

TATA KELOLA
PERUSAHAAN
CORPORATE
GOVERNANCE

163	TATA KELOLA PERUSAHAAN CORPORATE GOVERNANCE
165	Prinsip Umum Tata Kelola Perusahaan yang Baik General Principles of Good Corporate Governance
168	Perkembangan Penerapan Tata Kelola Perusahaan yang Baik Development of Good Corporate Governance Implementation
178	Struktur Tata Kelola Perusahaan yang Baik Good Corporate Governance Structure
184	Dewan Komisaris Board of Commissioners
198	Direksi Board of Directors
224	Keberagaman Komposisi Dewan Komisaris & Direksi Diversity Board of Commissioners & Board of Directors
226	Organ Pendukung Dewan Komisaris Board of Commissioners' Support Organ
248	Organ Pendukung Direksi Supporting Organs of the Board of Directors
251	Sekretaris Perusahaan Corporate Secretary
256	Audit Internal Internal Audit
265	Akuntan Publik Public Accountant
268	Manajemen Risiko Risk Management
300	Sistem Pengendalian Internal Internal Control System
303	Perkara Penting Legal Issues
305	Akses Informasi & Data Bank Bank's Information & Data Access
307	Hubungan Dengan Pemangku Kepentingan Relations With Stakeholders
309	Kode Etik Code of Conduct
319	Kebijakan & Transparansi Benturan Kepentingan Conflict of Interest Policy & Transparency
320	Kebijakan Pengadaan Barang & Jasa Procurement Policy
322	Whistleblowing System
328	Transparansi Praktik Bad Governance Transparency of Bad Governance Practices
330	Penilaian Penerapan GCG & Tindak Lanjutnya GCG Assessment & Follow-Up

PRINSIP UMUM TATA KELOLA PERUSAHAAN YANG BAIK GENERAL PRINCIPLES OF GOOD CORPORATE GOVERNANCE



Dengan berkembangnya dunia usaha dari masa ke masa, reputasi sebuah bank tidak lagi hanya dipandang dari segi finansial, melainkan juga dari segi non-finansial, mencakup etika bisnis dan bentuk komitmen serta pertanggungjawaban sebuah perusahaan dalam melakukan kegiatan bisnisnya kepada publik secara luas. Praktik Tata Kelola Perusahaan yang Baik atau *Good Corporate Governance* (GCG) memberikan alat dan metode bagi entitas usaha khususnya perbankan untuk mengembangkan aspek non-finansial, yang pada akhirnya akan membentuk kepercayaan publik kepada industri perbankan.

GCG merupakan prinsip-prinsip yang mendasari proses dan mekanisme pengelolaan bank berlandaskan kepatuhan terhadap peraturan perundang-undangan serta cerminan dunia usaha yang memiliki etika. Pada konsep pembangunan berkelanjutan, atau *sustainability development*, GCG merupakan salah satu pilar utama yang diharapkan mampu membentuk pondasi iklim investasi yang sehat. Lebih jauh, GCG telah menjadi salah satu faktor fundamental bagi investor dalam menilai kinerja bank yang berkelanjutan.

With the business world development from time to time, the reputation of a bank is no longer only viewed in terms of financial, but also in terms of non-financial, includes business ethics and the form of commitment and accountability of a company in conducting its business activities to the public at large. Good Corporate Governance (GCG) practices provide tools and methods for business entities, especially banks, to develop non-financial aspects, which will ultimately shape public confidence in the banking industry.

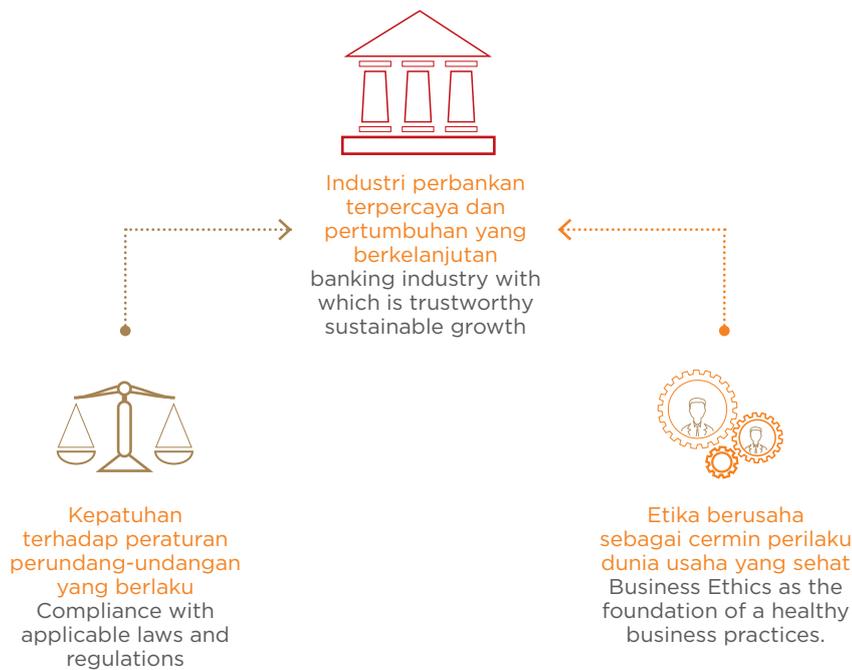
GCG are principles that underlie Bank's management processes and mechanisms based on regulatory compliance and reflection of the ethical business world. In the concept of sustainability development, GCG is one of the main pillars that are expected to form the foundation of a healthy investment climate. Furthermore, GCG has become one of the fundamental factors for investors in assessing sustainable bank performance.

PENDEKATAN TATA KELOLA PERUSAHAAN YANG BAIK

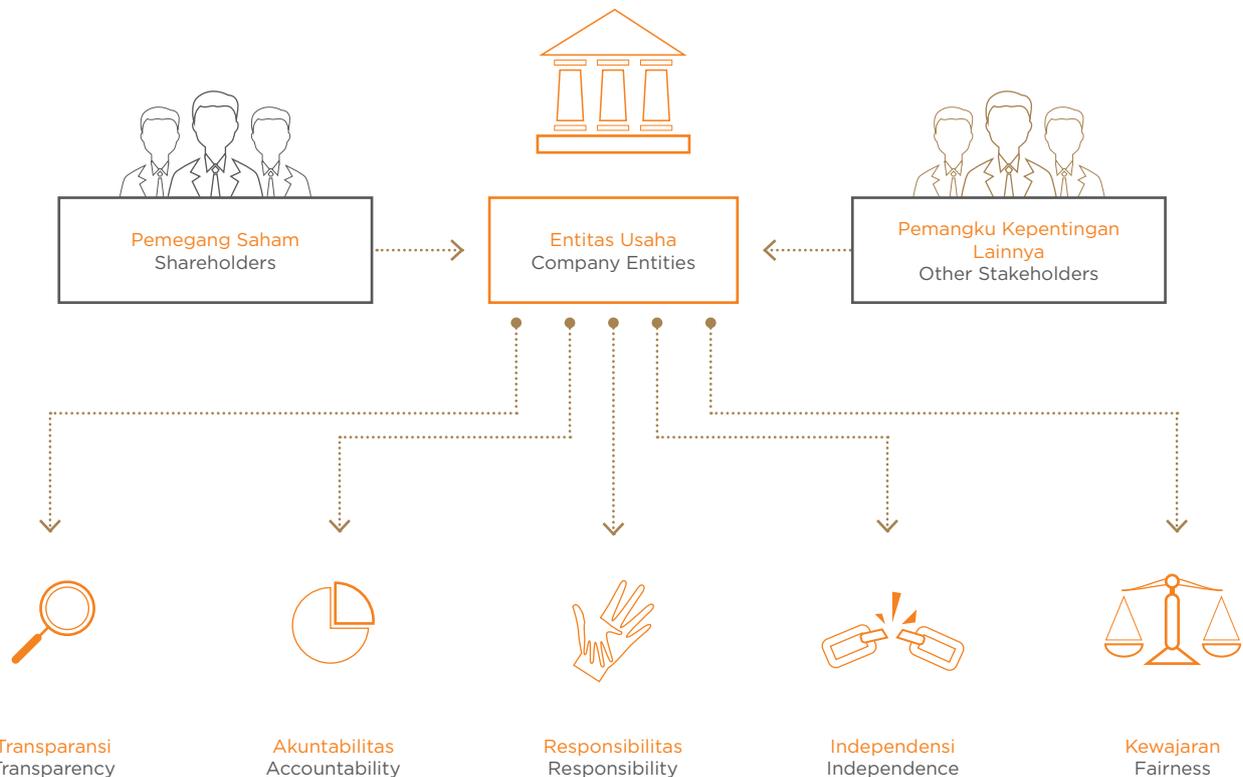
Di Indonesia, Regulator bersama-sama dengan Pemangku Kepentingan lainnya memberikan penegasan yang kuat atas pentingnya hubungan yang harmonis antara entitas usaha dan Pemangku Kepentingan. Melalui hubungan yang harmonis ini, diharapkan akan terbentuk dunia usaha yang menghindari cara-cara menciptakan keuntungan sesaat, tetapi mampu berkontribusi dalam jangka panjang bagi dimensi sosial dan lingkungan di sekitarnya.

GOOD CORPORATE GOVERNANCE APPROACH

In Indonesia, the Regulators together with other Stakeholders provide a strong affirmation of the importance of harmonious relationships between business entities and Stakeholders. Through this harmonious relationship, it is attempted to create business culture which hinder the practice of short term profit seeking, yet are able to contribute in the long term for the surrounding social and environmental dimensions.



Harmonisasi Entitas Usaha dengan Pemegang Saham dan Pemangku Kepentingan Company Entities Harmony with Shareholder and other Stakeholders



Transparansi Transparency

Keterbukaan dalam melaksanakan proses pengambilan keputusan dan dalam mengemukakan informasi materil yang relevan mengenai Bank, sehingga seluruh Pemangku Kepentingan mampu memahami kinerja dan tindakan Bank.

Transparency in carrying out the decision-making process and openness in disclosing material and relevant information regarding the Bank. Bank ICBC Indonesia applies principles of transparency by providing effective and responsive means of communication for acquiring information regarding the Bank. Hence, all stakeholders understand the Bank's performance and actions.

Akuntabilitas Accountability

Kejelasan fungsi, pelaksanaan dan pertanggungjawaban organ sehingga pengelolaan Bank terlaksana secara efektif. Bank menerapkan prinsip akuntabilitas dengan mengoptimalkan kinerja dan peran setiap individu sehingga seluruh aksi dan kegiatan Bank berjalan dengan efektif dan efisien.

Clarity of functions and accountability within the Bank's organs, so as to carry out the management effectively. The Bank applies the principle of accountability by optimizing the performance and role of each individual. Thus, all actions and activities of the Bank run effectively and efficiently.

Responsibilitas Responsibility

Tanggung jawab kepatuhan dalam pengelolaan Bank terhadap peraturan perundang-undangan yang berlaku dan prinsip korporasi yang sehat. Bank menerapkan prinsip pertanggungjawaban terhadap masyarakat dan lingkungan, mematuhi peraturan yang berlaku, serta menghindari segala transaksi yang dapat merugikan pihak lain.

Compliance in the Bank's management of applicable laws and regulations, as well as sound corporate principles. The Bank applies the principle of responsibility by behaving in a responsible manner towards the community and the environment, by complying with applicable regulations, and by avoiding all forms of harmful transactions from third parties beyond the agreed-upon terms.

Independensi Independence

Pengelolaan secara profesional dan mandiri tanpa benturan kepentingan dan pengaruh/tekanan dari pihak manapun yang tidak sesuai dengan peraturan perundang-undangan yang berlaku, prinsip korporasi, serta prinsip tata nilai perusahaan.

Bank is managed in a professional and independent without conflict of interest and influence/pressure from any party that is not in accordance with applicable laws and regulations, corporate principles, and principles of corporate values.

Kewajaran Fairness

Keadilan dan kesetaraan dalam memenuhi hak Pemangku Kepentingan yang timbul berdasarkan perjanjian dan peraturan perundang-undangan yang berlaku secara adil, namun tetap memperhatikan kaidah dan peraturan Bank.

Impartial treatment and equality in fulfilling the right of stakeholders arising pursuant to the prevailing agreement and law regulation fairly, but still pay attention to Bank rules and regulations.

PERKEMBANGAN PENERAPAN TATA KELOLA PERUSAHAAN YANG BAIK DEVELOPMENT OF GOOD CORPORATE GOVERNANCE IMPLEMENTATION

DASAR PENERAPAN TATA KELOLA PERUSAHAAN YANG BAIK

Dasar Hukum

Penerapan GCG di Bank mengacu kepada beberapa ketentuan, peraturan, serta perundang-undangan yang berlaku, yaitu:

- Undang-Undang Republik Indonesia No. 40 Tahun 2007 tentang Perseroan Terbatas.
- Undang-Undang No. 25 Tahun 2007 tentang Penanaman Modal.
- Undang-Undang Republik Indonesia No. 7 Tahun 1992 tentang Perbankan sebagaimana telah diubah dengan Undang-Undang Republik Indonesia No. 10 Tahun 1998.
- Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tentang Penerapan Tata Kelola Bagi Bank Umum.
- Peraturan Otoritas Jasa Keuangan No. 46/POJK.03/2017 tentang Pelaksanaan Fungsi Kepatuhan Bank Umum.
- Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tentang Pelaksanaan *Good Corporate Governance* Bagi Bank Umum.

Prinsip-prinsip Dasar

Dalam menerapkan prinsip-prinsip Tata Kelola Perbankan yang Baik, Bank mengacu pada 5 (lima) prinsip dasar yaitu: *Transparency, Accountability, Responsibility, Independence, dan Fairness*, sebagaimana telah dirilis dalam Pedoman Umum *Good Corporate Governance* yang dikeluarkan oleh Komite Nasional Kebijakan *Governance* (KNKKG).

FOUNDATION OF CORPORATE GOVERNANCE IMPLEMENTATION

Governing Law

Implementation of good corporate governance (GCG) at The Bank is dictated by a number of different rules and regulations that include:

- Law of the Republic of Indonesia No. 40 Year 2007 on Limited Liability Bank.
- Law of the Republic of Indonesia No. 25 Year 2007 on Capital Investment.
- Law of the Republic of Indonesia No. 7 Year 1992 on Banking, as amended by Law of the Republic of Indonesia No. 10 Year 1998.
- Financial Service Authority (OJK) Regulation No. 55/POJK.03/2016 on the Application of Good Corporate Governance for Commercial Banks.
- Financial Service Authority (OJK) Regulation No. 46/POJK.03/2017 on Implementation of Commercial Bank Compliance Function.
- Financial Service Authority (OJK) Circulation Letter No. 13/SEOJK.03/2017 on Implementation of Good Corporate Governance for Commercial Banks.

Basic Principles

In applying the principles of Good Banking Governance, the Bank refers to 5 (five) basic principles: *Transparency, Accountability, Responsibility, Independence and Fairness*, as released in the General Guidelines of Good Corporate Governance issued by the National Committee on Policy Governance (KNKKG).

INFRASTRUKTUR DAN SOFT STRUCTURE TATA KELOLA PERUSAHAAN YANG BAIK

Berdasarkan Undang-Undang No. 40 Tahun 2007 tentang Perseroan Terbatas, infrastruktur keorganisasian sebuah Perseroan Terbatas mencakup kepentingan Pemegang Saham yang dituangkan melalui Rapat Umum Pemegang Saham (RUPS); Direksi dengan tugasnya untuk pengurusan usaha; serta Dewan Komisaris yang berfungsi melakukan pengawasan. Sistem pengelolaan Perseroan Terbatas di Indonesia menganut model 2 (dua) badan (*two tier system*), yaitu Dewan Komisaris dan Direksi, yang memiliki wewenang dan tanggung jawab yang jelas sesuai fungsinya masing-masing sebagaimana diamanahkan dalam peraturan dan perundang-undangan.

Bank telah memiliki ketiga organ utama tersebut, baik RUPS, Dewan Komisaris dan Direksi. Dengan dibantu oleh perangkat organ pendukungnya, Dewan Komisaris dan Direksi memiliki tanggung jawab untuk memelihara kesinambungan usaha Bank dalam jangka panjang.

Agar infrastruktur berjalan dengan baik, diperlukan *soft structure* atau perangkat kebijakan yang akan memberikan definisi batas-batas tugas, peran dan tanggung jawab dari masing-masing organ. Bank memiliki beberapa perangkat kebijakan sebagai berikut:

- Code of Conduct
- GCG Policy
- Pedoman dan Tata Tertib Kerja Direksi
- Pedoman dan Tata Tertib Kerja Dewan Komisaris
- Piagam Kepatuhan
- Piagam Internal Audit
- Piagam Komite Audit

Perkembangan Tata Kelola Perusahaan yang Baik di Tahun 2017

Pada tahun 2017, Divisi Kepatuhan Bank telah menyampaikan Laporan GCG semester I dan II tahun 2017 secara tepat waktu. Selain itu, Bank juga melakukan *self-assessment* GCG untuk periode semester I dan II tahun 2017, dengan catatan pencapaian *rating 2* yang mengindikasikan bahwa penerapan GCG Bank terkategori "Baik". *Self-assessment* ini dilakukan sesuai dengan periode penilaian *Risk-Based Bank Rating* (RBRR) yang dilakukan setiap semester sebagaimana dimaksud dalam Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tentang Pelaksanaan *Good Corporate Governance* Bagi Bank Umum.

INFRASTRUCTURE AND SOFT STRUCTURE GOOD CORPORATE GOVERNANCE

Based on Law no. 40 Year 2007 regarding Limited Liability Company, the organizational infrastructure of a Limited Liability Company covers the interest of Shareholders as outlined in the General Meeting of Shareholders (GMS); Board of Directors with duty to manage business; as well as the Board of Commissioners that performs supervisory functions. The management system of the Limited Liability Company in Indonesia is a two tier system model, namely the Board of Commissioners and the Board of Directors, which has clear authority and responsibility according to their respective functions as mandated in the regulations and legislation.

The Bank already has the three main organs, both GMS, Board of Commissioners and Board of Directors. Assisted by the supporting organ of the organization, the Board of Commissioners and the Board of Directors have the responsibility to maintain the sustainability of The Bank's business in the long term.

In order for the infrastructure to run properly, soft structures or policy tools that will define the boundaries of duties, roles and responsibilities of each organ are required. The Bank has several policy tools as follows:

- Code of conduct
- GCG Policy
- Guidelines and Code of Conduct of the Board of Directors
- Guidelines and Code of Conduct of the Board of Commissioners
- Compliance Charter
- Internal Audit Charter
- Charter of the Audit Committee

Development of Good Corporate Governance in 2017

In 2017, the Bank's Compliance Division has submitted GCG Reports first and second semesters of 2017 in a timely manner. In addition, The Bank also conducted GCG self-assessment for the first and second semester of 2017, with a record of rating 2 indicating that the implementation of GCG of The Bank is categorized as "Good". This self-assessment shall be conducted in accordance with the period of assessment of Risk-Based Bank Rating (RBRR) conducted every semester as referred to in Circular Letter of the Financial Services Authority No. 13/SEOJK.03/2017 on the Implementation of Good Corporate Governance for Commercial Banks.

Foundation Laid for the Next 10 Years

Pelaksanaan GCG telah menjadi salah satu perhatian utama Manajemen Bank, sebagai proses berkesinambungan yang terutama bertujuan untuk:

- Meningkatkan kinerja Bank;
- Melindungi kepentingan para Pemangku Kepentingan; dan
- Meningkatkan kepatuhan terhadap peraturan perundangan dan nilai-nilai etika yang berlaku secara umum pada industri perbankan.

Bank telah berusaha untuk menerapkan prinsip-prinsip utama dari GCG, termasuk pengelolaan Bank secara profesional berdasarkan prinsip *Transparency*, *Accountability*, *Responsibility*, *Independence*, dan *Fairness*. Aktualisasi GCG sebagai sebuah sistem dilakukan dengan melibatkan Dewan Komisaris, Direksi dan seluruh Karyawan.

Sosialisasi Kebijakan Tata Kelola Perusahaan yang Baik

Bank sejauh ini telah meletakkan dasar yang kokoh untuk pelaksanaan GCG, dengan memenuhi semua ketentuan yang ditetapkan oleh Regulator, yang turut dibuktikan dengan hasil *self-assessment* atas pelaksanaan GCG yang memuaskan. Hal tersebut menunjukkan komitmen Bank dalam melaksanakan prinsip-prinsip dan ketentuan GCG. Untuk meningkatkan kesadaran karyawan terhadap GCG, Bank senantiasa melakukan pelatihan kepada Karyawannya secara rutin baik itu di kantor pusat maupun di kantor cabang. Selama tahun 2017 Bank telah melakukan sosialisasi terkait GCG sebanyak 7 (tujuh) kali yaitu pada 9 Maret 2017, 22 Maret 2017, 4 April 2017, 6 Mei 2017, 5 Agustus 2017, 29 Agustus 2019 serta 31 Agustus 2017.

Bank menyadari bahwa pelaksanaan GCG tidak hanya untuk memenuhi ketentuan yang ditetapkan oleh Regulator, namun juga untuk mencapai tujuan bisnisnya sehingga menghasilkan yang terbaik bagi Pemegang Saham, Nasabah, Karyawan, Regulator, dan Masyarakat dimana Bank beroperasi. Untuk selanjutnya, Bank akan terus meningkatkan pelaksanaan GCG yang telah berjalan selama ini.

The implementation of GCG has become one of the main concerns of Bank Management, as a continuous process that primarily aims to:

- Improve the performance of the Bank;
- Protect the interests of Stakeholders; and
- Increase compliance with prevailing laws and ethical values generally in the banking industry.

The Bank has attempted to fully apply the main principles of GCG, including professional management of the Bank based on the principles of *Transparency*, *Accountability*, *Responsibility*, *Independence*, and *Fairness*. Actualization of GCG as a system is done by involving the Board of Commissioners, Board of Directors and all Employees.

Socialization of Good Corporate Governance Policy

The Bank has so far laid a solid foundation to the implementation of GCG, meeting all the requirements stipulated by the Regulator, as evidenced by the self-assessment results of satisfactory GCG implementation. It shows the Bank's commitment to implement GCG principles. To increase employee awareness of GCG, the Bank continuously conducts regular training of its Employees at both the head office and the branch office. During 2017, the Bank has conducted 7 GCG related socialization on March 9, 2017; March 22, 2017; April 4, 2017; May 6, 2017; August 5, 2017; August 29, 2019; and August 31, 2017.

The Bank recognizes that the implementation of GCG is not only to meet the requirements stipulated by the Regulator, but also to achieve its business objectives so as to produce the best for the Shareholders, Customers, Employees, Regulators, and Communities where the Bank operates. Furthermore, the Bank will continue to improve the implementation of GCG which has been running.

PENILAIAN: EVALUASI, PEMANTAUAN, DAN PENINGKATAN PENERAPAN TATA KELOLA PERUSAHAAN YANG BAIK

Acuan dan Metode Penilaian

Bank melakukan *self-assessment* terhadap pelaksanaan GCG sesuai periode penilaian *Risk-Based Bank Rating* (RBBR) yang dilakukan setiap semester sebagaimana dimaksud dalam Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tentang Pelaksanaan *Good Corporate Governance* Bagi Bank Umum.

Berdasarkan acuan tersebut, Bank melakukan *self-assessment* secara berkala terhadap 11 (sebelas) faktor penilaian pelaksanaan GCG, yaitu:

1. Pelaksanaan tugas dan tanggung jawab Dewan Komisaris.
2. Pelaksanaan tugas dan tanggung jawab Direksi.
3. Kelengkapan dan pelaksanaan tugas Komite.
4. Penanganan benturan kepentingan.
5. Penerapan fungsi kepatuhan.
6. Penerapan fungsi audit internal.
7. Penerapan fungsi audit eksternal.
8. Penerapan manajemen risiko termasuk sistem pengendalian internal.
9. Penyediaan dana kepada pihak terkait (*related party*) dan penyediaan dana besar (*large exposures*).
10. Transparansi kondisi keuangan dan non-keuangan Bank, laporan pelaksanaan GCG dan pelaporan internal.
11. Rencana strategis Bank.

Penilaian faktor GCG menjadi penilaian terhadap kualitas manajemen Bank atas pelaksanaan prinsip GCG, dengan memperhatikan signifikansi atau materialitas suatu permasalahan terhadap penerapan GCG secara *bank-wide*, sesuai skala, karakteristik dan kompleksitas usaha Bank. Penilaian dikelompokkan dalam suatu *governance system* yang terdiri dari 3 (tiga) aspek *governance*, yaitu: *Governance Structures* atau Struktur Tata Kelola, *Governance Process*, dan *Governance Outcomes*.

ASSESSMENT: EVALUATION, MONITORING, AND IMPROVEMENT OF GOOD CORPORATE GOVERNANCE APPLICATION

References and Assessment Methods

The Bank conducts *self-assessment* of GCG implementation in accordance with the period of *Risk-Based Bank Rating* (RBBR) assessment conducted every semester as referred to in Circular Letter of the Financial Services Authority No. 13/SEOJK.03/2017 on the Implementation of Good Corporate Governance for Commercial Banks.

Based on these references, The Bank conducts periodic *self-assessment* of 11 (eleven) GCG implementation assessment factors, namely:

1. Implementation of duties and responsibilities of the Board of Commissioners.
2. Implementation of duties and responsibilities of the Board of Directors.
3. Comprehensiveness and implementation of the Committee's duties.
4. Conflict of interest handling.
5. Implementation of compliance functions.
6. Implementation of internal audit functions.
7. Implementation of external audit function.
8. Implementation of risk management including internal control system.
9. Provision of funds to related parties and large exposures.
10. Transparency of Bank's financial and non-financial condition, report on GCG implementation and internal reporting.
11. The Bank's strategic plan.

Evaluating of GCG factors represents an assessment of the quality of Bank management on the implementation of GCG principles, taking into account the problem significance or materiality on the implementation of GCG on a *bank-wide* basis, according to the scale, characteristics and complexity of the Bank's business. Assessment is grouped into a *governance system* consisting of 3 (three) aspects of *governance*, namely: *Governance Structures*, *Governance Process*, and *Governance Outcomes*.

Hasil Penilaian Periode Tahun 2016 dan Tindak Lanjutnya

Bank telah melaksanakan *Self-Assessment* GCG untuk periode semester II tahun 2016 dengan hasil akhir penilaian 2 yang terkategori "Baik". Berdasarkan hasil pencapaian terhadap 11 (sebelas) kriteria/indikator dapat dilihat pada tabel berikut:

Result and Follow Up of 2016 Assessment

The Bank has implemented GCG Self-Assessment for the period of second semester of 2016 with the final result of assessment 2 which is categorized as "Good". Based on the results of the achievement of 11 (eleven) criteria /indicators which are shown in the following table:

Faktor Penilaian Pelaksanaan GCG GCG Assessment Factor	Skor Score
Pelaksanaan tugas dan tanggung jawab Dewan Komisaris Implementation of duties and responsibilities of the Board of Commissioners.	1
Pelaksanaan tugas dan tanggung jawab Direksi Implementation of duties and responsibilities of the Board of Directors.	2
Kelengkapan dan pelaksanaan tugas Komite Comprehensiveness and implementation of the Committee's duties.	2
Penanganan benturan kepentingan Conflict of interest handling.	1
Penerapan fungsi kepatuhan Implementation of compliance functions.	2
Penerapan fungsi audit intern Implementation of internal audit functions.	1
Penerapan fungsi audit ekstern Implementation of external audit function.	1
Penerapan manajemen risiko termasuk sistem pengendalian intern Implementation of risk management including internal control system.	2
Penyediaan dana kepada pihak terkait (<i>related party</i>) dan penyediaan dana besar (<i>large exposures</i>) Provision of funds to related parties and large exposures.	2
Transparansi kondisi keuangan dan non keuangan Bank, laporan pelaksanaan GCG dan pelaporan internal Transparency of Bank's financial and non-financial condition, report on GCG implementation and internal reporting.	1
Rencana strategis Bank The Bank's strategic plan.	2
Rating GCG	2

Berikut adalah rekomendasi dan tindak lanjut yang dilakukan oleh Bank:

The following are recommendations and follow-up actions performed by the Bank:

Aspek Negatif/Rekomendasi Negative Aspects / Recommendations	Telah/Belum Ditindaklanjuti Have been / Yet to be Followed up	Bentuk Tindak Lanjut Follow Up Action
Governance Structure		
Meskipun rasio <i>Non Performing Loan</i> (NPL) Bank sudah berhasil diturunkan, Bank tetap berupaya untuk menyempurnakan kebijakan/prosedur perkreditan dalam rangka menghindari peningkatan rasio NPL debitur. Despite successfully reducing the Bank's Non- Performing Loan (NPL) ratio, the Bank is still working on refining its credit policies/ procedures to prevent the increase in debtors' NPL ratio.	●	Bank sudah menyempurnakan sebagian kebijakan/prosedur terkait dengan kredit dan akan selesai seluruhnya pada semester I tahun 2018. The Bank has perfected a portion of policies / procedures related to credit and will be completed entirely in the first half of 2018.

● = telah ditindaklanjuti | Has been followed up , ○ = belum ditindaklanjuti | Has not been followed up

Aspek Negatif/Rekomendasi Negative Aspects / Recommendations	Telah/Belum Ditindaklanjuti Have been / Yet to be Followed up	Bentuk Tindak Lanjut Follow Up Action
<p>Bank masih dalam proses menyusun rencana tindak lanjut (<i>action plan</i>) untuk memindahkan <i>Data Centre/Data Recovery Centre</i> (DC/DRC) guna memenuhi ketentuan yang berlaku.</p> <p>The Bank is still in the process of arranging an action plan for moving its Data Center/ Data Recovery Center (DC/DRC) in order to comply with prevailing regulations.</p>	●	<p>Bank sudah menindaklanjuti dengan mengirimkan surat kepada OJK terkait IT action Plan untuk DC dan DRC pada 10 Januari 2018.</p> <p>The Bank has conducted a follow up by sending a letter to OJK about IT action plan for DC and DRC on January 10, 2018.</p>
<p>Sejalan dengan Rencana Bisnis Bank, Bank berencana untuk memperkuat permodalan yaitu melalui penambahan modal. Hal ini sejalan dengan rencana Bank untuk meningkatkan status Bank menjadi BUKU 3 pada akhir 2017.</p> <p>In line with its Bank Business Plan, the Bank plans to strengthen its capital through the capital increase. This plan is in accordance with the Bank's plan of improving its status to become "BUKU 3" status by the end of 2017.</p>	●	<p>Saat ini Bank sudah menjadi Bank BUKU 3 pada Oktober 2017.</p> <p>The Bank is now part of Bank BUKU 3 in October 2017.</p>
<p>Bank memberikan perhatian khusus untuk senantiasa memastikan agar <i>governance structure</i> terkait struktur organisasi dan penempatan karyawan dilakukan sejalan dengan tata kelola perusahaan yang baik.</p> <p>The Bank gives special attention to always ensure that governance structures involving the organization structure and employee placement are in line with good corporate governance.</p>	○	<p>Bank masih dalam proses pemenuhan dokumen dimaksud dan akan disampaikan kepada OJK pada April 2018.</p> <p>The Bank is still in the process of fulfilling the document and will be submitted to OJK by April 2018.</p>
Governance Process		
<p>Bank telah memiliki kebijakan, prosedur dan penetapan limit risiko yang memadai, namun proses <i>stress-</i> dan <i>back-testing</i> yang telah dilaksanakan perlu divalidasi oleh pihak independen.</p> <p>The Bank has policies, procedures and adequate risk limits set. Nevertheless, there is a stress and back- testing process that has been done, yet it has not been validated by an independent party.</p>	●	<p>Proses <i>stress-</i> dan <i>back-testing</i> telah divalidasi oleh pihak independen.</p> <p>The process of stress- and backtesting has been validated by an independent party.</p>
<p>Dalam rangka menghindari peningkatan rasio NPL, Bank terus berupaya untuk menyalurkan kredit sesuai dengan prinsip kehati-hatian dan meningkatkan pengawasan kredit, termasuk mengadakan rapat <i>overdue meeting</i> untuk membahas kredit yang dikategorikan "dalam perhatian khusus" dan "diragukan".</p> <p>To avoid an NPL ratio increase, the Bank is constantly working to channel credit in accordance with principles of prudence and has also increased its credit supervision, especially for customers categorized as "under special supervision" and "uncertain" through overdue meetings.</p>	●	<p>Rapat (<i>overdue meeting</i>) rutin dilakukan oleh departemen terkait untuk membahas kredit yang masuk "dalam perhatian khusus" dan "diragukan".</p> <p>The overdue meeting is routinely conducted by relevant departments to discuss credits "listed in special attention" and "doubtful."</p>
Governance Outcome		
<p>Meskipun tidak terdapat pelanggaran terhadap peraturan <i>prudential banking</i> yang berlaku, namun masih terdapat kesalahan administratif dalam pelaporan kepada Regulator yang didominasi oleh keterlambatan penyampaian atau koreksi pada laporan LBU, LKPBU, LHBU, DHN, SID. Perbaikan proses maupun akurasi laporan perlu dilaksanakan guna menghindari terjadinya kesalahan serupa.</p> <p>Despite having no violations of applicable prudential banking regulations, there have still been administrative mistakes made in reporting to regulators dominated by tardiness in delivering LBU, LKPBU, LHBU, DHN, SID reports. Improving this process and the accuracy of the reports need to be done in order to avoid similar incidents.</p>	●	<p>Bank telah melakukan <i>refreshment training</i> terkait pelaporan Bank serta perbaikan proses untuk meningkatkan kecepatan dan akurasi pelaporan.</p> <p>Bank has conducted refreshment training related to Bank reporting as well as process improvement to improve reporting time and accuracy.</p>
<p>Berdasarkan realisasi RBB 2016, terdapat pencapaian yang baik yaitu pendapatan. Namun demikian, terdapat beberapa indikator yang tidak mencapai target misalnya Dana Pihak Ketiga, Kredit, dan Total Aset.</p> <p>Based on the realization of the Bank Business Plan (RBB) 2016, there have been good accomplishments in earnings. However, on the whole, there are indicators that did not reach their targets, such as Third Party Funding, credit and total assets.</p>	●	<p>Pencapaian rencana kerja Bank sampai dengan Desember 2017 pada umumnya telah tercapai.</p> <p>The achievement of the Bank's work plan until December 2017 has generally been achieved.</p>
<p>Bank masih dalam proses menyusun rencana korporasi Bank jangka panjang.</p> <p>The Bank is still in the process of arranging its long- term corporation plan.</p>	○	<p>Bank masih dalam proses penyusunan rencana korporasi jangka panjang dan akan disampaikan kepada OJK.</p> <p>The Bank is still in the process of preparing long-term corporate plans and will be submitted to OJK.</p>
<p>● = telah ditindaklanjuti Has been followed up , ○ = belum ditindaklanjuti Has not been followed up</p>		

Penilaian Periode Tahun 2017

Untuk tahun 2017, Bank melaksanakan *Self-assessment* GCG untuk periode semester II tahun 2016 dengan hasil akhir penilaian 2 (dua) yang terkategori "Baik". Dibandingkan dengan periode Semester I tahun 2017, pada Semester II tahun 2017 terdapat perbedaan *rating* pada GCG pilar Audit Internal dan Transparansi. Pada pilar Audit Internal telah terjadi perbaikan *rating* yang pada periode sebelumnya berada pada *rating* 2 (dua) dan pada periode Semester II tahun 2017 berada pada *rating* 1 (satu). Hal ini disebabkan karena Audit Internal telah melaksanakan seluruh jadwal pemeriksaannya serta menyelesaikan seluruh pelatihan yang dipersyaratkan untuk Audit Internal. Terkait dengan Transparansi terjadi penurunan nilai dimana pada periode sebelumnya berada pada *rating* 1 (satu) sedangkan pada periode semester II tahun 2017 berada pada *rating* 2 (dua) yang disebabkan oleh Bank masih harus melengkapi kebijakan dan prosedur terkait produk Bank.

Berdasarkan hasil dari *self-assessment* terhadap 11 kriteria/indikator hasil penilaian *rating* GCG tahun 2017, dapat disimpulkan sebagai berikut:

Assessment Period Year 2017

In 2017, The Bank conducts *Self-assessment* GCG for the second semester of 2017 with 2 (two) categorized "Good" results. Compared to the period of First Semester of 2017, in the second semester of 2017 there is a rating improvement on the GCG pillars of Internal Audit and Transparency. On the Internal Audit pillar, there has been an improvement in the rating which in the previous period was 2 (two) and in the second semester of 2017 was in the 1 (one) rating. This was due to the Internal Audit has carried out its entire examination schedule and completed all the training required for Internal Audit. In relation to transparency, there was a decrease in rating which in the previous period was in the rating of 1 (one) while in the second semester of 2017 was in the 2 (two) rating caused by the Bank still has to complete the policies and procedures related to Bank's products.

