

DEWAN KOMISARIS BOARD OF COMMISSIONERS

Dewan Komisaris merupakan organ Bank yang bertugas melakukan pengawasan terhadap kinerja Direksi dan memberi nasihat dalam pengelolaan Bank. Dewan Komisaris tidak turut serta dalam pengambilan keputusan operasional. Kedudukan setiap anggota Dewan Komisaris termasuk Presiden Komisaris adalah setara. Dewan Komisaris memiliki lebih dari satu orang anggota yang setiap anggota bertindak atas keputusan bersama dan mewakili Dewan Komisaris.

SYARAT UNTUK MENJADI ANGGOTA DEWAN KOMISARIS RANGKAP JABATAN DEWAN KOMISARIS

Persyaratan minimum untuk Dewan Komisaris adalah:

- Dewan Komisaris terdiri dari paling sedikit 3 (tiga) orang dan paling banyak sama dengan jumlah anggota Direksi.
- Dari seluruh anggota Dewan Komisaris, paling sedikit 1 (satu) orang wajib berdomisili di Indonesia.
- Dewan Komisaris wajib dipimpin oleh Presiden Komisaris atau Komisaris Utama.
- Dewan Komisaris wajib terdiri dari Komisaris Independen dan Komisaris Non Independen.
- Komisaris Independen wajib paling sedikit berjumlah 50% (lima puluh persen) dari jumlah anggota Dewan Komisaris
- Mantan anggota Direksi atau Pejabat Eksekutif Bank atau pihak-pihak yang mempunyai hubungan dengan Bank, yang dapat mempengaruhi kemampuan yang bersangkutan untuk bertindak independen wajib menjalani masa tunggu (*cooling off*) paling singkat 1 (satu) tahun sebelum menjadi Komisaris Independen pada Bank yang bersangkutan.
 - Ketentuan tersebut tidak berlaku bagi mantan anggota Direksi yang membawahkan fungsi pengawasan atau Pejabat Eksekutif yang melakukan fungsi pengawasan pada Bank tersebut.

The Board of Commissioners is an organ of the Bank tasked with overseeing the work performance of the Board of Directors and providing advice on managing the Bank. The Board of Commissioners does not take part in making operational decisions. The status of each member of the Board, including the Chief Commissioner, is equal. Each individual member acts on a joint decision and represents the Board.

REQUIREMENTS TO BE MEMBER OF BOARD OF COMMISSIONERS INTERLOCKING DIRECTORATE

The minimum requirements for the Board of Commissioners are:

- At the very least Board of Commissioners shall consist of three (3) members and at the most equivalent to the members of Board of Directors.
- At least 1 (one) member of the Board must be domiciled in Indonesia.
- The Board of Commissioners have to be lead by President Commissioner.
- The Board of Commissioners consist of Independent Commissioner and Non-Independent Commissioner.
- Independent Commissioners must at the very least occupy 50% (fifty percent) of the total members of the Board of Commissioners.
- Former member to the Bank's Board of Directors or Executive Members or other parties which have relationship with the Bank, who have the ability to act as an Independent requires to undergo through a cooling off period at the very least 1 (one) year before appointed to be Independent Commissioner by the subjected Bank.
 - The above rules is ruled out for former member to the Board of Director who responsible for monitoring function or Executive members whose duties is to perform monitoring function.

- Komisaris Non Independen dapat beralih menjadi Komisaris Independen setelah memenuhi persyaratan sebagai Komisaris Independen.
- Komisaris Non Independen yang akan beralih menjadi Komisaris Independen wajib menjalani masa tunggu (cooling off) paling singkat 6 (enam) bulan.
- Peralihan dari Komisaris Non Independen menjadi Komisaris Independen wajib memperoleh persetujuan Otoritas Jasa Keuangan (OJK).
- Komisaris Independen yang telah menjabat selama 2 (dua) periode masa jabatan berturut-turut dapat diangkat kembali pada periode selanjutnya sebagai Komisaris Independen dalam hal:
 - Rapat Anggota Dewan Komisaris menilai bahwa Komisaris Independen tetap dapat bertindak independen;
 - Komisaris Independen menyatakan dalam RUPS mengenai independensi yang bersangkutan.
- Pernyataan independensi Komisaris Independen wajib diungkapkan dalam laporan pelaksanaan tata kelola.
- Setiap usulan pengangkatan dan/atau penggantian anggota Dewan Komisaris kepada RUPS harus memperhatikan rekomendasi Komite Remunerasi dan Nominasi.
- Anggota Komite remunerasi dan nominasi yang memiliki benturan kepentingan (*conflict of interest*) dengan usulan yang direkomendasikan wajib mengungkapkan dalam usulan yang direkomendasikan.
- Anggota Dewan Komisaris harus memenuhi persyaratan penilaian kemampuan dan kepatutan sesuai POJK mengenai Penilaian Kemampuan dan Kepatutan bagi Pihak Utama Lembaga Jasa Keuangan.
- Mayoritas anggota Dewan Komisaris dilarang saling memiliki hubungan keluarga sampai dengan derajat kedua dengan sesama anggota Dewan Komisaris dan/atau anggota Direksi.
- Anggota Dewan Komisaris dilarang melakukan rangkap jabatan sebagai anggota Direksi, anggota Dewan Komisaris atau Pejabat Eksekutif:
 - Pada lembaga keuangan atau perusahaan keuangan, baik bank maupun bukan bank;
 - Pada lebih dari 1 (satu) lembaga bukan keuangan atau perusahaan bukan keuangan, baik yang berkedudukan di dalam maupun di luar negeri.
- Non-Independent Commissioners can be functioned as Independent Commissioners after fulfilling the requirements to be Independent Commissioners.
- Non Independent Commissioners who will be positioned as Independent Commissioners are required to go through cooling off period at the very least in a period of 6 (six) months.
- The transition from Non Independent Commissioners to Independent Commissioners requires an approval from OJK.
- Independent Commissioner who have held the position for 2 (two) office terms consecutively can be appointed again in the next period as Independent Commissioner in conditions of:
 - Board of Commissioners' meeting concludes Independent Commissioner can act independently.
 - Independent Commissioners stated in GMS on the independency of the subjects.
- The independency statements of Independent Commissioners are required to be disclosed in the GCG report.
- Every opinion on the appointment and/or changes in the members of Board of Commissioners to GMS has to consider the recommendation from Remuneration and Nomination Committee.
- Members of Remuneration and Nomination Committee who have conflict of interest with the inputs which recommended have to be disclosed in the inputs which recommended.
- Members of Board of Commissioners have to fulfill the capability requirements in accordance to POJK on the ability and competency scoring as the main party to financial institutions.
- Majority of Board of Commissioners are prohibited to have family relations to the second degree within the Board of Commissioners and/or Board of Directors.
- Members of Board of Commissioners are prohibited to have an interlocking position as member of Board of Director, member of Board of Commissioner and Executive Members:
 - At financial institutions or financial companies, Bank or non-Bank;
 - At more than 1 (one) non financial institution or non financial company, both located domestically and overseas.

