam bentuk non-natura)	3	5.768	6	46.887
Remuneration (salary, bonus, allowances, and other non-natural facilities)				
Fasilitas lain dalam bentuk natura (perumahan, transportasi, asuransi kesehatan dan sebagainya) yang:	3	1.199	6	2.152
a. Dapat dimiliki				
b. Tidak dapat dimiliki				
Other non-natural facilities (housing, transportation, health insurance, and others) that:				
a. Can be owned				
b. Cannot be owned				
Total	3	6.697	6	49.039

Menurut tingkat penghasilan, jumlah anggota Dewan Komisaris dan Direksi yang menerima paket remunerasi di tahun 2022 adalah sebagai berikut:

Based on the classifications by income level, number of members of the Board of Commissioners and the Board of Directors receiving the remuneration package in 2022 are as follows:

Remunerasi per orang dalam satu tahun di 2022 Remuneration per person in one year in 2022	Jumlah Komisaris Number of Commissioners	Jumlah Direksi Number of Directors
Di atas Rp3 miliar Above Rp3 billion	-	6
Di atas Rp2 miliar – Rp3 miliar* Above Rp2 billion – Rp3 billion	2	-
Di atas Rp1 miliar – Rp2 miliar* Above Rp1 billion – Rp2 billion	1	-
Di atas Rp500 juta – Rp1 miliar Above Rp500 million – Rp1 billion	-	-
Di bawah Rp500 juta Below Rp500 million	-	

* Remunerasi Dewan Komisaris hanya untuk anggota Dewan Komisaris lokal

Remunerasi Bersifat Variabel

Variable Remuneration

PT Bank Commonwealth memberikan remunerasi yang bersifat variabel dalam bentuk *Sign on Award* (untuk karyawan baru di tingkat jabatan atau pada kondisi tertentu), Bonus Kinerja Tahunan, *Sales Incentive Performance (SIP)* dan Skema Retensi.

Jumlah Direksi dan karyawan yang menerima remunerasi bersifat variabel selama satu tahun beserta nominalnya adalah sebagai berikut

PT Bank Commonwealth provides variable remuneration in the form of Sign on Award (for new employees based on the position or under certain conditions), Annual Performance Bonus, Sales Incentive Performance (SIP) and Retention Scheme.

The number of members of the Board of Directors and employees who received variable remunerations and their nominal for one year are as follows:

Remunerasi Bersifat Variabel Variable Remuneration	Direksi Board of Directors		Dewan Komisaris Board of Commissioners		Karyawan Employees		Jumlah Total	
	Orang Number of People	Dalam Juta Rp In Millions of Rupiah	Orang Number of People	Dalam Juta Rp In Millions of Rupiah	Orang Number of People	Dalam Juta Rp In Millions of Rupiah	Orang Number of People	Dalam Juta Rp In Millions of Rupiah
Total	6	11.068	2	0	837	23.754	843	34.821

Jabatan dan Jumlah Material Risk Taker

Posisi-posisi yang dianggap menjadi *Material Risk Taker* terdiri dari:

Positions and Number of Material Risk Takers

Positions deemed as the Material Risk Takers consist of:

No	Jabatan Position
1	President Director
2	Director of Compliance, Legal and Corporate Secretary
3	Director of Operations, Information Technology & Finance
4	Director of Digital, Data & Strategy
5	Director of Human Resources
6	Director of Retail & SME Business
7	Chief of Risk
8	Chief of Audit
9	Head of Treasury

Rasio Gaji di Lingkup Perusahaan

Informasi mengenai rasio gaji Dewan Komisaris, Direksi, dan karyawan Perusahaan adalah sebagai berikut:

Salary Ratio in Company Scope

Information regarding the salary ratios for the Board of Commissioners, Directors and employees of the Company are as follows:

Perbandingan Comparison	Ratio Ratio
Direktur Utama terhadap Direktur President Director to Director	1.57: 1
Komisaris Utama terhadap Anggota Dewan Komisaris President Commissioner to Members of the Board of Commissioners	N/A*
Direktur Utama terhadap Karyawan tertinggi President Director to the highest employees	1.22: 1
Direktur Utama terhadap Karyawan terendah President Director to the lowest employees	160: 1
Karyawan Tertinggi terhadap Karyawan Terendah Highest Employee to Lowest Employee	126: 1
Karyawan Terendah terhadap UMP Lowest employee against UMP (Provincial Minimum Wage)	1.39: 1

Informasi Pemutusan Hubungan Kerja

Selama tahun 2022, jumlah karyawan yang diputus hubungan kerjanya berjumlah 7 orang, dengan total pesangon yang dibayarkan sebesar Rp2,3 miliar.

Information of Termination of Employment

In 2022, there were 7 employees with termination of employment with a total severance pay of Rp2.3 billion.

Jumlah Nominal Kompensasi yang Dibayarkan per Orang dalam Satu Tahun Nominal Amount of Compensation Paid per Person in One Year	Jumlah Karyawan Number of Employees
22,368,367	1
2,112,342,499	1
10,971,000	1
14,980,000	1
7,467,500	1
12,947,000	1
85,000,000	1

Remunerasi Bersifat Variabel yang Ditangguhkan

Deferred Variable Remuneration

Remunerasi Bersifat Variabel Variable Remuneration	2022		2021	
	Tidak Ditangguhkan Non-Deferred	Ditangguhkan Deferred	Tidak Ditangguhkan Non-Deferred	Ditangguhkan Deferred
1. Tunai Cash	9.226	4.487	8.751	4.238
2. Saham/Instrumen yang berbasis saham yang diterbitkan Bank (lembar) Stocks/stock based instruments issued by Bank (shares)	0	0	0	0

Rincian Jumlah Remunerasi Tahun 2022

Details of Total Remuneration in 2022

Remunerasi yang Bersifat Tetap Fixed Remuneration	
Gaji Pokok Base Salary	413.165.023.690
Tunjangan Hari Raya (THR) Lebaran Allowance	33.935.094.108
Tunjangan Akhir Tahun (TAT) Year-End Allowance	34.301.682.287