Based on the results of the self-assessment of the 11 criteria/indicators of GCG rating assessment results in 2017, it can be concluded as follows:

Faktor Penilaian Pelaksanaan GCG GCG Scoring Implementation Factor	Skor Score
Pelaksanaan tugas dan tanggung jawab Dewan Komisaris Implementation of duties and responsibilities of the Board of Commissioners.	1
Pelaksanaan tugas dan tanggung jawab Direksi Implementation of duties and responsibilities of the Board of Directors.	2
Kelengkapan dan pelaksanaan tugas Komite Comprehensiveness and implementation of the Committee's duties.	1
Penanganan benturan kepentingan Conflict of interest handling.	1
Penerapan fungsi kepatuhan Implementation of compliance functions.	2
Penerapan fungsi audit internal Implementation of internal audit functions.	1
Penerapan fungsi audit eksternal Implementation of external audit function.	1
Penerapan manajemen risiko termasuk sistem pengendalian internal. Implementation of risk management including internal control system.	2
Penyediaan dana kepada pihak terkait (<i>related party</i>) dan penyediaan dana besar (<i>large exposures</i>) Provision of funds to related parties and large exposures.	2
Transparansi kondisi keuangan dan non keuangan Bank, laporan pelaksanaan GCG dan pelaporan internal. Transparency of Bank's financial and non-financial condition, report on GCG implementation and internal reporting.	2
Rencana strategis Bank. The Bank's strategic plan.	2
Rating GCG	2

Berdasarkan hasil dari *assessment* oleh Regulator maka hasil penilaian *rating* GCG tahun 2017 adalah 3 (tiga).

Based on the assessment results by the Regulator, the GCG rating for 2017 is 3 (three).

Berdasarkan analisis terhadap seluruh kriteria/ indikator penilaian tersebut di atas, dapat disimpulkan beberapa hal sebagai berikut:

Struktur Tata Kelola

Faktor-faktor positif aspek Struktur Tata Kelola:

- Seluruh anggota Direksi memiliki integritas, kompetensi dan reputasi keuangan yang memadai.
- Seluruh Komisaris Independen tidak memiliki hubungan keuangan, kepengurusan, kepemilikan dan hubungan keluarga dengan anggota Dewan Komisaris lainnya, Direksi dan/atau Pemegang Saham Mayoritas atau hubungan dengan Bank, yang dapat mempengaruhi kemampuannya untuk bertindak secara independen.
- Dewan Komisaris dan Direksi memiliki sarana mekanisme komunikasi melalui BOC – BOD *Communication Meeting* yang dilaksanakan secara berkala. Pada pertemuan tersebut, dibahas hal-hal terkini yang berkaitan dengan perkembangan perusahaan maupun permasalahan yang dihadapi.
- Bank telah menyempurnakan kebijakan internal. Bank telah mempertimbangkan perubahan struktur organisasi untuk mengakomodasi aspek *accountability* dan *independency* sesuai GCG
- Saat ini Bank telah menindak-lanjuti sebagian besar temuan audit OJK dan temuan audit internal yang berpengaruh pada penilaian RBBR dan GCG secara keseluruhan.
- Bank sedang menyusun rencana korporasi jangka panjang yang akan diserahkan pada tahun 2018.

Faktor negatif aspek Struktur Tata Kelola:

- Aktivitas perkreditan serta pelaporan Bank masih perlu ditingkatkan. Bank perlu menyempurnakan kebijakan/prosedur perkreditan serta melaksanakan prinsip kehati-hatian dalam pemberian dan pasca pemberian kredit kepada Nasabah.
- Terkait dengan pelaporan, masih terdapat keterlambatan dalam melakukan koreksi dan kesalahan pelaporan.
- Bank masih dalam upaya implementasi proses *onshoring* DC/DRC (*Data Centre/Data Recovery Centre*) guna memenuhi ketentuan yang berlaku sesuai dengan *action plan* yang telah diserahkan ke OJK .
- Bank memberikan perhatian khusus untuk senantiasa memastikan agar *governance structure* terkait struktur organisasi dan *staff grading* dilakukan sejalan dengan tata kelola perusahaan yang baik.

Based on the analysis of all criteria / indicators of the above assessment, it can be concluded as follows:

Governance Structure

Positive factors of Governance Structure aspect:

- All members of the Board of Directors have integrity, competence and financial reputation.
- All Independent Commissioners have no financial, management, ownership and family relationships with other members of the Board of Commissioners, Board of Directors and / or Majority Shareholders or any relationship with the Bank, which may affect their ability to act independently.
- The Board of Commissioners and the Board of Directors have the means of communication mechanism through the BOC-BOD Communication Meeting which is conducted periodically. At the meeting, it was discussed the latest things related to the development of the company and the problems encountered.
- The Bank has revamped its internal policies. The Bank has considered structural changes.
- organization to accommodate the accountability and independency aspects of GCG.
- Currently the Bank has followed up most of the OJK audit findings and internal audit findings that impact on the overall assessment of RBBR and GCG.
- The Bank is preparing a long-term corporate plan to be submitted by 2018.

Negative factors to the Governance Structure aspect:

- Credit activities and Bank reporting still need to be improved. The Bank needs to improve the credit policies/procedures and implement prudential principles in disbursing and post-disbursing loan to the Customer.
- Associated with reporting, there are still delays in correcting and reporting errors.
- The Bank is still in the process of implementing the DC/DRC (*Data Center/Data Recovery Center*) onshoring process to comply with the applicable requirements in accordance with the action plan submitted to OJK.
- The Bank takes special care to ensure that the governance structure is relevant organizational structure and staff grading is done in line with good corporate governance.

Proses Tata Kelola

Faktor-faktor positif aspek Proses Tata Kelola:

- Seluruh Komite telah menjalankan tugasnya dengan baik dalam membantu Dewan Komisaris untuk memantau risiko yang mungkin terjadi.
- Dewan Komisaris telah melaksanakan pengawasan terhadap pelaksanaan tugas dan tanggung jawab Direksi secara berkala maupun sewaktu-waktu, serta memberikan nasihat kepada Direksi.
- Dewan Komisaris tidak terlibat dalam pengambilan keputusan kegiatan operasional Bank, kecuali dalam hal penyediaan dana kepada pihak terkait dan hal-hal lain yang ditetapkan dalam Anggaran Dasar Bank dan/atau peraturan perundangan yang berlaku dalam rangka melaksanakan fungsi pengawasan.
- Direksi telah memberikan perhatian yang sangat serius terhadap tindak lanjut temuan hasil pemeriksaan OJK dan memastikan tindak lanjut tersebut dipenuhi sesuai komitmen.
- Dalam rangka menghindari peningkatan rasio NPL, Bank terus berupaya untuk menyalurkan kredit sesuai dengan prinsip kehati-hatian dan meningkatkan pengawasan kredit, termasuk mengadakan rapat (*overdue meeting*) untuk membahas kredit yang dikategorikan "dalam perhatian khusus" dan "diragukan".

Faktor-faktor negatif aspek Proses Tata Kelola:

- Bank telah memiliki kebijakan, prosedur dan penetapan limit risiko yang memadai, namun demikian ada proses *stress*-dan *back-testing* yang telah dilaksanakan namun belum divalidasi oleh pihak independen.
- Penetapan kualitas kredit dan pelaksanaan restrukturisasi terhadap beberapa debitur belum sepenuhnya sesuai dengan ketentuan yang berlaku, yaitu PBI No. 14/15/PBI/2012 tentang Penilaian Kualitas Aset Bank Umum.

Governance Process

Positive factors of Governance Process aspect:

- The entire Committees has performed their duties well in assisting the Board of Commissioners to monitor possible risks.
- The Board of Commissioners has conducted supervision on the implementation of duties and responsibilities.
- Board of Directors in a regular basis or at any time, and provide advice to the Board of Directors.
- The BoC was not involved in the decision making of the Bank's operational activities, except in the case of provision of funds to related parties and other matters stipulated in the Bank's Articles of Association and / or the prevailing laws and regulations in order to carry out the oversight function.
- The Board of Directors has paid serious attention to the follow-up to the findings of OJK examination results and ensures that follow-up is fulfilled as per commitment.
- In order to avoid an increase in the NPL ratio, the Bank continues its efforts to disburse credits in accordance with prudential principles and to improve credit monitoring, including overdue meetings to discuss credits categorized as "in special interest" and "in doubt".

Negative factors aspects of Governance Process:

- The Bank already has adequate policies, procedures and risk limits, however there is a stress-and back-testing process that has been implemented but has not been validated by an independent party.
- Determination of credit quality and the implementation of restructuring of several borrowers has not fully complied with prevailing regulations, namely PBI No. 14/15/PBI/2012 on Assessment Quality of Commercial Bank Assets.

Hasil Tata Kelola

Faktor-faktor positif aspek Hasil Tata Kelola:

- Transparansi laporan telah dilakukan secara tepat waktu dengan cakupan sesuai ketentuan yang berlaku termasuk telah mencantumkannya pada situs Bank.
- Laporan-laporan yang diwajibkan oleh Bank Indonesia/OJK telah disampaikan kepada Regulator maupun pihak lain sesuai dengan ketentuan yang berlaku.
- Direksi telah mengungkapkan kebijakan-kebijakan Bank yang bersifat strategis di bidang kepegawaian melalui media yang mudah diakses.

Faktor-faktor negatif aspek Hasil Tata Kelola:

- Masih terdapat kesalahan administratif dalam pelaporan kepada Regulator yang didominasi oleh keterlambatan penyampaian atau koreksi pada beberapa laporan. Perbaikan proses maupun akurasi laporan perlu dilaksanakan guna menghindari terjadinya kesalahan serupa.
- Berdasarkan realisasi RBB semester dua 2017, terdapat pencapaian yang baik. Namun demikian, indikator NPL tetap perlu mendapat perhatian Bank secara khusus.

Perkembangan Penilaian dan Hasilnya

Bank secara berkala melakukan penilaian dengan tujuan melakukan pemantauan, evaluasi, serta perbaikan terhadap penerapan praktik GCG di lingkup Bank. Bank mendapatkan *rating* 2 selama 5 (lima) tahun terakhir. Dari pencapaian *rating* tersebut, dapat disimpulkan bahwa penerapan praktik GCG di lingkup Bank berjalan dengan baik dan memiliki kesinambungan yang konsisten.

Governance Outcome

Positive factors of Governance Outcome aspect:

- Transparency of reports has been conducted in a timely manner with coverage in accordance with applicable provisions which has included as well on the Bank's website.
- Reports required by Bank Indonesia/OJK have been submitted to Regulators or other parties in accordance with applicable regulations.
- The Board of Directors has disclosed Bank policies that are strategic in the relation with employment affairs through accessible media.

Negative factors to Governance Outcome aspect:

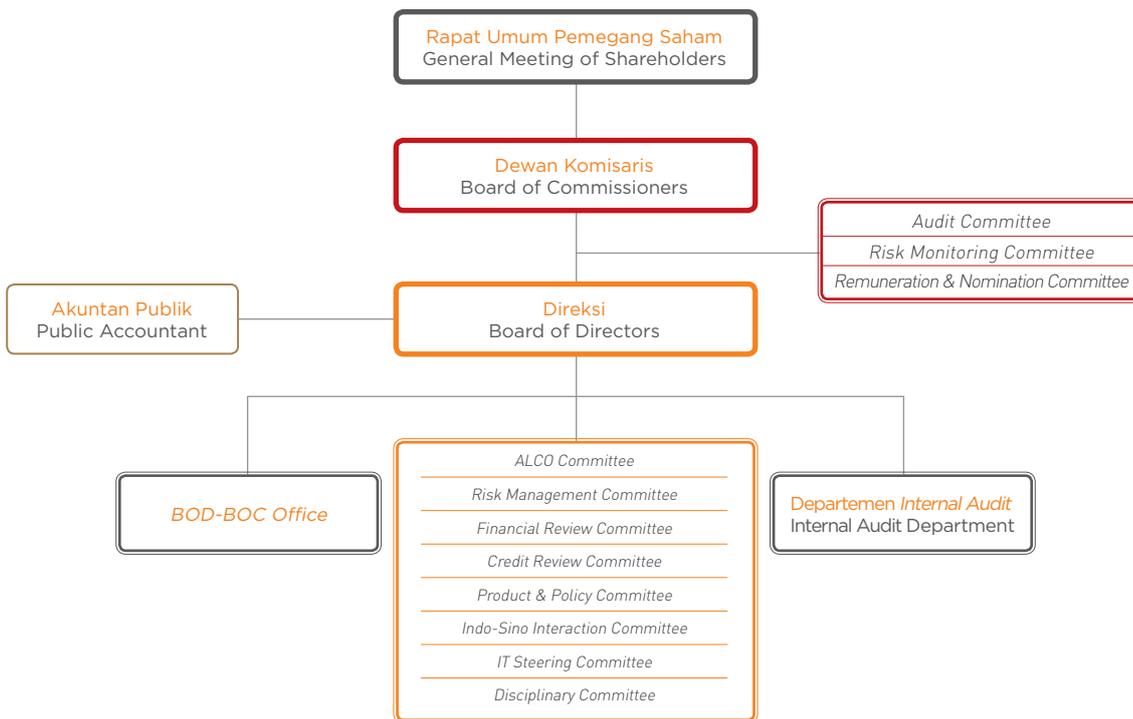
- There are still administrative errors in reporting to the Regulator that is dominated by delays in the delivery or correction of some reports. Process improvements and reporting accuracy should be undertaken to avoid similar errors.
- Based on the realization of RBB second semester 2017, there is a good achievement. However, NPL indicators still need to get the Bank's special attention.

Evaluation Progress and Results

The Bank regularly conducts assessments with the aim of monitoring, evaluating and improving the implementation of GCG practices within the scope of The Bank. The Bank received a rating of 2 over the last 5 (five) years. From the achievement of the rating, it can be concluded that the implementation of GCG practice in the scope of The Bank runs well and has consistent sustainability.

STRUKTUR TATA KELOLA PERUSAHAAN YANG BAIK GOOD CORPORATE GOVERNANCE STRUCTURE

STRUKTUR TATA KELOLA PERUSAHAAN GOOD CORPORATE GOVERNANCE STRUCTURE



RAPAT UMUM PEMEGANG SAHAM (RUPS)

Pemegang Saham dan Informasi tentang Pemegang Saham Mayoritas

Pemegang Saham Mayoritas Bank adalah ICBC Ltd. dengan kepemilikan sebesar 98,61%. Sedangkan, Pemegang Saham Minoritas adalah PT Intidana Wijaya dengan kepemilikan sebesar 1,39%. Sebagai Pemegang Saham Mayoritas, ICBC Ltd. telah memenuhi persyaratan kemampuan, kepatutan, dan kepatuhan terhadap regulasi yang ditetapkan oleh OJK, Bank Indonesia, serta perundang-undangan terkait perbankan yang berlaku di Indonesia.

GENERAL MEETING OF SHAREHOLDERS (GMS)

Shareholders and information in regards to Majority Shareholder

Majority Shareholder at The Bank is ICBC Ltd. With owned shares amounting 98.61%. Meanwhile, minority Shareholder is PT. Intidana Wijaya with owned share of 1.39%. As the controlling shareholder for The Bank, ICBC Limited has fulfilled the requirements of ability, propriety and compliance established by Financial Services Authority (OJK), Bank Indonesia and applicable banking related legislation in Indonesia.

Hak Pemegang Saham

Pemegang Saham memiliki hak diantaranya sebagai berikut:

- Menghadiri dan memberikan suara dalam suatu RUPS, berdasarkan ketentuan 1 (satu) saham memberi hak kepada pemegangnya untuk mengeluarkan satu suara.
- Memperoleh informasi material secara tepat waktu dan teratur sehingga memungkinkan bagi Pemegang Saham untuk membuat keputusan.
- Menerima bagian keuntungan dari Bank dalam bentuk dividen dan bentuk pembagian keuntungan lainnya.
- Menyelenggarakan RUPS dalam hal Direksi dan/atau Dewan Komisaris lalai menyelenggarakan RUPS Tahunan dan/atau RUPS Luar Biasa, setelah mendapat izin dari Ketua Pengadilan Negeri setempat.
- Atas nama Bank, Pemegang Saham yang mewakili paling sedikit 1/10 (satu per sepuluh) bagian dari jumlah seluruh Saham dengan hak suara dapat mengajukan gugatan melalui Pengadilan Negeri terhadap Anggota Direksi dan/atau Dewan Komisaris yang karena kesalahan atau kelalaiannya menimbulkan kerugian pada Bank.
- Setiap Pemegang Saham berhak mengajukan gugatan terhadap Bank ke Pengadilan Negeri apabila dirugikan karena tindakan Bank yang dianggap tidak adil dan tanpa alasan wajar sebagai akibat keputusan RUPS, Direksi, dan/atau Dewan Komisaris.
- Meminta secara tertulis untuk penyelenggaraan Rapat Dewan Komisaris, Rapat Direksi dan RUPS Luar Biasa bila dipandang perlu.

Rapat Umum Pemegang Saham (RUPS)

Rapat Umum Pemegang Saham (RUPS) merupakan pemegang kekuasaan tertinggi di dalam Perseroan Terbatas dan memegang segala wewenang yang tidak diserahkan kepada Direksi dan/atau Dewan Komisaris. Bank selalu menjamin pemenuhan hak-hak Pemegang Saham dan menerapkan kesetaraan perlakuan terhadap seluruh Pemegang Saham tanpa terkecuali. Anggaran Dasar Bank menyatakan bahwa pelaksanaan RUPS sekurang-kurangnya 1 (satu) kali dalam setahun dan harus diselenggarakan paling lambat 6 (enam) bulan setelah berakhirnya tahun buku.

Shareholder Rights

Shareholders have the following rights:

- Attending and voting in a General Meeting of Shareholders (GMS), under the condition that one share entitles the holder to issue one vote;
- Receiving material information in a timely and orderly manner so as to enable Shareholders to make informed decisions;
- Receiving a share of the Bank's profits in the form of dividends and other forms of profit sharing;
- Organizing a GMS in the event that the Board of Directors and/or the Board of Commissioners fails to hold an Annual GMS and/or an Extraordinary GMS, after obtaining a permission from the local District Court Chairman;
- On behalf of the Bank, a Shareholder representing at least 1/10 (one-tenth) of the total number of Shares with voting rights may file a lawsuit through the District Court against a member of the Board of Directors and/or the Board of Commissioners whose fault or negligence incurs a loss to the Bank;
- Each Shareholder is entitled to file a lawsuit against the Bank to the District Court if they are impaired by the Bank's actions deemed unfair and unreasonable as a result of the resolutions of the GMS, the Board of Directors and/or the Board of Commissioners;
- Requesting in writing for the holding of a Board of Commissioners Meeting, a Board of Directors Meeting and an Extraordinary GMS if deemed necessary.

General Meeting of Shareholders

The General Meeting of Shareholders (GMS) holds the highest authority in a company and has the rights not possessed by the Board of Directors and/or the Board of Commissioners. The Bank always guarantees the fulfillment of Shareholders' rights and applies equal treatment to all Shareholders without exception. The Bank's Articles of Association state that the GMS is to be held at least once a year and shall be held no later than six months after the end of the fiscal year.

Wewenang RUPS

RUPS memiliki wewenang, antara lain untuk:

- Memutuskan perubahan Anggaran Dasar Bank.
- Memutuskan perubahan modal Bank dan/ atau pengeluaran saham-saham yang masih disimpan untuk keperluan modal Bank.
- Memberikan persetujuan atau menolak pemindahan hak atas saham Bank.
- Memutuskan penggabungan, peleburan, dan pengambilalihan serta pembubaran Bank.
- Memutuskan untuk mengalihkan, menjadikan jaminan hutang, melepaskan hak atas seluruh atau sebagian besar harta kekayaan Bank dalam satu tahun buku.
- Menyetujui atau menolak Rencana Jangka Panjang Bank (RJPB).
- Menyetujui atau menolak Rencana Kerja dan Anggaran Bank (RKAB).
- Mengangkat dan memberhentikan Direksi dan Dewan Komisaris.
- Menilai kinerja Dewan Komisaris dan Direksi.
- Mendelegasikan kepada Dewan Komisaris tentang pembagian tugas dan wewenang setiap anggota Direksi.
- Mengesahkan laporan tahunan dan perhitungan tahunan yang diajukan Direksi.
- Memutuskan penggunaan laba bersih Bank termasuk menentukan jumlah penyesihan untuk cadangan.
- Menetapkan auditor eksternal berdasarkan usulan yang diterima dari Dewan Komisaris.
- Menetapkan remunerasi (gaji dan/atau tunjangan) Dewan Komisaris dan Direksi.
- Wewenang lainnya sebagaimana diatur dalam peraturan perundang-undangan.

Tata Cara Pelaksanaan RUPS

Tata cara penyelenggaraan RUPS telah diatur dalam Anggaran Dasar Bank, sebagai berikut:

- RUPS diadakan di tempat kedudukan Bank.
- Diselenggarakan dengan pemanggilan terlebih dahulu kepada para Pemegang Saham dengan surat tercatat.
- Pemanggilan dilakukan paling lambat 14 (empat belas) hari sebelum RUPS diadakan dengan tidak memperhitungkan tanggal pemanggilan dan tanggal RUPS.
- Dalam pemanggilan harus dicantumkan acara, waktu dan tempat penyelenggaraan RUPS.
- Pemanggilan RUPS tidak diperlukan jika semua Pemegang Saham menyetujui agenda rapat dan keputusan disetujui dengan suara bulat.
- RUPS dipimpin oleh Presiden Komisaris.

GMS Authority

The GMS has the authority to do the following:

- Deciding on amendments to the Bank's Articles of Association;
- Deciding on changes in Bank capital and/ or expenditures of shares held for the Bank's capital requirements;
- Approving or rejecting the transfer of rights to the Bank's shares;
- Making decisions involving merger, consolidation, acquisition and dissolution of the Bank;
- Deciding to transfer, make debt guarantees, waive rights to all or most of the Bank's assets within a fiscal year;
- Approving or rejecting the Bank's Long Term Plan (RJKB);
- Approving or rejecting the Bank's Work Plan and Budget (RKAB);
- Appointing and dismissing the Board of Directors and Board of Commissioners;
- Assessing the performance of the Boards of Commissioners and Directors;
- Delegating to the Board of Commissioners on the distribution of duties and authority of each member of the Board of Directors;
- Approving the annual report and calculations submitted by the Board of Directors;
- Deciding on the use of the Bank's net income, including determining the amount of allowance for reserves;
- Establishing an external auditor based on proposals received from the Board of Commissioners;
- Establishing remuneration (salary and/ or allowances) for the Boards of Commissioners and Directors;
- Other powers as regulated in legislation.

GMS Implementation Procedure

The procedure for implementing the GMS has been arranged in the Articles of Association of the Bank, as follows:

- The GMS is to be held in the domicile of the Bank;
- It is to be organized by calling Shareholders through registered mail;
- The call shall be made no later than 14 (fourteen) days before the GMS is held, not taking into account the date of the summon and date of the GMS;
- The summon shall include the event, time and place of the GMS;
- A GMS call is not required if all Shareholders agree on the agenda of the meeting and the decision is approved unanimously;
- The GMS is chaired by the President Commissioner;

- Jika Presiden Komisaris tidak hadir atau berhalangan, RUPS dipimpin oleh salah seorang anggota Komisaris yang hadir, apabila seluruh anggota Dewan Komisaris tidak hadir, RUPS dipimpin oleh Presiden Direktur. Dalam hal Presiden Direktur tidak hadir, RUPS dipimpin oleh salah satu anggota Direksi yang hadir.
- Jika semua Direksi tidak hadir, RUPS dipimpin oleh salah seorang yang dipilih diantara mereka yang hadir dalam rapat.
- RUPS dapat dilangsungkan apabila kuorum kehadiran sesuai undang-undang Bank Terbatas telah dipenuhi.
- Pemungutan suara mengenai diri orang dilakukan dengan surat tertutup dan mengenai hal lain dilakukan secara lisan.
- Suara blanko (*abstain*) tidak dihitung.

- If the President Commissioner is absent or not present, the GMS is to be chaired by one of the members of the Board of Commissioners present. If all members of the Board of Commissioners are absent, the GMS is to be chaired by the President Director. In the event that the President Director is absent, the GMS is to be chaired by one of the members of the Board of Directors present;
- If all the Directors are absent, the GMS is to be presided over by one elected among those present at the meeting;
- A GMS may be held if the quorum required by the law on Limited Liability Bank has been fulfilled;
- The voting of a person is by a closed letter and on other matters done orally;
- Abstained votes are not counted.

Hasil Keputusan RUPS Tahun 2016 dan Realisasinya oleh Manajemen

Di tahun 2016, Bank melaksanakan 3 (tiga) kali RUPS, bertempat di ICBC Tower, Jakarta. Berikut disampaikan hasil keputusan RUPS tahun 2016 serta realisasinya oleh manajemen Bank.

GMS results in 2016 and Management's realization

In 2016, The Bank conducted GMS in 3 (three) occasions, held in ICBC Tower, Jakarta. Followings are the GMS result in 2016 and the realization by the Management.

RUPS Tanggal 24 Februari 2016 | GMS Dated 24 February 2016

Hasil Keputusan Decisions	Sudah Terlaksana Followed- up on	Realisasi oleh Manajemen Follow-up by Management
Menerima pengunduran diri anggota Dewan Komisaris Bank berikut ini: Ibu Hou Qian sebagai Presiden Komisaris Accepting the resignation of the following members of the Bank's Board of Commissioners: Ms. Hou Qian as President Commissioner	●	Seluruh pergantian Manajemen Kunci Bank telah dilakukan dan dilegal-formalkan melalui Akta No. 135 tanggal 22 Februari 2016.
Menerima pengunduran diri anggota Direksi Bank berikut ini: Bapak Leonard Auly sebagai Direktur terhitung sejak 27 Juli 2015 Accepting the resignation of the following members of the Bank's Board of Directors: Mr. Leonard Auly as Director		All changes of the Bank's Key Management have been made and legalized-formalized through Deed No. 135 dated February 22, 2016.
Menunjuk anggota Dewan Komisaris Bank yang baru, sebagai berikut: Bapak Ma Xiangjun, sebagai Presiden Komisaris Ibu Christina Harapan, sebagai Komisaris Independen Appointing new members of the Board of Commissioners of the Bank, as follows: Mr. Ma Xiangjun, as President Commissioner Miss Christina Harapan, as Independent Commissioner		
Menunjuk anggota Direksi Bank yang baru, sebagai berikut: Bapak Thomas Arifin, sebagai Direktur Appointing new members of the Board of Directors of the Bank, as follows: Mr. Thomas Arifin, as Director		

● = telah ditindaklanjuti | Has been followed-up ○ = belum ditindaklanjuti | Has not been follow-up

Foundation Laid for the Next 10 Years

RUPS Tanggal 3 Juni 2016 | GMS Dated 3 June 2016

Hasil Keputusan Decisions	Sudah Terlaksana Followed- up on	Realisasi oleh Manajemen Follow-up by Management
<p>Menerima pengunduran diri anggota Direksi Bank berikut ini: Bapak Zhang Lei sebagai Direktur, terhitung sejak 30 Maret 2016 Accepting the resignation of the following members of the Bank's Board of Directors: Mr. Zhang Lei as Director</p> <p>Menunjuk anggota Direksi Bank yang baru, sebagai berikut: Bapak Liang Qinjun, sebagai Direktur Appointing new members of the Board of Directors of the Bank, as follows: Mr. Liang Qinjun, as Director</p>	●	<p>Pergantian Manajemen Kunci Bank telah dilakukan dan dilegal-formalkan melalui Akta No. 21 tanggal 3 Juni 2016. All changes of the Bank's Key Management have been made and legalized-formalized through Deed No. 21 June 3, 2016.</p>

● = telah ditindaklanjuti | Has been followed-up ○ = belum ditindaklanjuti | Has not been follow-up

RUPS Tanggal 27 Oktober 2016 | GMS Dated 27 October 2016

Hasil Keputusan Decisions	Sudah Terlaksana Followed- up on	Realisasi oleh Manajemen Follow-up by Management
<p>Menyetujui perubahan terhadap beberapa ketentuan dalam pasal 11.3 mengenai Tugas dan Wewenang Direksi dari Anggaran Dasar Bank, sebagai berikut: Approving the amendment to several provisions in article 11.3 regarding the Duties and Powers of the Board of Directors of the Bank's Articles of Association, as follows:</p> <p>Pasal 11.3.(c) Semula: Memesan atau membeli saham atau efek bersifat hutang pada perusahaan lain. Menjadi: Membeli saham pada perusahaan lain. Article 11.3 (c) Before: Ordering or buying shares or securities serve as debts to other companies. After: Buying shares in another company.</p> <p>Pasal 11.3.(f) Semula: Mengikat diri pada setiap transaksi dengan pihak ketiga didalam atau diluar kegiatan bisnis sehari-hari dengan nilai lebih besar dari IDR200.000.000.000,- (dua ratus miliar IDR). Menjadi: Diluar Otorisasi Operasional dan Manajemen mengikatkan diri pada setiap transaksi dengan pihak ketiga dengan nilai lebih besar dari IDR200.000.000.000,- (dua ratus miliar IDR). Article 11.3 (f) Before: Binding oneself to any transactions with third parties inside or outside of daily business activities with a value greater than IDR200,000,000,000 (two hundred billion IDR). After: Excluding Operational and Management Authorizations, binding oneself to any transactions with third parties with a value greater than IDR 200,000,000,000 (two hundred billion IDR).</p> <p>Pasal 11.3.(g) Semula: Mengubah kebijakan akuntansi yang diterapkan Perseroan. Menjadi: Mengubah kebijakan akuntansi yang diterapkan Perseroan, kecuali yang terkait dengan ketentuan hukum dan perundang-undangan. Article 11.3 (g) Before: Change the accounting policies applied by the Bank. After: Change the accounting policies adopted by the Bank, except those relating to the provisions of law and legislation.</p> <p>Pasal 11.3.(h) Semula: Setiap penghapusan atau pembaharuan ijin. Menjadi: Penghapusan ijin, kecuali untuk perpanjangan. Article 11.3 (h) Before: Any deletion or renewal of the Bank's permit. After: Removal of the Bank's permit, except for extensions.</p>	●	<p>Keputusan RUPS tersebut telah dilaksanakan dan dituangkan melalui Anggaran Dasar Bank terakhir dengan Akta No. 76 tanggal 14 November 2016. The resolution of this GMS has been implemented and is in the latest Articles of Association of the Bank via Deed No. 76 dated November 14, 2016.</p>

● = telah ditindaklanjuti | Has been followed-up ○ = belum ditindaklanjuti | Has not been follow-up

Pelaksanaan dan Hasil Keputusan RUPS Tahun 2017

Di sepanjang tahun 2017, Bank melaksanakan 3 (tiga) kali RUPS, bertempat di ICBC Tower, Jakarta. Agenda dan hasil keputusan RUPS serta realisasi dan/atau rencana realisasi oleh manajemen Bank disampaikan pada tabel di bawah.

GMS results in 2017 and Management's realization

In 2016, The Bank conducted GMS in 3 (three) occasions, held in ICBC Tower, Jakarta. Followings are the GMS result in 2017 and the realization by the Management.

RUPS Tanggal 13 April 2017 | GMS Dated 13 April 2017

Hasil Keputusan Decisions	Sudah Terlaksana Followed- up on	Realisasi oleh Manajemen Follow-up by Management
Menetapkan telah berakhirnya kontrak penugasan Ibu Bati Lestari sebagai Komisaris Independen, terhitung sejak tanggal 16 April 2016 Establishing the termination of Mrs. Bati Lestari's assignment contract as Independent Commissioner, starting from April 16, 2016	●	Seluruh pergantian Manajemen Kunci Bank telah dilakukan dan dilegal-formalkan melalui Akta No. 71 tanggal 13 April 2017. All changes of the Bank's Key Management have been made and legalized-formalized through Deed No. 71 of April 13, 2017.
Menunjuk anggota Direksi Bank yang baru sebagai berikut: Ibu Ir. Fransisca Nelwan Mok sebagai Direktur, Ibu Xin Haiyan sebagai Direktur Appointing new members of the Board of Directors of the Bank as follows: Mrs. Ir. Fransisca Nelwan Mok as Director, Mrs. Xin Haiyan as Director	●	

● = telah ditindaklanjuti | Has been followed-up ○ = belum ditindaklanjuti | Has not been follow-up

RUPS Tanggal 21 June 2017 | GMS Dated 21 June 2017

Hasil Keputusan Decisions	Sudah Terlaksana Followed- up on	Realisasi oleh Manajemen Follow-up by Management
Menyetujui peningkatan modal Bank dari semula IDR2.692.250.000.000 (dua triliun enam ratus Sembilan puluh dua miliar dua ratus lima puluh juga IDR) menjadi sebesar IDR3.706.150.000.000 (tiga triliun tujuh ratus enam miliar seratus lima puluh juta IDR). Approving the increase of Bank capital from IDR2,692,250,000 (two billion six hundred ninety two million two hundred and fifty thousand IDR) to IDR3,692,050,000 (three billion six hundred ninety two million two hundred and fifty thousand IDR)	●	Tambahan modal tersebut dimasukkan ke dalam Modal inti Bank yang secara total menjadi lebih dari IDR5 (lima) triliun The additional capital is incorporated into the Bank's core capital totaling more than IDR5 (five) trillion.

● = telah ditindaklanjuti | Has been followed-up ○ = belum ditindaklanjuti | Has not been follow-up

RUPS Tanggal 12 Desember 2017 | GMS Dated 21 December 2017

Hasil Keputusan Decisions	Sudah Terlaksana Followed- up on	Realisasi oleh Manajemen Follow-up by Management
Menerima pengunduran diri Bapak Ma Xiangjun sebagai Presiden Komisaris. Menerima pengunduran diri anggota Direksi Bank: Bapak Shen Xiaoqi sebagai Presiden Direktur terhitung sejak tanggal 31 Oktober 2017. Ibu Ir. Rolytha Sayuli M. sebagai Direktur terhitung sejak tanggal 31 Mei 2017. Accepting the resignation of Mr. Ma Xiangjun as President Commissioner. Accepting the resignation of members of the Board of Directors of the Bank: Mr. Shen Xiaoqi as President Director as of October 31, 2017. Mrs. Ir. Rolytha Sayuli M. as Director as of May 31, 2017.	●	Seluruh pergantian Manajemen Kunci Bank telah dilakukan dan dilegal-formalkan melalui Akta No. 108 tanggal 13 Desember 2017. All changes of the Bank's Key Management have been made and legalized-formalized through Deed No. 108 dated December 13, 2017.
Menunjuk Bapak Wang Kun sebagai Presiden Komisaris. Menunjuk Bapak Zhang Jinxing sebagai Presiden Direktur yang berlaku efektif sejak diperolehnya persetujuan/perijinan sesuai ketentuan yang berlaku. Appointing Mr. Wang Kun as President Commissioner. Appointing Mr. Zhang Jinxing as President Director effective since obtaining an approval/permit in accordance with applicable provisions.	●	

● = telah ditindaklanjuti | Has been followed-up ○ = belum ditindaklanjuti | Has not been follow-up

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 Commissioner 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:

Board of Commissioners Appointments and Dismissals

The following are the mechanisms and procedures for appointing members of the Bank's Board of Commissioners:



1 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



2 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. Mayoritas 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.



3 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.



4 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.

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.

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

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.

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.

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.

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: 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 pertanggungjawaban 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.
- 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.

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.

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 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	Kantor Cabang Mangga Dua, Jakarta Branch Office
	Kunjungan ke Kantor Cabang Pluit, Jakarta Visit to the Pluit, Jakarta Branch Office.	Hendra Widjojo Komisaris Independen Independent Commissioner Christina Harapan Komisaris Independen Independent Commissioner	Kantor Cabang 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 <i>Workshop Internal Audit</i> 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.

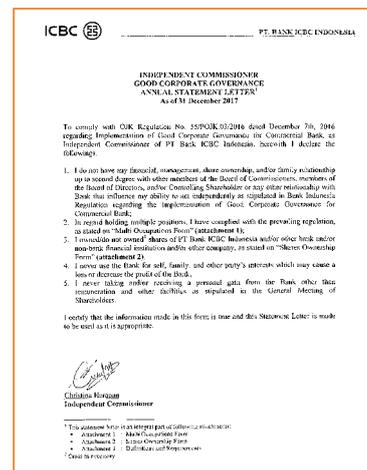
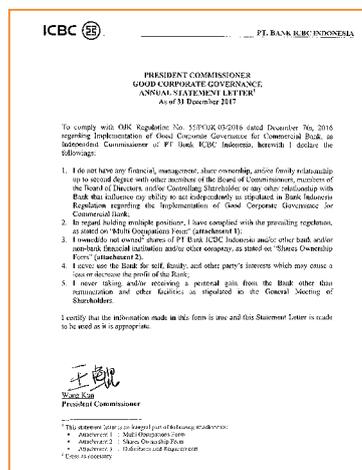
The regulation also requires that at least 50% (fifty percent) of the members of the Board of Commissioners be Independent Commissioners, subject to the term of office of 2 (two) periods of consecutive terms and may be reappointed in the following period as Independent Commissioners with the following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

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.