- Tidak termasuk rangkap jabatan dalam hal:
 - Anggota Dewan Komisaris menjabat sebagai anggota Direksi, anggota Dewan Komisaris atau Pejabat Eksekutif yang melaksanakan fungsi pengawasan pada 1 (satu) perusahaan anak bukan bank yang dikendalikan oleh Bank;
 - Komisaris Non Independen menjalankan tugas fungsional dari pemegang saham Bank yang berbentuk badan hukum pada kelompok usaha Bank; dan/atau
 - Anggota Dewan Komisaris menduduki jabatan pada organisasi atau lembaga nirlaba.

- Conditions which do not fall as interlocking positions:
 - Board of Commissioners member which positioned as Member to the Board of Director, Member to the Board of Commissioners or Executive Members who are functioned in the monitoring function in 1 (one) subsidiary company which is not controlled by Bank;
 - Non-Independent Commissioners whose assume functional responsibility from Bank's Shareholders in the form of limited liability in Bank business group; and/or
 - Board of Commissioners Member who assume position in an organization or non-profit organization.

Pengangkatan dan Pemberhentian Dewan Komisaris

Berikut ini adalah mekanisme serta prosedur pengangkatan Dewan Komisaris Bank:



Dewan Komisaris atau Pemegang Saham akan memberikan proposal kandidat anggota Dewan Komisaris kepada Komite Remunerasi dan Nominasi yang akan memproses kandidat lebih lanjut.

The Board of Directors, the Board of Commissioners or the Shareholders will submit candidate proposals for Commissioners or Directors to the Remuneration and Nomination Committee that will process the candidates further



Sebelum diajukan kepada Pemegang Saham melalui Dewan Komisaris, kandidat akan menjalani proses seleksi berikut:

Prior to being submitted to the Shareholders through the Board of Commissioners, candidates will undergo the following selection process

- Semua CV yang masuk akan di-review dan dievaluasi oleh Komite Remunerasi dan Nominasi. Majoritas anggota Komite Remunerasi dan Nominasi harus setuju untuk nominasi tersebut sebelum kandidat mengikuti proses seleksi berikutnya. Kandidat yang telah memenuhi kriteria selanjutnya akan diwawancara.
- Kandidat yang lulus wawancara, akan dicek latar belakangnya oleh pihak eksternal dan secara internal perusahaan akan mengecek kandidat pada daftar SID Bank Indonesia. Proses ini tidak berlaku bagi kandidat yang direkomendasikan oleh ICBC Ltd. karena pengecekan dilakukan oleh ICBC Ltd.

- All incoming CVs will be reviewed and evaluated by the Remuneration and Nomination Committee. The majority of the Remuneration and Nomination Committee members must agree to the nomination before the candidate follows the next selection process. Candidates who have met the next criteria will be interviewed.

- Candidates who pass the interview will be background checked by external parties. Internally, the company will check candidates on the SID lists of Bank Indonesia. This process does not apply to candidates recommended by ICBC Limited. Checks will have already been made by ICBC Limited.



Setelah melakukan beberapa proses seleksi di atas, kandidat yang terpilih akan dinominasikan oleh Komite Remunerasi & Nominasi kepada Dewan Komisaris, yang kemudian akan mengajukan kepada RUPS.

After conducting the above selection process, the chosen candidate will be nominated by the Remuneration and Nomination Committee to the Board of Commissioners, who will then subsequently submit to the GMS.



Setelah menerima persetujuan awal dari Pemegang Saham, kandidat akan diatur untuk menjalani tes Uji Kemampuan dan Kepatutan oleh Regulator, tes kesehatan, dan bentuk pemeriksaan lainnya yang akan dilakukan oleh Pemegang Saham maupun Bank ICBC Indonesia.

Upon receiving the preliminary approval of the Shareholders, candidates will be governed to undergo a Feasibility Test, as well as a test of their regulatory abilities, alongside medical tests and other forms of inspection that will be conducted by Shareholders or PT Bank ICBC Indonesia.



Kandidat yang telah lolos Poin 4 akan diusulkan oleh Dewan Komisaris dan Direksi untuk ditunjuk oleh Pemegang Saham. Proposal akan termasuk didalamnya paket remunerasi untuk kandidat anggota Dewan Komisaris.

Candidates who have passed the procedure described in Point 4 will be proposed by the Board of Commissioners and the Board of Directors to be appointed by the Shareholder. The proposal will include a remuneration package for candidates for members of the Boards of Commissioners and Directors.



Berdasarkan persetujuan dari Pemegang Saham Departemen Sumber Daya Manusia akan memberikan penawaran kepada kandidat anggota Dewan Komisaris atau Direksi.

Based on approval from the Shareholders, the Human Resources Department will provide bidding offers to potential Board of Commissioners or Board of Directors members.



Setelah meninjau proposal dari Dewan Komisaris dan persetujuan penawaran dari kandidat anggota Dewan Komisaris, kemudian RUPS akan memutuskan secara formal anggota baru dan komposisi baru dari anggota Dewan Komisaris termasuk di dalamnya persetujuan paket remunerasi untuk anggota Dewan Komisaris yang baru. Persetujuan akan berupa Keputusan Pemegang Saham atau Risalah rapat dari RUPS atau cara lain yang diatur dalam anggaran dasar.

After reviewing the proposal from the Board of Commissioners and approval of the bidding offers from the potential candidates of the Board of Commissioners or the Board of Directors, the GMS will subsequently formally decide the new membership status and composition of the Board of Commissioners or the Board of Directors members. This includes approving remuneration package agreement for these new Board of Commissioners or Board of Directors members. The agreement will be based on the decisions of Shareholders or the Minutes of the Meeting of the GMS or based on other methods stipulated within the Articles of Association of the Bank.



Berdasarkan keputusan tersebut di atas, Departemen Sumber Daya Manusia akan mempersiapkan surat pemberitahuan kepada Supervision/Regulator mengenai perubahan komposisi dari Dewan Komisaris.

Based on the aforementioned decision, the Human Resources Department will prepare a notification letter to Supervisors/ Regulators regarding changes in the composition of the Board of Commissioners or the Board of Directors.