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.

Pernyataan Independensi Dewan Komisaris Independence Statement of the Board of Commissioners



DIREKSI BOARD OF DIRECTORS

Direksi adalah Organ Bank yang berwenang dan bertanggung jawab penuh atas pengurusan Bank untuk kepentingan Bank, sesuai dengan maksud dan tujuan Bank serta mewakili Bank, baik di dalam maupun di luar pengadilan sesuai dengan ketentuan Anggaran Dasar.

Berkaitan dengan pelaksanaan tugas Direksi Bank mengacu pada Pedoman dan Tata Tertib Direksi berdasarkan Undang-Undang No. 40 Tahun 2007 tanggal 16 Agustus 2007 tentang Perseroan Terbatas; POJK No. 55/POJK.03/2016 tentang Penerapan Tata Kelola bagi Bank Umum; serta Anggaran Dasar Bank.

KRITERIA PENGANGKATAN DIREKSI

Kriteria atau persyaratan yang berlaku untuk dapat diangkat sebagai anggota Direksi Bank telah dituangkan dalam Buku Pedoman Kerja Direksi dimana anggota Direksi harus memenuhi persyaratan umum, persyaratan khusus serta persyaratan tambahan bagi Presiden Direktur, persyaratan tambahan bagi Direktur Kepatuhan.

Mekanisme Pengangkatan dan Pemberhentian Direksi

Mekanisme pengangkatan dan pemberhentian Direksi Bank melalui tahapan yang dimulai dari kajian Komite Remunerasi dan Nominasi. Hasil kajian tersebut disampaikan kepada Dewan Komisaris untuk dievaluasi dan disetujui nama-nama para calon Direksi yang telah diusulkan oleh Komite Remunerasi dan Nominasi. Dewan Komisaris menyeleksi nama-nama yang telah dinominasikan untuk kemudian disampaikan kepada Pemegang Saham. Pemegang Saham menyetujui nama-nama yang telah diajukan oleh Dewan Komisaris untuk kemudian disahkan dan/atau ditetapkan dalam RUPS.

The Board of Directors is the Bank's Organ that has the authority and is fully responsibility for managing the Bank for its interests, in line with the purposes and objectives of the Bank. The Board also represents the Bank, both inside and outside courts, in accordance with the Articles of Association.

In implementing its duties, the Board of Directors of The Bank refers to the Board's Guidelines and Procedures, which are based on Law No. 40/2007 dated 16 August 2007 on Limited Liability Bank; Financial Services Authority Regulation No. 55/POJK.03/2016 on GCG Implementation for Commercial Banks; and the Bank's Articles of Association.

BOARD OF DIRECTORS' ELIGIBILITY CRITERIA

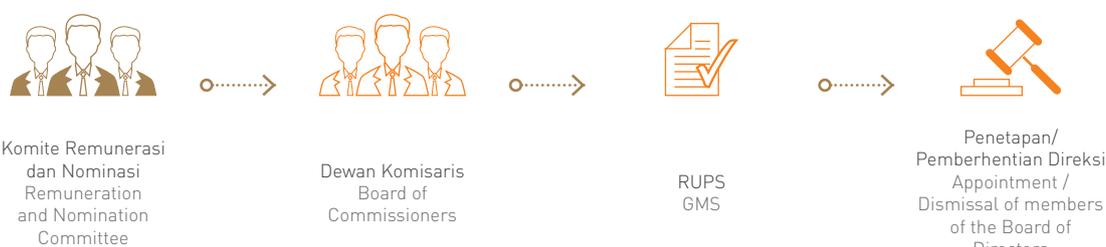
The criteria or requirements for being eligible to be appointed as a member of the Board of Directors of The Bank have been set forth in the Board of Directors' Handbook. Members of the Board of Directors must meet the general requirements, special requirements and additional requirements for being the President Director. There are additional requirements for being the Compliance Director.

The mechanism for the appointment and dismissal of the Board of Directors

The mechanism for the appointment and dismissal of members of the Board of Directors of The Bank works through phases that begin with a review from the Remuneration and Nomination Committee. The results of the review are submitted to the Board of Commissioners for evaluation and approval of the candidates proposed by the Remuneration and Nomination Committee. The Board of Commissioners selects the candidates to be submitted to the Shareholders. Upon the Shareholders' approval, the candidates are then ratified and/or stipulated in the GMS.

Proses Pengangkatan dan Pemberhentian Direksi

Process the Appointment and Dismissal of members of the Board of Directors



Susunan dan Komposisi Direksi Tahun 2017

Jumlah anggota Direksi Bank per 31 Desember 2017 sebanyak 7 (tujuh) orang dan masing-masing memiliki pengalaman yang baik di bidang perbankan. Seluruh anggota Direksi Bank berdomisili di Indonesia dan memiliki integritas serta kompetensi yang memadai sesuai dengan persyaratan Uji Kemampuan dan Kepatutan Regulator.

The Board of Directors Structure and Composition in 2017

The number of members of the Board of Directors of The Bank as of December 31, 2017 is 7 (seven) people and each has good experience in banking. All members of the Board of Directors of The Bank are domiciled in Indonesia and have adequate integrity and competence in accordance with Regulatory requirements and Regulatory requirements.

Kronologi Susunan Direksi di Sepanjang Tahun 2017 | Board of Directors Structure throughout 2017

01 January 2017- 11 April 2017	12 April 2017- 31 May 2017	01 June 2017- 31 October 2017	01 November 2017- 31 December 2017	Keterangan Details
Shen Xiaoqi Presiden Direktur President Director	Shen Xiaoqi Presiden Direktur President Director	Shen Xiaoqi Presiden Direktur President Director		Mengundurkan diri pada 31 Oktober 2017 Resigned on 31 October 2017
Yu Guangzhu Direktur Director	Yu Guangzhu Direktur Director	Yu Guangzhu Direktur Director	Yu Guangzhu Direktur & Plt. Presiden Direktur Director & Acting President Director	Efektif menjabat posisi Plt Presiden Direktur pada 1 November 2017 Effectively served as Acting President Director on 1 November 2017
Jeff S.V. Eman Direktur Director	-			
Liang Qinjun Direktur Director	Liang Qinjun Direktur Director	Liang Qinjun Direktur Director	Liang Qinjun Direktur Director	-
	Xin Haiyan Direktur Director	Xin Haiyan Direktur Director	Xin Haiyan Direktur Director	Efektif menjabat posisi Direktur pada 13 April 2017 Effective served as Director on April 13, 2017
Thomas Arifin Direktur Director	Thomas Arifin Direktur Director	Thomas Arifin Direktur Director	Thomas Arifin Direktur Director	-
Sandy Tjipta Muliana Direktur Director	-			
	Fransisca Nelwan Mok Direktur Director	Fransisca Nelwan Mok Direktur Director	Fransisca Nelwan Mok Direktur Director	Efektif menjabat posisi Direktur pada 13 April 2017 Effective served as Director on April 13, 2017
Rolyta Manullang Direktur Director	Rolyta Manullang Direktur Director			Mengundurkan diri pada 31 Mei 2017 Resigned on May 31, 2017

Uji Kemampuan dan Kepatutan

Sebagai bentuk kepatuhan dan komitmen GCG, proses penetapan Direksi Bank dilakukan melalui Uji Kemampuan dan Kepatutan yang dilaksanakan oleh Otoritas Jasa Keuangan (OJK). Melalui pengajuan Bank dengan melengkapi *compliance checklist* pemenuhan persyaratan administratif kepada OJK yang ditandatangani oleh Direktur yang membawahi fungsi Kepatutan.

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

- Shen Xiaoqi (Presiden Direktur), Surat No. SR-138/D.03/2014 tertanggal 21 Agustus 2014
- Yu Guangzhu (Direktur-Kredit), Surat No. SR-48/D.03/2014 tertanggal 8 April 2014
- Jeff S.V. Eman (Direktur-Global Market), Surat No. SR-4/D.03/2015 tertanggal 05 Januari 2015
- Liang Qinjun (Direktur-Retail Banking & Operation), Surat No. SR-79/D.03/2016 tertanggal 09 Mei 2016
- Xin Haiyan (Direktur-Marketing), Surat No. SR-55/PB.12/2017 tertanggal 24 Maret 2017
- Thomas Arifin (Direktur-Marketing), Surat No. SR-190/D.03/2015 tertanggal 15 Oktober 2015
- Sandy TjiptaMuliana (Direktur-Kepatutan), Surat No. 11/109/GBI/DPIP/Rahasia tertanggal 21 Agustus 2009
- Fransisca Nelwan Mok (Direktur-Risk Management), Surat No. SR-22/PB.12/2017 tertanggal 08 Februari 2017

Program Pengenalan Direksi Baru

Direksi yang baru ditunjuk wajib diberikan program pengenalan mengenai Bank dan dilakukan sesegera mungkin setelah pengangkatannya. Tanggung jawab untuk mengadakan program pengenalan bagi Direksi yang baru berada pada Presiden Direktur, atau jika Presiden Direktur berhalangan, maka tanggung jawab pelaksanaan program pengenalan tersebut berada pada Direksi yang ada. Program pengenalan ini dapat dilaksanakan dalam bentuk presentasi/seminar/workshop, pertemuan, kunjungan ke lokasi, pengkajian dokumen, atau bentuk lainnya yang dianggap sesuai.

Fit and Proper Test

As a form of compliance to and commitment towards GCG, The Bank's process of determining its Board of Directors' members is done through fit and proper test conducted by the OJK. This is done through the Bank's proposal that has filled out an administrative compliance checklist to the OJK signed by the Director in charge of the Compliance function.

All members of the Board of Directors of The Bank has passed the Fit and Proper Test by the regulator through the decision below:

- Shen Xiaoqi (President Director), Letter no. SR-138 / D.03 / 2014 dated August 21, 2014
- Yu Guangzhu (Director-Credit), Letter no. SR-48 / D.03 / 2014 dated April 8, 2014
- Jeff S.V. Eman (Director-Global Market), Letter no. SR-4 / D.03 / 2015 dated January 05, 2015
Check juga yang bahasa indonesia
- Liang Qinjun (Director-Retail Banking & Operation), Letter no. SR-79 / D.03 / 2016 dated May 9, 2016
- Xin Haiyan (Director-Marketing), Letter no. SR-55 / PB.12 / 2017 dated March 24, 2017
- Thomas Arifin (Director-Marketing), Letter no. SR-190 / D.03 / 2015 dated October 15, 2015
- Sandy TjiptaMuliana (Director-Compliance), Letter no. 11/109 / GBI / DPIP / Secret dated August 21, 2009
- Fransisca Nelwan Mok (Director-Risk Management), Letter no. SR-22 / PB.12 / 2017 dated 08 February 2017

Board of Directors' Orientation

A newly appointed Board of Directors shall be given an introductory program concerning the Bank and shall be done as soon as possible after its appointment. Responsibility to hold an introductory program for a new member of Board of Directors lies with the President Director, or if the President Director is absent, then the responsibility for the implementation of the introductory program rest with the existing Directors. This introductory program can be carried out in the form of presentations/seminars/workshops, meetings, site visits, document review, or any other form deemed appropriate.

Program pengenalan kepada Direksi baru mencakup hal-hal sebagai berikut:

- Gambaran mengenai Bank berkaitan dengan visi dan misi, nilai dan budaya Bank, tujuan dan strategi Bank, kinerja keuangan dan operasi, rencana usaha jangka pendek dan jangka panjang, aplikasi teknologi informasi, manajemen risiko, kondisi persaingan usaha, dan masalah strategis lainnya.
- Penjelasan mengenai tugas dan tanggung jawab Dewan Komisaris, Direksi serta Komite di bawah Dewan Komisaris dan Komite dibawah Direksi.
- Penjelasan mengenai Pemangku Kepentingan utama Bank dan Tanggung Jawab Sosial Bank.
- Sistem pengendalian internal, sistem audit dan temuan audit yang belum ditindaklanjuti secara tuntas serta kasus hukum yang melibatkan Bank.
- Pelaksanaan GCG di lingkungan Bank.

Di tahun 2017, Bank melakukan program orientasi dan pengenalan kepada Direksi yang baru, yaitu Direktur Xin Haiyan dan Direktur Fransisca Nelwan Mok.

Pelatihan dan Pengembangan Kompetensi

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

Pedoman dan Tata Tertib Kerja Direksi

Direksi Bank bekerja berdasarkan Pedoman dan Tata Tertib Kerja Direksi, yang telah disahkan pada tanggal 30 Juni 2015.

The induction program to the new Board of Directors includes the following:

- Bank description regarding Bank's vision and mission, values and culture, Bank's goals and strategies, financial and operating performance, short-term and long-term business plans, information technology applications, risk management, business competition conditions and other strategic issues.
- A description of the duties and responsibilities of the Board of Commissioners, the Board of Directors and the Committees under the Board of Commissioners and Committees under the Board of Directors.
- A description of key Bank Stakeholders and the Bank's Social Responsibility.
- A system of internal controls, audit systems and audit findings that have not been fully acted upon and legal cases involving the Bank.
- Implementation of GCG within the Bank.

In 2017, the Bank conducted an orientation and induction program to the new Board of Directors, namely Director Xin Haiyan and Director Fransisca Nelwan Mok.

Competence Training and Development

The Bank has a policy related to the development and improvement of the competence of the Board of Directors, which is conducted through various training and education with funding entirely the responsibility of the The Bank. On the list of training and competence development can be seen in the chapter Board of Directors of the Company Profile in this annual report.

The Board of Directors' Directive

The Board of Directors of The Bank is working under the Board of Directors' Directive, which was ratified on June 30, 2015.

Tanggung Jawab Direksi

Direksi Bank harus bertanggung jawab dalam hal-hal sebagai berikut:

- Direksi bertanggung jawab penuh atas pelaksanaan kepengurusan Bank untuk kepentingan dan tujuan Bank.
- Direksi bertanggung jawab penuh atas pelaksanaan tugas kepada pemegang saham melalui RUPS.
- Direksi wajib mengelola Bank sesuai dengan kewenangan dan tanggung jawab Direksi sebagaimana diatur dalam anggaran dasar dan peraturan perundang-undangan.
- Direksi wajib menerapkan prinsip-prinsip Tata Kelola yang baik dalam setiap kegiatan usaha Bank pada seluruh tingkatan atau jenjang organisasi. Dalam rangka menerapkan prinsip Tata Kelola yang baik, Direksi paling sedikit wajib membentuk:
 - Satuan Kerja Audit Intern;
 - Satuan Kerja Manajemen Risiko dan Komite Manajemen Risiko; dan
 - Satuan Kerja Kepatuhan.
- Dalam hal terkait dengan pelaksanaan Audit Intern, Direksi wajib menciptakan struktur pengendalian intern, menjamin terselenggaranya fungsi Audit Intern bank dalam setiap tingkatan manajemen dan menindaklanjuti temuan audit dan rekomendasi dari satuan kerja audit intern Bank, auditor ekstern, hasil pengawasan Otoritas Jasa Keuangan dan/atau hasil pengawasan otoritas lain. Direksi berkewajiban melaporkan kegiatan tersebut kepada Rapat Umum Pemegang Saham;
- Dalam hal terkait dengan pelaksanaan kepatuhan, tugas dan tanggung jawab Direksi yang membawahkan fungsi kepatuhan adalah sebagai berikut:
 - Merumuskan strategi guna mendorong terciptanya Budaya Kepatuhan pada semua tingkatan organisasi dan kegiatan usaha Bank;
 - Mengusulkan kebijakan kepatuhan atau prinsip-prinsip kepatuhan yang akan ditetapkan oleh Direksi;
 - Menetapkan sistem dan prosedur kepatuhan yang digunakan untuk menyusun ketentuan dan pedoman internal Bank;
 - Memastikan bahwa seluruh kebijakan, ketentuan, sistem, dan prosedur, serta kegiatan usaha yang dilakukan Bank telah sesuai dengan ketentuan Otoritas Jasa Keuangan dan ketentuan peraturan perundang-undangan;
 - Meminimalkan Risiko Kepatuhan Bank;

Responsibilities of Board of Directors (BOD)

BOD is responsible for the following matters:

- BOD is fully responsible for the execution of the Bank's management in the interests and objectives of the Bank.
- BOD is fully responsible for the performance of duties to shareholders through the GMS.
- BOD is responsible to manage the Bank in accordance with the authority and responsibilities of BOD as stipulated in the statutes and laws and regulations.
- BOD is responsible to apply the Good Governance Principles in each of the Bank's business activities at all levels of the organization. In order to apply the good Governance principles, BOD shall at least be required to establish:
 - Internal Audit Working Unit;
 - Risk Management Working Unit and Risk Management Committee;
 - Compliance Working Unit.
- In relation to the implementation of internal audit, BOD shall create internal control structures, ensure the implementation of the Bank's Internal Audit function at all levels of management and follow up the audit findings and recommendations of the Bank's internal audit work units, external auditors, the results of the supervision of the Financial Services Authority and/or the results of supervision of other authorities. BOD must report the activity to General Meeting of Shareholders;
- In relation to the implementation of compliance, the duties and responsibilities of BOD in charge of compliance functions are as follows:
 - Formulate strategies to encourage the creation of Compliance Culture at all levels of the organization and business activities of the Bank;
 - Propose compliance policies or compliance principles to be determined by the Board of Directors;
 - Establish compliance systems and procedures used to develop the Bank's internal rules and guidelines;
 - Ensure that all policies, regulations, systems, procedures and business activities conducted by the Bank are in compliance with the provisions of the Financial Services Authority and the provisions of the laws and regulations;
 - Minimize Bank Compliance Risk;

- Melakukan tindakan pencegahan agar kebijakan dan/atau keputusan yang diambil Direksi Bank tidak menyimpang dari ketentuan OJK dan peraturan perundang-undangan;
- Melakukan tugas lain yang terkait dengan Fungsi Kepatuhan.
- Sesuai dengan POJK No. 46/POJK.03/2017, Direktur yang membawahkan fungsi kepatuhan wajib melaporkan pelaksanaan tugas dan tanggung jawabnya kepada Presiden Direktur dengan tembusan kepada Dewan Komisaris, paling sedikit secara triwulanan. Sesuai dengan POJK No. 46/POJK.03/2016, Direktur yang membawahkan Fungsi Kepatuhan wajib menyampaikan laporan kepada Otoritas Jasa Keuangan (OJK) tentang pelaksanaan tugasnya, meliputi:
 - * Rencana kerja kepatuhan yang dimuat dalam Rencana Bisnis Bank;
 - * Laporan kepatuhan yang wajib ditandatangani oleh Direktur yang membawahkan Fungsi Kepatuhan, dan disampaikan kepada OJK secara semesteran dan diterima OJK paling lambat 1 (satu) bulan setelah periode pelaporan berakhir dengan tembusan kepada Dewan Komisaris dan Presiden Direktur; dan
 - * Laporan khusus mengenai kebijakan dan/atau keputusan Direksi yang menurut Direktur yang membawahkan Fungsi Kepatuhan telah menyimpang dari ketentuan OJK dan/atau peraturan perundang-undangan yang berlaku sebagai bagian dari tugas Direktur yang membawahkan Fungsi Kepatuhan.
- Dalam hal terkait dengan pelaksanaan APU dan PPT, tugas dan tanggung jawab Direksi terkait adalah sebagai berikut:
 - Memastikan bahwa Bank memiliki kebijakan dan prosedur penerapan program APU dan PPT;
 - Mengusulkan kebijakan dan prosedur tertulis yang bersifat strategis mengenai penerapan program APU dan PPT kepada Dewan Komisaris;
 - Memastikan penerapan program APU dan PPT sesuai dengan kebijakan dan prosedur tertulis yang telah ditetapkan;
 - Membentuk unit kerja khusus dan/atau menunjuk pejabat yang bertanggung jawab terhadap penerapan program APU dan PPT;
 - Melakukan pengawasan atas kepatuhan unit kerja dalam menerapkan program APU dan PPT;
- Undertake precautions so that policies and/or decisions taken by the Board of Directors do not deviate from OJK regulations and prevailing laws and regulations;
- Perform other tasks related to the Compliance Function.
- In reference to POJK No. 46/POJK.03/2017, BOD in charge of compliance functions must report the execution of its duties and responsibilities to the President Director with copies to BOC, at least on a quarterly basis. According to POJK No. 46/POJK.03/2016, Compliance Director shall submit a report to Otoritas Jasa Keuangan (OJK) concerning the performance of its duties, including:
 - * Compliance work plan contained in the Bank's business plan;
 - * Compliance reports that must be signed by the Director in charge of the Compliance Function, and submitted to OJK on a semiannual basis and received by OJK no later than 1 (one) month after the reporting period ends with a copy to the Board of Commissioners and the President Director; and
 - * A special report on the policies and/or decisions of the Board of Directors which, according to the Director in charge of the Compliance Function, has deviated from the provisions of OJK and/or the prevailing laws and regulations as part of the duties of the Director in charge of the Compliance Function.
- In relation to the implementation of AML and CFT, the duties and responsibilities of BOD in charge are as follows:
 - Ensure that Bank has policies and procedures for implementing AML and CFT programs;
 - Propose written policies and procedures that are strategic about the implementation of AML and CFT programs to the Board of Commissioners;
 - Ensure the implementation of AML and CFT programs is in accordance with established written policies and procedures;
 - Establish a special working unit and/or appointing officials responsible for the implementation of AML and CFT programs;
 - Supervise the compliance of work units in implementing AML and CFT programs;

- Memastikan bahwa kebijakan dan prosedur tertulis mengenai penerapan program APU dan PPT sejalan dengan perubahan dan pengembangan produk, jasa, dan teknologi di sektor jasa keuangan serta sesuai dengan perkembangan modus Pencucian Uang dan/ atau Pendanaan Terorisme; dan
- Memastikan bahwa seluruh pegawai, khususnya pegawai dari satuan kerja terkait dan pegawai baru, telah mengikuti pelatihan yang berkaitan dengan penerapan program APU dan PPT secara berkala.
- Dalam hal terkait dengan alih daya, tugas dan tanggung jawab Direksi terkait adalah sebagai berikut:
 - Menyusun dan menyempurnakan kebijakan Alih Daya;
 - Menetapkan prosedur Alih Daya;
 - Memantau, mengevaluasi, dan bertanggung jawab atas penerapan manajemen risiko atas Alih Daya;
 - Memantau dan mengevaluasi pelaksanaan Alih Daya secara keseluruhan.
- Dalam hal terkait dengan penerapan manajemen risiko dalam penggunaan teknologi informasi, tugas dan tanggung jawab Direksi terkait adalah sebagai berikut:
 - Menetapkan Rencana Strategis Teknologi Informasi dan kebijakan Bank terkait penggunaan Teknologi Informasi;
 - Menetapkan kebijakan, standar, dan prosedur terkait penyelenggaraan Teknologi Informasi yang memadai dan mengomunikasikannya secara efektif, baik pada satuan kerja penyelenggara maupun pengguna Teknologi Informasi;
 - Memastikan bahwa:
 - * Teknologi Informasi yang digunakan Bank dapat mendukung perkembangan usaha Bank, pencapaian tujuan bisnis Bank dan kelangsungan pelayanan terhadap Nasabah Bank;
 - * Terdapat kegiatan peningkatan kompetensi sumber daya manusia yang terkait dengan penyelenggaraan dan penggunaan Teknologi Informasi;
 - * Ketersediaan sistem pengelolaan pengamanan informasi (information security management system) yang efektif dan dikomunikasikan kepada satuan kerja pengguna dan penyelenggara Teknologi Informasi;
- Ensure that written policies and procedures concerning the implementation of AML and CFT programs are in line with the changes and development of products, services and technology in the financial services sector and in accordance with the development of the Money Laundering and/or Financing of Terrorism modes; and
- Ensure all employees, in particular employees of relevant work units and new employees, have attended regular training related to the application of the AML and CFT programs.
- In relation to the outsourcing, the duties and responsibilities of BOD in charge are as follows:
 - Draft and refine the Outsourcing policy;
 - Establish Outsourcing procedure;
 - Monitor, evaluate, and responsible for the implementation of risk management over Outsourcing; and
 - Monitor and evaluate the overall implementation of the Outsourcing.
- In relation to the implementation of risk management in the use of Information Technology, the duties and responsibilities of BOD in charge are as follows:
 - Establish the Information Technology Strategic Plan and the Bank's policy regarding the use of Information Technology;
 - Establish adequate policies, standards and procedures related to the administration of Information Technology and communicate it effectively to both the organizational unit and the users of Information Technology;
 - Ensure that:
 - * Information Technology used by the Bank can support the Bank's business development, achievement of Bank business objectives and continuity of service to Bank customers;
 - * There are activities to increase the competence of human resources related to the implementation and use of Information Technology;
 - * The availability of an effective information security management system and communicated to the user's work units and IT providers;

- * Penerapan proses manajemen risiko dalam penggunaan Teknologi Informasi dilaksanakan secara memadai dan efektif;
 - * Kebijakan, standar, dan prosedur Teknologi Informasi diterapkan secara efektif pada satuan kerja pengguna dan penyelenggara Teknologi Informasi;
 - Terdapat sistem pengukuran kinerja proses penyelenggaraan Teknologi Informasi yang paling sedikit dapat:
 - Mendukung proses pemantauan terhadap implementasi strategi;
 - * Mendukung penyelesaian proyek pengembangan Teknologi Informasi;
 - * Mengoptimalkan pendayagunaan sumber daya manusia dan investasi pada infrastruktur; dan
 - * Meningkatkan kinerja proses penyelenggaraan Teknologi Informasi dan kualitas layanan penyampaian hasil proses kepada pengguna Teknologi Informasi.
 - Memastikan tersedianya sumber daya manusia (SDM) yang cukup dan kompeten sesuai dengan kebutuhan;
 - Memastikan terdapat upaya peningkatan kompetensi SDM terkait penyelenggaraan TI diantaranya melalui program pendidikan atau pelatihan yang memadai untuk meningkatkan kesadaran atas pengamanan informasi;
 - Memastikan struktur organisasi manajemen proyek dari seluruh proyek terkait TI digunakan dengan maksimal;
 - Memastikan bahwa Bank memiliki kontrak tertulis yang mengatur peran, hubungan, kewajiban, dan tanggung jawab dari semua pihak yang terikat dengan kontrak tersebut, serta memiliki keyakinan bahwa kontrak tersebut merupakan perjanjian yang berkekuatan hukum dan melindungi kepentingan Bank, dalam hal Bank menggunakan jasa pihak lain.
 - Dalam hal terkait dengan tingkat kesehatan Bank, tugas dan tanggung jawab Direksi terkait adalah sebagai berikut:
 - Memelihara dan memantau Tingkat Kesehatan Bank serta mengambil langkah-langkah yang diperlukan untuk memelihara dan/atau meningkatkan Tingkat Kesehatan Bank.
- * The implementation of risk management process in the use of Information Technology is carried out adequately and effectively;
 - * Policies, standards, and procedures of Information Technology are applied effectively to the user's work units and IT providers;
 - There is a system of performance measurement process of Information Technology implementation that can at least:
 - Support the monitoring process of strategy implementation;
 - * Support the completion of Information Technology development projects;
 - * Optimize the utilization of human resources and investment in infrastructure; and
 - * Improve the performance of Information Technology process and the quality of service delivery process to the users of Information Technology.
 - Ensure the availability of sufficient and competent human resources (HR) as required;
 - Ensure there are efforts to improve the competence of human resources related to IT administration such as through adequate education or training programs to increase awareness of information security;
 - Ensure the project management organization structure of all IT related projects is maximized; and
 - Ensure the Bank has a written contract that regulates the roles, relationships, obligations and liabilities of all parties with whom the contract is made, and has the confidence that the contract is a legally-binding agreement that protects the interests of the Bank, in case the Bank use the services of other parties.
 - In relation to the Bank's soundness rating, the duties and responsibilities of BOD in charge are as follows:
 - maintain and monitor the Bank's Soundness Rating and taking necessary steps to maintain and/or improve Bank's Soundness Rating.

- Sesuai dengan POJK No. 4/POJK.03/2016, Direksi bersama-sama dengan Dewan Komisaris, dan/atau pemegang saham pengendali wajib menyampaikan rencana tindak (action plan) kepada OJK dalam hal:
 - * Faktor Tingkat Kesehatan Bank yang ditetapkan dengan peringkat 4 atau peringkat 5;
 - * Peringkat Komposit Tingkat Kesehatan Bank yang ditetapkan dengan peringkat 4 atau peringkat 5;
 - * Peringkat Komposit Tingkat Kesehatan Bank yang ditetapkan dengan peringkat 3, namun terdapat permasalahan signifikan yang perlu diatasi agar tidak mengganggu kelangsungan usaha Bank.
- Dalam hal terkait dengan Prinsip Kehati-hatian dalam melaksanakan aktivitas keagenan produk keuangan luar negeri, tugas dan tanggung jawab Direksi terkait adalah sebagai berikut:
 - Menetapkan rencana Bank untuk Aktivitas Keagenan Produk Keuangan Luar Negeri;
 - Menetapkan kebijakan dan prosedur Bank untuk Aktivitas Keagenan Produk Keuangan Luar Negeri; dan
 - Memantau dan mengevaluasi Aktivitas Keagenan Produk Keuangan Luar Negeri.
- Dalam hal terkait dengan Transparansi Informasi Produk Bank dan Penggunaan Data Pribadi Nasabah, tugas dan tanggung jawab Direksi terkait adalah sebagai berikut:
 - Menetapkan kebijakan transparansi informasi produk Bank;
 - Menetapkan prosedur tertulis transparansi informasi produk Bank;
 - Menetapkan kebijakan transparansi penggunaan data pribadi Nasabah;
 - Prosedur tertulis transparansi penggunaan data pribadi Nasabah.
- Dalam hal terkait dengan Rencana Bisnis Bank, tugas dan tanggung jawab Direksi terkait adalah sebagai berikut:
 - Menyusun dan melaksanakan Rencana Bisnis secara efektif;
 - Mengkomunikasikan Rencana Bisnis kepada pemegang saham Bank dan seluruh jenjang organisasi yang ada pada Bank.
- According to POJK No. 4/POJK.03/2016, BOD together with BOC and/or Controlling Shareholder must submit action plan to OJK in case of:
 - * Any Bank's Rating factor is determined to be 4 or 5;
 - * Composite Rating of Bank's Soundness is determined to be 4 or 5; and/or
 - * Composite Rating of Bank's Soundness is determined to be 3, but there are significant issues that need to be addressed so as not to disrupt the business continuity of Bank.
- In relation to the Prudential Principle in carrying out agency activities related to overseas financial products, the duties and responsibilities of BOD in charge are as follows:
 - Establish the Bank's plan for agency activities related to overseas financial products;
 - Establish Bank's policies and procedures for agency activities related to overseas financial products; and
 - Monitor and evaluate on agency activities related to overseas financial products.
- In relation to the Transparency of Bank's Product Information and Use of Customer's Personal Data, the duties and responsibilities of BOD in charge are as follows:
 - Establish transparency policy of Bank's product information transparency;
 - Establish a written transparency procedure of Bank's product information;
 - Establish a transparency policy on the use of Customer's personal data;
 - Establish written transparency procedures for the use of Customer's personal data.
- In relation to the Bank's business plan, the duties and responsibilities of BOD in charge are as follows:
 - Prepare and implement the Business Plan effectively;
 - Communicate the Business Plan to the Bank's shareholders and all levels of the organization in the Bank.

- Dalam hal terkait dengan penerapan manajemen risiko, tugas dan tanggung jawab Direksi terkait adalah sebagai berikut:
 - Menyusun kebijakan dan strategi Manajemen Risiko secara tertulis dan komprehensif;
 - Bertanggung jawab atas pelaksanaan kebijakan Manajemen Risiko dan eksposur Risiko yang diambil oleh Bank secara keseluruhan;
 - Mengevaluasi dan memutuskan transaksi yang memerlukan persetujuan Direksi;
 - Mengembangkan budaya Manajemen Risiko pada seluruh jenjang organisasi;
 - Memastikan peningkatan kompetensi sumber daya manusia yang terkait dengan Manajemen Risiko;
 - Memastikan bahwa fungsi Manajemen Risiko telah beroperasi secara independen; dan
 - Melaksanakan kaji ulang secara berkala untuk memastikan:
 - * Keakuratan metodologi penilaian risiko;
 - * Kecukupan implementasi sistem informasi Manajemen Risiko;
 - * Ketepatan kebijakan dan prosedur Manajemen Risiko serta penetapan limit risiko.
 - Mengevaluasi laporan sistem informasi Manajemen Risiko. Dalam rangka melaksanakan wewenang dan tanggung jawabnya, Direksi harus memiliki pemahaman yang memadai mengenai Risiko yang melekat pada seluruh aktivitas fungsional Bank dan mampu mengambil tindakan yang diperlukan sesuai dengan profil Risiko Bank.
- Direksi bersama-sama dengan Dewan Komisaris Bank wajib menumbuhkan budaya dan kepedulian anti Fraud pada seluruh jajaran organisasi Bank.
- Dalam hal terkait dengan kualitas asset, Direksi wajib menilai, memantau, dan mengambil langkah-langkah yang diperlukan agar kualitas aset senantiasa baik.
- Dalam hal terkait dengan pemberian remunerasi tugas dan tanggung jawab Direksi terkait adalah sebagai berikut:
 - Menyusun kebijakan remunerasi yang paling sedikit memuat:
 - * Struktur remunerasi yang paling sedikit mencakup skala remunerasi berdasarkan tingkat dan jabatan, serta komponen remunerasi;
 - * Metode dan mekanisme penetapan remunerasi.
- In relation to the implementation of risk management, the duties and responsibilities of BOD in charge are as follows:
 - Compose Risk Management policy and strategy comprehensively in writing;
 - Be responsible for the implementation of risk management policy and risk exposure taken by the Bank as a whole;
 - Evaluate and make decisions on transaction that needs BOD's approval;
 - Develop risk management policy to all organization levels;
 - Ensure the enhancement of human resource competencies related to Risk Management;
 - Ensure that the function of risk management has operated independently;
 - Carry out periodic review to ensure:
 - * The accuracy of risk assessment method;
 - * The adequacy of implementation of risk management information system;
 - * The accuracy of Risk Management policies and procedures and the establishment of Risk limits.
 - Evaluate the Risk Management information system report. In carrying out the responsibilities and authorities, BOD shall have an adequate understanding of the Risks attached to all functional activities of the Bank and is capable of taking necessary actions in accordance with the Bank's Risk Profile.
- The Board of Directors together with the BOC of the Bank shall foster the culture of and concern for anti-fraud in all levels of the Bank's organization.
- In relation to the asset quality, BOD shall assess, monitor and take the necessary steps to ensure the quality of the assets is always good.
- In relation to the remuneration, the duties and responsibilities of BOD in charge are as follows:
 - Compose remuneration policy containing at least the following:
 - * Remuneration structure which contain at least remuneration scale based on level and position, and remuneration component;
 - * Method and mechanism for determining remuneration.

Wewenang Direksi

Dalam mengemban tugas dan tanggung jawabnya, Direksi diberikan kewenangan-kewenangan sebagai berikut:

- Dalam hal terkait dengan audit intern, Presiden Direktur berwenang untuk mengangkat dan memberhentikan Kepala SKAI dengan persetujuan dari Dewan Komisaris dan dilaporkan kepada OJK sesuai dengan PBI No. 1/6/PBI/1999.
- Dalam hal terkait dengan alih daya, Direksi berwenang untuk menyetujui rencana Bank untuk melaksanakan Alih Daya.
- Dalam hal terkait dengan kualitas aset, wewenang Direksi adalah sebagai berikut:
 - Menyetujui kebijakan dan prosedur tertulis mengenai Aset Produktif dalam bentuk Surat Berharga.
 - Menyetujui kebijakan dan prosedur tertulis mengenai Aset Produktif dalam bentuk Penempatan.
 - Menyetujui identifikasi dan penetapan terhadap Properti Terbengkalai yang dimiliki.
 - Menyetujui kebijakan dan prosedur tertulis mengenai Restrukturisasi Kredit.
 - Menyetujui kebijakan dan prosedur tertulis mengenai hapus buku dan hapus tagih.
- Dalam hal terkait dengan penerapan APU dan PPT, Direksi wajib menyetujui kebijakan, pengawasan, dan prosedur pengelolaan dan mitigasi risiko Pencucian Uang dan Pendanaan Terorisme agar Bank mampu mengelola dan memitigasi risiko yang telah diidentifikasi.

Hak Direksi

Direksi berhak mewakili Bank di dalam dan di luar Pengadilan dalam segala hal dan dalam segala kejadian, dan oleh sebab itu berhak untuk mengikat bank pihak lain dengan Bank, serta menjalankan segala tindakan dan kuasa, baik yang mengenai kepengurusan maupun kepemilikan, akan tetapi dengan pembatasan bahwa:

- Perubahan level gaji dan pendapatan yang di bayarkan kepada anggota Direksi dan Dewan Komisaris.
- Menyebabkan Pengeluaran Modal (*capital expenditure*) oleh Bank yang melebihi nilai IDR30.000.000.000,- (tiga puluh miliar IDR).
- Membeli saham perusahaan lain.

Authority of the Board of Directors

In conducting its duties and responsibilities, BOD is authorized on the followings:

- In relation to internal audit, President Director is authorized to appoint and dismiss head of SKAI with approval from Board of Commissioners and shall be reported to OJK according to PBI No. 1/6/PBI/1999.
- In relation to outsourcing, BOD is authorized to approve Bank's plan to implement outsourcing.
- In relation to asset quality, authorities of BOD are as follows:
 - Approve written policy and procedure regarding productive asset in the form of securities.
 - Approve written policy and procedure regarding productive asset in the form of placement.
 - Approve the identification and determination of owned, abandoned property.
 - Approve written policy and procedure regarding credit restructuring.
 - Approve written policy and procedure regarding write-off.
- In relation to the implementation of AML and CFT, BOD shall approve the policy, the monitoring and the procedures related to anti-money laundering and countering financing of terrorism management and risk mitigation in order for Bank to ably manage and mitigate any identified risks.

Board of Directors' Rights

The Board of Directors is authorized to represent the Bank inside and outside of court in all matters and in all events, and is therefore entitled to bind banks from other parties with The Bank, and to carry out all actions and authorities, both on management and ownership, but with the following restrictions:

- Changing the level of wages and salaries paid to members of the Board of Directors and Board of Commissioners;
- Causing the Bank's capital expenditure to exceed IDR 30,000,000,000 (thirty billion IDR);
- Buying shares securities in other companies;

- Memutuskan setiap keputusan strategis untuk menyebabkan perubahan material dalam tindakan dan cakupan yang dilakukan oleh Bank dalam bisnis, termasuk memasuki perusahaan patungan atau pengaturan kemitraan penting atau pengaturan apapun yang akan menyebabkan bisnis Bank atau bagian daripadanya dikontrol atau sebaliknya oleh Direksi, Dewan Komisaris, dan/atau Pemegang Saham Bank.
- Setiap penjualan atau pemindahan (termasuk *leasing* atau pemberian bisnis atau aset kepada pihak lain) atau pengambilalihan aset yang nilainya dari jumlah total IDR 2.000.000.000,- (dua miliar IDR) dalam setiap tahun.
- Di luar Otoritas Operasional dan Manajemen mengikat diri pada setiap transaksi dengan pihak ketiga dengan nilai lebih besar dari IDR 200.000.000.000,- (dua ratus miliar IDR).
- Mengubah kebijakan akuntansi yang diterapkan Bank, kecuali yang terkait dengan ketentuan hukum dan perundang-undangan;
- Penghapusan izin Bank, kecuali untuk perpanjangan.
- Tindakan-tindakan hanya dapat dilakukan dengan persetujuan tertulis sebelumnya dari Rapat Umum Pemegang Saham Bank dengan kuorum dan persyaratan *voting* seperti ditentukan dalam Pasal 22 dari Anggaran Dasar.
- Making strategic decisions that lead to material changes in the action and coverage made by the Bank in its business, including entering into a joint venture or partnership arrangement or any setting that would cause the Bank's business or part thereof to be controlled or otherwise by the Board of Directors, Board of Commissioners and/or Shareholders of the Bank;
- Any sale or transfer (including leasing or giving business or assets to a third party) or the acquisition of assets over IDR 2,000,000,000 (two billion) in a given year;
- Entering into any transaction with any third party within or outside of its daily business with a number larger than IDR 200,000,000,000 (two hundred billion IDR);
- Amending the Bank's accounting policies, except to that of related to laws and constitutions;
- Terminating the Bank's operating license except for extension purpose;
- These actions can be done only with the prior written approval of the GMS of the Bank with the quorum and voting requirements as specified in Article 22 of the Articles of Association.

Kewajiban Direksi

Direksi berkewajiban untuk melaksanakan prinsip-prinsip GCG dalam setiap kegiatan usaha Bank pada seluruh jenjang organisasi yang pelaksanaannya mencakup:

- Kelengkapan dan pelaksanaan tugas Komite-Komite dan Satuan kerja yang menjalankan fungsi pengendalian internal.
- Penerapan fungsi kepatuhan, audit internal, dan audit eksternal.
- Penerapan Manajemen Risiko, termasuk sistem pengendalian internal.
- Penyediaan dana kepada pihak terkait dan penyediaan dana besar.
- Rencana strategi Bank.
- Transparansi kondisi keuangan dan non-keuangan Bank.

Board of Directors' Obligations

The Board of Directors is obligated to implement the principles of GCG in the Bank's business activities at all levels of the organization, the implementations of which include:

- Completion and implementation of duties for the Committees and Working Units that serve the function of internal control;
- Implementation of compliance, of internal audits and of external audits;
- Implementation of Risk Management, including the internal control system
- Provision of funds to related parties and the provision of large funds;
- The Bank's strategic plan;
- Transparency of the Bank's financial and non-financial condition.

Pembagian Lingkup Tugas Antar Direksi

Dalam menjalankan tugasnya, setiap anggota Direksi memiliki lingkup tugas dan tanggung jawab masing-masing, yaitu:

Board of Directors Delegation of Duties

In performing their duties, the members of the Board of Directors have their respective duties and responsibilities, as follows:

Nama Name	Lingkup Tugas dan Tanggung Jawab Scope of Duties and Responsibilities
Shen Xiaoqi Presiden Direktur President Director ¹⁾	<i>Internal Audit, Financial Management</i>
Yu Guangzhu Direktur & Plt. Presiden Direktur Director & Acting President Director ²⁾	<i>Credit Management, Corporate and Commercial Credit Review, SME and Retail Credit Review, Credit Support and Administration Internal Audit, Financial Management</i>
Jeff S.V. Eman Direktur Director	<i>IT, Global Market and FI, Bills Center</i>
Liang Qinjun Direktur Director	<i>Retail Banking, Operation Management, MI and Accounting, Service Quality, E-Banking, Settlement Center, Card Center</i>
Xin Haiyan Direktur Director ³⁾	<i>Corporate Banking I, Trade Finance, Greater China Business</i>
Thomas Arifin Direktur Director	<i>Corporate Banking II, Corporate Banking III, CCB Surabaya, Commercial Banking, SME Banking</i>
Sandy Tjipta Muliana Direktur Director	<i>Compliance, AML/CFT, HRD</i>
Fransisca Nelwan Mok Direktur Director ³⁾	<i>Risk Management, Special Asset Management, Legal, General Affair, BOD-BOC Office, Strategy Management & Transformation Office</i>
Rolyta Manullang Direktur Director ⁴⁾	<i>Corporate Banking III, Commercial Banking, Corporate and Commercial Banking Surabaya, SME Banking</i>

1) Presiden Direktur, Shen Xiaoqi, mengundurkan diri pada 31 Oktober 2017. | President Director, Shen Xiaoqi, resigned on 31 October 2017.

2) Yu Guangzhu, efektif menjabat posisi Plt. Presiden Direktur pada 1 November 2017. | Effectively served as Acting President Director's position on 1 November 2017.

3) Fransisca Nelwan Mok dan Xin Haiyan efektif menjabat posisi Direktur pada 13 April 2017. | Fransisca Nelwan Mok and Xin Haiyan Effective as Director position on April 13, 2017.

4) Rolyta Manullang, mengundurkan diri pada 31 Mei 2017. | Rolyta Manullang, Resigned on May 31, 2017.

TRANSPARANSI INFORMASI TENTANG DEWAN KOMISARIS DAN DIREKSI

Kebijakan Terkait Hubungan Kerja Antara Dewan Komisaris dan Direksi

Hubungan kerja Dewan Komisaris dan Direksi adalah hubungan *check and balances* untuk kemajuan dan kesehatan Bank. Dewan Komisaris dan Direksi sesuai dengan fungsinya masing-masing bertanggung jawab atas kelangsungan usaha Bank dalam jangka panjang. Hal yang harus dilakukan oleh Dewan Komisaris dan Direksi secara bersama-sama sesuai dengan fungsinya masing-masing, sehingga dapat dicapai kelangsungan usaha Bank dalam jangka panjang tercermin pada:

- Terlaksananya dengan baik *internal control* dan manajemen risiko.
- Tercapainya imbal hasil (*return*) yang wajar bagi Pemegang Saham.
- Terlindunginya kepentingan Pemangku Kepentingan secara wajar.
- Terlaksananya suksesi kepemimpinan dan manajemen di semua lini organisasi.
- Terpenuhinya pelaksanaan GCG.

INFORMATION TRANSPARENCY ABOUT BOARD OF COMMISSIONERS AND DIRECTORS

Policy of Working Relationships Between Board of Commissioners and Directors

The working relationship between the Board of Commissioners and the Board of Directors is the check and balances relationship for the Bank's progress and health. Board of Commissioners and Board of Directors in accordance with their respective functions are responsible for the continuity of the Bank's business in the long term. It should be done by the Board of Commissioners and Board of Directors jointly in accordance with their respective functions, in order to achieve continuity of the Bank's business in the long run be reflected in:

- Implementation of both internal control and risk management.
- Achieving reasonable returns for Shareholders.
- Fairly protecting the interests of Stakeholders.
- Implementation of leadership and management succession across all lines of the organization.
- Fulfillment of GCG implementation.

Assessment Penerapan GCG untuk Aspek Dewan Komisaris dan Direksi Tahun 2016 dan Tindak Lanjutnya

Seperti yang telah dijelaskan sebelumnya, Bank melakukan *self-assessment* terhadap pelaksanaan GCG tahun 2016 sesuai periode penilaian *Risk-Based Bank Rating* (RBBR) yang dilakukan setiap semester sebagaimana dimaksud dalam Surat Edaran OJK No. 13/SEOJK.03/2017 tentang Pelaksanaan *Good Corporate Governance* Bagi Bank Umum. Berdasarkan acuan tersebut, Bank melakukan *Self-Assessment* secara berkala terhadap 11 (sebelas) faktor penilaian pelaksanaan GCG, dimana 2 (dua) faktor diantaranya merupakan Dewan Komisaris dan Direksi, yaitu:

1. Pelaksanaan tugas dan tanggung jawab Dewan Komisaris.
2. Pelaksanaan tugas dan tanggung jawab Direksi.

Hasil *assessment* tahun 2016 kepada kedua aspek di atas menunjukkan berfungsinya perangkat organ Dewan Komisaris dan Direksi, dengan hasil sebagai berikut:

Faktor Penilaian Pelaksanaan GCG Assessment Factor of GCG Implementation	Skor Score
Pelaksanaan tugas dan tanggung jawab Dewan Komisaris Implementation of duties and responsibilities of the Board of Commissioners	1
Pelaksanaan tugas dan tanggung jawab Direksi Implementation of duties and responsibilities of the Board of Directors	2

Remunerasi Dewan Komisaris dan Direksi Prosedur dan Mekanisme Kebijakan Remunerasi untuk Dewan Komisaris dan Direksi

Remunerasi Dewan Komisaris dan Direksi direkomendasikan oleh Komite Remunerasi dan Nominasi, untuk kemudian diserahkan kepada Dewan Komisaris dan disampaikan kepada RUPS untuk mendapatkan persetujuan. Rekomendasi Komite Remunerasi dan Nominasi disampaikan kepada Dewan Komisaris, untuk mendapatkan persetujuan RUPS.

Assessment of GCG Implementation for Aspects of Board of Commissioners and Board of Directors 2016 and Follow Up

As previously mentioned, The Bank conducts self-assessment of GCG implementation in 2016 in accordance with the period of Risk-Based Bank Rating (RBBR) assessment conducted every semester as referred to in OJK Circular Letter no. 13 / SEOJK.03 / 2017 on the Implementation of Good Corporate Governance for Commercial Banks. Based on these guidelines, the The Bank Self-Assessment perform regularly for 11 (eleven) GCG implementation assessment factors, of which two (2) factors, including the Board of Commissioners and Board of Directors, namely:

1. Implementation of duties and responsibilities of the Board of Commissioners.
2. Implementation of duties and responsibilities of the Board of Directors.

The results of the assessment in 2016 to the two aspects above show the proper functioning of the organ of the Board of Commissioners and the Board of Directors, with the following results:

Remuneration of the Board of Commissioners and the Board of Directors Remuneration Policy Procedures and Mechanisms for Board of Commissioners and Board of Directors

Remuneration of the Board of Commissioners and Board of Directors is recommended by the Remuneration and Nomination Committee, to be submitted to the Board of Commissioners and submitted to the General Meeting of Shareholders for approval. Recommendations of the Remuneration and Nomination Committee are submitted to the Board of Commissioners, to obtain the approval of the GMS.



Indikator Penetapan Remunerasi

Rekomendasi remunerasi oleh Komite Remunerasi dan Nominasi disusun berdasarkan formulasi remunerasi yang mengacu kepada kebijakan internal Bank, peraturan eksternal yang berlaku, komparasi industri serta mempertimbangkan kinerja Bank.

Penetapan besaran remunerasi Komisaris Independen didasarkan kepada kinerja masing-masing Komisaris Independen yang pelaksanaannya dilakukan oleh Presiden Komisaris. Komisaris Independen menerima paket remunerasi yang dibayarkan secara berkala, terdiri dari gaji, tunjangan Hari Raya, tunjangan cuti dan *tantiem*.

Sementara itu, penetapan remunerasi Direksi direkomendasikan oleh Komite Remunerasi dan Nominasi dengan mengacu kepada prinsip-prinsip remunerasi Bank dan hasil penilaian atas pencapaian target (*goal setting*), peraturan yang berlaku, komparasi industri dan kinerja Bank.

Indicator of Remuneration Determination

The remuneration recommendations by Remuneration and Nomination Committee are prepared based on the remuneration formulation referring to the Bank’s internal policies, applicable external regulations, industry comparisons and consideration of the Bank’s performance.

The determination of the remuneration of independent commissioners is based on the performance of each Independent Commissioner whose implementation is performed by the President Commissioner. Independent Commissioners receive remuneration packages paid periodically, consisting of salary, Holiday (Hari Raya) allowance, leave allowance and *tantiem*.

Meanwhile, the remuneration of the Board of Directors is recommended by the Remuneration and Nomination Committee with reference to the Bank’s remuneration principles and the results of the assessment of the target setting, the applicable regulations, the industry’s comparative and the Bank’s performance.

Jumlah Diterima dalam 1 Tahun

Total Remunerasi per Orang dalam 1 Tahun Total Remuneration per Person in 1 Year	Jumlah Komisaris Number of Commissioners	Jumlah Direktur Number of Directors
diatas 2 miliar IDR above IDR2 billion	0	9
diatas 1 miliar s.d 2 miliar IDR above IDR1 billion up to IDR2 billion	2	0
diatas 500 juta s.d 1 miliar IDR above IDR500 million up to IDR1 billion	0	0
dibawah 500 juta IDR IDR500 million or less	0	0
TOTAL	2	9

Jumlah anggota direksi awal tahun adalah 9 (sembilan) dan pada akhir tahun menjadi 7 (tujuh) orang.
The number of Board of Directors’ members earlier in the year is 9 (nine) and at the end of the year to 7 (seven).

Rasio Gaji

Rasio gaji tertinggi dan terendah dalam lingkup organisasi Bank adalah sebagai berikut:

Salary Ratio

The ratio of the highest and lowest salaries within the scope of the organization of The Bank are as follows:

Rasio Gaji Salary Ratio	2017	2016
Gaji Direktur tertinggi terhadap gaji Direktur paling rendah The highest salary of Directors compared to the lowest salary of Directors	1,32 : 1	2,07 : 1
Gaji Direktur tertinggi terhadap gaji Komisaris tertinggi The highest salary of Directors compared to the highest salary of Commissioners	3,58 : 1	5,59 : 1
Gaji Komisaris tertinggi terhadap gaji Komisaris paling rendah The highest salary of Commissioners compared to the lowest salary of Commissioners	1 : 1	1 : 1
Gaji Direktur tertinggi terhadap gaji karyawan tertinggi The highest salary of Directors compared to the highest salary of employees	1,55 : 1	2,55 : 1
Gaji karyawan tertinggi terhadap gaji karyawan paling rendah The highest salary of employees compared to the lowest salary of employees	32,21 : 1	32,61 : 1
Gaji karyawan paling rendah terhadap Upah Minimum Provinsi (UMP) The lowest salary of employees compared to the Provincial Minimum Wage	1,10 : 1	1,11 : 1

Opsi Saham dan Buy Back

Hingga akhir tahun 2017, Bank tidak memiliki kebijakan mengenai Opsi Saham bagi Dewan Komisaris dan Direksi.

Stock Options and Buy Back

By the end of 2017, The Bank does not have a policy on stock options for the Board of Commissioners and Board of Directors.

RAPAT DEWAN KOMISARIS DAN DIREKSI

Rapat Dewan Komisaris

Keputusan rapat Dewan Komisaris diambil berdasarkan musyawarah untuk mufakat. Dalam hal keputusan secara musyawarah untuk mufakat tidak tercapai, maka keputusan diambil berdasarkan suara setuju lebih dari ½ (setengah) jumlah suara yang sah dalam rapat. Dalam hal suara yang setuju dan tidak setuju berimbang maka usul harus dianggap ditolak. Dewan Komisaris dapat pula mengambil keputusan yang sah tanpa mengadakan rapat Komisaris dengan ketentuan semua anggota Komisaris telah diberitahu secara tertulis dan semua anggota Komisaris memberikan persetujuan mengenai usul yang diajukan secara tertulis serta menandatangani persetujuan tersebut. Keputusan yang diambil dengan cara demikian mempunyai kekuatan yang sama dengan keputusan yang diambil dengan sah dalam rapat Komisaris. Keputusan Dewan Komisaris mengikat seluruh anggota Dewan Komisaris

Di sepanjang tahun 2017, Dewan Komisaris menyelenggarakan rapat sebanyak 4 (empat) kali. Berikut disampaikan agenda dan risalah rapat, kehadiran, serta rekapitulasi tingkat kehadiran Dewan Komisaris dalam rapat-rapat tersebut.

BOARD OF COMMISSIONERS AND DIRECTORS MEETING

Board of Commissioners Meeting

The decision of the Board of Commissioners' meeting is based on deliberations to reach consensus. In the event that a consensus decision is not reached, a decision is made on the basis of a vote agreeing to more than ½ (half) the number of valid votes in the meeting. In the case of votes agreeing and disagreeing then the proposal shall be deemed to be rejected. The Board of Commissioners may also make informed decisions without holding a Board of Commissioners meeting provided that all members of the Board of Commissioners have been notified in writing and all members of the Board of Commissioners agree on the proposal submitted in writing and sign the agreement. The decisions taken in this way have the same power as the decisions taken legitimately in the Board of Commissioners meetings. Decisions of the Board of Commissioners are binding to all members of the Board of Commissioners

Throughout 2017, the Board of Commissioners held 4 (four) meetings. The following are presented on the agenda and minutes of meetings, attendance, and recapitulation of the attendance of the Board of Commissioners in the meetings.

Foundation Laid for the Next 10 Years

Risalah dan Kehadiran Rapat Dewan Komisaris

Minutes and Attendance of the Meetings of the Board of Commissioners

Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants			
	Ma Xiangjun	Wang Kun	Hendra Widjojo	Christina Harapan
21 February 2017 • Summary of previous BOC Meeting on 6 December 2016 • Overview of Bank's Portfolio as of end of January 2017 - Loan Portfolio Analysis - Customers Structure • Top 5 Debtors of ICBC Indonesia as of November 2016 – January 2017	●		●	●
14 March 2017 NPL Cases	●		●	●
26 October 17 • Realization of Bank Performance in Q3-2017 • NPL Updates • AML and CFT Updates	●		●	●
21 December 2017 • DC-DRC Follow up and action plan • BOC and Committees working performance in 2017 and working plan in 2018 • Pre-NPL Updates		●	●	●

● : Hadir | Present ○ : Cuti | On Leave ○ : Perjalanan Bisnis | Business Trip ○ : Pelatihan | Training ○ : Lain-lain | Others

Rekapitulasi kehadiran anggota Dewan Komisaris pada Rapat Dewan Komisaris dapat dilihat di bawah ini:

The recapitulation of the attendance of members of the Board of Commissioners at the Meeting of the Board of Commissioners can be seen below.

Rekapitulasi Kehadiran Dewan Komisaris

Attendance Recapitulation for Members of the Board of Commissioners

Dewan Komisaris Board of Commissioners	Jumlah Wajib Rapat Compulsory Meeting Number	Jumlah Kehadiran Attendance	% Kehadiran Attendance%
Ma Xiangjun Presiden Komisaris President Commissioner ¹⁾	3	3	100,00%
Wang Kun Presiden Komisaris President Commissioner ²⁾	1	1	100,00%
Hendra Widjojo Komisaris Independen Independent Commissioner	4	4	100,00%
Christina Harapan Komisaris Independen Independent Commissioner	4	4	100,00%
RATA-RATA AVERAGE			100,00%

1) Ma Xiangjun berhenti menjabat Presiden Komisaris sejak 13 Desember 2017.

2) Wang Kun resmi menjabat Presiden Komisaris sejak 13 Desember 2017.

Rapat Direksi

Direksi menggelar rapat untuk membahas berbagai hal strategis terkait pengelolaan Bank. Rapat Direksi minimal dilakukan 1 (satu) bulan sekali. Di sepanjang tahun 2017, Direksi menyelenggarakan rapat sebanyak 42 (empat puluh dua) kali. Berikut disampaikan agenda dan risalah rapat, kehadiran, serta rekapitulasi tingkat kehadiran Direksi dalam rapat-rapat tersebut.

Board of Directors Meeting

The Board of Directors held a meeting to discuss various strategic matters related to Bank management. Board of Directors meetings shall be conducted at least once every 1 (one) month. Throughout 2017, the Board of Directors held 42 meetings (forty-two) times. The following are presented on the agenda and minutes of meetings, attendance, and recapitulation of the attendance of the Board of Directors in these meetings.

Risalah dan Kehadiran Rapat Direksi
Minutes and Attendance of the Board of Directors Meeting

Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants							
	Shen Xiaoqi ¹⁾	Yu Guangzhu ²⁾	Jeff S.V. Eman	Liang Qimjun	Xin Haiyan ³⁾	Thomas Arifin	Sandy Tjipta Muliana	Fransisca Nelwan Mok ²⁾
11 January 2017, Jakarta <ul style="list-style-type: none"> Bankwide Performance (Finance Management Department) Departments and Branches Achievements (Management Information Accounting Departement) 2017 General Strategy (each director) OJK Updates (Sandy T. Muliana) External Audit Updates (Internal Audit Departement) Annual Management Meeting and Staff New Year Party (BOD BOC Office) 	●	●	●	●	●	●	●	●
08 February 2017, Jakarta <ul style="list-style-type: none"> Business Plan Revision NPL Updates 	●	○	●	○	●	●	●	●
20 February 2017, Jakarta OP Reforming	●	●	●	●	●	●	●	●
13 March 2017, Jakarta <ul style="list-style-type: none"> Bankwide February Financials NPL Updates Consumer Banking Updates Corporate Banking Updates Business Strategic and Work Plan 2017 SME and Commercial Banking Updates OJK Audit Updates 	●	●	●	●	●	○	●	●
24 March 2017, Jakarta <ul style="list-style-type: none"> OJK Audit Update New Capital Injection Cinemaxx Account Loan Pipeline 	●	●	○	●	●	●	●	○
06 April 2017, Jakarta <ul style="list-style-type: none"> E-banking and Card Business Updates from Parent Bank Financial Report NPL Updates Cinemaxx Collateral Issue 	●	●	●	●	●	●	●	○
21 April 2017, Jakarta <ul style="list-style-type: none"> Financial Performance 1st Quarter 2017 KPI Monitoring Report 1st Quarter 2017 Directions for 2nd Quarter SUMMIT System Salary Adjustment 	●	○	●	●	○	●	●	○
08 Mei 2017, Jakarta <ul style="list-style-type: none"> Capital injection Realization and Follow-up Summit System Updates 	○	○	●	●	●	○	●	○
17 Mei 2017, Jakarta <ul style="list-style-type: none"> Financials April 2017 Branch Ranking System Digital Lounge General Updates 	●	●	●	●	●	●	●	○
07 June 2017, Jakarta <ul style="list-style-type: none"> Financials as of May 2017 Liquidity Position as of June 2017 Achievement and Strategy (Business Units) Possible Credit Card Fraud KPI Achievements and Monitoring 	●	●	●	●	●	●	●	●

● : Hadir | Present ○ : Cuti | On Leave ◉ : Perjalanan Bisnis | Business Trip ◐ : Pelatihan | Training ◑ : Lain-lain | Others

1) Presiden Direktur, Shen Xiaoqi, mengundurkan diri pada 31 Oktober 2017 | President Director, Shen Xiaoqi, resigned on 31 October 2017.
 2) Yu Guangzhu, efektif menjabat posisi Plt Presiden Direktur pada 1 November 2017 | Effectively served as Acting President Director's position on 1 November 2017.
 3) Fransisca Nelwan Mok dan Xin Haiyan efektif menjabat posisi Direktur pada 13 April 2017 | Fransisca Nelwan Mok and Xin Haiyan Effective as Director position on 13 April 2017.
 4) Rolyta Manullang, mengundurkan diri pada 31 Mei 2017 | Rolyta Manullang, Resigned on 31 May 2017.

Foundation Laid for the Next 10 Years

Risalah dan Kehadiran Rapat Direksi

Minutes and Attendance of the Board of Directors Meeting

Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants								
	Shen Xiaoqi ¹⁾	Yu Guangzhu ²⁾	Jeff S.V. Eman	Liang Qimjun	Xin Haiyan ³⁾	Thomas Arifin	Sandy Tjipta Muliana	Fransisca Nelwan Mok ²⁾	Rolyta Manullang ⁴⁾
13 June 2017, Jakarta • Business Plan Revision by SMT0 • OJK Audit Updates by Compliance Department • NPL Projection by SAM Department • Zero Tolerance Issue by Internal Audit Department	●	●	●	●	●	●	●	●	●
21 June 2017, Jakarta NPL Cases	●	●	○	●	●	●	○	○	●
22 June 2017, Jakarta NPL Cases	●	●	●	●	○	●	●	○	●
05 July 2017, Jakarta • Follow-up on OJK Exit Meeting Result • Special Taskforce	○	●	○	○	○	●	●	●	●
06 July 2017, Jakarta • Financials as of June 2017 • Alternatives To Maintain Net NPL Under 5%	●	●	○	○	○	●	●	●	●
12 July 2017, Jakarta • Employee Healthcare Insurance • NPL Updates • General Updates	●	●	●	●	●	●	●	●	●
20 July 2017, Jakarta Utilization of Excess Fund	○	●	●	●	○	●	●	●	●
25 July 2017, Jakarta • Preparation for OJK Meeting • NPL Updates	●	●	●	●	●	●	●	●	●
25 July 2017, Jakarta Follow-up on OJK Meeting.	●	●	●	○	○	●	●	●	●
01 August 2017, Jakarta Post Meeting with OJK.	○	●	●	○	○	●	●	●	●
21 August 2017, Jakarta • Financial Report July 2017 • KPI Achievement • Preparation for OJK Audit	●	●	○	○	●	●	○	●	●
22 August 2017, Jakarta Simulations To Settle KAGUM Account	●	●	○	○	●	●	○	●	●
31 August 2017, Jakarta General updates	●	●	●	●	●	●	○	●	●
15 September 2017, Jakarta • Financial Performance as of Aug 2017 • NPL Updates	●	●	●	●	●	●	●	●	●
22 September 2017, Jakarta General Updates	●	●	●	○	●	●	●	●	●
26 September 2017, Jakarta NPL Projection and Impairment	○	●	●	○	●	●	●	●	●
29 September 2017, Jakarta • OJK Audit Updates • DC/DRC Updates	●	●	●	○	●	●	●	●	●

● : Hadir | Present ○ : Cuti | On Leave ○ : Perjalanan Bisnis | Business Trip ○ : Pelatihan | Training ○ : Lain-lain | Others

1) Presiden Direktur, Shen Xiaoqi, mengundurkan diri pada 31 Oktober 2017 | President Director, Shen Xiaoqi, resigned on 31 October 2017.

2) Yu Guangzhu, efektif menjabat posisi Plt Presiden Direktur pada 1 November 2017 | Effectively served as Acting President Director's position on 1 November 2017.

3) Fransisca Nelwan Mok dan Xin Haiyan efektif menjabat posisi Direktur pada 13 April 2017 | Fransisca Nelwan Mok and Xin Haiyan Effective as Director position on 13 April 2017.

4) Rolyta Manullang, mengundurkan diri pada 31 Mei 2017 | Rolyta Manullang, Resigned on 31 May 2017.

Risalah dan Kehadiran Rapat Direksi
Minutes and Attendance of the Board of Directors Meeting

Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants								
	Shen Xiaoqi ¹⁾	Yu Guangzhu ²⁾	Jeff S.V. Eman	Liang Qinjun	Xin Haiyan ³⁾	Thomas Arifin	Sandy Tjipta Muliana	Fransisca Nelwan Mok ³⁾	Rolyta Manullang ⁴⁾
12 October 2017, Jakarta • Q3 Financials • NPL Updates • Business Plan 2018	●	●	●	●	●	○	●	●	
19 October 2017, Jakarta • Business Plan 2018 draft • Implementation of IFRS 9	●	●	●	●	○	○	●	●	
26 October 2017, Jakarta • Business Plan 2016 Draft 2	○	●	●	●	○	●	●	●	
30 October 2017, Jakarta • Impairment • HR Expenses • IT Expenses • Others	○	●	●	○	○	○	●	●	
3 November 2017, Jakarta DC DRC Relocation	●	●	○	○	○	●	●	●	
6 November 2017, Jakarta • General Updates • IT Letter To OJK Regarding DC-DRC Relocation • AML Report • PT Royal • Final Draft of Business Plan 2018	●	●	●	○	○	●	●	●	
10 November 2017, Jakarta DC-DRC Relocation	●	●	●	○	○	●	●	●	
14 November 2017, Jakarta • IT Issues • NPL and Potential NPL accounts • Business Plan 2018	●	●	●	○	○	●	●	●	
20 November 2017, Jakarta • Transfer of Several Potential NPL Account To SAM Department. • IT Procurement Issues. • Internal Fraud Case • Penalty from BI • Preparation for Data Migration. • General Updates.	●	●	○	○	○	●	●	●	
29 November 2017, Jakarta Restructure: PIB, Parex, GHCI Financials Projection Until End of 2017	●	●	●	○	●	●	●	●	
04 December 2017, Jakarta General Updates	●	●	●	●	●	●	●	●	
11 December 2017, Jakarta • Financial Projection as of December 2017 • NPL Projection as of December 2017 • Updates on Restructured Accounts	●	●	●	●	●	●	●	●	
18 December 2017, Jakarta Discussion	●	●	●	●	●	●	●	●	
22 December 2017, Jakarta Discussion	●	●	●	○	○	●	●	●	
29 December 2017, Jakarta Progress of Restructured Accounts	●	●	●	●	○	○	●	○	

● : Hadir | Present ○ : Cuti | On Leave ○ : Perjalanan Bisnis | Business Trip ○ : Pelatihan | Training ○ : Lain-lain | Others

1) Presiden Direktur, Shen Xiaoqi, mengundurkan diri pada 31 Oktober 2017 | President Director, Shen Xiaoqi, resigned on 31 October 2017.
2) Yu Guangzhu, efektif menjabat posisi Plt Presiden Direktur pada 1 November 2017 | Effectively served as Acting President Director's position on 1 November 2017.
3) Fransisca Nelwan Mok dan Xin Haiyan efektif menjabat posisi Direktur pada 13 April 2017 | Fransisca Nelwan Mok and Xin Haiyan Effective as Director position on 13 April 2017.
4) Rolyta Manullang, mengundurkan diri pada 31 Mei 2017 | Rolyta Manullang, Resigned on 31 May 2017.

Foundation Laid for the Next 10 Years

Rekapitulasi kehadiran anggota Direksi pada Rapat Direksi dapat dilihat di bawah ini:

The attendance recapitulation of the Board of Directors' members at the Board of Directors' Meeting can be seen below:

Rekapitulasi Kehadiran Direksi

Attendance Recapitulation for Board of Directors members

Direksi Director	Jumlah Wajib Rapat Compulsory Meeting Number	Jumlah Kehadiran Attendance	% Kehadiran Attendance%
Shen Xiaoqi Presiden Direktur President Director ¹⁾	31	24	77,42%
Yu Guangzhu Direktur & Plt. Presiden Direktur Director & Acting President Director ²⁾	42	39	92,86%
Jeff S.V. Eman Direktur Director	42	34	80,95%
Liang Qinjun Direktur Director	42	24	57,14%
Xin Haiyan Direktur Director ³⁾	36	17	47,22%
Thomas Arifin Direktur Director	42	37	88,10%
Sandy Tjipta Muliana Direktur Director	42	36	85,70%
Fransisca Nelwan Mok Direktur Director ³⁾	36	33	91,67%
Rolyta Manullang Direktur Director ⁴⁾	9	4	44,44%
RATA-RATA AVERAGE			76,71%

1) Presiden Direktur, Shen Xiaoqi, mengundurkan diri pada 31 Oktober 2017. | President Director, Shen Xiaoqi, resigned on 31 October 2017.

2) Yu Guangzhu, efektif menjabat posisi Plt Presiden Direktur pada 1 November 2017. | Effectively served as Acting President Director's position on 1 November 2017.

3) Fransisca Nelwan Mok dan Xin Haiyan efektif menjabat posisi Direktur pada 13 April 2017. | Fransisca Nelwan Mok and Xin Haiyan Effective as Director position on April 13, 2017.

4) Rolyta Manullang, mengundurkan diri pada 31 Mei 2017. | Rolyta Manullang, Resigned on May 31, 2017.

Rapat Dewan Komisaris dan Direksi

Disamping rapat internal yang digelar secara eksklusif, Direksi juga melakukan rapat gabungan dengan Dewan Komisaris. Di sepanjang tahun 2017, rapat gabungan Dewan Komisaris dan Direksi diselenggarakan sebanyak 2 (dua) kali. Berikut disampaikan agenda dan risalah rapat, kehadiran, serta rekapitulasi tingkat kehadiran Dewan Komisaris dan Direksi dalam rapat-rapat tersebut.

Board of Commissioners and Board of Directors Meetings

In addition to the internal meetings held exclusively, the Board of Directors also held joint meetings with the Board of Commissioners. Throughout 2017, a joint meeting of the Board of Commissioners and Board of Directors held two (2) times. The following are presented on the agenda and minutes of meetings, attendance, and recapitulation of the attendance of the Board of Commissioners and the Board of Directors in these meetings.

Risalah dan Kehadiran Rapat Gabungan Dewan Komisaris dan Direksi
Minutes and Attendance of the Board of Commissioners and the Board of Directors Joint Meeting

Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants										
	Ma Xiangjun	Hendra Widjojo	Christina Harapan	Shen Xiaobi	Jeff S.V. Eman	Yu Guangzhu	Liang Qimjun	Xin Haiyan ¹⁾	Thomas Arifin	Sandy T. Muliana	Fransisca Nelwan Mok
23 February 2017 Jakarta <ul style="list-style-type: none"> Summary of Previous BOD BOC Communication Meeting on 1 November 2016; BOD's Opinion of Commissioner Letter on 19 January 2017 Correction of Business Plan 2017 2017 Strategy To Handle 6 NPL Accounts (PIB, Royal, Kagum Group) Financial Performance as of January 2017 Final Organization Structure as of December 2016; Reward and Punishment Program IT Strategy for ICBC Indonesia, Including Update on DC DRC Relocation 	●	●	●	●	●	○	●	●	●	●	○
11 August 2017 Jakarta <ul style="list-style-type: none"> Projection of Business performance up to December 2017 <ul style="list-style-type: none"> By: Director, Thomas Arifin By: Director, Jeff S.V Eman Action Plan for DC-DRC; Blue Print IT and IT Pipeline Products, Especially Related To Bank's Business Development Retail and Consumer Business Development Strategy. Action Plan and Projection for NPL. Follow-up Progress on Exit Meeting Result with OJK. AML and CFT 	●	●	●	○	●	●	○	●	●	●	

● : Hadir | Present ○ : Cuti | On Leave ◯ : Perjalanan Bisnis | Business Trip ● : Pelatihan | Training ○ : Lain-lain | Others

1) Xin Haiyan efektif dipromosikan untuk posisi Direktur pada 12 April 2017. Sebelumnya, Xin Haiyan menjabat sebagai Group Head. | Xin Haiyan was effectively promoted to the position of Director on April 12th, 2017. Previously, Xin Haiyan served as Group Head.