Untuk kandidat yang berasal dari Pemegang Saham atau dari internal (pejabat eksekutif Bank), proses seleksi secara umum akan berlaku sama, kecuali untuk beberapa poin yang mungkin tidak berlaku untuk kandidat yang berasal dari ICBC Ltd. seperti disebutkan di atas.

For candidates coming from Shareholders or from internal (executive officers of the Bank), the same general selection process applies, except for some points which may not apply to candidates from ICBC Limited, as mentioned above.

Susunan dan Komposisi Dewan Komisaris Tahun 2017

Susunan Dewan Komisaris Bank pada 31 Desember 2017 terdiri dari 1 (satu) orang Presiden Komisaris dan 2 (dua) orang Komisaris Independen. Kedua Komisaris Independen berdomisili di Indonesia. Dengan demikian, komposisi Dewan Komisaris Bank telah memenuhi Peraturan OJK tentang Pelaksanaan GCG bagi Bank Umum.

Board of Commissioners Composition in 2017

The composition of the Board of Commissioners of The Bank as of 31 December 2017 consists of 1 (one) President Commissioner and 2 (two) Independent Commissioners. The two Independent Commissioners are domiciled in Indonesia. As such, the composition of the Board has complied with Bank Indonesia Regulations on GCG Implementation for Commercial Banks.

Foundation Laid for the Next 10 Years

Kronologi Susunan Dewan Komisaris di Sepanjang Tahun 2017

01 January 2017-12 December 2017	13 December 2017-31 December 2017	Keterangan Detail
Ma Xiangjun Presiden Komisaris President Commissioner		Ma Xiangjun mengundurkan diri sebagai Presiden Komisaris pada 12 Desember 2017 Ma Xiangjun resigned as President Commissioner on 12 December 2017
	Wang Kun Presiden Komisaris President Commissioner	Wang Kun diangkat sebagai Presiden Komisaris pada 13 Desember 2017 Akta pengangkatan Presiden Komisaris Wang Kun is appointed as President Commissioner on 13 December base on Deed of appointment of President Commissioner No. 108.13.12.2017 tanggal 13 Desember 2017
Hendra Widjojo Komisaris Independen Independent Commissioner	Hendra Widjojo Komisaris Independen Independent Commissioner	Akta pengangkatan Komisaris Deed of appointment of Commissioner No. 024.19.09.2007 tanggal 19 September 2007
Christina Harapan Komisaris Independen Independent Commissioner	Christina Harapan Komisaris Independen Independent Commissioner	Akta pengangkatan Komisaris Deed of appointment of Commissioner No. 135.22.02.2016 tanggal 22 Februari 2016

Profil seluruh anggota Dewan Komisaris dapat dilihat pada bab Profil Perusahaan pada laporan tahunan ini.

Uji Kemampuan dan Kepatutan

Uji Kemampuan dan Kepatutan bagi Dewan Komisaris dilakukan setelah menerima persetujuan awal dari Pemegang Saham. Kandidat akan diatur untuk menjalani tes Uji Kemampuan dan Kepatutan oleh Regulator, tes kesehatan, dan bentuk pemeriksaan lainnya yang akan dilakukan baik oleh Pemegang Saham maupun Bank.

Seluruh anggota Dewan Komisaris Bank telah lulus Uji Kemampuan dan Kepatutan oleh Regulator melalui keputusan di bawah ini:

- Ma Xiangjun (Presiden Komisaris), Surat No. SR-14/D.03/2016 tertanggal 27 Januari 2016.
- Wang Kun (Presiden Komisaris), Surat No. KEP-203/D.03/2017 tertanggal 3 November 2017.
- Hendra Widjojo (Komisaris Independen), Surat No. 9/9/DPIP/Prz/Sb/Rahasia tertanggal 7 November 2007.
- Christina Harapan (Komisaris Independen), Surat No. SR-176/D.03/2015 tertanggal 15 September 2016.

The profiles of all members of the Board of Commissioners can be seen in the Company Profile chapter in this annual report.

Fit and Proper Test

The Feasibility Test of the Board of Commissioners shall be conducted upon receiving of the initial approval from the Shareholders. The candidate will be required to undergo the Feasibility and Capability Test by regulators. Medical tests and other forms of inspection will also be performed by both Shareholders and The Bank.

All Board of Commissioners at The Bank has passed feasibility and capability test from the regulator through the decision below:

- Ma Xiangjun (President Commissioner), Letter No. SR-14/D.03/2016 dated 27 January 2016.
- Wang Kun (President Commissioner), Letter No. KEP-203/D.03/2017 dated 3 November 2017.
- Hendra Widjojo (Independent Commissioner), Letter No. 9/9/DPIP/Prz/Sb/Confidential dated 7 November 2007.
- Christina Harapan (Independent Commissioner), Letter No. SR-176/D.03/2015 dated 15 September 2016.

Program Orientasi dan Pengenalan Dewan Komisaris Baru

Bank memiliki program orientasi dan pengenalan bagi anggota Dewan Komisaris dan Komite di bawah Dewan Komisaris yang baru bergabung dengan tujuan untuk memberikan pengetahuan dan pemahaman tentang Bank dan lingkup pekerjaannya yang dipresentasikan oleh Presiden Direktur dan Direksi lainnya yang meliputi: visi dan misi Bank; Kode Etik Bank; struktur organisasi Bank; pedoman dan tata tertib kerja Dewan Komisaris dan Komite-Komite; informasi tentang segmen/bidang yang ada di Bank, yang disampaikan oleh masing-masing Direktur bidang; serta peraturan-peraturan terkait lainnya.

Di tahun 2017, Bank telah memberikan program orientasi dan pengenalan kepada Wang Kun yang menjabat sebagai Presiden Komisaris yang baru.

Pelatihan dan Pengembangan Kompetensi

Bank memiliki kebijakan terkait pengembangan dan peningkatan kompetensi Dewan Komisaris, yang dilakukan melalui berbagai pelatihan dan pendidikan dengan pendanaan sepenuhnya menjadi tanggung jawab Bank. Tentang daftar pelatihan dan pengembangan kompetensi Dewan Komisaris dapat dilihat pada bab Profil Perusahaan pada laporan tahunan ini.

Pedoman Kerja

Dewan Komisaris Bank bekerja berdasarkan pedoman dan tata tertib kerja Dewan Komisaris, yang telah diperbaharui pada tanggal 10 Oktober 2017, yang antara lain mengatur: Tugas dan Tanggung Jawab serta Wewenang Dewan Komisaris; Etika atau Pedoman Berperilaku; Waktu Kerja Dewan Komisaris; Kategori Rapat; serta Tata Tertib Rapat.

Pedoman Perilaku

Dewan Komisaris telah bertindak profesional dan menghindari segala bentuk potensi benturan kepentingan secara langsung maupun tidak langsung, menjamin keamanan dan kerahasiaan informasi penting perusahaan.