Rekapitulasi kehadiran anggota Dewan Komisaris dan Direksi pada Rapat Gabungan Dewan Komisaris dan Direksi dapat dilihat di bawah ini:

Recapitulation of members attendance of the Board of Commissioners and Board of Directors at the Joint Meeting can be seen below:

Rekapitulasi Kehadiran Rapat Gabungan
Attendance Recapitulation of Joint Meeting

Nama Name	Jumlah Wajib Rapat Compulsory Meeting Number	Jumlah Kehadiran Attendance	% Kehadiran Attendance%
Dewan Komisaris Board of Commissioners			
Ma Xiangjun Presiden Komisaris President Commissioner ¹⁾	2	2	100,00%
Wang Kun Presiden Komisaris President Commissioner ²⁾	-	-	-
Hendra Widjojo Komisaris Independen Independent Commissioner	2	2	100,00%
Christina Harapan Komisaris Independen Independent Commissioner	2	2	100,00%

1) Ma Xiangjun berhenti menjabat Presiden Komisaris sejak 13 Desember 2017 | Ma Xiangjun ceased being President Commissioner since December 13rd, 2017
 2) Wang Kun resmi menjabat Presiden Komisaris sejak 13 Desember 2017 | Wang Kun has been President Commissioner since December 13 rd, 2017

Rekapitulasi Kehadiran Rapat Gabungan
Attendance Recapitulation of Joint Meeting

Nama Name	Jumlah Wajib Rapat Compulsory Meeting Number	Jumlah Kehadiran Attendance	% Kehadiran Attendance%
Direksi Board of Directors			
Shen Xiaoqi Presiden Direktur President Director ¹⁾	2	1	50,00%
Yu Guangzhu Direktur & Plt. Presiden Direktur Director & Acting President Director ²⁾	2	2	100,00%
Jeff S.V. Eman Direktur Director	2	2	100,00%
Liang Qinjun Direktur Director	2	1	50,00%
Xin Haiyan Direktur Director ³⁾	1	0	0,00%
Thomas Arifin Direktur Director	2	2	100,00%
Sandy Tjipta Muliana Direktur Director	2	2	100,00%
Fransisca Nelwan Mok Direktur Director ³⁾	1	1	100,00%
Rolyta Manullang Direktur Director ⁴⁾	1	0	0,00%
RATA-RATA AVERAGE			80,95%

1) Presiden Direktur, Shen Xiaoqi, mengundurkan diri pada 31 Oktober 2017. | President Director, Shen Xiaoqi, resigned on 31 October 2017.

2) Yu Guangzhu, efektif menjabat posisi Plt Presiden Direktur pada 1 November 2017. | Effectively served as Acting President Director's position on 1 November 2017.

3) Fransisca Nelwan Mok dan Xin Haiyan efektif menjabat posisi Direktur pada 13 April 2017. | Fransisca Nelwan Mok and Xin Haiyan Effective as Director position on April 13, 2017.

4) Rolyta Manullang, mengundurkan diri pada 31 Mei 2017. | Rolyta Manullang, Resigned on May 31, 2017.

**Pengungkapan Hubungan Afiliasi antara
Direksi, Dewan Komisaris, dan
Pemegang Saham Mayoritas**

Pemegang Saham Mayoritas, Dewan Komisaris dan Direksi saling menghormati pelaksanaan tugas, tanggung jawab, dan wewenang masing-masing sesuai peraturan perundang-undangan dan Anggaran Dasar. Pengungkapan hubungan afiliasi mencakup hubungan keluarga dan hubungan keuangan. Bentuk hubungan keuangan termasuk diantaranya hutang-piutang, kerjasama bisnis, dan sebagainya; sementara bentuk hubungan keluarga mencakup hubungan istimewa terutama yang disebabkan hubungan pertalian darah seperti suami/istri/anak/orang tua/saudara kandung/ipar, dan sebagainya.

**Disclosure of Affiliate Relationships
between Directors, Board of
Commissioners, and Majority Shareholders**

Majority Shareholders, Board of Commissioners and Board of Directors honor their respective duties, responsibilities, and authority in accordance with the laws and the Articles of Association. Disclosure of affiliation include family relationships and financial relationships. Forms of financial relations including debts, business cooperation, and so forth; while the form of family relationships includes special relationships primarily due to blood-related relationships such as spouses / children / parents / siblings / in-laws, and so on.

	Hubungan Keluarga dengan Family Relationships with			Hubungan Keuangan dengan Financial Relationships with		
	Dewan Komisaris Board of Commissioners	Direksi Board of Directors	ICBC Ltd. (Pemegang Saham Utama/ Pengendali) ICBC Ltd. (Key/ Controlling Shareholder)	Dewan Komisaris Board of Commissioners	Direksi Board of Directors	ICBC Ltd. (Pemegang Saham Utama/ Pengendali) ICBC Ltd. (Key/ Controlling Shareholder)
Dewan Komisaris Board of Commissioners						
Ma Xiangjun Presiden Komisaris President Commissioner ¹⁾	○	○	○	○	○	●
Wang Kun Presiden Komisaris President Commissioner ²⁾	○	○	○	○	○	●
Hendra Widjojo Komisaris Independen Independent Commissioner	○	○	○	○	○	○
Christina Harapan Komisaris Independen Independent Commissioner	○	○	○	○	○	○
Direksi Board of Directors						
Shen Xiaoqi Presiden Direktur President Director ¹⁾	○	○	○	○	○	○
Yu Guangzhu Direktur & Plt. Presiden Direktur Director & Acting President Director ²⁾	○	○	○	○	○	○
Jeff S.V. Eman Direktur Director	○	○	○	○	○	○
Liang Qinjun Direktur Director	○	○	○	○	○	○
Xin Haiyan Direktur Director ³⁾	○	○	○	○	○	○
Thomas Arifin Direktur Director	○	○	○	○	○	○
Sandy Tjipta Muliana Direktur Director	○	○	○	○	○	○
Fransisca Nelwan Mok Direktur Director ³⁾	○	○	○	○	○	○
Rolyta Manullang Direktur Director ⁴⁾	○	○	○	○	○	○

● = Terdapat adanya hubungan | a relationship exist, ○ = Tidak terdapat adanya hubungan | No relation

1) Ma Xiangjun berhenti menjabat Presiden Komisaris sejak 13 Desember 2017. | Mr. Ma Xiangjun has resigned to be the President Commissioner since December 13, 2017.

2) Wang Kun resmi menjabat Presiden Komisaris sejak 13 Desember 2017. | Wang Kun has been the President Commissioner since December 13, 2017.

3) Presiden Direktur, Shen Xiaoqi, mengundurkan diri pada 31 Oktober 2017. | President Director, Shen Xiaoqi, resigned on 31 October 2017.

4) Yu Guangzhu, efektif menjabat posisi Plt Presiden Direktur pada 1 November 2017. | Effectively served as Acting President Director's position on 1 November 2017.

5) Fransisca Nelwan Mok dan Xin Haiyan efektif menjabat posisi Direktur pada 13 April 2017. | Fransisca Nelwan Mok and Xin Haiyan Effective as Director position on April 13, 2017.

6) Rolyta Manullang, mengundurkan diri pada 31 Mei 2017. | Rolyta Manullang, Resigned on May 31, 2017.

Pengungkapan Rangkap Jabatan Dewan Komisaris dan Direksi

Berikut ini tabel yang menunjukkan hubungan kepengurusan Dewan Komisaris dan Direksi pada perusahaan/institusi lain dalam periode tahun 2017:

Disclosure of Concurrent Positions of Board of Commissioners and Board of Directors

The following table shows the relationship between Board of Commissioners and Board of Directors in other companies/institutions in the period of 2017:

	Kepengurusan pada Perusahaan/Institusi Lain Management of Other Companies/Institutions		
	Sebagai Anggota Dewan Komisaris As a Board of Commissioners Member	Sebagai Anggota Direksi As a Board of Directors Member	Jabatan Lainnya Other Positions
Dewan Komisaris Board of Commissioners			
Ma Xiangjun Presiden Komisaris President Commissioner ¹⁾	○	○	○
Wang Kun Presiden Komisaris President Commissioner ²⁾	○	○	●
Hendra Widjojo Komisaris Independen Independent Commissioner	○	○	○
Christina Harapan Komisaris Independen Independent Commissioner	○	●	○
Direksi Board of Directors			
Shen Xiaoqi Presiden Direktur President Director ¹⁾	○	○	○
Yu Guangzhu Direktur & Plt. Presiden Direktur Director & Acting President Director ²⁾	○	○	○
Jeff S.V. Eman Direktur Director	○	○	○
Liang Qinjun Direktur Director	○	○	○
Xin Haiyan Direktur Director ³⁾	○	○	○
Thomas Arifin Direktur Director	○	○	○
Sandy Tjipta Muliana Direktur Director	○	○	○
Fransisca Nelwan Mok Direktur Director ³⁾	○	○	○
Rolyta Manullang Direktur Director ⁴⁾	○	○	○

● = ada | yes, ○ = tidak ada | No

1) Ma Xiangjun berhenti menjabat Presiden Komisaris sejak 13 Desember 2017. | Mr. Ma Xiangjun has resigned to be the President Commissioner since December 13, 2017.

2) Wang Kun resmi menjabat Presiden Komisaris sejak 13 Desember 2017. | Wang Kun has been the President Commissioner since December 13, 2017.

3) Presiden Direktur, Shen Xiaoqi, mengundurkan diri pada 31 Oktober 2017. | President Director, Shen Xiaoqi, resigned on 31 October 2017.

4) Yu Guangzhu, efektif menjabat posisi Plt Presiden Direktur pada 1 November 2017. | Effectively served as Acting President Director's position on 1 November 2017.

5) Fransisca Nelwan Mok dan Xin Haiyan efektif menjabat posisi Direktur pada 13 April 2017. | Fransisca Nelwan Mok and Xin Haiyan Effective as Director position on April 13, 2017.

6) Rolyta Manullang, mengundurkan diri pada 31 Mei 2017. | Rolyta Manullang, Resigned on May 31, 2017.

Nama Name	Jabatan pada Perusahaan/Instansi Lain Positions in Other Companies/Institutions
Wang Kun Presiden Komisaris President Commissioner	Deputy General Manager (International Department) ICBC Ltd
Christina Harapan Komisaris Independen Independent Commissioner	Direktur Director PT Artha Graha Network

Pengungkapan Kepemilikan Saham Dewan Komisaris dan Direksi

Transparansi kepemilikan saham Dewan Komisaris dan Direksi baik saham Bank maupun kepemilikan saham berjumlah 5% (lima persen) pada perusahaan lain diungkapkan pada tabel berikut ini.

Disclosure of Shares Ownership of Board of Commissioners and Board of Directors

Transparency of share ownership of both Board of Commissioners and Board of Directors, either The Bank's shares or 5% (five percent) shareholding in other companies are disclosed in the following table.

	Kepemilikan Saham Bank ICBC Indonesia Bank ICBC Indonesia Stock Ownership	Kepemilikan Saham Perusahaan Lain Lebih dari 5% Stock Ownership in Other Companies Exceeding 5%	
		Kepemilikan (%) Ownership (%)	Status Perusahaan Company Status
Dewan Komisaris Board of Commissioners			
Ma Xiangjun Presiden Komisaris President Commissioner ¹⁾	○	○	○
Wang Kun Presiden Komisaris President Commissioner ²⁾	○	○	○
Hendra Widjojo Komisaris Independen Independent Commissioner	○	○	○
Christina Harapan Komisaris Independen Independent Commissioner	○	●	Artha Graha General Insurance
		●	Jakarta International Hotel & Development
		●	Electronic City Indonesia
Direksi Board of Directors			
Shen Xiaoqi Presiden Direktur President Director ³⁾	○	○	○
Jeff S.V. Eman Direktur Director	○	○	○
Yu Guangzhu Direktur Director	○	○	○
Liang Qinjun Direktur Director	○	○	○
Xin Haiyan Direktur Director ⁴⁾	○	○	○
Thomas Arifin Direktur Director	○	○	○
Sandy Tjipta Muliana Direktur Director	○	○	○
Fransisca Nelwan Mok Direktur Director ⁴⁾	○	○	○
Rolyta Manullang Direktur Director ⁵⁾	○	○	○

● = ada | yes, ○ = tidak ada | No

1) Ma Xiangjun berhenti menjabat Presiden Komisaris sejak 13 Desember 2017. | Mr. Ma Xiangjun has resigned to be the President Commissioner since December 13, 2017.

2) Wang Kun resmi menjabat Presiden Komisaris sejak 13 Desember 2017. | Wang Kun has been the President Commissioner since December 13, 2017.

3) Presiden Direktur, Shen Xiaoqi, mengundurkan diri pada 31 Oktober 2017. | President Director, Shen Xiaoqi, resigned on 31 October 2017.

4) Yu Guangzhu, efektif menjabat posisi Ptt Presiden Direktur pada 1 November 2017. | Effectively served as Acting President Director's position on 1 November 2017.

5) Fransisca Nelwan Mok dan Xin Haiyan efektif menjabat posisi Direktur pada 13 April 2017. | Fransisca Nelwan Mok and Xin Haiyan Effective as Director position on April 13, 2017.

6) Rolyta Manullang, mengundurkan diri pada 31 Mei 2017. | Rolyta Manullang, Resigned on May 31, 2017.

KEBERAGAMAN KOMPOSISI DEWAN KOMISARIS & DIREKSI DIVERSITY BOARD OF COMMISSIONERS & BOARD OF DIRECTORS

Keberagaman komposisi Dewan Komisaris dan Direksi merupakan bagian dari upaya Bank untuk mendorong proses pengambilan keputusan yang lebih obyektif, komprehensif, optimal, dan memiliki dampak positif terhadap pengawasan dan pengelolaan Bank. Keberagaman ini diharapkan dapat memperkaya sudut pandang dan kepentingan dalam proses pengambilan keputusan baik di tubuh Dewan Komisaris maupun Direksi, sehingga mampu memberikan nilai tambah bagi kegiatan Bank, serta penerapan Tata Kelola Perusahaan di lingkup Bank.

The diversity of the Board of Commissioners and the Board of Directors is part of the Bank's efforts to encourage a more objective, comprehensive, optimal and decision-making process that has a positive impact on Bank supervision and management. This diversity is expected to enrich the point of view and interest in the decision making process in both the Board of Commissioners and the Board of Directors, thereby providing added value for Bank activities, as well as the implementation of Good Corporate Governance within the scope of The Bank.

Keberagaman Komposisi Dewan Komisaris Diversity Board of Commissioners

Nama dan Jabatan Name and Position	Latar Belakang Pendidikan Educational background	Pengalaman Kerja Work experience	Usia Age	Jenis kelamin Gender
Ma Xiangjun Presiden Komisaris ¹⁾ President Commissioners	Ekonomi Economy	Bekerja di ICBC Ltd. sejak tahun 1994 Careers at ICBC Ltd. since 1994	45	Laki-laki Male
Wang Kun Presiden Komisaris ²⁾ President Commissioners	English Education & Literature	Bekerja di ICBC Ltd. sejak tahun 2002 Careers at ICBC Ltd. since 2002	40	Laki-laki Male
Hendra Widjojo Komisaris Independen Independent Commissioners	Ekonomi Economy	Menjabat manajemen kunci PT Bank Halim Indonesia, pendahulu Bank ICBC Indonesia, sejak tahun 1989 Served the key management of PT Bank Halim Indonesia, the predecessor of Bank ICBC Indonesia, since 1989	54	Laki-laki Male
Christina Harapan Komisaris Independen Independent Commissioners	Bisnis Business	Perbankan dan industri keuangan lainnya Banking and other financial industries	39	Perempuan Female

1) Ma Xiangjun berhenti menjabat Presiden Komisaris sejak 13 Desember 2017. | Mr. Ma Xiangjun has resigned to be the President Commissioner since December 13, 2017.

2) Wang Kun resmi menjabat Presiden Komisaris sejak 13 Desember 2017. | Wang Kun has been the President Commissioner since December 13, 2017.

Keberagaman Komposisi Direksi Diversity Board of Directors

Nama dan Jabatan Name and Position	Latar Belakang Pendidikan Educational background	Pengalaman Kerja Work experience	Usia Age	Jenis kelamin Gender
Shen Xiaoyi Presiden Direktur ¹⁾ President Director	Administrasi Bisnis, Akuntansi, Sejarah dan Budaya Business Administration, Accounting, History and Culture	Berkarir di ICBC Ltd. sejak tahun 1979 Joined ICBC Ltd. since 1979	60	Laki-laki Male
Yu Guangzhu Direktur & Plt. Presiden Direktur ²⁾ Director & Acting President Director	<i>Geochemistry</i> & Administrasi Bisnis <i>Geochemistry</i> & Business Administration	Berkarir di ICBC Ltd. sejak tahun 1988 Joined ICBC Ltd. since 1988	51	Laki-laki Male
Jeff S.V. Eman Direktur Director	Akuntansi Accounting	Aktif di dunia perbankan. Bekerja di PT Bank Halim Indonesia, pendahulu Bank ICBC Indonesia, sejak tahun 1990 Active in the banking world. Working at PT Bank Halim Indonesia, the predecessor of Bank ICBC Indonesia, since 1990	60	Laki-laki Male
Liang Qinjun Direktur Director	Kuangan, khususnya <i>Public & International Finance</i> Finance, especially Public & International Finance	Berkarir di ICBC Ltd. sejak tahun 1987 Joined ICBC Ltd. since 1987	55	Laki-laki Male
Xin Haiyan Direktur ³⁾ Director	Perdagangan Internasional & Administrasi International Trade & Administration	Berkarir di ICBC Ltd. sejak tahun 1995 Joined ICBC Ltd. since 1995	43	Perempuan Female
Thomas Arifin Direktur Director	Administrasi Bisnis dan Manajemen Business Administration and Management	Dosen, pernah menjabat sebagai Direksi pada beberapa bank besar di Indonesia Lecturer, has served as a Board of Directors at several major banks in Indonesia	56	Laki-laki Male
Sandy Tjipta Muliana Direktur Director	Ekonomi Manajemen Economic management	Berkarir di dunia perbankan di Indonesia sejak tahun 1989 Joint in the banking world in Indonesia since 1989	53	Laki-laki Male
Fransisca Nelwan Mok Direktur ³⁾ Director	Peternakan dan Keuangan Husbandry and Finance	Berkarir di dunia perbankan dan industri keuangan lainnya, pernah menjabat sebagai Direksi pada bank besar di Indonesia Joined the banking world and other financial industries, had served as the Board of Directors of major banks in Indonesia	61	Perempuan Female
Rolyta Manullang Direktur ⁴⁾ Director	Teknik Sipil Civil Engineering	Berkarir di dunia perbankan di Indonesia sejak tahun 1995 Started her banking career in Indonesia since 1995	46	Perempuan Female

1) Presiden Direktur, Shen Xiaoyi, mengundurkan diri pada 31 Oktober 2017. | President Director, Shen Xiaoyi, resigned on 31 October 2017.

2) Yu Guangzhu, efektif menjabat posisi Plt Presiden Direktur pada 1 November 2017. | Effectively served as Acting President Director's position on 1 November 2017.

3) Fransisca Nelwan Mok dan Xin Haiyan efektif menjabat posisi Direktur pada 13 April 2017. | Fransisca Nelwan Mok and Xin Haiyan Effective as Director position on April 13, 2017.

4) Rolyta Manullang, mengundurkan diri pada 31 Mei 2017. | Rolyta Manullang, Resigned on May 31, 2017.

ORGAN PENDUKUNG DEWAN KOMISARIS BOARD OF COMMISSIONERS' SUPPORT ORGAN

SEKRETARIS DEWAN KOMISARIS

BOD/BOC Office menjalankan fungsi sebagai Sekretaris Perusahaan, dimana salah satu fungsi utamanya adalah sebagai Sekretaris Dewan Komisaris untuk membantu Dewan Komisaris dalam melaksanakan tugas dan tanggung jawabnya.

Tugas dan Tanggung Jawab Sekretaris Dewan Komisaris

Sekretaris Dewan Komisaris memiliki tugas dan tanggung jawab sebagai berikut:

- Berperan membantu Dewan Komisaris dan Direksi sebelum, selama, dan setelah-rapat atas segala sesuatu yang berkaitan dengan agenda rapat. Rapat terkait kegiatan tersebut termasuk penjadwalan, pengaturan agenda, koordinasi, persiapan, kehadiran, rekaman, risalah rapat dan distribusi material.
- Mengatur jadwal rapat dan membuat *draft* agenda untuk rapat Dewan Komisaris dan Komite selama setahun sekaligus memastikan kepatuhan dengan persyaratan eksternal dan internal, dan bekerja sama dengan Dewan Komisaris dan Komite dalam menciptakan, memelihara, dan merevisi agenda jika diperlukan;
- Mengkoordinasikan penyusunan dan penyebaran bahan rapat dalam bentuk *hard copy* atau *soft copy*, sekaligus memastikan kecukupan, konsistensi (dengan dokumen sebelumnya dan berikutnya), kemudahan penggunaan, dan kualitas bahan.
- Mendukung pemenuhan dokumen dari departemen terkait untuk rapat dan anggota Direksi dan Dewan Komisaris.
- Menghadiri rapat anggota Dewan Komisaris dan rapat Komite, mencatat dan mengedarkan risalah rapat yang mencakup antara lain, keputusan, informasi, tindakan, dan arahan.
- Laporan mengenai agenda yang tertunda mengambil tindakan untuk memastikan informasi diberikan kepada anggota Dewan Komisaris dan Komite pada waktu yang tepat.

SECRETARY OF BOARD OF COMMISSIONERS

BOD/BOC Office functions as Corporate Secretary, where one of its main functions is as Secretary of the Board of Commissioners to assist the Board of Commissioners in performing its duties and responsibilities.

Duties and Responsibilities of the Secretary of the Board of Commissioners

The Secretary of the Board of Commissioners has the following duties and responsibilities:

- Contribute to the Board of Commissioners and Board of Directors before, during, and after-meetings on all matters related to the meeting agenda. Meetings related to such activities include scheduling, agenda setting, coordination, preparation, attendance, recording, meeting minutes and material distribution.
- Arrange the schedule of meetings and draft an agenda for the Board of Commissioners and Committee meetings for a year while ensuring compliance with external and internal requirements, and working with the BoC and the Committee in creating, maintaining and revising the agenda as necessary;
- Coordinate the preparation and dissemination of meeting material in hard copy or soft copy, while ensuring sufficiency, consistency (with previous and subsequent documents), ease of use, and quality of materials.
- Support the fulfillment of documents from relevant departments for meetings and members of the Board of Directors and Board of Commissioners.
- Attend meetings of members of the Board of Commissioners and Committee meetings, record and circulate minutes of meetings that include among others, decisions, information, actions, and direction.
- Reports on pending agendas take action to ensure information is provided to members of the Board of Commissioners and the Committee at appropriate times.

- Melakukan aktivitas sekretarial, sistem pengarsipan, dan surat resmi masuk/keluar (aliran dokumen) yang sejalan dengan panduan yang ada untuk keperluan dalam memastikan keamanan dan kepatuhan dengan prosedur dan sistem yang telah ada.
- Bertanggung Jawab atas terselenggaranya dengan baik kegiatan korespondensi surat menyurat antara Dewan Komisaris dengan pihak internal maupun eksternal.
- Melakukan fungsi peninjauan dan pengecekan untuk surat keluar resmi yang dikeluarkan oleh Dewan Komisaris dalam rangka untuk memastikan keakuratan informasi yang diberikan.
- Menyusun agenda kegiatan Dewan Komisaris dan Komite-Komite sesuai dengan instruksi yang diterima.
- Menyusun konsep laporan dan dokumen untuk keperluan tugas Dewan Komisaris sesuai dengan diskusi dan instruksi.
- Mengatur perjalanan dinas untuk Dewan Komisaris dan penyelesaian seluruh pengeluaran yang terjadi selama perjalanan dinas termasuk pemesanan tiket, hotel, aplikasi visa, dll.
- Turut mengambil bagian untuk melaksanakan kegiatan dan acara *bank-wide* dengan departemen terkait.
- Turut mengambil bagian dalam aktivitas pelaksanaan tanggung jawab sosial *bank-wide*.
- Conducting secretarial activities, filing systems, and official incoming / outgoing forms (document flow) in line with existing guidelines for the purpose of ensuring security and compliance with existing procedures and systems.
- Responsible for the proper implementation of correspondence activities between the Board of Commissioners with internal or external parties.
- Conduct a review and check function for an official outgoing letter issued by the Board of Commissioners in order to ensure the accuracy of the information provided.
- Arrange the agenda of the activities of the Board of Commissioners and the Committees in accordance with the instructions received.
- Prepare the concept of reports and documents for the purposes of the Board of Commissioners in accordance with the discussions and instructions.
- Arrange official travel for the Board of Commissioners and the completion of all expenses incurred during official travel, including ticket bookings, hotels, visa applications, etc.
- Take part to carry out bank-wide activities and events with relevant departments.
- Participate in the implementation activities of bank-wide social responsibility.

Pelaksanaan Tugas Sekretaris Dewan Komisaris Tahun 2017

Sekretaris Dewan Komisaris telah melakukan berbagai kegiatan dalam mendukung pelaksanaan tugas pengawasan Dewan Komisaris dan menyampaikan laporan pelaksanaan tugasnya sepanjang tahun 2017, antara lain meliputi:

- Menyelenggarakan rapat Dewan Komisaris sebanyak 4 (empat) kali.
- Menyelenggarakan rapat gabungan Dewan Komisaris dan Direksi sebanyak 2 (dua) kali.
- Menyelenggarakan rapat Komite Audit dan Komite Pemantau Risiko sebanyak 10 kali.
- Menyelenggarakan rapat Komite Remunerasi dan Nominasi sebanyak 4 (empat) kali.
- Membuat, mendistribusikan, mengarsip risalah rapat dewan Komisaris, rapat gabungan Dewan Komisaris dan Direksi, serta rapat Komite-Komite.
- Membantu dalam menyusun laporan rutin pengawasan Dewan Komisaris, laporan evaluasi Komite Audit terhadap kinerja AP dan/atau KAP kepada OJK.

Implementation of Duties of Secretary to the Board of Commissioners of 2017

The Secretary of the Board of Commissioners has undertaken various activities in support of the implementation of the supervisory duties of the Board of Commissioners and submits the report on the implementation of its duties throughout 2017, including the following:

- Holding Board of Commissioners meetings 4 (four) times.
- Holding a joint meeting of the Board of Commissioners and Board of Directors of two (2) times.
- Holding meetings of Audit Committee and Risk Monitoring Committee 10 times.
- Holding 4 (four) times of Remuneration and Nomination Committee meetings.
- Creating, distributing, filing minutes of Board of Commissioners meetings, joint meetings of the Board of Commissioners and Board of Directors, as well as meetings of the Committees.
- Assisting in preparing regular supervision reports of the Board of Commissioners, Audit Committee evaluation reports on AP and/or KAP performance to OJK.

- Menyusun laporan perubahan susunan anggota Komite kepada OJK serta perubahan susunan Dewan Komisaris dan Direksi kepada LPS.
- Membantu dalam menyusun dan mendistribusikan surat Dewan Komisaris terhadap Direksi mengenai rencana dan jadwal DC-DRC, serta evaluasi kinerja Bank pada paruh pertama 2017.
- Melengkapi GCG *Self-Assessment* dan *Risk Assessment* pada aspek yang terkait dengan tugas dan tanggung jawab Direksi, Dewan Komisaris, dan Komite-Komite.
- Mempersiapkan surat keputusan yang memerlukan persetujuan Dewan Komisaris dan Direksi.
- Menyusun pedoman dan tata tertib kerja Dewan Komisaris, Direksi, serta Komite-Komite yang berada di bawah Dewan Komisaris.
- Preparing a report on the changes of the members of the Committee to OJK and the change of the Board of Commissioners and Board of Directors to LPS.
- Assisting in the preparation and distribution of Board of Commissioners' letters to the Board of Directors regarding DC-DRC plans and schedules, and performance evaluation of Banks in the first half of 2017.
- Completing the GCG Self-Assessment and Risk Assessment on aspects related to the duties and responsibilities of the Board of Directors, the Board of Commissioners, and the Committees.
- Preparing a decision letter requiring approval from the Board of Commissioners and the Board of Directors.
- Preparing the guidelines and work order of the Board of Commissioners, the Board of Directors, and the Committees under the Board of Commissioners.

KOMITE AUDIT

Komite Audit Bank merupakan Komite yang membantu Dewan Komisaris dalam menjalankan fungsi pengawasan dan pengendalian. Komite ini terdiri dari seorang Ketua yang merupakan Komisaris Independen, 1 (satu) orang Komisaris dan 2 (dua) orang anggota. Ketua dan anggota-anggota Komite Audit memiliki latar belakang, kompetensi, dan pengalaman yang memadai.

Kriteria Anggota Komite Audit

Mereka yang ditunjuk sebagai Anggota Komite Audit Bank harus memenuhi kriteria sebagaimana telah ditetapkan yaitu:

- Berkewarganegaraan Indonesia.
- Sehat jasmani dan rohani.
- Memiliki integritas, komitmen, kemampuan, pengetahuan dan pengalaman yang memadai sesuai dengan latar belakang pendidikannya serta mampu berkomunikasi dengan baik.
- Salah seorang dari Anggota Komite Audit memiliki latar belakang pendidikan akuntansi atau keuangan.
- Memiliki pengetahuan yang cukup untuk membaca dan memahami laporan keuangan.

AUDIT COMMITTEE

The Audit Committee of The Bank assists the Board of Commissioners in carrying out supervisory and control functions. This Committee consists of a Chair who is an Independent Commissioner, 1 (one) Commissioner and 2 (two) members. The Chairman and members of the Audit Committee have adequate background, competence and experience.

Audit Committee Member Criteria

Those designated as Members of the Bank's Audit Committee shall meet the criteria as set forth defined are:

- Indonesian citizenship.
- Physically and mentally healthy.
- Have the integrity, commitment, ability, knowledge and experience adequate in accordance with educational background and able to communicate well.
- A member of the Audit Committee has an accounting or financial education background.
- Have sufficient knowledge to read and understand financial statements.

- Bukan merupakan orang dalam Kantor Akuntan Publik, Kantor Konsultan Hukum, atau pihak lain yang memberi jasa audit, jasa non audit, dan atau jasa konsultasi lain kepada Perusahaan dalam waktu 1 (satu) tahun terakhir sebelum diangkat oleh Komisaris.
- Bukan orang yang mempunyai wewenang dan tanggung jawab untuk merencanakan, memimpin atau mengendalikan kegiatan Bank dalam waktu 1 (satu) tahun terakhir.
- Tidak mempunyai saham baik langsung maupun tidak langsung pada Bank.
- Tidak memegang jabatan sebagai pengurus partai politik dan/atau calon/anggota legislatif dan/atau calon kepala daerah/wakil kepada daerah, dan jabatan lain sesuai dengan peraturan perundang-undangan yang dapat menimbulkan benturan kepentingan.
- Tidak pernah ditetapkan menjadi terdakwa atas dugaan telah melakukan kesalahan/kelalaian/kejahatan yang dapat diancam dengan hukuman penjara.
- Tidak mempunyai hubungan keluarga karena perkawinan dan keturunan sampai derajat kedua, baik secara horizontal maupun vertikal dengan Komisaris, Direksi atau Pemegang Saham utama Bank.
- Tidak memiliki hubungan usaha baik langsung maupun tidak langsung yang berkaitan dengan kegiatan usaha Bank.
- Not an insider in a Public Accounting Firm, Legal Consultant Office, or any other party providing auditing services, non-audit services, and or other consulting services to the Company within the 1 (one) year prior to appointment by the Commissioner.
- Not a person having the authority and responsibility to plan, lead or control the Bank's activities within the last 1 (one) year.
- Not having any shares directly or indirectly to the Bank.
- Not taking office as a party official and / or candidate / legislative member and / or candidate for regional head / representative to the region, and other positions in accordance with laws and regulations that may create a conflict of interest.
- Has never been named a defendant for alleged wrongdoing / negligence / crime that could be punishable by imprisonment.
- Has no family relationship due to marriage and descent to second degree, either horizontally or vertically with the Commissioner, Board of Directors or major shareholders of the Bank.
- Has no direct or indirect business relationship related to the Bank's business activities.

Ketentuan Masa Jabatan

Ketua dan Anggota Komite diangkat dan diberhentikan oleh Presiden Komisaris. Masa kerja Ketua Komite Audit maksimal sama dengan masa jabatannya sebagai anggota Dewan Komisaris Bank. Sementara masa tugas bagi anggota Komite Audit adalah 1 (satu) tahun dan dapat dipilih kembali hanya untuk 1 (satu) periode berikutnya dengan tidak mengurangi hak Komisaris untuk memberhentikannya sewaktu - waktu.

Term of Tenure

The Chairman and Member of the Committee shall be appointed and dismissed by the President Commissioner. The tenure of the Chairman of the Audit Committee with the same maximum term of office as a member of the Board of Commissioners of The Bank. While tenure for members of the Audit Committee is one (1) year and may be reelected only for 1 (one) next period without prejudice to the right of the Commissioner to dismiss them.

Susunan dan Profil Komite Audit

Susunan Komite Audit Bank di tahun 2017 adalah sebagai berikut:

Kronologi Susunan Komite Audit

Chronology The Composition of the Audit Committee

01 January 2017 - 06 July 2017	07 July 2017 - 24 August 2017	25 August 2017 - 31 December 2017	Keterangan Details
Christina Harapan Ketua & Komisaris Independen Chairman & Independent Commissioner	Christina Harapan Ketua & Komisaris Independen Chairman & Independent Commissioner	Christina Harapan Ketua & Komisaris Independen Chairman & Independent Commissioner	Mengikuti masa jabatan sebagai Komisaris Independen Following a term as Independent Commissioner
Sumantri Supono Anggota Member	Sumantri Supono Anggota Member		Sumantri Supono resmi mengundurkan diri pada 24 Agustus 2017. Sumantri Supono officially resigned on August 24 th , 2017.
Ricky Dompas Anggota Member	Ricky Dompas Anggota Member	Ricky Dompas Anggota Member	Surat Keputusan Dewan Komisaris tanggal Board of Commissioners Decree dated November 18 th , 2016
	Waldy Gutama Anggota Member	Waldy Gutama Anggota Member	Surat Keputusan Direksi tanggal 7 Juli 2017 No. 009A/KPTS.DIR/ICBC. IND/2017 Waldy Gutama was elected as Audit Committee Member on July 7 th , 2017.

Structure and Profile of Audit Committee

The Audit Committee composition of The Bank in 2017 is as follows:

Profil Komite Audit per 31 Desember 2017 disampaikan berikut ini:

The Audit Committee Profile as of December 31, 2017 is submitted as follows:

Christina Harapan

Ketua Komite Audit & Komisaris Independen
Audit Committee Chairman/ Independent Commissioner

Profil Christina Harapan sebagai Ketua Komite Audit dapat dilihat pada bagian Profil Dewan Komisaris dalam bab Profil Perusahaan di laporan tahunan ini.

Christina Harapan's profile as Audit Committee Chairman can be seen in the Board of Commissioners Profile section in Company Profile of this annual report.

Ricky Dompas

Anggota Komite Audit
Audit Committee Member

Pengalaman Kerja/Jabatan

Sekjen dan Direktur Lembaga Sertifikasi Profesi Perbankan (LSPP) (2011-sekarang) *Senior Vice President, Head Internal Audit/Kepala Satuan Kerja Audit Internal, Head Compliance Monitoring, and Head Compliance* PT Bank Permata Tbk (2006-2011) *Vice President, Division Head Audit Support & Centralised Operations* PT Bank Danamon Indonesia Tbk (2001-2006) *Senior Vice President Asset Management Credit/AMC*, Badan Penyehatan Perbankan Nasional (IBRA) (1999-2001) *Assistant Vice President, Accounting & Reporting Manager*, The Chase Manhattan Bank, Jakarta (1990-1999) *Supervisor Internal Audit*, PT Huffco Indonesia, a subsidiary of Roy M. Huffington, Inc. (1984-1990).

Work Experience

Secretary General and Director of the Banking Profession Certification Organization (LSPP) (2011-present), Senior Vice President, Head Internal Audit, Head Compliance Monitoring, and Head Compliance PT Bank Permata Tbk (2006-2011), Vice President, Division Head Audit Support & Centralized Operations PT Bank Danamon Indonesia Tbk (2001-2006), Senior Vice President Asset Management Credit/AMC, Indonesian Bank Restructuring Agency (IBRA) (1999-2001), Assistant Vice President, Accounting & Reporting Manager, The Chase Manhattan Bank, Jakarta (1990-1999), Supervisor Internal Audit, PT Huffco Indonesia, a subsidiary of Roy M. Huffington, Inc. (1984-1990).

Latar Belakang Pendidikan :

BSc. (Strata-1) *Business Administration* dari American University, Washington DC, Amerika Serikat (1983).

Education

BSc. (Strata-1) *Business Administration* from American University, Washington DC, United States (1983)

Waldy Gutama

Anggota Komite Audit
Audit Committee Member

Pengalaman Kerja/Jabatan

Komite Audit Bank Woori Saudara (BWS) (2015-sekarang), Komite Audit PT Bank Tabungan Negara (Persero) (2013-sekarang) Komite Audit Woory Bank (2012-2014) Berkarir di Bank Indonesia sejak 1981 hingga 2011, dengan tugas terakhir sebagai Pengawas Bank Senior, tim 2.4 Direktorat Pengawasan Bank 2

Latar Belakang Pendidikan :

Sarjana (S1) Administrasi Negara dari Sekolah Tinggi Administrasi Negara Republik Indonesia (STIA-LAN RI), Jakarta (1988), dan Magister (S2) Manajemen bidang studi Konsentrasi Keuangan dan Manajemen dari Sekolah Tinggi Ilmu Ekonomi-Institut Pengembangan Wiraswasta Indonesia, Jakarta (2000).

Work experience

Audit Committee of Bank Woori Brothers (BWS) (2015-present), Audit Committee of PT Bank Tabungan Negara (Persero) (2013-present), Woory Bank Audit Committee (2012-2014), career at Bank Indonesia from 1981 to 2011, with the last position being a Senior Bank Supervisor of team 2.4 Directorate of Bank Supervision 2.

Education

Bachelor of State Administration from State Administration High School of the Republic of Indonesia (STIA-LAN RI), Jakarta (1988), and Master Degree in Management of Finance and Management Concentration from Sekolah Tinggi Ilmu Ekonomi-Institute for Entrepreneurship Development Indonesia, Jakarta (2000).

Independensi

Sesuai kriteria yang telah ditetapkan Bank dan regulasi yang berlaku, Komite Audit wajib memiliki independensi atas beberapa aspek yang berhubungan dengan kepengurusan Bank. Berikut disampaikan transparansi independensi Komite Audit.

Independence

In accordance to the criteria established by the Bank and applicable regulations, the Audit Committee shall have their independence over several aspects relating to the Bank's management. The following contains the details of the Audit Committee's independence:

Independensi Komite Audit Audit Committee Independence

Aspek Independensi Independence Aspects	Komite Audit Audit Committee			
	Christina Harapan	Sumantri Supono	Ricky Dompas	Waldy Gutama
Merupakan orang dalam Kantor Akuntan Publik, Kantor Konsultan Hukum, atau pihak lain yang memberi jasa audit, jasa non audit, dan atau jasa konsultasi lain kepada Perusahaan dalam waktu 1 (satu) tahun terakhir sebelum diangkat oleh Komisaris. Is an insider in a Public Accounting Firm, Legal Consultant Office, or any other party providing audit services, non-audit services, and or other consulting services to the Company within the 1 (one) year prior to appointment by the Commissioner.	○	○	○	○
Mempunyai wewenang dan tanggung jawab untuk merencanakan, memimpin atau mengendalikan kegiatan Bank dalam waktu 1 (satu) tahun terakhir. Is a person having the authority and responsibility to plan, lead or control the Bank's activities within the last 1 (one) year.	○	○	○	○
Mempunyai saham baik langsung maupun tidak langsung pada Bank. Own shares directly or indirectly to the Bank.	○	○	○	○
Memangku jabatan sebagai pengurus partai politik dan/atau calon/ anggota legislatif dan/atau calon kepala daerah/wakil kepada daerah, dan jabatan lain sesuai dengan peraturan perundang-undangan yang dapat menimbulkan benturan kepentingan. Has taken office as a party official and/or candidate/legislative member and/or candidate for regional head/representative to the region, and other positions that may create a conflict of interest, accordance with laws and regulations.	○	○	○	○
Mempunyai hubungan keluarga karena perkawinan dan keturunan sampai derajat kedua, baik secara horizontal maupun vertikal dengan Komisaris, Direksi atau Pemegang Saham utama Bank. Has a family relationship due to marriage and descent to the second degree, either horizontally or vertically, with the Commissioner, Board of Directors or the main Shareholders of the Bank.	○	○	○	○
Memiliki hubungan usaha baik langsung maupun tidak langsung yang berkaitan dengan kegiatan usaha Bank. Has a direct or indirect business relationship related to the Bank's business activities.	○	○	○	○

● = ada | yes, ○ = tidak ada | no

Piagam Komite Audit

Dalam melaksanakan tugasnya, Komite Audit Bank mengacu kepada Piagam Komite Audit yang telah disahkan dan diperbaharui pada 6 September 2017.

Tugas dan Tanggung Jawab

Dalam melaksanakan fungsinya, Komite Audit memiliki tugas dan tanggung jawab sebagai berikut:

- Melakukan pemantauan dan evaluasi atas perencanaan dan pelaksanaan audit serta pemantauan atas tindak lanjut hasil audit dalam rangka menilai kecukupan pengendalian internal termasuk kecukupan proses pelaporan keuangan.
- Dalam rangka melaksanakan tugas pada butir tersebut di atas dan guna memberi rekomendasi kepada Dewan Komisaris, Komite Audit melakukan pemantauan dan evaluasi terhadap:
 - Pelaksanaan tugas Satuan Kerja Audit Internal (SKAI);
 - Kesesuaian pelaksanaan audit oleh Kantor Akuntan Publik dengan Standar Audit yang berlaku;
 - Memberikan pendapat independen dalam hal terjadi perbedaan pendapat antara manajemen dan Kantor Akuntan Publik atas jasa yang diberikannya;
 - Pelaksanaan tindak lanjut oleh Direksi atas hasil temuan SKAI, Akuntan Publik, Bank Indonesia dan hasil pengawasan Otoritas Jasa Keuangan (OJK).
- Melakukan penelaahan atas informasi keuangan lainnya yang akan dikeluarkan Bank kepada publik dan/atau pihak otoritas seperti proyeksi, dan laporan lainnya terkait dengan informasi keuangan Bank.
- Melakukan penelaahan atas kepatuhan Bank terhadap peraturan perundang-undangan di bidang perbankan dan peraturan perundang-undangan lainnya.
- Memberikan rekomendasi kepada Dewan Komisaris mengenai penunjukkan Kantor Akuntan Publik, yang didasarkan pada independensi, ruang lingkup penugasan dan *fee* untuk disampaikan kepada Pemegang Saham melalui Dewan Komisaris.
- Menelaah dan melaporkan kepada Dewan Komisaris atas pengaduan yang berkaitan dengan proses akuntansi dan pelaporan keuangan Bank.
- Melakukan penelaahan dan pemantauan atas implementasi Good Corporate Governance yang efektif dan berkelanjutan.

Audit Committee Charter

In carrying out its duties, the Bank's Audit Committee uses as a reference point the Audit Committee Charter, which has been ratified and updated on September 6th, 2017.

Duties and Responsibilities

In performing its functions, the Audit Committee has the following duties and responsibilities:

- Monitor and evaluate the planning and execution of audits, and monitoring follow-up of audit results in order to assess the adequacy of internal control, including financial reporting process.
- In order to carry out the tasks mentioned above and to provide recommendations to the Board of Commissioners, the Audit Committee shall monitor and evaluate:
 - The implementation of the Internal Audit Unit's (SKAI) tasks.
 - Compliance of audit conducted by Public Accounting Firm with applicable Audit Standards.
 - Provide an independent opinion in the event of a opinion differences between management and a Public Accounting Firm for its services.
 - Implementation of follow-up by the Board of Directors on findings made by the SKAI, Public Accountants, Bank Indonesia, as well as of the supervision results from OJK.
- Reviewing other financial information to be issued to the public and/or authorities such as projections, and other reports relating to the Bank's financial information.
- Reviewing the Bank's compliance with laws and regulations in the banking sector and other laws and regulations.
- Provide recommendations to the Board of Commissioners regarding the appointment of a Public Accounting Firm. This recommendation is based on the independence, scope of the assignment and costs to be submitted to the Shareholders through the Board of Commissioners.
- Review and report to the Board of Commissioners for complaints relating to the Bank's accounting and reporting process.
- Review and monitor the effectiveness and sustainability of GCG implementation.

- Menjalankan tugas-tugas lain yang relevan dengan fungsi Komite Audit atas permintaan Dewan Komisaris serta peraturan Otoritas Jasa Keuangan dan Bank Indonesia.

Kewenangan

Dalam melaksanakan tugasnya, Komite Audit mempunyai wewenang sebagai berikut:

- Mengakses dokumen, data, dan informasi Bank tentang karyawan, dana, aset, dan sumber daya Bank yang diperlukan.
- Melakukan komunikasi langsung dengan karyawan, termasuk Direksi dan pihak yang menjalankan fungsi audit internal, manajemen risiko, akuntansi dan sistem informasi, unit kerja terkait dan akuntan publik terkait tugas dan tanggung jawab Komite Audit.
- Jika diperlukan, melibatkan pihak independen di luar anggota Komite Audit yang diperlukan untuk membantu pelaksanaan tugasnya.
- Melakukan kewenangan lain yang diberikan oleh Dewan Komisaris.

Pembagian Tugas dan Tanggung Jawab Dalam Keanggotaan Komite Audit

Komite Audit diketuai oleh seorang Komisaris Independen dan beranggotakan 2 (dua) pihak independen sebagai berikut:

- Christina Harapan, sebagai ketua sekaligus mewakili peran Komisaris Independen dalam Komite Audit.
- Sumantri Supono¹⁾, berperan sebagai pihak independen yang memiliki keahlian dalam bidang perbankan.
- Ricky Dompas, berperan sebagai pihak independen yang memiliki keahlian dalam bidang keuangan.
- Waldy Gutama²⁾, berperan sebagai pihak independen yang memiliki keahlian dalam bidang keuangan.

1) Efektif per tanggal 24 Agustus 2017 mengundurkan diri sebagai Anggota Komite Audit.

2) Efektif bergabung menjadi Anggota Komite Audit pada 7 Juli 2017.

Pelatihan dan Pengembangan Kompetensi

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

- Carry out other tasks relevant to the functions of the Audit Committee at the request of the Board of Commissioners and the regulations of the Financial Services Authority and Bank Indonesia.

Authority

In performing its duties, the Audit Committee has the following authorities:

- Accessing documents, data, and Bank's information about its employees, funds, assets, and resources required.
- The ability to communicate directly with employees, including the Board of Directors and parties performing internal audit functions, risk management, accounting and information system, related work units and public accountants related to the Audit Committee's duties and responsibilities.
- Where necessary, the committee may involve independent parties from outside of the Audit Committee members which required to assist the committee in performing its duties.
- To exercise other powers granted by the Board of Commissioners.

Division of Duties and Responsibilities Between Member of the Audit Committee

The Audit Committee is chaired by an Independent Commissioner and consist of 2 (two) independent parties as follows:

- Christina Harapan, as chairman as well as representing the role of Independent Commissioner in Audit Committee.
- Sumantri Supono¹⁾, acting as an independent party with an expertise in banking.
- Ricky Dompas, acting as an independent party with an expertise in finance.
- Waldy Gutama²⁾, acting as an independent party with an expertise in finance.

1) Effective as of August 24th, 2017, resigned as member of the Audit Committee.

2) Effectively joined as member of the Audit Committee on July 7th, 2017.

Training and Competency Development

The Bank has policies related to the development and the competency of the Audit Committee, conducted through various full funding training and education programs being the responsibility of the Bank. List of training and competency development programs for the Audit Committee can be seen in its respective chapter within the Company Profile in this annual report.

Foundation Laid for the Next 10 Years

Rapat Komite Audit

Rapat Komite Audit diselenggarakan sesuai dengan kebutuhan Bank, sekurang-kurangnya 4 (empat) kali dalam 1 (satu) tahun. Selama tahun 2017, Komite Audit menyelenggarakan rapat sebanyak 10 kali. Berikut disampaikan agenda dan risalah rapat, kehadiran, serta rekapitulasi tingkat kehadiran anggota Komite Audit dalam rapat-rapat tersebut.

Audit Committee Meetings

Audit Committee Meetings are held in accordance to the needs of the Bank, at least 4 (four) times annually. Throughout 2017, the Audit Committee held 10 meetings. The following are the details of the agenda and minutes of meetings, attendance, and recapitulation of the attendance of Audit Committee members in its meetings.

Risalah dan Kehadiran Rapat Komite Audit Minutes and Attendance of Audit Committee Meetings

Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants			
	Christina Harapan	Ricky Dompas	Sumantri Supono ¹⁾	Waldy Gutama ²⁾
18 January 2017, Jakarta • Internal Audit Activity Report in December 2016. • Review of SPFAIB by KPMG • Financial Audit Progress by KPMG.	●	●	●	
21 February 2017, Jakarta • Internal Audit Strategic Plan 2017; Zero Tolerance Concept. • Internal Audit Activity Report as of 31 January 2017; Internal Audit Semi-Annual Report to OJK.	●	●	●	
22 March 2017, Jakarta • OJK Audit Findingsin Makassar and Surabaya Branches • Internal Audit Activity Report as of February 2017. • Audit Progress by KPMG.	●	●	●	
25 April 2017, Jakarta • ORS Application Progress, Asset Sales To OAC and Fee Recognition. • Internal Audit Activity Report • Special Review on 6 Potential NPL (Royal, PIB, Kagum Group).	●	●	●	
31 May 2017, Jakarta • Internal Audit Activity Report • Progress on OJK Audit Findings	●	●	●	
19 June 2017, Jakarta • Progress and Timeline of ZTI Implementation • Internal Audit Plan on Credit • Internal Audit Activity Report	●	●	●	
20 July 2017, Jakarta • Internal Audit Activity Report • Appointment of Public Accountant Office • Pending KPMG Audit 2015 • Financial Report • Compliance Activities and Findings as of First Semester 2017	●	●	●	●
27 September 2017, Jakarta Audit Activity Report	●	●		○
26 October 2017, Jakarta • Entry Meeting with KPMG • Internal Audit Activity Report • PSAK 71/IFRS 9 Implementation	●	●		●
27 November 2017, Jakarta Internal Audit Activity Report	●	●		●

● : Hadir | Present ○ : Cuti | On Leave ◉ : Perjalanan Bisnis | Business Trip ○ : Pelatihan | Training ○ : Lain-lain | Others

1) Sumantri Supono resmi mengundurkan diri pada 24 Agustus 2017 | Sumantri Supono officially resigned on August 24th, 2017

2) Waldy Gutama diangkat sebagai anggota Komite Audit pada 7 Juli 2017 | Waldy Gutama was appointed as a member of the Audit Committee on July 7th, 2017

Rekapitulasi kehadiran anggota Komite Audit pada rapat dapat dilihat di bawah ini:

The attendance recapitulation of Audit Committee members at meetings can be seen below:

Rekapitulasi Kehadiran Komite Audit pada Rapat
Recapitulation of Audit Committee Presence at the Meeting

Komite Audit Audit Committee	Jumlah Wajib Rapat Compulsory Meeting Number	Jumlah Kehadiran Number of Meeting Attended	Kehadiran % Attendance %
Christina Harapan Ketua & Komisaris Independen Chairman & Independent Commissioner	10	10	100,00
Sumantri Supono Anggota ¹⁾ Member	7	7	100,00
Ricky Dompas Anggota Member	10	10	100,00
Waldy Gutama Anggota ²⁾ Member	4	3	75,00
RATA-RATA			93,75

1) Sumantri Supono resmi mengundurkan diri pada 24 Agustus 2017 | Sumantri Supono officially resigned on August 24th, 2017.

2) Waldy Gutama diangkat sebagai anggota Komite Audit pada 7 Juli 2017 | Waldy Gutama was appointed as a member of the Audit Committee on July 7th, 2017.

Laporan Singkat Pelaksanaan Kegiatan Komite Audit Tahun 2017

Komite Audit telah menjalankan program kerja pada 2017, antara lain sebagai berikut:

- Mengawasi dan mengevaluasi Kebijakan, Prosedur, Program dan Penerapan SKAI.
- Mengawasi dan mengevaluasi tindakan manajemen atas hasil temuan SKAI, audit eksternal, dan OJK.
- Memberikan rekomendasi kepada Dewan Komisaris mengenai penunjukan Kantor Akuntan Publik.

A Brief Report on the Implementation of the Activities of the Audit Committee in 2017

The Audit Committee has carried out its work program in 2017 of the following:

- Monitor and evaluate SKAI Policies, Procedures, Programs and Implementation.
- Monitor and evaluate action from management on the findings of SKAI, external audit, and the OJK.
- Provide recommendations to the Board of Commissioners regarding the appointment of a Public Accounting Firm.

KOMITE REMUNERASI DAN NOMINASI

Komite Remunerasi dan Nominasi dibentuk untuk melakukan evaluasi dan rekomendasi atas kebijakan remunerasi yang berlaku bagi Dewan Komisaris, Direksi dan Karyawan Bank. Selain itu, Komite ini juga bertugas memberikan rekomendasi kepada Dewan Komisaris atas tindak lanjut temuan audit internal dan/atau audit eksternal serta hasil pengawasan OJK tentang kebijakan di bidang manajemen SDM.

REMUNERATION AND NOMINATION COMMITTEE

The Remuneration and Nomination Committee was established to conduct evaluation and recommendation on the remuneration policies applicable to the Board of Commissioners, Board of Directors and Employees of the Bank. Additionally, the committee is also tasked with providing recommendations to the Board of Commissioners on follow-up for internal and/or external audit findings and OJK supervision in the field of HR management.

Susunan dan Profil Komite Remunerasi dan Nominasi

Susunan Komite Remunerasi dan Nominasi Bank di tahun 2017 adalah sebagai berikut:

Structure and Profile of the Remuneration and Nomination Committee

The composition of the Remuneration and Nomination Committee of the Bank in 2017 is as follows:

Kronologi Susunan Komite Remunerasi dan Nominasi Arrangement Chronology of the Remuneration and Nomination Committee

01 January 2017 - 29 August 2017	30 August 2017- 31 December 2017	Keterangan Detail
Hendra Widjojo Ketua & Komisaris Independen Chairman & Independent Commissioner	Christina Harapan Ketua & Komisaris Independen Chairman & Independent Commissioner	Mengikuti masa jabatan sebagai Komisaris Independen Following a term as Independent Commissioner
	Christina Harapan Ketua & Komisaris Independen Chairman & Independent Commissioner	Mengikuti masa jabatan sebagai Komisaris Independen Following a term as Independent Commissioner
Fransisca Agustine Anggota Member		Fransisca Agustine resmi mengundurkan diri pada 29 Agustus 2017 Fransisca Agustine officially resigned on August 29 th , 2017
Margaret Harnos Anggota Member		Margaret Harnos resmi mengundurkan diri pada 29 Agustus 2017 Margaret Harnos officially resigned on August 29 th , 2017
	Josephine Sambajon Anggota Member	Josephine Sambajon diangkat sebagai anggota pada 29 Agustus 2017 Josephine Sambajon was officially appointed as a member on August 29 th , 2017

Profil Komite Remunerasi dan Nominasi per 31 Desember 2017 disampaikan berikut ini:

The profiles of Remuneration and Nomination Committee members as of December 31st, 2017 can be seen in the following:

Hendra Widjojo

Ketua Komite Remunerasi dan Nominasi/Komisaris Independen
Remuneration and Nomination Committee Chairman/Independent Commissioner

Profil Hendra Widjojo sebagai Ketua Komite Remunerasi dan Nominasi dapat dilihat pada bagian Profil Dewan Komisaris dalam bab Profil Perusahaan di laporan tahunan ini.

The profile of Hendra Widjojo as Chairman of Remuneration and Nomination Committee can be seen in the Board of Commissioners Profile section in the Company Profile chapter of this annual report.

Christina Harapan

Anggota Komite Remunerasi dan Nominasi/Komisaris Independen
Member of the Remuneration and Nomination Committee/Independent Commissioner

Profil Christina Harapan sebagai Anggota Komite Remunerasi dan Nominasi dapat dilihat pada bagian Profil Dewan Komisaris dalam bab Profil Perusahaan di laporan tahunan ini.

The profile of Christina Harapan as a Member of the Remuneration and Nomination Committee can be seen in the Board of Commissioners Profile section in the Company Profile chapter of this annual report.

Josephine Sambajon

Anggota Komite Remunerasi dan Nominasi
Member of the Remuneration and Nomination Committee

Profil Josephine Sambajon sebagai Anggota Komite Remunerasi dan Nominasi dapat dilihat pada bagian Profil Pejabat Executive dalam bab Profil Perusahaan di laporan tahunan ini.

The profile of Josephine Sambajon as a Member of the Remuneration and Nomination Committee can be seen in the Executive Officer Profile section in the Company Profile chapter of this annual report.

Independensi

Sesuai kriteria yang telah ditetapkan Bank dan regulasi yang berlaku, Komite Remunerasi dan Nominasi wajib memiliki independensi atas beberapa aspek yang berhubungan dengan kepengurusan Bank. Berikut disampaikan transparansi independensi Komite Remunerasi dan Nominasi.

Independence

In accordance with the criteria established by the Bank and applicable regulations, the Remuneration and Nomination Committee shall have independence on several aspects relating to the management of the Bank. Below is an outline of the independence of the Remuneration and Nomination Committee.

Independensi Komite Remunerasi dan Nominasi Remuneration and Nomination Committee Independence

Aspek Independensi Independence Aspect	Komite Remunerasi dan Nominasi Remuneration and Nomination Committee				
	Hendra Widjojo	Christina Harapan	Fransisca Agustine	Margaret Harnos	Josephine Sambajon
Merupakan orang dalam Kantor Akuntan Publik, Kantor Konsultan Hukum, atau pihak lain yang memberi jasa audit, jasa non audit, dan atau jasa konsultasi lain kepada Perusahaan dalam waktu 1 (satu) tahun terakhir sebelum diangkat oleh Komisaris. Is an insider in a Public Accounting Firm, Legal Consultant Office, or any other party providing audit services, non-audit services, and or other consulting services to the Company within the 1 (one) year prior to appointment by the Commissioner.	○	○	○	○	○
Mempunyai wewenang dan tanggung jawab untuk merencanakan, memimpin atau mengendalikan kegiatan Bank dalam waktu 1 (satu) tahun terakhir. Is a person having the authority and responsibility to plan, lead or control the Bank's activities within the last 1 (one) year.	○	○	○	○	○
Mempunyai saham baik langsung maupun tidak langsung pada Bank. Owns shares directly or indirectly to the Bank.	○	○	○	○	○
Memangku jabatan sebagai pengurus partai politik dan/atau calon/ anggota legislatif dan/atau calon kepala daerah/wakil kepada daerah, dan jabatan lain sesuai dengan peraturan perundang-undangan yang dapat menimbulkan benturan kepentingan. Has taken office as a party official and/or candidate/legislative member and/or candidate for regional head/representative to the region, and other positions that may create a conflict of interest, accordance with laws and regulations.	○	○	○	○	○
Mempunyai hubungan keluarga karena perkawinan dan keturunan sampai derajat kedua, baik secara horizontal maupun vertikal dengan Komisaris, Direksi atau Pemegang Saham utama Bank. Has a family relationship due to marriage and descent to the second degree, either horizontally or vertically, with the Board Commissioners, Board of Directors or the main Shareholder of the Bank.	○	○	○	○	○
Memiliki hubungan usaha baik langsung maupun tidak langsung yang berkaitan dengan kegiatan usaha Bank. Has a direct or indirect business relationship related to the Bank's business activities.	○	○	○	○	○

● = ada | yes - ○ = tidak | no

Pedoman Komite Remunerasi dan Nominasi

Komite Remunerasi dan Nominasi bekerja berdasarkan Pedoman dan Tata Tertib Kerja Komite Remunerasi dan Nominasi yang telah diperbaharui pada tanggal 6 September 2017.

Guidelines of the Remuneration and Nomination Committee

The Remuneration and Nomination Committee is operating under the Working Guidelines of the Remuneration and Nomination Committee that were updated on September 6th, 2017.

Tugas dan Tanggung Jawab Komite Remunerasi dan Nominasi

Tugas dan tanggung jawab Komite Remunerasi dan Nominasi sebagaimana diatur dalam pasal 49 POJK No. 55/POJK.03/2016 paling sedikit meliputi:

- Terkait dengan kebijakan remunerasi wajib:
 - Melakukan evaluasi terhadap kebijakan remunerasi yang didasarkan atas kinerja, risiko, kewajaran dengan *peer group*, sasaran, dan strategi jangka panjang Bank, pemenuhan cadangan sebagaimana diatur dalam peraturan perundang-undangan dan potensi pendapatan Bank pada masa yang akan datang;
 - Menyampaikan hasil evaluasi dan rekomendasi kepada Dewan Komisaris mengenai:
 - * Kebijakan remunerasi bagi Direksi dan Dewan Komisaris untuk disampaikan kepada RUPS; dan
 - * Kebijakan remunerasi bagi pegawai secara keseluruhan untuk disampaikan kepada Direksi.
 - Memastikan bahwa kebijakan remunerasi telah sesuai dengan ketentuan; dan
 - Melakukan evaluasi secara berkala terhadap penerapan kebijakan remunerasi;
- Terkait dengan kebijakan nominasi wajib:
 - Menyusun dan memberikan rekomendasi mengenai sistem serta prosedur pemilihan dan/atau penggantian anggota Direksi dan anggota Dewan Komisaris kepada Dewan Komisaris untuk disampaikan kepada RUPS;
 - Memberikan rekomendasi mengenai calon anggota Direksi dan/atau calon anggota Dewan Komisaris kepada Dewan Komisaris untuk disampaikan kepada RUPS; dan
 - Memberikan rekomendasi mengenai Pihak Independen yang akan menjadi anggota Komite kepada Dewan Komisaris.

Duties and Responsibilities of the Remuneration and Nomination Committee

As stipulated in Article 49 POJK No. 55/POJK.03/2016, Remuneration and Nomination Committee shall perform at least:

- In relation to remuneration policies:
 - Performs an evaluation of the remuneration policy based on performance, risks, fairness with peer group, target, and Bank's long-term strategies, the fulfillment of reserves as regulated in legislation and future revenue of the Bank;
 - Submit evaluation result and recommendation to Board of Commissioners regarding:
 - * Board of Commissioners and Board of Directors remuneration policies to be submitted to the GMS; and
 - * Employee remuneration policies to be submitted to Board of Directors.
 - Ensure remuneration policy is in accordance with the provision; and
 - Conduct periodic evaluation of the implementation of remuneration policy;
- In relation to nomination policies:
 - Prepare and give recommendation on the system and procedure in selecting and/or replacing members of Board of Directors and Board of Commissioners to Board of Commissioners to be submitted to GMS;
 - Submit a recommendation on candidate members of Board of Directors and/or Board of Commissioners to Board of Commissioners to be submitted to GMS;
 - Submit a recommendation on Independent Parties to be committee's candidate to Board of Commissioners .

Pembagian Tugas dan Tanggung Jawab Dalam Keanggotaan Komite Remunerasi dan Nominasi

Komposisi Komite Remunerasi dan Nominasi adalah sebagai berikut:

- Hendra Widjojo, sebagai ketua yang juga mewakili peranan Komisaris Independen dalam Komite.
- Christina Harapan, sebagai anggota Komite yang juga merupakan Komisaris.
- Josephine Sambajon¹⁾, berperan sebagai anggota Komite yang merupakan pejabat eksekutif yang membawahi bagian sumber daya manusia Bank.
- Fransisca Agustine²⁾ berperan sebagai anggota Komite yang merupakan pejabat eksekutif yang membawahi bagian sumber daya manusia Bank.
- Margaret Harnos²⁾ berperan sebagai anggota Komite yang bertanggung jawab di bidang sumber daya manusia Bank.

1) Resmi diangkat pada 29 Agustus 2017
2) Resmi berhenti pada 29 Agustus 2017

Pelatihan dan Pengembangan Kompetensi

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

Rapat Komite Remunerasi dan Nominasi

Rapat Komite Nominasi dan Remunerasi diselenggarakan sesuai dengan kebutuhan Bank, sekurang-kurangnya 4 (empat) kali dalam 1 (satu) tahun. Selama tahun 2017, Komite Remunerasi dan Nominasi menyelenggarakan rapat sebanyak 4 (empat) kali. Berikut disampaikan agenda dan risalah rapat, kehadiran, serta rekapitulasi tingkat kehadiran anggota Komite Remunerasi dan Nominasi dalam rapat-rapat tersebut.

Division of Duties and Responsibilities Between the Member of the Remuneration and Nomination Committee

The composition of the Remuneration and Nomination Committee is as follow:

- Hendra Widjojo, as chairman, who also represents the role of Independent Commissioner in the Committee.
- Christina Harapan, as a committee member who is also a Commissioner.
- Josephine Sambajon¹⁾ serves as a committee member who is an executive officer in charge of the Bank's human resources.
- Fransisca Agustine²⁾ serves as a member of the committee who is an executive officer in charge of the Bank's human resources.
- Margaret Harnos²⁾ serves as a member of the committee who oversees the Bank's human resources.

1) Officially appointed on August 29th, 2017
2) Officially resigned on August 29th, 2017

Training and Competence Development

The Bank has its own policy related to the development and improvement of the competency of Remuneration and Nomination Committee. This is done through various full funding training and education programs being the responsibility of the Bank. The list of training and competency development programs for Remuneration and Nomination Committee can be seen in its respective chapter within the Company Profile in this annual report.

Meetings of the Remuneration and Nomination Committee

The Nomination and Remuneration Committee's meetings are held in accordance with the needs of the Bank, at least 4 (four) times annually. Throughout 2017, the Remuneration and Nomination Committee held 4 (four) meetings. The following are the details of the agenda and minutes of meetings, attendance, and recapitulation of the attendance of Remuneration and Nomination Committee members in its meetings.

Foundation Laid for the Next 10 Years

Risalah dan Kehadiran Rapat Komite Remunerasi dan Nominasi Minutes and Attendance of the Remuneration and Nomination Committee

Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants				
	Hendra Widjojo	Christina Harapan	Francisca Agustine ¹⁾	Margaret Harnos ¹⁾	Josephine Sambajon ²⁾
22 March 2017, Jakarta • Total Bonus Advance Payment 2016 for BOC and BOD. • Total Performance Bonus Pool 2016 for Staff.	●	○	●	●	
05 May 2017, Jakarta • Salaries Increase for Employees and Total BOD Salary with 2 New BOD • HR Program.	●	●	●	●	
29 August 2017, Jakarta • Bonus 2016 for BOC and BOD. • Salary of BOC and BOD. • New Candidate of President Commissioner • Resignation of Head of Compliance and AML; New Temporary of PIC for Compliance • Changes of Remuneration & Nomination Committee Member Structure.	●	○	●	●	
09 November 2017, Jakarta • Nomination of Zhang Jinxing as President Director of ICBC Indonesia. • Material Risk Taker. • HR People Dashboard - September 2017. • The PIC of Board Secretary.	●	●			●

● : Hadir | Present ○ : Cuti | On Leave ● : Perjalanan Bisnis | Business Trip ○ : Pelatihan | Training ○ : Lain-lain | Others

1) Francisca Agustine dan Margaret Harnos tidak lagi menjabat sebagai anggota sejak 29 Agustus 2017

Francisca Agustine dan Margaret Harnos has resigned as members of the committee since August 29th, 2017

2) Josephine Sambajon diangkat sebagai anggota pada 29 Agustus 2017 | Josephine Sambajon was appointed as a member on August 29th, 2017

Rekapitulasi kehadiran anggota Komite Remunerasi dan Nominasi pada rapat dapat dilihat di bawah ini:

The attendance recapitulation of Remuneration and Nomination Committee members at meetings can be seen below:

Rekapitulasi Kehadiran Komite Remunerasi dan Nominasi pada Rapat Attendance Recapitulation of Remuneration and Nomination Committee Meetings

Komite Remunerasi dan Nominasi Remuneration and Nomination Committee	Jumlah Wajib Rapat Number of Compulsory Meeting	Jumlah Kehadiran Number of Meeting Attended	Kehadiran % Attendance %
Hendra Widjojo Ketua & Komisaris Independen Chairman & Independent Commissioner	4	4	100,00
Christina Harapan Anggota & Komisaris Independen Member & Independent Commissioner	4	2	50,00
Francisca Agustine¹⁾ Anggota Member	3	3	100,00
Margaret Harnos¹⁾ Anggota Member	3	3	100,00
Josephine Sambajon²⁾ Anggota Member	1	1	100,00
RATA-RATA AVERAGE			86,67

1) Francisca Agustine dan Margaret Harnos tidak lagi menjabat sebagai anggota sejak 29 Agustus 2017

Francisca Agustine dan Margaret Harnos has resigned as members of the committee since August 29th, 2017

2) Josephine Sambajon diangkat sebagai anggota pada 29 Agustus 2017 | Josephine Sambajon was appointed as a member on August 29th, 2017

Laporan Singkat Pelaksanaan Kegiatan Komite Remunerasi dan Nominasi

Di sepanjang tahun 2017, Komite Remunerasi dan Nominasi melaksanakan tugas sebagai berikut:

- Mengevaluasi kebijakan remunerasi Dewan Komisaris dan Direksi.
- Memberikan rekomendasi kepada Dewan Komisaris untuk pengangkatan calon Direktur, calon Komisaris, calon anggota Komite serta calon pejabat eksekutif baru.
- Mengevaluasi kebijakan pembayaran bonus karyawan Bank.

Kebijakan Mengenai Suksesi Direksi

Suksesi Direksi Bank diatur berdasarkan *Board of Directors and Commissioners Nomination Policy* No. HR/POL/020 tanggal 24 Maret 2014 tentang Penggantian dan Pengangkatan Direksi. Tidak hanya terbatas untuk Direksi, kebijakan ini termasuk mengatur suksesi bagi Dewan Komisaris, termasuk persyaratan jika nominasi berasal dari pejabat eksekutif internal Bank dan pejabat dari ICBC Ltd sebagai Pemegang Saham Mayoritas. Kebijakan ini juga mengatur secara rinci terkait prosedur pengusulan untuk Dewan Komisaris dan Direksi jika berasal dari kalangan internal.

KOMITE PEMANTAU RISIKO

Komite Pemantau Risiko bertugas untuk membantu Dewan Komisaris dalam mengawasi pelaksanaan manajemen risiko di lingkungan Bank. Komite ini diketuai oleh Komisaris Independen dengan 3 (tiga) orang anggota yang berasal dari pihak independen yang memiliki keahlian pada bidang keuangan dan manajemen risiko.

A Brief Summary of the Activities of the Remuneration and Nomination Committee

Throughout 2017, the Remuneration and Nomination Committee performed the following tasks:

- Evaluate the remuneration policy of the Board of Commissioners and the Board of Directors.
- Provide recommendations to the Board of Directors for the appointment of candidates for Directors, Commissioners, prospective members of Committees, and candidates for executive officers.
- Evaluate the bonus payment policy of employees of the Bank.

Policy Concerning the Succession of the Board of Directors

The succession of the Board of Directors of the Bank is governed by Board of Directors and Commissioners Nomination Policy No. HR/POL/020 dated March 24, 2014 regarding Replacement and Appointment of the Board of Directors. This policy not only limited to the Board of Directors, it also regulates the succession of the Board of Commissioners, including the requirements if the candidate are from the Bank's internal executive officers and officials of ICBC Ltd., as the majority Shareholders. This policy also regulates in detail the procedure for proposals for the Board of Commissioners and the Board of Directors if the members are from internal.

RISK MONITORING COMMITTEE

The Risk Monitoring Committee is in charge of assisting the Board of Commissioners in overseeing the implementation of risk management within the Bank. The committee is chaired by an Independent Commissioner, with 3 (three) members from independent parties with expertise in the field of finance and risk management.