Board of Commissioners' Orientation and Introduction Program

The Bank has an orientation and introductory program for newly appointed Board of Commissioner members as well as for Committees under the Board of Commissioners. The purpose is to provide knowledge and understanding of the Bank and the scope of its work. This information is to be presented by the President Directors and Board of Directors members and covers; ææ The Bank's Vision and Mission; The Bank's Code of Conduct; The Bank's Organizational Structure; Working Guidelines and Work Order of the Board of Commissioners and Committees; Information on segments/ fields present in the Bank, submitted by each Director of the field; and other related regulations.

In 2017, Bank has provided orientation program and introduction to Mr. Wang Kun who is assigned as the new President Commissioner.

Training and Competency Development

The Bank has policies related to the development and enhancement of Board of Commissioners, which are conducted through trainings and the cost associated to the development is handled of The Bank. Related to the trainings and development of the Board of Commissioners can be referred to the Company Profile section in this annual report.

Working Guidelines

The Board of Commissioners of The Bank is working under the Board Charter which contains guidelines and work rules, which have been updated on October 10, 2017, and among others regulate: Duties and Responsibilities, and the authority of the Board of Commissioners; Ethics or Code of Conduct; Working Time of the Board of Commissioners; Meeting Category; and the rules of the meeting.

Code of Conduct

The Board of Commissioners has acted professionally and avoided any form of potential conflict of interest directly or indirectly, ensuring the security and confidentiality of key corporate information.

Interaksi antara Dewan Komisaris dengan Pemegang Saham terjadi, antara lain ketika:

- Memberikan pendapat dan saran saat RUPS mengenai Rencana Jangka Panjang Perusahaan, Anggaran dan Rencana Kerja Perusahaan yang diusulkan Direksi.
- Mengawasi pengelolaan perusahaan, serta memberikan pendapat dan saran kepada RUPS mengenai setiap masalah yang dianggap penting.
- Melaporkan dengan segera kepada RUPS apabila terjadi gejala penurunan kinerja perusahaan.

Sementara itu, interaksi Dewan Komisaris dan Direksi antara lain terjadi ketika:

- Meneliti dan menelaah laporan berkala dan laporan tahunan yang disiapkan Direksi, serta menandatangani laporan tahunan.
- Melakukan pengawasan dan memberikan pendapat atas pengelolaan perusahaan.
- Melakukan penilaian atas kinerja Direksi.

Tugas dan Tanggung Jawab

Tugas dan tanggung jawab Dewan Komisaris antara lain:

- Melaksanakan pengawasan terhadap Direksi Bank dalam penerapan dan pelaksanaan kebijakan Bank, tugas-tugas dan tanggung jawabnya sesuai dengan Keputusan RUPS maupun semua ketentuan yang berlaku.
- Memberikan nasihat kepada Direksi mengenai hal-hal strategis yang berhubungan dengan kegiatan usaha Bank. Nasihat-nasihat yang dapat diberikan oleh Dewan Komisaris kepada Direksi tersebut misalnya berkaitan dengan penerbitan produk perbankan yang baru, strategi perluasan pasar, pembukaan jaringan kantor, strategi pengembangan untuk memperoleh bisnis perbankan yang baru, termasuk pula nasihat-nasihat dalam hal Bank mengalami kesulitan yang serius.
- Membuat dan menyampaikan laporan adanya pelanggaran terhadap undang-undang dan/ atau ketentuan di bidang keuangan dan perbankan, keadaan atau perkiraan keadaan yang dapat membahayakan kelangsungan usaha Bank kepada pihak berwenang yang terkait. Laporan tersebut harus ditandatangani oleh Dewan Komisaris dan disampaikan kepada Regulator dalam waktu 7 (tujuh) hari kerja sejak ditemukannya pelanggaran.

Interaction between the Board of Commissioners and Shareholders occurs, among others, when they are:

- Providing opinions and suggestions during the GMS on the Company's Long Term Plan, Budget and Business Plan proposed by the Board of Directors.
- Supervising the management of the company, and providing opinions and suggestions to the General Meeting of Shareholders regarding any issues that are considered important.
- Reporting immediately to the GMS in case of symptoms of decline in company performance.

Meanwhile, the interaction of the Board of Commissioners and the Board of Directors, among others, occurred when they are:

- Examining and reviewing the annual reports and annual reports prepared by the Board of Directors, and signing these annual reports.
- Conducting supervision and giving opinions on the management of the company.
- Assessing the performance of the Board of Directors.

Duties and Responsibilities

The duties and responsibilities of the Board of Commissioners are as follows:

- Implement supervision on the Board of Directors of the Bank in the application and implementation of the Bank's policies, and on the application and implementation of its duties and responsibilities, on whether the board is in accordance with the Resolutions of the General Meeting of Shareholders or all applicable regulations.
- Advise the Directors on strategic matters relating to the Bank's business activities. Advice to be given by the Board of Commissioners to the Board of Directors is related to the issuance of new banking products, market expansion strategies, the opening of office networks, development strategies to acquire new banking business, as well as advice in case of the Bank experiencing serious difficulties.
- Create and submit reports for violations of laws and/or regulations in the financial and banking fields, and for circumstances or estimates of circumstances that may compromise the Bank's business continuity to the relevant authorities. The report shall be signed by the Board of Commissioners and shall be submitted within 7 (seven) working days after the discovery of the violation.