Susunan dan Profil Komite Pemantau Risiko

Susunan Komite Pemantau Risiko Bank di tahun 2017 adalah sebagai berikut:

Structure and Profile of the Risk Monitoring Committee

The composition of the Risk Monitoring Committee of the Bank in 2017 is as follows:

Kronologi Susunan Komite Pemantau Risiko Chronology Arrangement of the Risk Monitoring Committee

01 January 2017 - 12 April 2017	13 April 2017 - 31 December 2017	Keterangan Detail
Hendra Widjojo Ketua & Komisaris Independen Chairman & Independent Commissioner	Hendra Widjojo Ketua & Komisaris Independen Chairman & Independent Commissioner	Mengikuti masa jabatan sebagai Komisaris Independen Following the term as Independent Commissioner
Sukarwan Anggota Member	Sukarwan Anggota Member	Surat Keputusan Dewan Komisaris tanggal 3 Februari 2016 Board of Commissioners Decree on February 3 rd , 2016
Fransisca Nelwan Mok Anggota Member		Fransisca Nelwan Mok dipercaya untuk menjabat posisi Direktur sejak 13 April 2017 Fransisca Nelwan Mok has been entrusted with the position of Director since April 13 th , 2017
Lando Simatupang Anggota Member	Lando Simatupang Anggota Member	-

Profil Komite Pemantau Risiko per 31 Desember 2017 disampaikan berikut ini:

Profiles of each member of the Risk Monitoring Committee as of December 31st, 2017, can be seen in the following:

Hendra Widjojo

Ketua Komite Pemantau Risiko/Komisaris Independen
Risk Monitoring Committee Chairman/Independent Commissioner

Profil Hendra Widjojo sebagai Ketua Komite Pemantau Risiko dapat dilihat pada bagian Profil Dewan Komisaris dalam bab Profil Perusahaan di laporan tahunan ini.

The profile of Hendra Widjojo as Risk Monitoring Committee Chairman can be seen in the Board of Commissioners Profile section in the Company Profile chapter of this annual report.

Sukarwan

Anggota Komite Pemantau Risiko
Risk Monitoring Committee Member

Pengalaman Kerja/Jabatan

Berkarir di Bank Indonesia sejak 1976-1998; Pernah menjabat sebagai Direktur Direktorat Perizinan dan Informasi Perbankan (1999-2000); Komisaris PT Bank Danamon Tbk (1998-1999).

Work experience:

Start his career at Bank Indonesia from 1976-1998, including serving as Director of the Directorate of Bank Licensing and Information (1999-2000); served as a Commissioner of PT Bank Danamon, Tbk. (1998-1999).

Latar Belakang Pendidikan :

Sarjana (S1) Ekonomi dari Universitas Sriwijaya, Palembang (1973); Master di bidang Business Management dari Asian Institute of Management di Manila, Filipina (1981).

Education:

Bachelor Degree (S1) in Economics from Sriwijaya University, Palembang (1973); and a Master's Degree in the field of Business Management from the Asian Institute of Management in Manila, the Philippines (1981).

Lando Simatupang

Anggota Komite Pemantau Risiko
Risk Monitoring Committee Member

Pengalaman Kerja/Jabatan

Anggota Komite Manajemen Risiko Bank BNP Paribas Indonesia (2008-sekarang); Anggota Komite Manajemen Risiko Bank Ganesha (2008-sekarang); Anggota Komite Audit dan Komite Manajemen Risiko Bank Finconesia (2007-2008); Anggota Komite Manajemen Risiko Bank Agris (2008-2009); Anggota Komite Audit dan Komite Manajemen Risiko Bank UOB Indonesia (2008-2010).

Work experience:

Member of the Risk Management Committee of Bank BNP Paribas Indonesia (2008-present), member of the Bank Ganesha Risk Management Committee (2008-present), member of the Audit Committee and Risk Management Committee of Bank Finconesia (2007-2008), member of the Risk Management Committee of Bank Agris (2008- 2009), and member of the Audit Committee and Risk Management Committee of Bank UOB Indonesia (2008-2010).

Latar Belakang Pendidikan :

Sarjana (S1) Ekonomi bidang studi keuangan dan perbankan dari Universitas Sumatera Utara (1989); MBAT bidang Perbankan dan Keuangan dari Institut Teknologi Bandung (2000).

Education:

Bachelor Degree (S1) in Economics majoring in finance and banking from North Sumatra University (1989); and a MBAT in the field of Banking and Finance from the Bandung Institute of Technology (2000).

Independensi

Sesuai kriteria yang telah ditetapkan Bank, Komite Pemantau Risiko wajib memiliki independensi atas beberapa aspek yang berhubungan dengan kepengurusan Bank. Berikut disampaikan transparansi independensi Komite Pemantau Risiko.

Independence

In accordance with the criteria established by the Bank, the Risk Monitoring Committee shall have independence over several aspects relating to the management of the Bank. The following is a transparency on the independence of the Risk Monitoring Committee.

Independensi Komite Pemantau Risiko Independence of the Risk Monitoring Committee

Aspek Independensi Independence Aspect	Komite Pemantau Risiko Risk Monitoring Committee			
	Hendra Widjojo	Sukarwan	Fransisca Nelwan Mok	Lando Simatupang
Merupakan orang dalam Kantor Akuntan Publik, Kantor Konsultan Hukum, atau pihak lain yang memberi jasa audit, jasa non audit, dan atau jasa konsultasi lain kepada Perusahaan dalam waktu 1 (satu) tahun terakhir sebelum diangkat oleh Komisaris. Is an insider in a Public Accounting Firm, Legal Consultant Office, or any other party providing audit services, non-audit services, and or other consulting services to the Bank within the 1 (one) year prior to appointment by the Commissioner.	○	○	○	○
Mempunyai wewenang dan tanggung jawab untuk merencanakan, memimpin atau mengendalikan kegiatan Bank dalam waktu 1 (satu) tahun terakhir. Is a person having the authority and responsibility to plan, lead or control the Bank's activities within the last 1 (one) year.	○	○	○	○
Mempunyai saham baik langsung maupun tidak langsung pada Bank. Owns shares directly or indirectly to the Bank.	○	○	○	○
Memangku jabatan sebagai pengurus partai politik dan/atau calon/ anggota legislatif dan/atau calon kepala daerah/wakil kepada daerah, dan jabatan lain sesuai dengan peraturan perundang-undangan yang dapat menimbulkan benturan kepentingan. Has taken office as a party official and/or candidate/legislative member and/or candidate for regional head/representative to the region, and other positions that may create a conflict of interest, accordance with laws and regulations.	○	○	○	○
Mempunyai hubungan keluarga karena perkawinan dan keturunan sampai derajat kedua, baik secara horizontal maupun vertikal dengan Komisaris, Direksi atau Pemegang Saham utama Bank. Has a family relationship due to marriage and descent to the second degree, either horizontally or vertically, with the Board of Commissioners, Board of Directors or the main shareholder of the Bank.	○	○	○	○
Memiliki hubungan usaha baik langsung maupun tidak langsung yang berkaitan dengan kegiatan usaha Bank. Has a direct or indirect business relationship related to the Bank's business activities.	○	○	○	○

● = Ada | Yes , ○ = Tidak Ada | No

Pedoman Komite Pemantau Risiko

Dalam menjalankan tugasnya, Komite Pemantau Risiko memiliki Pedoman dan Tata Tertib Kerja yang telah disahkan dan diperbaharui pada tanggal 25 Agustus 2017.

Guidelines of the Risk Monitoring Committee

In performing its duties, the Risk Monitoring Committee has a Guidelines and Code of Conduct that has been ratified and updated on August 25th, 2017.

Tugas dan Tanggung Jawab

Sebagaimana diatur dalam pasal 48 POJK No. 55/POJK.03/2016, Komite Pemantau Risiko wajib melakukan paling sedikit:

- Evaluasi tentang kesesuaian antara kebijakan dengan pelaksanaan kebijakan manajemen risiko dari bank;
- Pemantauan dan evaluasi pelaksanaan tugas Komite Manajemen Risiko dan Satuan Kerja Manajemen Risiko (SKMR).

Hasil dari evaluasi yang telah disebutkan di atas wajib disampaikan dan memberikan rekomendasi kepada Dewan Komisaris. Laporan hasil evaluasi tersebut wajib disampaikan secara triwulanan setiap tahun.

Prioritas tugas Komite Pemantau Risiko adalah sebagai berikut:

- Mengevaluasi proposal kebijakan manajemen risiko termasuk strategi dan kerangka manajemen risiko, serta memberikan rekomendasi dan masukan kepada Dewan Komisaris terhadap proposal kebijakan tersebut.
- Meninjau notulen rapat Komite Manajemen Risiko secara berkala, mengusulkan saran independen dan memberikan rekomendasi untuk memperkuat panduan manajemen risiko Bank.
- Mengadakan rapat dengan SKMR dan departemen terkait paling sedikit sebulan sekali mengenai pengendalian risiko, risk appetite dan risk tolerance. Memberikan panduan mengenai potensial risiko bisnis dan isu-isu manajemen risiko
- Memberikan perhatian kepada peringkat kesehatan Bank serta memberikan rekomendasi praktisnya.
- Dalam setiap triwulan progres kerja, apabila ada temuan yang muncul sekiranya perlu memberikan rekomendasi dan tindak lanjut dari rekomendasi tersebut serta memberikan laporan kepada Dewan Komisaris.

Pembagian Tugas dan Tanggung Jawab Dalam Keanggotaan Komite Pemantau Risiko

Komite Pemantau Risiko diketuai oleh Hendra Widjojo selaku Komisaris Independen dan beranggotakan sebagai berikut:

- Sukarwan, berperan sebagai pihak yang memiliki keahlian dalam bidang manajemen risiko.
- Fransisca Nelwan Mok¹⁾, berperan sebagai pihak independen yang memiliki keahlian dalam bidang keuangan.
- Lando Simatupang, berperan sebagai pihak independen yang memiliki keahlian dalam bidang keuangan.

1) Fransisca Nelwan Mok dipercaya untuk menjabat posisi Direktur sejak 13 April 2017.

Duties and Responsibilities

As stipulated in Article 48 POJK No. 55/POJK.03/2016, Risk Monitoring Committee shall perform at least:

- Evaluate the conformity between bank's risk management policy and implementation;
- Monitor and evaluate the implementation of the duties of Risk Management Committee and Risk Management Unit (RMU).

The result of evaluation mentioned above to be submitted to Board of Commissioners along with its recommendation. The report on evaluation result shall be submitted quarterly every year.

Risk Monitoring Committee priority tasks are as follow:

- Evaluate risk management policy proposals including risk management strategies and frameworks, and provide recommendations and input to the Board of Commissioners on those policy proposals.
- Review minutes of meeting of Risk Management Committee regularly, propose independent advice and recommendation to strengthen guidance of the Bank's risk management.
- Conduct a meeting at least once a month with RMU and other related departments regarding risk control, risk appetite and risk tolerance. To give guidance on potential business risks and risk management issues.
- Pay attention to Bank's soundness rating and give practical recommendation.
- During work progress every 3 months, if there are any findings, it is necessary to give recommendation and follow-up of the recommendation and report to Board of Commissioners.

Division of Duties and Responsibilities Between Member of the Risk Monitoring Committee

The Risk Monitoring Committee is chaired by Hendra Widjojo as Independent Commissioner and has the following members:

- Sukarwan, acting as a party with an expertise in risk management.
- Fransisca Nelwan Mok¹⁾, acting as an independent party with an expertise in finance.
- Lando Simatupang, acting as an independent party with an expertise in finance.

1) Fransisca Nelwan Mok has been entrusted with the role of Director since April 13th, 2017.

Pelatihan dan Pengembangan Kompetensi

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

Training and Competence Development

The Bank has its own policy related to the development and improvement of the competency of Risk Monitoring Committee. This is done through various full funding training and education programs being the responsibility of the Bank. The list of training and competence development programs for Risk Monitoring Committee can be seen in its respective chapter within the Company Profile in this annual report.

Rapat Komite Pemantau Risiko

Komite Pemantau Risiko mengadakan rapat sesuai dengan ketentuan internal Bank yang mensyaratkan penyelenggaraan rapat paling kurang 4 (empat) kali dalam setahun.

Risk Monitoring Committee Meetings

The Risk Monitoring Committee's meetings are held in accordance with the needs of the Bank, at least 4 (four) times annually.

Selama tahun 2017, Komite Pemantau Risiko menyelenggarakan rapat sebanyak 10 (sepuluh) kali. Berikut disampaikan agenda dan risalah rapat, kehadiran, serta rekapitulasi tingkat kehadiran anggota Komite Pemantau Risiko dalam rapat-rapat tersebut.

Throughout 2017, the Risk Monitoring Committee held 10 (ten) meetings. The following are the details of the agenda and minutes of meetings, attendance, and recapitulation of the attendance of Risk Monitoring Committee members in its meetings.

Risalah dan Kehadiran Rapat Komite Pemantau Risiko Minutes and Attendance of Risk Monitoring Committee Members

Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants			
	Hendra Widjojo	Sukarwan	Fransisca Nelwan Mok ¹⁾	Lando Simatupang
18 January 2017, Jakarta <ul style="list-style-type: none"> Financial Performance as of 31 December 2016 NPL Updates Risk Management Plan and Quality of Risk Management Implementation 	●	●	●	●
21 February 2017, Jakarta NPL Updates and Potential NPL	●	●	●	●
22 March 2017, Jakarta <ul style="list-style-type: none"> NPL Updates and Write Off Plan Loan Portfolio Analysis Top 10 Debtors that hasn't been presented in previous meeting <ul style="list-style-type: none"> Lombok Energy Dynamics Mugie Bali Indah Metropolis Propertindo Utama Alam Sutera Realty Tbk 	●	●	●	●
25 April 2017, Jakarta <ul style="list-style-type: none"> Risk Profile Report Q1, RMD Plan and Policies Updates NPL Updates 	●	●		●
31 May 2017, Jakarta NPL Updates	●	●		○
19 June 2017, Jakarta <ul style="list-style-type: none"> Potential NPL as of 31 May 2017 <ul style="list-style-type: none"> Marinatama Gemanusa Bangun Sarana Baja and Mulcindo The First National Glassware, Indorimagas Lestari PIB, Kagum, Jagakarsa, Bima Multifinance Royal, Pandita Manggala PT Haiyin 	●	○		●

● : Hadir | Present ○ : Cuti | On Leave ● : Perjalanan Bisnis | Business Trip ○ : Pelatihan | Training ○ : Lain-lain | Others

1) Fransisca Nelwan Mok dipercaya untuk menjabat posisi Direksi sejak 13 April 2017 | Fransisca Nelwan Mok has been entrusted with the position of Director since April 13th, 2017

Risalah dan Kehadiran Rapat Komite Pemantau Risiko
Minutes and Attendance of Risk Monitoring Committee Members

Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants			
	Hendra Widjojo	Sukarwan	Fransisca Nelwan Mok ¹⁾	Lando Simatupang
26 July 2017, Jakarta • RBBR Assessment Semester I – 2017 • Follow-up on Risk Management Implementation • Evaluation on Risk Management Policy, Risk Appetite and Risk Tolerance.	●	○		●
27 September 2017, Jakarta • Haiyin • NPL Progress • Full Analysis on Impact of BOOK III	●	●		●
26 October 2017, Jakarta • Risk Profile Report in Q2 and Q3 • Progress on Working Plan of Risk Management.	●	●		●
27 November 2017, Jakarta NPL Progress	●	●		●

● : Hadir | Present ○ : Cuti | On Leave ● : Perjalanan Bisnis | Business Trip ○ : Pelatihan | Training ○ : Lain-lain | Others

1) Fransisca Nelwan Mok dipercaya untuk menjabat posisi Direksi sejak 13 April 2017 | Fransisca Nelwan Mok has been entrusted with the position of Director since April 13th, 2017

Rekapitulasi kehadiran anggota Komite Pemantau Risiko pada rapat dapat dilihat di bawah ini:

Attendance recapitulation for members of the Risk Monitoring Committee throughout their meetings can be seen in the following:

Rekapitulasi Kehadiran Komite Pemantau Risiko pada Rapat
Attendance Recapitulation of the Risk Monitoring Committee Members in Meetings

Komite Pemantau Risiko Risk Monitoring Committee	Jumlah Wajib Rapat Compulsory Meeting Number	Jumlah Kehadiran Number of Meetings Attended	% Kehadiran Attendance %
Hendra Widjojo Ketua & Komisaris Independen Chairman & Independent Commissioner	10	10	100,00
Sukarwan Anggota Member	10	8	80,00
Fransisca Nelwan Mok Anggota Member ¹⁾	3	3	100,00
Lando Simatupang Anggota Member	10	9	90,00
RATA-RATA AVERAGE			93,50

1) Fransisca Nelwan Mok dipercaya untuk menjabat posisi Direksi sejak 13 April 2017 | Fransisca Nelwan Mok has been appointed as a Director since April 13th, 2017

Laporan Singkat Pelaksanaan Kegiatan Komite Pemantau Risiko Tahun 2017

Sepanjang tahun 2017, Komite Pemantau Risiko telah bekerja guna membantu Dewan Komisaris yang mencakup hasil evaluasi mengenai tugas dan tanggung jawab beserta dengan rekomendasinya. Adapun kegiatan yang telah dilaksanakan Komite ini sampai Desember 2017 adalah sebagai berikut:

- Melakukan pemantauan dan evaluasi pelaksanaan tugas Komite Pemantau Risiko dan Satuan Kerja Manajemen Risiko (SKMR).
- Melakukan evaluasi terhadap rencana kerja SKMR.
- Melakukan evaluasi Kualitas Penerapan Manajemen Risiko (KPMR) pada *Risk-Based Bank Rating* (RBBR).
- Melakukan evaluasi terhadap Laporan Profil Risiko Bank per 3 bulan, serta kecukupan kebijakan dan prosedur Bank.
- Melakukan pemantauan dan evaluasi pelaksanaan tugas Departemen Special Asset Management dalam mengatasi masalah kredit macet.

A Brief Summary of the Activities of the Risk Monitoring Committee of 2017

Throughout 2017, the Risk Monitoring Committee has assisted the Board of Commissioners, which includes helping them with the results of evaluations of duties and responsibilities along with recommendations. The activities that have been carried out by this Committee until December 2017 are as follows:

- To monitor and evaluate the implementation of the duties of the Risk Monitoring Committee and Risk Management Unit (SKMR).
- To evaluate the work plan of the Risk Management Unit.
- Evaluate the quality of Risk Management Implementation (KPMR) in Risk-Based Bank Rating (RBBR).
- Evaluate the Bank's risk profile report every quarter, as well as the adequacy of Bank policies and procedures.
- Monitor and evaluate the implementation of the tasks of the Special Asset Management Department in overcoming the problem of non-performing loans.

ORGAN PENDUKUNG DIREKSI SUPPORTING ORGANS OF THE BOARD OF DIRECTORS

KOMITE-KOMITE EKSEKUTIF

Bank memiliki Komite-Komite eksekutif yang bertugas membantu Direksi dalam melakukan pengawasan dan pengelolaan operasional. Masing-masing Komite beranggotakan Direktur dan para Pejabat Eksekutif Bank. Seluruh Komite bertanggung jawab dan melapor kepada Direksi.

ASSETS AND LIABILITIES COMMITTEE (ALCO)

Assets and Liabilities Committee (ALCO) bertugas untuk membantu Direksi dalam mengelola aset, liabilitas, dan ekuitas Bank, termasuk menetapkan suku bunga deposito, pinjaman, dan pinjaman antar bank, serta memeriksa kebijakan dan peraturan yang berkaitan dengan nilai dari aset dan liabilitas Bank.

Disamping itu, Komite ini juga bertugas untuk memastikan tingkat likuiditas Bank dalam tingkat yang sehat dan memenuhi persyaratan yang ditetapkan oleh Bank Indonesia. Dalam hal pengelolaan aset, liabilitas dan ekuitas Bank, ALCO memiliki wewenang untuk mengeluarkan dan mengevaluasi kebijakan yang terkait dengan aset, liabilitas, dan ekuitas Bank. Selama tahun 2017, ALCO telah mengadakan rapat sebanyak 12 (dua belas) kali.

RISK MANAGEMENT COMMITTEE

Tugas utama Risk Management Committee adalah memantau risiko-risiko yang dihadapi Bank. Selain itu, Komite ini juga berwenang untuk membuat kebijakan, strategi, dan menerapkan panduan manajemen risiko bagi departemen-departemen terkait. Komite Manajemen Risiko juga berperan dalam proses keputusan bisnis dalam skala besar dengan memberikan informasi mengenai risiko bisnis, sekaligus analisis pasar yang terkait risiko. Selama tahun 2017, Komite Manajemen Risiko mengadakan rapat sebanyak 4 (empat) kali.

EXECUTIVE COMMITTEES

The Bank has executive committees in charge of assisting the Board of Directors in conducting operational oversight and management. Each committee consists of management and executive officers of the Bank. All committees have responsibility and reporting to Board of Directors.

ASSETS AND LIABILITIES COMMITTEE (ALCO)

The Assets and Liabilities Committee (ALCO) is responsible for assisting the Board of Directors in managing The Bank's assets, liabilities and equity, including setting interest rates on deposits, loans and interbank loans, and checking policies and regulations relating to the value of Bank assets and liabilities.

In addition, the Committee is also tasked with ensuring that the Bank's liquidity level is at a healthy level and meets the requirements set by Bank Indonesia. In terms of asset management, liability and equity of The Bank, ALCO has the authority to issue and evaluate policies related to The Bank's assets, liabilities and equity. Throughout 2017, ALCO has held meetings 12 (twelve) times.

RISK MANAGEMENT COMMITTEE

The main task of the Risk Management Committee is to monitor the risks faced by the Bank. In addition, the Committee is also authorized to develop policies, strategies and implement risk management guidelines for relevant departments. The Risk Management Committee also plays a role in the business decision process on a large scale by providing information on business risks, as well as risk-related market analysis. Throughout 2017, the Risk Management Committee conducted 4 (four) meetings.

FINANCIAL REVIEW COMMITTEE (FRC)

Tugas Komite ini adalah mengawasi, memeriksa dan mengevaluasi kebutuhan pengeluaran dana dalam jumlah besar yang persetujuannya berada di luar wewenang Direksi pengajuan penggunaan dana diatas IDR300 juta). Bank mewajibkan penggunaan dana diatas nilai tertentu harus mendapat persetujuan para Pemegang Saham dalam Rapat Umum Pemegang Saham. Biaya-biaya yang menggunakan dana dalam jumlah besar harus diperiksa sesuai dengan standar dan prosedur yang berlaku dan harus melalui rapat FRC sebelumnya. Selama 2017, FRC mengadakan rapat sebanyak 35 (tiga puluh lima) kali.

CREDIT REVIEW COMMITTEE

Credit Review Committee bertugas untuk memberikan rekomendasi atas usulan pinjaman yang memerlukan persetujuan Direksi. Dalam melaksanakan tugasnya, Komite *Credit Review* berkoordinasi dengan ALCO terkait dengan pembiayaan kredit. Selama 2017, Komite *Credit Review* mengadakan rapat sebanyak 55 (lima puluh lima) kali.

PRODUCT AND POLICY COMMITTEE (PPC)

PPC adalah komite yang bertugas membantu manajemen melaksanakan penerapan prinsip-prinsip *Good Corporate Governance* yang berkaitan dengan penerbitan kebijakan dan prosedur antara lain melalui:

- Memutuskan kebijakan dan prosedur yang akan diterbitkan maupun yang di amandemen.
- Memantau kebijakan dan prosedur Bank yang agar sesuai dengan peraturan internal dan eksternal, serta sesuai dengan kebutuhan Bank.
- Mengendalikan dan mengevaluasi kebijakan dan prosedur yang berlaku agar tidak terjadi konflik antara kebijakan dan prosedur.

FINANCIAL REVIEW COMMITTEE (FRC)

The duties of this Committee are to oversee, examine and evaluate the need for large expenditures of funds whose approval is beyond the authority of the Board of Directors. The Bank requires the use of substantial funds to be approved by the Shareholders in the General Meeting of Shareholders. Fees that use large amounts of funds should be checked in accordance with applicable standards and procedures and is to receive FRC approval before use. Throughout 2017, FRC convened 35 (thirty-five) times for meetings.

CREDIT REVIEW COMMITTEE

Credit Review Committee is tasked with providing recommendations on proposed loans that require the approval of the Board of Directors. In performin its duties, the Credit Review Committee coordinates with ALCO in relation to credit financing. Throughout 2017, the Credit Review Committee held 55 (fifty-five) meetings.

PRODUCT AND POLICY COMMITTEE (PPC)

PPC is a committee whose duty is to assist management in implementing the principles of Good Corporate Governance related to the issuance of policies and procedures, among others through:

- Decide on the policies and procedures to be published as well as those amended.
- Monitoring policies and procedures of the Bank in order to comply with internal and external regulations, and in accordance with the needs of the Bank.
- Control and evaluate prevailing policies and procedures to avoid conflicts between policies and procedures.

INDO-SINO RELATIONS COMMITTEE

Indo-Sino Relations Committee bertugas sebagai pusat informasi tentang segala hal yang berkaitan dengan bisnis, keuangan dan investasi, terutama bagi Nasabah di Indonesia dan Tiongkok, serta jaringan ICBC Limited di seluruh dunia. Sesuai dengan misi Bank untuk menjadi jembatan ekonomi, keuangan dan budaya, komite ini juga aktif mempromosikan potensi bisnis, investasi dan budaya, khususnya antara Indonesia dan Tiongkok. Selain itu, *Indo-Sino Relations Committee* mengemban misi untuk menciptakan iklim yang kondusif bagi bisnis dan investasi di Indonesia dan Tiongkok.

INFORMATION TECHNOLOGY STEERING COMMITTEE

Information Technology Steering Committee bertugas untuk merancang rencana strategis teknologi informasi yang efisien dan efektif serta terintegrasi dengan rencana bisnis Bank. Untuk mencapai misinya, Komite membuat perencanaan dan implementasi teknologi informasi berdasarkan prioritas, kebutuhan, dan tujuan. *Information Technology Steering Committee* juga bertugas untuk memastikan implementasi teknologi informasi berjalan lancar sesuai dengan rencana. Selama 2017, *Information Technology Steering Committee* mengadakan rapat sebanyak 4 (empat) kali.

DISCIPLINARY COMMITTEE

Untuk menjamin kepercayaan masyarakat terhadap integritas Bank, maka Bank membentuk *Disciplinary Committee*. Komite ini memiliki Satuan kerja khusus, Tim Kerja Disiplin, yang bertugas untuk melakukan investigasi dan mengajukan sanksi kepada pelanggar peraturan dan kode etik Bank. Selama 2017, *Disciplinary Committee* mengadakan rapat sebanyak 12 (dua belas) kali.

INDO-SINO RELATIONS COMMITTEE

The Indo-Sino Relations Committee serves as an information center on everything related to business, finance and investment, especially for customers in Indonesia and China, as well as the ICBC Ltd. network around the world. In line with The Bank's mission to become an economic, financial and cultural bridge, the committee is also actively promoting business, investment and cultural potential, particularly between Indonesia and China. In addition, the Indo-Sino Relations Committee has a mission to create a favorable climate for business and investment in Indonesia and China.

INFORMATION TECHNOLOGY STEERING COMMITTEE

Information Technology Steering Committee is responsible for designing an efficient and effective information technology strategic plan integrated with The Bank's business plan. To achieve its mission, the committee makes planning and implementation of information technology based on priorities, needs, and objectives. The Information Technology Steering Committee is also tasked with ensuring the implementation of information technology runs smoothly in accordance with the plan. Throughout 2017, the Information Technology Steering Committee held 4 (four) meetings.

DISCIPLINARY COMMITTEE

To ensure public trust in the integrity of The Bank, the Bank has established a Disciplinary Committee. The Committee has a special Working Unit, a Disciplinary Working Team, which is in charge of investigating and filing sanctions against violators of the Bank's rules and codes of ethics. Throughout 2017, Disciplinary Committee held 12 (twelve) meetings.

SEKRETARIS PERUSAHAAN CORPORATE SECRETARY

Sekretaris Perusahaan merupakan salah satu organ pendukung yang berperan penting dalam memfasilitasi komunikasi antar organ Bank, hubungan antara Bank dengan Pemegang Saham, Regulator, dan Pemangku Kepentingan lainnya. Fungsi Sekretaris Perusahaan Bank diemban oleh *BOD/BOC Office*.

The Corporate Secretary is one the supporting organs playing an important role in facilitating the Bank's inter-organ communications, the relationship between the Bank and its Shareholders, Regulators, and other Stakeholders. The function of the Bank's Corporate Secretary is carried out by the BOD/BOC Office.

STRUKTUR ORGANISASI SEKRETARIS PERUSAHAAN CORPORATE SECRETARY ORGANIZATIONAL STRUCTURE



Pejabat Fungsi Sekretaris Perusahaan Functioning Officer of Corporate Secretary

Fungsi/Jabatan Function/Position	Nama Name
Pejabat Pelaksana Fungsi Sekretaris Perusahaan Functionary Officer of Corporate Secretary	Yensen Aliamin
Sekretaris Eksekutif Executive Secretary	Fahleny Pingkan Lontah
	Cindy Kusuma
	Jessica
Hubungan Investor Investor Relations	Dewi Tjendra
	Fiona Cindy
Corporate Secretary Support	Sandra Dewinta

Pejabat Pelaksana Fungsi Sekretaris Perusahaan

Berdasarkan Surat Keputusan Direksi No. 104A/KPTS.DIR/ICBC.IND/2016 tanggal 1 November 2016, Bank telah menunjuk Yensen Aliamin sebagai Pejabat Pelaksana Fungsi Sekretaris Perusahaan.

Executive in Charge of Corporate Secretary Function

Based on Board of Directors Decree No. 104A/KPTS.DIR/ICBC.IND/2016 dated November 1, 2016, The Bank has appointed Yensen Aliamin as Executive in Charge of Corporate Secretary.

Yensen Aliamin

Group Head of Strategy and Executive Administration & Pejabat Pelaksana Fungsi Sekretaris Perusahaan
Group Head of Strategy and Executive Administration & Executive in Charge of Corporate Secretary Function.

Profil Yensen Aliamin sebagai Pelaksana Fungsi Sekretaris Perusahaan dapat dilihat pada bagian profil Group Head dalam bab Profil Perusahaan di laporan tahunan ini.

Profile of Yensen Aliamin as Executive in Charge of Corporate Secretary Function can be seen in Group Heads profile in Company Profile chapter in this Annual Report.

Kualifikasi

Dalam melaksanakan tugasnya, Sekretaris Perusahaan wajib memiliki pengetahuan mengenai peraturan yang berkaitan dengan Bank, hubungan masyarakat, ketrampilan administratif, dan pengalaman yang mendukung pelaksanaan tugasnya.

Qualifications

In performing its duties, Corporate Secretary is required to have knowledge of Bank-related regulations, public relations, administrative skills, and experience that supports the implementation of their duties.

FUNGSI SEKRETARIS PERUSAHAAN

Sekretaris Perusahaan memiliki fungsi sebagai berikut:

- Bertindak sebagai penghubung antara Direksi dengan Dewan Komisaris, Pemegang Saham, masyarakat, dan media massa termasuk mewakili Bank dalam berkomunikasi dengan masyarakat, Regulator, lembaga atau asosiasi lain yang berkaitan dengan perusahaan.
- Bertindak sebagai administrator yang mengelola dokumen Bank.
- Mempersiapkan RUPS.
- Mengkoordinasikan dan menghadiri rapat Direksi dan rapat komunikasi antara Dewan Komisaris dengan Direksi.
- Mempersiapkan undangan, jadwal, agenda, materi dan menyusun risalah rapat.
- Mengelola dan menyiapkan dokumen yang terkait dengan kegiatan Bank meliputi dokumen RUPS, risalah rapat Direksi, risalah rapat gabungan antara Direksi dengan Komisaris, Daftar Pemegang Saham, Daftar Khusus perusahaan dan dokumen-dokumen penting Bank lainnya.

CORPORATE SECRETARY FUNCTIONS

Corporate Secretary has the following functions:

- As a liaison between the Board of Directors and the Board of Commissioners, Shareholders, the public, and mass media, including representing the Bank in communicating with the public, regulators, institutions or other associations relating to the company.
- As the administrator who manages the Bank's documents.
- Preparing the General Meeting of Shareholder (GMS).
- Coordinating and attending the Board of Directors meetings and communication meetings between the Board of Commissioners and the Board of Directors.
- Preparing invitations, schedules, agendas, materials, and drafting minutes of meetings.
- Managing and preparing documents related to the Bank's activities including GMS documents, minutes of the Board of Directors meetings, minutes of joint meetings between the Board of Directors and the Board of Commissioners, List of Shareholders, Company Registers, and other important documents.

- Mencatat daftar khusus berkaitan dengan Direksi dan keluarganya serta Komisaris dan keluarganya baik dalam perusahaan maupun afiliasinya yang mencakup kepemilikan saham, hubungan bisnis, dan peranan lain yang menimbulkan benturan kepentingan dengan kepentingan Bank.
- Menentukan kriteria mengenai jenis dan materi informasi yang dapat disampaikan kepada Pemangku Kepentingan, termasuk informasi yang dapat disampaikan sebagai dokumen publik.
- Memberikan informasi relevan yang dibutuhkan oleh Pemangku Kepentingan.
- Merencanakan dan melaksanakan kegiatan Bank yang melibatkan pihak eksternal yang bertujuan untuk membentuk citra Bank.
- Memelihara dan memperbarui informasi tentang Bank yang disampaikan kepada Pemangku Kepentingan baik melalui situs, dan media informasi lainnya.
- Recording a special register with regard to the Board of Directors and their families as well as the Commissioners and their families in both the company and its affiliates that include share ownership, business relationships and other roles that may create a conflict of interest with the Bank's interests.
- Defining criteria on the types and materials of information that can be submitted to Stakeholders, including information that may be disseminated as public documents.
- Providing relevant information needed by Stakeholders.
- Planning and executing the Bank's activities that involve external parties with the aim to establish the Bank's image.
- Maintaining and updating information about the Bank to be submitted to Stakeholders, both through the website and other information media.

TUGAS DAN TANGGUNG JAWAB FUNGSI SEKRETARIS PERUSAHAAN

Tugas dan tanggung jawab Sekretaris Perusahaan adalah sebagai berikut:

- Mengkoordinasikan kegiatan internal.
- Melakukan pembinaan hubungan dengan media.
- Mengkoordinasikan Rapat Dewan Komisaris dan Direksi bulanan.
- Mengkoordinasikan RUPS Tahunan dan RUPS Luar Biasa (LB).
- Mengkoordinasikan rapat kerja/rapat koordinasi Bank.
- Merencanakan dan melaksanakan kegiatan CSR Bank.
- Mengkoordinasikan penanganan legal Bank baik internal maupun eksternal.
- Menyiapkan Laporan Tahunan Bank 2017.
- Melaksanakan Aktivitas Investor Relationship.

DUTIES AND RESPONSIBILITIES OF THE CORPORATE SECRETARY

The duties and responsibilities of the Corporate Secretary are as follows:

- Coordinating internal activities.
- Conducting coaching on relationships with the media.
- Coordinating monthly meetings of the Board of Commissioners and the Board of Directors.
- Coordinating the Annual GMS and Extraordinary GMS.
- Coordinating the Bank's work/coordination meetings.
- Planning the Bank's CSR activities.
- Coordinating the Bank's internal and external legal handlings.
- Preparing for the Bank's 2017 Annual Report.
- Conducting Investor Relationship activities.

PENGANGKATAN DAN PEMBERHENTIAN SEKRETARIS PERUSAHAAN

Sekretaris Perusahaan diangkat dan diberhentikan oleh Direksi.

LAPORAN SINGKAT PELAKSANAAN TUGAS TAHUN 2017

Selama tahun 2017, Sekretaris Perusahaan telah melaksanakan tugas dan tanggung jawabnya, antara lain:

- Memfasilitasi pengiriman dan penerimaan lebih dari 1400 dokumen/informasi penting yang berkenaan dengan Pemegang Saham melalui *Overseas Administration Systems*.
- Menerjemahkan lebih kurang 1600 halaman dokumen dari bahasa asing ke bahasa Indonesia atau sebaliknya dengan tujuan menjembatani komunikasi antara para Pemangku Kepentingan.
- Melaksanakan tugas-tugas dalam 61 (enam puluh satu) rapat yang berkaitan dengan Direksi, Dewan Komisaris, dan Komite, dengan antara lain melakukan penjadwalan, pengaturan agenda, koordinasi, persiapan, kehadiran, rekaman, risalah rapat dan distribusi material.
- Memimpin inisiatif tanggung jawab sosial Bank dengan meluncurkan 3 (tiga) kegiatan.
- Menjadi mitra yang aktif dengan Direksi, Dewan Komisaris dan anggota Komite dalam pemenuhan kewajiban tata kelola perusahaan (misalnya: kewajiban menghadiri jumlah tertentu dari rapat). Alhasil, *self-assessments* untuk parameter GCG yang dikelola BOD-BOC Office membaik dari tahun sebelumnya.
- Melakukan pengkinian terhadap 4 (empat) ketentuan yang bertujuan memperbaiki tata kelola perusahaan.

APPOINTMENT AND DISMISSAL OF CORPORATE SECRETARY

The Corporate Secretary is appointed and dismissed by the Board of Directors.