- Melaksanakan pengawasan terhadap rencana bisnis bank yang dilakukan Direksi dan melaporkannya kepada Otoritas Jasa Keuangan (OJK) beserta tanggapannya per semester.
- Mengevaluasi pertanggungjawaban Direksi atas pelaksanaan kebijakan Manajemen Risiko Bank. Dewan Komisaris dibantu oleh Komite Pemantau Risiko yang mempersiapkan *draft* hasil evaluasi dimaksud berikut rekomendasi kepada Dewan Komisaris. Setelah itu Dewan Komisaris mendiskusikan hasil evaluasi dimaksud dan selanjutnya menyampaikan hasil evaluasi tersebut kepada Direksi untuk diketahui dan/atau ditindaklanjuti.
- Dewan Komisaris harus memahami, memantau, dan selanjutnya melaporkan kepada Otoritas Jasa Keuangan mengenai:
 - Persetujuan pengangkatan dan pemberhentian kepala Satuan Kerja Audit Internal SKAI], yaitu dilaporkan 14 hari kerja setelah pengangkatan/pemberhentian yang bersangkutan.
 - Pelaksanaan audit internal Bank serta pokok-pokok hasil temuan audit internal (per semester, yaitu Juni and Desember).
 - Laporan terhadap realisasi bisnis Bank yang disampaikan selambat-lambatnya 2 (dua) bulan setelah bulan laporan (akhir Februari dan Agustus).
- Melakukan *review* atas perencanaan audit dan pelaksanaannya serta pemantauan atas tindak lanjut hasil audit dalam rangka menilai kecukupan pengendalian internal, termasuk kecukupan proses pelaporan keuangan.
- Memberikan laporan tentang tugas pengawasan yang telah dilakukan selama tahun buku yang baru lampau kepada Rapat Umum Pemegang Saham/RUPS.
- Mengevaluasi laporan tahunan yang telah diaudit untuk diajukan dalam Rapat Umum Pemegang Saham Tahunan.
- Melakukan pengawasan terhadap pelaksanaan fungsi kepatuhan Bank dengan:
 - Mengevaluasi pelaksanaan fungsi kepatuhan Bank paling kurang 2 (dua) kali dalam 1 (satu) tahun.
 - Memberikan saran-saran dalam rangka meningkatkan kualitas pelaksanaan fungsi kepatuhan Bank.
- Memastikan terselenggaranya pelaksanaan Tata Kelola Perusahaan yang Baik dalam setiap kegiatan usaha Bank pada seluruh tingkatan atau jenjang organisasi.
- Implement supervision of the Bank's business plan by the Board of Directors and report it to the Financial Services Authority (OJK) and its response per semester.
- Evaluate the Board of Directors' accountability for the implementation of the Bank's Risk Management policy. The Board of Commissioners is assisted by the Risk Monitoring Committee for preparing the draft of the evaluation result and recommendations to the Board of Commissioners. Thereafter the Board of Commissioners is to discuss the results of the evaluation and subsequently submit the evaluation results to the Board of Directors in order for it to be known and/or acted upon.
- The Board of Commissioners shall understand, monitor, and subsequently report to the Financial Services Authority on:
 - Approval of the appointment and dismissal of the Internal Audit Working Unit, which is to be reported 14 working days after the appointment/termination .
 - Implementation of the Bank's internal audit as well as the main findings of internal audit findings (per semester, June and December).
 - Reports are to be submitted to Bank Indonesia no later than 2 (two) months after the reporting month (end of February and August).
- Reviewing the audit planning and implementation process as well as the monitoring of follow-ups of audit results in order to assess the adequacy of internal controls, including the adequacy of the financial reporting process.
- Provide reports on supervisory duties that have been conducted during the past financial year to the General Meeting of Shareholders/GMS.
- Evaluate audited annual reports for submission in the Annual General Meeting of Shareholders.
- Monitor the implementation of Bank's compliance function by:
 - Evaluate the implementation of the Bank's compliance function at least 2 (two) times in 1 (one) year.
 - Provide suggestions in order to improve the quality of the Bank's compliance function.
- Ensure the implementation of Good Corporate Governance in every business activity of the Bank at all levels of the organization.

- Memastikan bahwa Direksi Bank telah menindaklanjuti temuan audit dan rekomendasi dari Satuan Kerja Audit Internal Bank (SKAI), auditor eksternal, hasil pengawasan Regulator.
- Memastikan bahwa Komite Audit, Komite Pemantau Risiko serta Komite Remunerasi dan Nominasi telah menjalankan tugasnya secara efektif.
- Menjamin SKAI dapat melaksanakan tugasnya secara independen.
- Dalam kaitannya dengan Penyelenggaraan Anti Pencucian Uang (APU) dan Pencegahan Pendanaan Terorisme (PPT), Dewan Komisaris harus melakukan pengawasan aktif yang mencakup:
 - Persetujuan atas kebijakan dan prosedur penerapan program APU dan PPT.
 - Pengawasan atas pelaksanaan tanggung jawab Direksi terhadap program APU dan PPT.
- Dalam kaitannya dengan pelaksanaan kegiatan alih daya pada Bank, Dewan Komisaris harus melakukan hal-hal sebagai berikut:
 - Menyetujui dan mengevaluasi kebijakan alih daya termasuk penyempurnaannya.
 - Mengevaluasi pertanggungjawaban Direksi atas penerapan Manajemen Risiko pada Alih Daya.
- Dalam kaitannya dengan penyelenggaraan manajemen Teknologi Informasi, tanggung jawab Dewan Komisaris meliputi hal-hal sebagai berikut:
 - Mengarahkan, memantau dan mengevaluasi rencana strategis Teknologi Informasi dan Kebijakan Bank terkait dengan penyelenggaraan Teknologi Informasi.
 - Mengevaluasi pertanggung jawaban Direksi atas penerapan Manajemen Risiko dalam penggunaan Teknologi Informasi.
 - Melakukan evaluasi terhadap perencanaan dan pelaksanaan audit, memastikan audit dilaksanakan dengan frekuensi dan lingkup yang memadai serta melakukan pemantauan atas tindak lanjut hasil audit.
 - Melakukan evaluasi terhadap pengelolaan pengamanan yang handal dan efektif atas Informasi Teknologi guna menjamin ketersediaan, kerahasiaan dan keakuratan informasi.
- Memelihara dan memantau Tingkat Kesehatan Bank serta mengambil langkah-langkah yang diperlukan untuk memelihara dan/atau meningkatkan Tingkat Kesehatan Bank.
- Ensure that the Board of Directors of the Bank has followed-up on audit findings and recommendations of the Bank Internal Audit Work Unit, external auditors, the results of supervision by Bank Indonesia or other authorities.
- Ensure that the Audit Committee, Risk Monitoring Committee and Remuneration and Nomination Committee have performed their duties effectively.
- Ensure that the Internal Audit Unit can carry out its duties independently.
- In relation to the Implementation of Anti Money Laundering and Terrorism Financing Prevention (PPT), the Board of Commissioners shall exercise active supervision which includes:
 - Approval of APU and PPT program policies and procedures.
 - Supervision over the implementation of Board of Directors' responsibilities to APU and PPT programs.
- In relation to the implementation of outsourcing activities at the Bank, the Board of Commissioners shall do the following:
 - Approve and evaluate outsourcing policies including improvements.
 - Evaluate the responsibility of the Board of Directors on the implementation of Risk Management on Outsourcing.
- In relation to the management of Information Technology, the responsibility of the Board of Commissioners covers the following matters:
 - Direct, monitor and evaluate the strategic plan of Information Technology and Bank Policy related to the implementation of Information Technology.
 - Monitor and evaluate the suitability of policies with the application of risk management in the use of Information Technology.
 - Evaluate the planning and execution of audits, ensure that audits are carried out with adequate frequency and scope, and monitor the follow-ups of audit results.
 - Evaluate the reliable and effective management of Information Technology to ensure the availability, confidentiality and accuracy of information.
- Maintain and monitor the Bank's Health Level and take measures that are necessary to maintain and/or increase the sound level of the Bank.

- Sendiri dan/atau bersama-sama dengan Direksi dan/atau Pemegang Saham Pengendali wajib menyampaikan rencana tindakan (*action plan*) kepada OJK yang memuat langkah-langkah perbaikan yang wajib dilaksanakan oleh Bank dalam rangka mengatasi permasalahan yang signifikan yang dihadapi oleh Bank beserta target waktu penyelesaiannya, apabila hasil penilaian Tingkat Kesehatan Bank menunjukkan:
 - (i) Peringkat Faktor Tingkat Kesehatan Bank ditetapkan 4 (empat) atau 5 (lima); (ii) Peringkat Komposit Tingkat Kesehatan Bank ditetapkan 3 (tiga) namun terdapat permasalahan signifikan yang perlu diatasi agar tidak mengganggu kelangsungan usaha Bank. Rencana tindakan sebagaimana dimaksud antara lain meliputi:
 - Memperbaiki penerapan manajemen risiko Bank dengan langkah-langkah perbaikan yang nyata disertai dengan target waktu penyelesaiannya. Sebagai contoh, pada Bank dengan tingkat Risiko Kredit yang tinggi, Bank dapat menurunkan Risiko Kredit dengan memperbaiki kelemahan dalam kualitas Penerapan Manajemen Risiko Kredit dan/atau menurunkan eksposur risiko kredit inheren.
 - Memperbaiki penerapan GCG dengan langkah-langkah perbaikan yang nyata dan target waktu penyelesaiannya.
 - Memperbaiki kinerja keuangan Bank antara lain dengan meningkatkan efisiensi apabila Bank mengalami permasalahan rentabilitas.
 - Menambah modal secara tunai dari Pemegang Saham Bank dan/atau pihak lainnya apabila Bank mengalami permasalahan kekurangan permodalan.
- Melakukan pengawasan aktif terhadap penerapan manajemen risiko dalam kegiatan keagenan produk keuangan luar negeri;
- Memantau dan memberikan persetujuan kepada Direksi untuk menetapkan kebijakan dan prosedur tentang transparansi penggunaan data pribadi Nasabah serta kebijakan dan prosedur tentang transparansi informasi produk Bank.

Kewajiban

Kewajiban Dewan Komisaris adalah sebagai berikut:

- Anggota Dewan Komisaris wajib dengan itikad baik dan penuh tanggung jawab menjalankan tugasnya untuk kepentingan Bank.
- Anggota Dewan Komisaris wajib melaksanakan tugas dan tanggung jawabnya secara independen (obyektif, bebas dari tekanan dan kepentingan pihak manapun). Dalam hal terjadi benturan kepentingan yang tidak dapat dihindari harus diungkapkan secara wajar dan terbuka.

- Alone and/or together with the BoD and Controlling Shareholders, it must submit action plans to the Financial Services Authority that contain remedial measures that must be performed by the Bank in order to address the significant problems faced by the Bank and its established time targets completion. This is to be done if the result of the Bank's Health Rating indicates: (i) The Bank's Soundness Factor is determined to be 4 (four) or 5 (five); (ii) Bank Composite Rating is set at 3 (three) but there are significant issues that need to be addressed so as not to disrupt the business continuity of the Bank. The action plans referred to among others includes:

- Improving the implementation of Bank Risk Management with concrete improvement measures accompanied by an established target completion time. For example, at a Bank with a credit risk level, these measures can include correcting the weakness in the quality of Credit Risk Management Implementation and/or lowering the exposure to inherent credit risk.
- Improving GCG implementation with real improvement measures and target completion times.
- Improving the financial performance of the Bank, among others, by improving efficiency if the Bank experiences problems of profitability.
- Increasing capital in cash from the Shareholders of the Bank and/or other parties if the Bank suffers from a lack of capital.

- Conduct active oversight of the implementation of risk management in the activities of foreign financial product agency;
- Monitor and give approval to the Board of Directors to establish policies and procedures on transparent use of customer personal data and policies, as well as on procedures on the transparency of information for the Banks products.

Obligations

The obligations of the Board of Commissioners are as follows:

- Members of the Board of Commissioners shall in good faith and with full responsibility perform their duties in the interest of the Bank.
- Members of the Board of Commissioners shall carry out their duties and responsibilities independently (objectively, free from any pressure and interest of any party). In the event of an unavoidable clash of interests, this should be expressed fairly and openly.

- Anggota Dewan Komisaris wajib menyediakan waktu yang cukup untuk melaksanakan tugas dan tanggung jawabnya secara optimal.
- Anggota Dewan Komisaris wajib mengungkapkan:
 - Kepemilikan sahamnya yang mencapai 5% (lima persen) atau lebih pada Bank dan/atau pada perusahaan lainnya.
 - Hubungan keuangan, hubungan keluarga, dengan anggota Dewan Komisaris, Direksi dan/atau Pemegang Saham Bank.
- Anggota Dewan Komisaris wajib menghormati keputusan organ perusahaan (RUPS, Dewan Komisaris, Direksi sesuai fungsi masing-masing).
- Anggota Dewan Komisaris wajib menjaga informasi Bank yang bersifat rahasia.
- Anggota Dewan Komisaris wajib menjunjung tinggi integritas dan kejujuran sebagai nilai tertinggi.
- Anggota Dewan Komisaris menjalankan tugas, tanggung jawab, dan wewenang berdasarkan amanah/kepercayaan.
- Members of the Board of Commissioners shall provide sufficient time to perform their duties and responsibilities optimally.
- Members of the Board of Commissioners shall disclose:
 - Share ownership of 5% (five percent) or more in the Bank and/or other Banks/companies.
 - Financial relationships, family relationships, with members of the Board of Commissioners, Board of Directors and/or Shareholders of the Bank.
- Members of the Board of Commissioners shall respect the decisions of corporate organs (GMS, Board of Commissioners, and Board of Directors as per their respective functions).
- Members of the Board of Commissioners shall maintain confidential Bank information.
- Members of the Board of Commissioners shall uphold integrity and honesty as the highest value.
- Members of the Board of Commissioners shall carry out duties, responsibilities, and authority based on trust.

Hak dan Wewenang

Dewan Komisaris memiliki hak dan wewenang sebagai berikut:

- Dewan Komisaris memberikan persetujuan atas Rencana Bisnis Bank.
- Menyetujui dan mengevaluasi kebijakan manajemen risiko sekurang-kurangnya sekali dalam setahun.
- Menyetujui pengangkatan dan pemberhentian Kepala Satuan Kerja Audit Internal.
- Membentuk Komite Audit, Komite Pemantau Risiko, serta Komite Remunerasi dan Nominasi serta merekomendasikan anggota Komite tersebut dalam rapat Dewan Komisaris untuk selanjutnya ditetapkan Direksi.
- Terkait dengan penyelenggaraan Batas Maksimum Pemberian Kredit, Komisaris harus memastikan bahwa penyediaan dana kepada pihak terkait tidak melanggar ketentuan Batas Maksimum Pemberian Kredit sebelum memberikan persetujuan terhadap penyediaan dana kepada pihak terkait.
- Menjalin komunikasi dan menerima serta memeriksa pelaporan dari unit atau fungsi Bank yang bertugas menangani penerapan strategi anti *fraud* dalam organisasi Bank.
- Dalam kaitannya dengan pengelolaan kualitas aset, Dewan Komisaris wajib melakukan hal-hal sebagai berikut:
 - Menyetujui kebijakan mengenai Aset Produktif dalam bentuk surat berharga serta melakukan pengawasan secara aktif terhadap pelaksanaan kebijakan tersebut.

Rights and Authority

The Board of Commissioners has the following rights and authority:

- Approving the Bank's Business Plan.
- Approving and evaluating risk management policies at least once a year.
- Approving the appointment and dismissal of the Head of Internal Audit Working Unit.
- Establishing an Audit Committee, Risk Monitoring Committee, and Remuneration and Nomination Committee and deciding on the appointment of such committee members in the Board of Commissioners meeting to be determined by the Board of Directors.
- In relation to the provision of the Legal Lending Limit, the Commissioner shall ensure that the provision of funds to related parties does not violate the provisions of the Legal Lending Limit before approving the provision of funds to the parties concerned.
- Establishing communication and receive and check the reporting of the unit or function of the Bank in charge of implementing anti-fraud strategies within the Bank organization.
- In relation to asset quality management, the Board of Commissioners is obliged to undertake the following:
 - Approving the policy concerning Earning Assets in the form of securities and conducting active supervision of the implementation of the policy.

- Menyetujui kebijakan mengenai restrukturisasi kredit dan melakukan pengawasan secara aktif terhadap pelaksanaan kebijakan tersebut.
 - Menyetujui kebijakan mengenai hapus buku dan hapus tagih serta melakukan pengawasan aktif terhadap pelaksanaan kebijakan tersebut.
 - Kewenangan lain sebagaimana diatur dalam Anggaran Dasar Bank.
- Approving the policy on credit restructuring and conducting active oversight of the implementation of the policy.
 - Approving policies on write off and collecting off and exercising active oversight of the implementation of this policy [Article 13 of Bank Indonesia Regulation No. 14/15/PBI/2012].
 - Other authorities as regulated in Article 14 of the Bank's Articles of Association.

Laporan Pelaksanaan Tugas Dewan Komisaris Tahun 2017

Dewan Komisaris telah melakukan pengawasan terhadap pelaksanaan Rencana Bisnis yang dijalankan oleh Direksi tahun 2017. Pengawasan dilakukan terhadap aspek-aspek penting antara lain:

- Penilaian Dewan Komisaris tentang aspek kualitatif maupun kuantitatif dari realisasi Rencana Bisnis, termasuk penilaian faktor-faktor eksternal yang mempengaruhi operasional Bank.
- Hasil penilaian Dewan Komisaris tentang faktor-faktor yang mempengaruhi kinerja Bank.
- Pendapat Dewan Komisaris mengenai upaya untuk meningkatkan kinerja Bank.

Dewan Komisaris telah aktif berperan dalam hal pengawasan operasional Bank. Di tahun 2017, Dewan Komisaris telah mengadakan rapat Dewan Komisaris, dimana terdapat 11 (sebelas) proposal utama yang telah dibahas. Rapat Komite Pemantau Risiko dan Komite Audit yang berada di bawah Dewan Komisaris telah dilaksanakan dengan 40 (empat puluh) topik yang menjadi perhatian utama telah dibahas dan ditinjau. Rapat Komite Remunerasi dan Nominasi yang berada di bawah Dewan Komisaris juga telah dilaksanakan. Selain itu, untuk memantau masalah-masalah penting di Bank secara tepat, Dewan Komisaris telah mengadakan beberapa pertemuan lainnya seperti penyelesaian NPL, kemajuan migrasi DC/DRC, dan beberapa pembahasan lainnya. Untuk lebih memperkuat komunikasi dan koordinasi antara Direksi dan Dewan Komisaris, diselenggarakan Rapat Komunikasi Direksi dan Dewan Komisaris.

Report on the Implementation of Duties of the Board of Commissioners of 2017

The Board of Commissioners has supervised the implementation of the Business Plan run by the Board of Directors in 2017. Supervision is carried out on important aspects such as:

- Assessment of the Board of Commissioners on the qualitative and quantitative aspects of the realization of the Bank Business Plan, including the assessment of external factors affecting the Bank's operations.
- The results of the Board of Commissioners' assessment of the factors affecting the Bank's performance.
- The opinion of the Board of Commissioners on efforts to improve the performance of the Bank.

The Board of Commissioners has been actively involved in the supervision of the Bank's operations. In 2017, the Board of Commissioners held the Board of Commissioners meeting, during which 11 (eleven) main proposals were discussed. The meeting of the Risk Oversight Committee and the Audit Committee under the Board of Commissioners has been implemented with 40 (forty) topics of major concern being discussed and reviewed. The Remuneration and Nomination Committee meeting under the Board of Commissioners has also been implemented. In addition, to monitor important issues at the Bank appropriately, the Board of Commissioners has held several other meetings such as NPL settlement, DC-DRC migration progress, and several other discussions. To further strengthen communication and coordination between Directors and Board of Commissioners, a Communication Meeting of the Board of Directors and Board of Commissioners has also been held.

Penilaian Kinerja Komite di Bawah Dewan Komisaris

Berdasarkan Peraturan OJK No. 55/POJK.03/2016 tentang Penerapan Tata Kelola Bagi Bank Umum, Komite telah melaporkan hasil kinerja setiap kuartal kepada Dewan Komisaris dan sudah diterima dengan baik oleh Dewan Komisaris.

Selama tahun 2017, Dewan Komisaris dan anggota Komite di bawah Dewan Komisaris melakukan beberapa kegiatan, sebagai berikut:

Performance Assessment of the Committee under the Board of Commissioners

In accordance with Financial Services Authority Regulation No. 55/POJK.03/2016 on the Implementation of Good Corporate Governance for Commercial Banks, Committees have reported their working results every quarter to the Board of Commissioners and have been well received by the Board of Commissioners.

During 2017, the Board of Commissioners and committee members under the Board of Commissioners conducted several activities, as follows:

Tanggal Date	Aktivitas Activity	Dewan Komisaris dan Komite Audit Board of Commissioners and Audit Committee	Tempat Venue
22 February 2017	Kunjungan ke Kantor Cabang Mangga Dua, Jakarta Visit to the Mangga Dua, Jakarta Branch Office.	Ma Xiangjun Presiden Komisaris President Commissioner Hendra Widjojo Komisaris Independen Independent Commissioner Christina Harapan Komisaris Independen Independent Commissioner	Kantor Cabang Mangga Dua, Jakarta Mangga Dua, Jakarta Branch Office
	Kunjungan ke Kantor Cabang Pluit, Jakarta Visit to the Pluit, Jakarta Branch Office.		Kantor Cabang Pluit, Jakarta Pluit, Jakarta Branch Office
06 July 2017	Kunjungan ke Kantor Cabang Bandung Visit to the Bandung Branch Office.	Christina Harapan Komisaris Independen Independent Commissioner	Kantor Cabang Bandung Bandung Branch Office
16 September 2017	Kepesertaan dalam Workshop Internal Audit Participation in the Internal Audit Workshop	Ricky Dompas Anggota Komite Audit Audit Committee Member Waldy Gutama Anggota Komite Audit Audit Committee Member	Discovery Hotel, Jakarta

KOMISARIS INDEPENDEN

Berdasarkan Peraturan OJK No. 55/POJK.03/2016 tentang Penerapan Tata Kelola Bagi Bank Umum, Komisaris Independen adalah anggota Dewan Komisaris yang tidak memiliki hubungan keuangan, kepengurusan, kepemilikan saham dan/ atau hubungan keluarga dengan anggota Direksi, anggota Dewan Komisaris lain dan/atau Pemegang Saham pengendali, atau hubungan dengan Bank yang dapat mempengaruhi kemampuan yang bersangkutan untuk bertindak independen. Keberadaan Komisaris Independen ditujukan untuk menciptakan lingkungan kerja yang lebih obyektif dan wajar bagi semua Pemangku Kepentingan, termasuk Pemegang Saham minoritas.

INDEPENDENT COMMISSIONERS

In accordance to Financial Services Authority Regulation No. 55 /POJK.03/2016 on the Implementation of Good Corporate Governance for Commercial Banks, Independent Commissioners are members of the Board of Commissioners who have no financial, management, share ownership and/or family relationships with members of the Board of Directors, other members of the Board of Commissioners and/or controlling shareholders, or relationships with the Bank that may affect the ability to act independently. The existence of an Independent Commissioner is aimed at creating a more objective and reasonable work environment for all Stakeholders, including minority shareholders.

Peraturan tersebut juga mensyaratkan bahwa setidaknya 50% (lima puluh persen) dari anggota Dewan Komisaris adalah Komisaris Independen, dengan ketentuan masa jabatan 2 (dua) periode masa jabatan berturut-turut dan dapat diangkat kembali pada periode selanjutnya sebagai Komisaris Independen dengan ketentuan sebagai berikut:

- Rapat Dewan Komisaris menilai bahwa Komisaris Independen tetap dapat bertindak independen.
- Komisaris Independen menyatakan dalam RUPS mengenai independensi yang bersangkutan.

Bank telah memenuhi peraturan di atas, dimana komposisi keanggotaan Komisaris Independen berjumlah 2 (dua) orang, atau 66,67% (enam puluh enam koma enam puluh tujuh persen) dari jumlah keseluruhan Dewan Komisaris yang sebanyak 3 (tiga) orang yaitu Hendra Widjojo dan Christina Harapan.

Pernyataan Independensi Dewan Komisaris Independence Statement of the Board of Commissioners

ICBC PT. BANK ICBC INDONESIA

PRESIDENT COMMISSIONER
GOOD CORPORATE GOVERNANCE
ANNUAL STATEMENT LETTER
As of 31 December 2017

To comply with OJK Regulation No. 55/P/2016 dated December 26, 2016 regarding Implementation of Good Corporate Governance in Commercial Banks by Independent Commissioners or PT Bank ICBC Indonesia, herewith I declare the following:

I. I do not have any financial, management, share ownership, and/or family relationship up to the third degree with other members of the Board of Commissioners, members of the Board of Directors, major Controlling Shareholder or any other relationship with Bank that influence my ability to act independently as stipulated in Bank Indonesia Regulation No. 55/P/2016 regarding Good Corporate Governance for Commercial Banks.

II. In regard holding multiple position, I have complied with the prevailing regulation, as stated in "Multiple Occupancy Policy" (attached hereto).

III. I own/did not own¹ shares of PT Bank ICBC Indonesia and/or other bank, under my name and/or in the name of my wife, children and/or other company, as stated in "Shares Ownership Policy" (attached hereto).

IV. I never use the Bank for self, family, and other party's interests which may cause a loss to the Bank, other shareholders and other parties.

V. I never taking and/or receiving a personal gain from the Bank other than remuneration and other facilities as stipulated in the General Meeting of Shareholders.

I certify that the information made in this form is true and this Statement Letter is made to be used as it is appropriate.


Woro Yani
President Commissioner

This statement letter is an integral part of following statement:
 • Annexure 1 - Multiple Occupancy Policy
 • Annexure 2 - Shares Ownership Policy
 • Annexure 3 - Disclosure and Reporting Requirement
 • Code of Ethics

ICBC PT. BANK ICBC INDONESIA

INDEPENDENT COMMISSIONER
GOOD CORPORATE GOVERNANCE
ANNUAL STATEMENT LETTER
As of 31 December 2017

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Hendra Widjojo
Independent Commissioner

This statement letter is an integral part of following statement:
 • Annexure 1 - Multiple Occupancy Policy
 • Annexure 2 - Shares Ownership Policy
 • Annexure 3 - Disclosure and Reporting Requirement
 • Code of Ethics

The regulation also requires that at least 50% (fifty percent) of the members of the Board of Commissioners be Independent Commissioners, subject to the term of office of 2 (two) periods of consecutive terms and may be reappointed in the following period as Independent Commissioners with the following provisions:

- The Board of Commissioners' meeting believes that the Independent Commissioner in question can still act independently.
- An Independent Commissioner makes a declaration during a GMS concerning the independence of the person in question.

The Bank has complied with the above regulations. In which the composition of its membership of Independent Commissioners amounted to 2 (two) persons, or 66.67% (sixty six point sixty seven percent) of the total number of Board of Commissioners of 3 (three) persons, namely Hendra Widjojo and Christina Harapan.