BRIEF REPORT OF DUTIES EXECUTION IN 2017

Throughout 2017, the Corporate Secretary has executed his duties and responsibilities, among others, by:

- Facilitating shipping and receiving more than 1400 documents/important information related to Shareholders through *Overseas Administration Systems*.
- Translating more or less 1600 pages of documents from foreign language to Bahasa Indonesia or vice versa, with the aim to bridge communications among Stakeholders.
- Executing duties in 61 (sixty one) meetings related to the Board of Directors, the Board of Commissioners, and Committees, among others by doing: scheduling, arranging agenda, coordination, attendance list, recording, minutes of meeting, and distributing materials.
- Taking the lead in the Bank's social responsibility initiatives by launching 3 (three) CSR activities.
- Becoming an active partner with the Board of Directors, the Board of Commissioners, and members of Committees in fulfilling corporate governance requirements (for instance: the requirement to attend certain number of meetings). As a result, *self-assessments* for GCG parameter managed by the BOD/BOC office has improved compared to the previous year.
- Updating 4 (four) provisions with aim to improve corporate governance.

PROGRAM KERJA SEKRETARIS PERUSAHAAN TAHUN 2018

Fungsi Sekretaris Perusahaan telah menyusun program kerja yang akan dilaksanakan di tahun 2018, antara lain:

- Menerbitkan ketentuan-ketentuan baru maupun mengkinikan peraturan-peraturan yang telah ada guna meningkatkan tata kelola perusahaan ke tingkat yang lebih baik lagi.
- Meluncurkan kegiatan tanggungjawab sosial sesuai rencana.
- Meningkatkan efektifitas pelaksanaan tugas dan tanggung jawab melalui perbaikan prosedur.
- Memastikan kelancaran komunikasi dengan para Pemangku Kepentingan.
- Melanjutkan pekerjaan yang telah dikerjakan pada 2017.

PELATIHAN DAN PENGEMBANGAN KOMPETENSI

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

CORPORATE SECRETARY WORK PROGRAM IN 2018

The Corporate Secretary functions included preparing work programs to be implemented in 2018, among others:

- Issuing new provisions and updating existing regulations to reach the higher level of corporate governance.
- Launching CSR activities according to the plan.
- Increasing the effectiveness of executing duties and responsibilities by means of procedure improvement.
- Ensuring smooth communications with Stakeholders.
- Continuing tasks executed in 2017.

TRAINING AND COMPETENCY DEVELOPMENT

The Bank has its own policy related to the development and improvement of the competence of Corporate Secretary. This is done through various training and education programs with full funding being the responsibility of the Bank. The list of training and competence development programs for Company Secretary can be seen in the Company Profile chapter in this annual report.

Pendidikan dan/atau Pelatihan Sekretaris Perusahaan Corporate Secretary Education and/or Training

Nama dan Jabatan Name and Position	Materi Pendidikan dan Pelatihan Education and Training Materials	Tempat/Tanggal Place/Date	Penyelenggara Organizer
Sandra Dewinta	Tiga Pilar Corporate Secretary dalam meningkatkan Reputasi Three Pillars of Corporate Secretary in Increasing Reputation	Jakarta 22-23 August 2017	Infobank
Cindy Kusuma	Exposure Training Program	China 3-14 November 2017	ICBC Limited

AUDIT INTERNAL INTERNAL AUDIT

VISI

Menjadi Departemen *Internal Audit* yang profesional sesuai dengan PBI dan *best practice*, serta menjadi mitra Manajemen dalam pencapaian rencana bisnis Bank.

VISION

Being a professional Internal Audit Department in accordance with Bank Indonesia regulations and best practices, as well as being a Management partner in achieving the Bank's business plan.

MISI

Untuk memberikan keyakinan yang memadai dan jasa konsultasi, melalui aktivitas internal audit yang independen dan objektif yang dirancang untuk memberikan nilai tambah dan meningkatkan proses tata kelola, manajemen risiko, dan sistem pengendalian internal Bank, dengan memastikan kepatuhan Bank terhadap regulasi serta kebijakan & prosedur yang berlaku.

MISSION

To provide adequate confidence and consultancy services through an independent and objective internal audit activity designed to add value and improve the Bank's governance, risk management and control processes, by ensuring compliance with regulations and prevailing policies and procedures.

Audit internal merupakan proses audit yang dilakukan Bank melalui perangkat atau organ internal yang dimiliki. Proses audit internal Bank dilakukan oleh Departemen *Internal Audit* (SKAI) dan dipimpin oleh seorang Kepala Departemen.

FUNGSI DEPARTEMEN INTERNAL AUDIT

Fungsi SKAI Bank bersifat independen dan bertanggung jawab langsung kepada Presiden Direktur, serta memiliki jalur komunikasi langsung kepada Dewan Komisaris melalui Komite Audit.

Departemen *Internal Audit* memeriksa efektivitas sistem pengendalian internal, termasuk kepatuhan terhadap hukum dan peraturan yang berlaku, kecukupan proses tata kelola, manajemen risiko, dan sistem pengendalian internal Bank, serta memberikan rekomendasi untuk perbaikan.

Dalam melaksanakan tugas, SKAI berpedoman pada Piagam Audit Internal dan mengacu kepada Standar Pelaksanaan Fungsi Audit Intern Bank (SPFAIB) sesuai dengan peraturan Regulator. Rencana kerja SKAI 2017 disetujui oleh Presiden Direktur dan Komite Audit. Rencana tersebut dikaji ulang setiap tahun untuk memastikan relevansinya dengan kondisi dan risiko bisnis Bank.

The Internal Audit is an audit process conducted by the Bank through its own devices or internal organs. The Internal Audit process in the Bank is conducted by the Internal Audit Department (SKAI) and is lead by a Head of Department.

FUNCTIONS OF INTERNAL AUDIT DEPARTMENT

The Bank's Internal Audit Department has independent functions with direct responsibility to the President Director, and has direct communication channels to the Board of Commissioners through the Audit Committee.

The Internal Audit Department examines the effectiveness of the Bank's internal control system, including on compliance with prevailing laws and regulations, adequacy of governance processes, risk management, and the Bank's internal control system. It also provides recommendations for improvement.

In performing its duties, the Internal Audit Department is guided by the Internal Audit Charter and refers to the SKAI's Function Implementation Standards (SPFAIB) in accordance with regulations from regulators. SKAI's work programs in 2017 were approved by President Director and the Audit Committee. The plan is reviewed annually to ensure its relevance to the Bank's business conditions and risks.

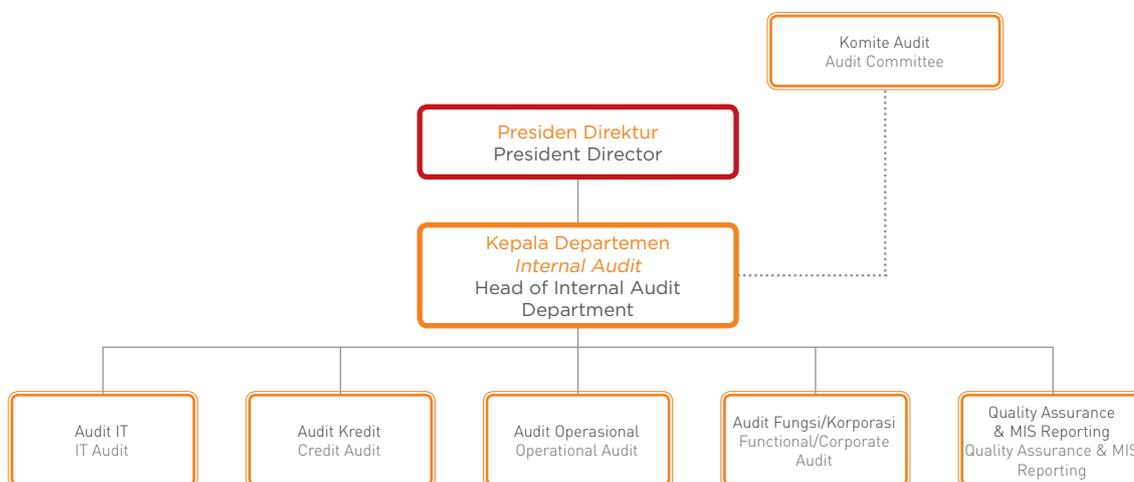
KEORGANISASIAN DEPARTEMEN INTERNAL AUDIT

Kepala Departemen *Internal Audit* melapor langsung kepada Presiden Direktur dan dapat berkomunikasi langsung dengan Dewan Komisaris melalui Komite Audit untuk menginformasikan hal-hal signifikan yang berhubungan dengan aktivitas audit internal. Struktur organisasi SKAI dapat dilihat pada diagram di bawah ini:

INTERNAL AUDIT DEPARTMENT ORGANIZATION

Head of the Internal Audit Department directly reports to President Director and can directly communicate with Board of Commissioners through the Audit Committee informing significant matters related with activities of the Internal Audit. SKAI's organizational structure can be seen in the diagram below:

STRUKTUR ORGANISASI DEPARTEMEN INTERNAL AUDIT INTERNAL AUDIT DEPARTMENT ORGANIZATIONAL STRUCTURE



Per 31 Desember 2017, jumlah karyawan Departemen *Internal Audit* sebanyak 12 (dua belas) orang. Berikut disampaikan rincian karyawan Departemen *Internal Audit*:

As of December 31 2017, the number of the Internal Audit Department's employees was 12 (twelve). The following are the details of the employees:

Jabatan Position	Fungsi Function	Jumlah Orang Number of Person
Kepala Departemen Department Head	SKAI Internal Audit Department	1
Ketua Tim Team Leader	Audit Teknologi Informasi IT Audit	1
	Audit Kredit Credit Audit	1
	Audit Operasional Operational Audit	1
	Audit Fungsi Korporasi Function of Corporate Audit	1
	Quality Assurance & MIS Reporting Quality Assurance & MIS Reporting	1
Auditor Internal Internal Auditor	Audit Kredit Credit Audit	2
	Audit Operasional Operational Audit	3
	Quality Assurance & MIS Reporting Quality Assurance & MIS Reporting	1
TOTAL		12

Pejabat Kepala Departemen Internal Audit

Berdasarkan Surat Keputusan Direksi No. 093/KPTS.DIR/ICBC.IND/2016 Bank telah menunjuk Indra Widjaja sebagai Kepala Departemen *Internal Audit*.

Head of Internal Audit Department

In accordance with Board of Directors Decree No. 093/KPTS.DIR/ICBC.IND/2016, the Bank has appointed Indra Widjaja as Head of Internal Audit Department.

Indra Widjaja

Kepala Departemen *Internal Audit* | Head of Internal Audit Department

Profil Indra Widjaja sebagai Kepala Departemen *Internal Audit* dapat dilihat pada bagian Profil Pejabat Eksekutif dalam bab Profil Perusahaan di laporan tahunan ini.

Profile of Indra Widjaja as the Head of the Internal Audit Department can be seen in the Executive Officers Profile in Company Profile chapter in this Annual Report.

Pengangkatan dan Pemberhentian Kepala Departemen Internal Audit

Kepala SKAI diangkat dan diberhentikan serta bertanggung jawab langsung kepada Presiden Direktur atas persetujuan Dewan Komisaris, dan selanjutnya dilaporkan kepada Otoritas Jasa Keuangan (OJK).

Appointment and Dismissal of Internal Audit Department Head

Head of the Internal Audit Department is appointed and dismissed and directly responsible to President Director upon approval by the Board of Commissioners, and subsequently reported to the Financial Services Authority (OJK).

Piagam Audit Internal

SKAI memiliki Piagam Audit Internal yang telah disahkan oleh Presiden Direktur, Presiden Komisaris, dan Komisaris Independen (Ketua Komite Audit) Bank dengan revisi terakhir pada 1 Desember 2015. Piagam ini merupakan pedoman antara lain mengenai tujuan, ruang lingkup, visi, misi, kedudukan, wewenang, tugas dan tanggung jawab Departemen *Internal Audit*. Kedudukan, kewenangan dan tanggung jawab yang dinyatakan secara formal dalam Piagam *Internal Audit* telah sesuai dengan Peraturan Bank Indonesia mengenai penerapan Standar Pelaksanaan Fungsi Audit Intern Bank (SPFAIB) dan Peraturan Otoritas Jasa Keuangan (POJK) No. 56/POJK.04/2015 tentang Pembentukan dan Pedoman Penyusunan Piagam *Internal Audit* serta *best practice* yang mengacu pada *International Professional Practice Framework* (IPPF) oleh Institute of Internal Auditor (IIA).

Internal Audit Charter

Internal Audit Department (SKAI) has an Internal Audit Charter approved by President Director, President Commissioner and Independent Commissioner (Chairperson of the Audit Committee) of The Bank with the latest revision being on December 1, 2015. This Charter is a guideline, among others, concerning the purpose, scope, mission, position, authority, duties and responsibilities of the Internal Audit Department. The position, authority and responsibilities formally stated in the Internal Audit Charter are in conformity with Bank Indonesia Regulation on the application of Bank Internal Audit Function Standards (SPFAIB). It is also in conformity with Financial Services Authority (POJK) Regulation No. 56/POJK.04/2015 on the Establishment and Guidelines for the Formulation of the Internal Audit Charter as well as with best practices that refer to the International Professional Practice Framework (IPPF) by the Institute of Internal Auditors (IIA).

Wewenang, Tugas dan Tanggung Jawab Departemen Internal Audit

Departemen *Internal Audit* memiliki wewenang sebagai berikut:

- Memperoleh akses yang tidak terbatas pada seluruh fungsi, catatan, pembukuan, personil, serta aset dan kewajiban Bank, baik di kantor pusat maupun cabang.
- Mempunyai akses penuh kepada Dewan Komisaris melalui Komite Audit apabila diperlukan.
- Mengalokasikan sumber daya, menetapkan jadwal, memilih subyek, menentukan cakupan tugas, dan menerapkan teknik yang dibutuhkan untuk memenuhi tujuan audit.
- Memperoleh bantuan yang dibutuhkan dari unit organisasi yang diaudit, serta layanan khusus lainnya, baik dari dalam maupun luar organisasi.

Departemen *Internal Audit* tidak berwenang untuk:

- Melaksanakan tugas operasional Bank.
- Melaksanakan, menginisiasi, atau menyetujui transaksi akuntansi/operasional atau aktivitas non-operasional lainnya di luar audit yang dapat mempengaruhi independensi termasuk apabila aktivitas tersebut mensyaratkan persetujuan Departemen *Internal Audit* sebelum dijalankan baik sementara maupun permanen.
- Mengarahkan aktivitas dari karyawan Bank yang tidak dipekerjakan oleh Departemen *Internal Audit*, kecuali karyawan tersebut telah ditugaskan sebagai tim pemeriksa atau diperbantukan di Departemen Internal Audit.

Departemen *Internal Audit* memiliki tugas antara lain:

- Membantu Presiden Direktur dan Dewan Komisaris dalam melakukan tugas pengawasan dengan cara menjabarkan perencanaan, pelaksanaan maupun pemantauan hasil audit.
- Membuat analisis dan penilaian di bidang keuangan, akuntansi, operasional dan kegiatan lainnya melalui pemeriksaan langsung dan pengawasan secara tidak langsung.
- Mengidentifikasi segala kemungkinan untuk memperbaiki dan meningkatkan efisiensi penggunaan sumber daya dan dana.
- Memberikan saran perbaikan dan informasi yang objektif tentang kegiatan yang diperiksa pada semua tingkatan manajemen.
- Menyampaikan laporan audit kepada Presiden Direktur dan Dewan Komisaris melalui Komite Audit dengan tembusan kepada Direktur Kepatuhan.

Authorities, Duties and Responsibilities of Internal Audit Department

Internal Audit Department has the following authorities:

- Acquiring unrestricted access to all functions, records, books, personnel, as well as assets and liabilities of the Bank, either at the head office or branch.
- Having full access to the Board of Commissioners through the Audit Committee if necessary.
- Allocating resources, setting schedules, selecting subjects, determining the scope of tasks, and applying the techniques required to meet audit objectives.
- Obtaining the required assistance from the organizational units to be audited, as well as other specialized services, both within and outside the organization.

Internal Audit Department is not authorized to:

- Carry out operational tasks of the Bank.
- Implement, initiate, or approve an accounting/operational transaction or other non-operational activity outside the audit that may affect independence, including if such activity requires the approval of the Internal Audit Department prior to its temporary or permanent execution.
- Direct the activities of the Bank's employees not employed by the Internal Audit Department, unless the employee has been assigned as a review team or seconded to the Internal Audit Department.

Internal Audit Department has the following tasks:

- Assist the President Director and the Board of Commissioners in conducting supervisory tasks by outlining the plan, implementation and monitoring of audit results.
- Make analysis and assessments in finance, accounting, operations and other activities through direct inspection and indirect supervision.
- Identify all possibilities to improve as well as improve the efficient use of resources and funds.
- Provide objective advice for improvements and information on the activities examined at all levels of management.
- Submit an audit report to the President Director and the Board of Commissioners through the Audit Committee with a copy to the Compliance Director.

- Memantau pelaksanaan tindak lanjut yang dilakukan oleh pihak yang di audit atas usulan langkah perbaikan yang telah disetujui.
- Membuat laporan pelaksanaan dan pokok-pokok hasil audit, termasuk informasi rahasia dari hasil audit. Laporan tersebut ditandatangani oleh Presiden Direktur dan Dewan Komisaris. Laporan harus dibuat untuk periode yang masing-masing berakhir pada 30 Juni dan 31 Desember, dan disampaikan kepada OJK paling lambat dua bulan sejak berakhirnya periode pelaporan.
- Segera membuat laporan khusus atas setiap temuan audit internal yang diperkirakan dapat membahayakan kelangsungan usaha Bank. Laporan tersebut harus ditandatangani oleh Presiden Direktur dan Dewan Komisaris. Laporan harus disampaikan segera ke OJK paling lambat 7 (tujuh) hari setelah adanya informasi temuan audit tersebut.
- Monitor the implementation of follow-ups conducted by the party in the audit on the proposed approved remedial steps.
- Produce implementation reports and audit results, including confidential information from the audit results. The report is to be signed by the President Director and the Board of Commissioners. Reports shall be made for the periods ending on June 30 and December 31, and shall be submitted to the Financial Services Authority (OJK) no later than two months after the end of the reporting period.
- Immediately make a special report on any internal audit findings that are expected to harm the Bank's business continuity. The report must be signed by the President Director and the Board of Commissioners. The report should be submitted immediately to OJK no later than 7 (seven) days after the information of the audit findings.

Tanggung Jawab Departemen *Internal Audit* adalah sebagai berikut:

- Membuat rencana audit yang fleksibel dengan menggunakan metodologi audit berbasis risiko, termasuk seluruh risiko dan masalah pengendalian yang teridentifikasi oleh manajemen dan menyampaikan rencana tersebut kepada Presiden Direktur dan Dewan Komisaris melalui Komite Audit untuk dikaji ulang dan disetujui, demikian pula dengan pengkiniannya secara periodik.
- Memberikan saran kepada Presiden Direktur langkah-langkah perbaikan yang perlu diambil oleh pihak yang diaudit, termasuk mengusulkan langkah korektif dan/atau usul pengenaan sanksi apabila perlu atas pelanggaran/penyimpangan yang dilakukan oleh pihak yang di audit.
- Memastikan kesesuaian fungsi dan aktivitas Departemen *Internal Audit* dengan Standar Pelaksanaan Fungsi Audit Intern Bank (SPFAIB).
- Create a flexible audit plan using a risk-based audit methodology, including all risks and control issues identified by management and submit these plan to the President Director and the Board of Commissioners through the Audit Committee for review and approval, as well as periodic updating.
- Provide advice to the President Director of corrective actions that need to be taken by the audited parties, including suggesting corrective action and/or proposed sanctions if necessary for violations/irregularities committed by the party in the audit.
- Ensure the suitability of functions and activities of the Internal Audit Department with the Bank Internal Audit Function Implementation Standard (SPFAIB).

Ruang Lingkup Pekerjaan Departemen *Internal Audit*

Ruang lingkup pekerjaan Departemen *Internal Audit* mencakup pemeriksaan atas seluruh aspek operasional Bank yang secara langsung ataupun tidak langsung dapat membahayakan kepentingan Bank dan masyarakat. Ruang lingkup audit meliputi hal-hal sebagai berikut:

- Melakukan kajian dan penilaian atas kecukupan sistem pengendalian internal yang telah ditetapkan untuk memberikan keyakinan yang memadai bahwa tujuan dan sasaran Bank ICBC Indonesia dapat dicapai secara efisien dan efektif.
- Melakukan kajian dan penilaian atas efektivitas sistem manajemen risiko Bank yang meliputi aspek risiko operasional, risiko kredit, risiko pasar, risiko likuiditas, risiko hukum, risiko kepatuhan, risiko reputasi, dan risiko stratejik. Cakupan kerja juga mencakup pengkajian atas risiko pada bidang Teknologi Informasi.
- Melakukan kajian dan penilaian atas efektivitas penerapan prinsip dan praktik tata kelola perusahaan yang baik (GCG) di semua tingkatan manajemen serta untuk meyakinkan kepatuhan terhadap regulasi yang terkait dengan GCG.
- Melakukan kajian dan penilaian atas pencapaian strategi bisnis yang ditetapkan.

Ruang lingkup Departemen *Internal Audit* mencakup seluruh area di Kantor Pusat, Kantor Cabang, dan Teknologi Informasi. Prioritas penugasan audit internal dilaksanakan dengan pendekatan audit berbasis risiko. Selain itu, pelaksanaan audit insidental dilaksanakan sesuai kebutuhan Bank.

Departemen *Internal Audit* memantau tindak lanjut yang dilakukan oleh manajemen dan *auditee* atas temuan hasil audit secara bulanan. Rangkuman kegiatan Departemen *Internal Audit* dan ringkasan hasil pemeriksaan telah disampaikan kepada Otoritas Jasa Keuangan pada setiap semester.

Internal Audit Department Scope of Work

The scope of work of the Internal Audit Department covers the examination of all aspects of the Bank's operations which may directly or indirectly compromise the interests of the Bank and the public. The scope of the audit includes the following:

- Review and assess the adequacy of the established internal control system to provide reasonable assurance that the goals and objectives of Bank ICBC Indonesia can be achieved efficiently and effectively.
- Review and assess the effectiveness of the Bank's risk management system including operational risk, credit risk, market risk, liquidity risk, legal risk, compliance risk, reputation risk, and strategic risk. The scope of work also includes an assessment of risks in the field of Information Technology.
- Review and evaluate the effectiveness of the application of good corporate governance principles (GCG) at all levels of management and to ensure compliance with GCG-related regulations.
- Conduct assessment and evaluation of the achievement of the Bank's defined business strategy.

The scope of the Internal Audit Department covers all areas of Head Office, Branch Offices, and Information Technology. The priority of internal audit assignments is carried out with a risk-based audit approach. In addition, the implementation of incidental audits is carried out according to the needs of the Bank.

The Internal Audit Department monitors the follow-ups conducted by the management and the audited parties on monthly audit findings. A summary of the activities of the Internal Audit Department and summary of inspection results have been submitted to the Financial Services Authority each semester.

KODE ETIK

Dalam menjalankan tugasnya Auditor Internal memiliki Kode Etik yang harus dipatuhi, yaitu:

- Integritas
 - Harus bekerja dengan jujur, sungguh-sungguh dan bertanggung jawab.
 - Harus mematuhi hukum dan membuat pengungkapan sesuai hukum dan profesi.
 - Tidak terlibat secara sadar dalam kegiatan ilegal, atau tindakan yang dapat mendiskreditkan profesi audit internal atau organisasi.
 - Harus menghormati dan berkontribusi pada tujuan yang etis dan telah ditetapkan oleh organisasi.
- Obyektivitas
 - Tidak terlibat di dalam aktivitas atau hubungan yang dapat merusak atau mengganggu penilaian yang obyektif. Hal ini mencakup aktivitas atau hubungan yang bertentangan dengan kepentingan organisasi.
 - Tidak boleh menerima sesuatu dalam bentuk apapun yang dapat atau patut diduga mempengaruhi pertimbangan profesionalnya.
 - Harus mengungkapkan semua fakta-fakta penting yang diketahuinya, jika tidak dilakukan pengungkapan dapat mendistorsi laporan atas aktivitas yang dikaji.
- Kerahasiaan
 - Berhati-hati dalam penggunaan dan selalu menjaga informasi yang diperoleh selama menjalankan tugasnya.
 - Tidak menggunakan informasi untuk kepentingan pribadi atau kepentingan lain yang bertentangan dengan hukum atau yang dapat merugikan tujuan yang telah ditetapkan organisasi.
- Kompetensi
 - Hanya menjalankan penugasan yang sesuai dengan pengetahuan, keterampilan, dan pengalaman.
 - Memberikan jasa audit internal sesuai dengan *Standards for the Professional Practice of Internal Auditing*.
 - Harus meningkatkan kemampuan dan efektivitas serta kualitas jasa audit yang diberikan.

CODE OF CONDUCT

In carrying out its duties, the Internal Auditor has a Code of Conduct that must be complied, namely:

- Integrity
 - Must work honestly, sincerely and responsibly.
 - Must comply with the law and make disclosures in accordance with laws and professions.
 - Not consciously engaging in illegal activities, or actions that may discredit the profession or organization.
 - Must respect and give contributions to the ethical goals set by the organization.
- Objectivity
 - Not engaging in activities or relationships that may damage or disrupt objective judgments. This includes activities or relationships that conflict with the interests of the organization.
 - Must not accept anything in any form which can or should be reasonably suspected to affect an auditor's professional judgment.
 - Must disclose all important facts an auditor knows, otherwise a lack of disclosure may distort the report on the activity being reviewed.
- Confidentiality
 - Be cautious in the use of information and always keep the information obtained during the course of their work.
 - Not using information for personal or other interests that are contrary to law or which may prejudice the organization's intended purpose.
- Competency
 - Only execute assignments that are compatible with the auditor's knowledge, skills and experience.
 - Provide internal audit services in accordance with *Standards for the Professional Practice of Internal Auditing*.
 - Must improve the ability and effectiveness as well as quality of audit services provided.

LAPORAN PELAKSANAAN TUGAS DEPARTEMEN INTERNAL AUDIT

Hingga 31 Desember 2017, Departemen *Internal Audit* (SKAI) mencatat pencapaian 131% (seratus tiga puluh satu persen) dari Rencana Kerja Tahunan. Pencapaian ini merupakan pelaksanaan serangkaian penugasan *ad-hoc* bagi SKAI dalam tahun berjalan seiring dengan pertumbuhan bisnis dan profil risiko Bank.

SKAI melakukan penilaian terhadap kecukupan sistem pengendalian internal dan berpartisipasi dalam meningkatkan efektivitas sistem pengendalian internal terkait aktivitas operasional Bank. Proses penilaian dilakukan dengan metode yang diterbitkan oleh *Committee of Sponsoring Organization of the Treadway Commission* (COSO) dan kepatuhan terhadap regulasi yang berlaku. COSO terdiri dari 5 (lima) pilar yaitu lingkungan pengendalian, penilaian risiko, aktivitas pengendalian, informasi & komunikasi, dan *monitoring*.

Selain itu, SKAI mengembangkan dan memaksimalkan metodologi serta alat bantu audit sehingga pelaksanaan audit lebih efektif dan efisien secara berkesinambungan, yaitu:

- Mengimplementasikan *audit management system* untuk memastikan standar kualitas audit dan mendukung proses audit tanpa kertas.
- Mengimplementasikan teknik berbantuan komputer (*Computer-Assisted Audit Technique/CAAT*) untuk mengekstrak data, menganalisa data, dan menghasilkan *exception report*.
- Mengkaji ulang, mengkonsolidasikan, dan mengkinikan kebijakan dan prosedur internal audit, yang bertujuan agar laporan hasil audit diselesaikan secara tepat waktu, dan proses penyelesaian temuan dilakukan lebih efektif.

SKAI secara rutin melakukan *review quality assurance* atas aktivitas audit internal. Tujuan pelaksanaan *review quality assurance* adalah:

- Memastikan proses audit telah sesuai dengan SPFAIB yang diatur dalam Peraturan Bank Indonesia No. 1/6/PBI/1999 tanggal 20 September 1999, dan metodologi audit yang berlaku.
- Memastikan pelaksanaan audit terdokumentasikan dengan baik dan temuan audit didukung dengan bukti yang cukup.
- Memastikan penggunaan *audit management system* dengan baik.

REPORT ON IMPLEMENTATION OF DUTIES OF INTERNAL AUDIT DEPARTMENT

As of December 31, 2017, the Internal Audit Department (SKAI) recorded a 131% (one hundred and thirty one percent) achievement of the Annual Work Plan. This achievement is the implementation of a series of *ad-hoc* assignments for SKAI in the current year in line with business growth and the Bank's risk profile.

The Internal Audit Department assesses the adequacy of the internal control system and participates in improving the effectiveness of the internal control system related to the Bank's operational activities. The assessment process is conducted by a method published by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) and through compliance with applicable regulations. COSO consists of 5 (five) pillars, namely, the control environment, risk assessment, control activities, information and communication, and monitoring.

In addition, the Internal Audit Department develops and maximizes the methodology and audit tools so that the implementation of audits is more effective and efficient on an ongoing basis. This means:

- Implementing an audit management system to ensure audit quality standards and supporting paperless auditing process.
- Implementing Computer-Assisted Audit Techniques (CAAT) to extract data, analyze data, and generate exception reports.
- Reviewing, consolidating, and updating internal audit policies and procedures. This is aimed at ensuring that audit reports are completed in a timely manner, and the process of completing the findings is more effective.

The Internal Audit Department regularly reviews quality assurance on internal audit activities. The purposes of implementing quality assurance reviews are:

- To ensure the audit process is in compliance with the SPFAIB as stipulated in Bank Indonesia Regulation No. 1/6/PBI/1999 dated September 20, 1999, and with applicable audit methodologies.
- To ensure that audits are properly documented and audit findings are supported with sufficient evidence.
- To ensure the proper use of audit management systems.

SERTIFIKASI DAN PELATIHAN

Departemen *Internal Audit* memberikan pelatihan dan ujian sertifikasi manajemen risiko kepada para Auditor Internal agar mematuhi regulasi yang berlaku. Untuk mendukung pertumbuhan bisnis, Departemen *Internal Audit* juga memberikan pelatihan kepada para Auditor Internal untuk meningkatkan pemahaman terhadap bidang usaha yang menjadi target Bank (seperti infrastruktur, energi, transportasi, dan lain-lain). Selain itu, Departemen *Internal Audit* juga memberikan pelatihan yang bersifat *soft-skills* maupun pelatihan untuk memperoleh sertifikasi profesi bagi para Auditor Internal.

Berikut data sertifikasi profesi yang dimiliki oleh para Auditor Internal Bank:

Sertifikasi Certification	Nama Name	Jabatan Position
Certified Ethical Hacker (CEH)	Herindra Nurbuana	Team Leader - IT Audit
Certified Internal Auditor (CIA)	Indra Widjaja	Head - Internal Audit
Certified Information Security Manager (CISM)	Indra Widjaja	Head - Internal Audit
Certified Information System Auditor (CISA)	Indra Widjaja	Head - Internal Audit
	Herindra Nurbuana	Team Leader - IT Audit
Certified Risk Managemet Professional (CRMP)	Indra Widjaja	Head - Internal Audit
Enterprise Risk Management ISO 31000 certified Professional (ERMCP)	Ardi Nanjaya	Team Leader - Corporate Functions Audit
Certified Cobit 5 Foundation (Cobit5)	Herindra Nurbuana	Team Leader - IT Audit
	Indra Widjaja	Head - Internal Audit
Qualified Internal Auditor (QIA)	Deny Syahbani	Team Leader - Operation Audit
	Wahyuni Pangestuti	Auditor - Quality Assurance & MIS Reporting
	Deny Syahbani	Team Leader - Operation Audit
	Sampe Tua Haryanto Sinambela	Team Leader - Credit Audit
	Lamtio Purba	Team Leader - Quality Assurance & MIS Reporting
	Taufiqurrahman	Auditor - Operation Audit
	Susana	Auditor - Operation Audit
Certified Bank Internal Auditor	Claudia Jessica Iskandar	Auditor - Operation Audit
	Jecica Yohana Baptista	Auditor - Credit Audit
	Dany Hermawan	Auditor - Credit Audit
	Wahyuni Pangestuti	Auditor - Quality Assurance & MIS Reporting

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

CERTIFICATION AND TRAINING

The Internal Audit Department provides training and risk management certification examinations to Internal Auditors in order to comply with prevailing regulations. To support business growth, the Internal Audit Department also provides training to Internal Auditors to improve understanding of the areas of business targeted by the Bank (such as infrastructure, energy, transportation, etc.). In addition, the Internal Audit Department also provides soft-skills training and training for obtaining professional certification for Internal Auditors.

The following is the certification data of the Internal Auditors of The Bank:

The Bank has its own policy related to the development and improvement of the competency of Internal Auditors. This is done through various training and education programs with full funding being the responsibility of The Bank. The list of training and competence development programs for Internal Auditors can be seen in its respective chapter within the Company Profile in this annual report.

AKUNTAN PUBLIK PUBLIC ACCOUNTANT

Akuntan publik merupakan organ eksternal Bank yang berfungsi memberikan opini terkait kesesuaian penyajian laporan keuangan Bank terhadap Pernyataan Standar Akuntansi Keuangan (PSAK) yang berlaku di Indonesia. Pelaksanaan audit eksternal Bank dilaksanakan oleh auditor eksternal yaitu Kantor Akuntan Publik yang telah ditunjuk oleh Dewan Komisaris berdasarkan usulan Komite Audit.

Public accountant is the Bank's external organ that provides opinions regarding the conformity of the presentation of the Bank's financial statements against applicable Indonesian Financial Accounting Standards (PSAK). The execution of the Bank's external audit shall be conducted by an external auditor, namely, a Public Accounting Firm appointed by the Board of Commissioners based on the proposals of the Audit Committee.

AKUNTAN PUBLIK TAHUN 2017

Berdasarkan FEM No.012/FEM/FM/ICBCINA/VII/2017, audit eksternal untuk tahun buku 2017 dilaksanakan oleh Kantor Akuntan Publik Siddharta Widjaja & Rekan (KPMG).

PUBLIC ACCOUNTANT IN 2017

In accordance to FEM No.012/FEM/FM/ICBCINA/VII/2017, an external audit for the fiscal year 2017 was conducted by Public Accounting Firm Siddharta Widjaja & Rekan (KPMG).

Kantor Akuntan Publik Public Accountant	Siddharta Widjaja & Rekan (KPMG)
Akuntan Accountant	Susanto S.E., CPA
Tahun Audit Audit Year	Tahun Buku Fiscal Year 2017
Periode Penugasan Assigned Period	Tahun Buku Fiscal Year 2017
Jasa Service	Audit Eksternal External Audit
Jasa Lainnya Other Services	-
Biaya Fee	Rp1.149.120.000 (termasuk PPN including value-added taxes)

AKUNTAN PUBLIK DAN BIAYA PERIODE 6 TAHUN TERAKHIR

Guna kebutuhan transparansi, berikut disampaikan daftar Kantor Akuntan Publik, Akuntan, jasa yang diberikan dan jasa lainnya, serta biaya dalam mengaudit laporan keuangan Bank selama 6 (enam) tahun terakhir.

PUBLIC ACCOUNTANT AND FEES FOR THE LAST 6 YEARS

In the name of transparency, the following submission is the list of Public Accountant Firms, accountants, services provided, other services, and costs in auditing the financial statements of The Bank for the last 6 (six) years.

Daftar Kantor Akuntan Publik 6 (Enam) Tahun Terakhir 2012-2017
List of Public Accounting Firms for the Last 6 (Six) Years 2012-2017

Tahun Buku / Book Year	Kantor Akuntan Publik / Public Accountant Office	Akuntan / Accountant	Jasa yang Diberikan / Services Provided	Jasa Lainnya / Other Services	Biaya / Fee
2017	Siddharta Widjaja & Rekan (KPMG)	Susanto SE CPA	Audit Eksternal / External Audit	-	Rp1.149.120.000 (Termasuk Pajak Including Taxes)
2016	Siddharta Widjaja & Rekan (KPMG)	Susanto SE CPA	Audit Eksternal / External Audit	-	Rp1.149.120.000 (Termasuk Pajak Including Taxes)
2015	Siddharta Widjaja & Rekan (KPMG)	Susanto SE CPA	Audit Eksternal / External Audit	-	Rp925.000.000 (Tidak Termasuk Pajak Not Including Taxes)
2014	Siddharta Widjaja & Rekan (KPMG)	Kusumaningsih Angkawijaya	Audit Eksternal / External Audit	-	USD55.000 (Tidak Termasuk Pajak Not Including Taxes)
2013	Siddharta Widjaja & Rekan (KPMG)	Susanto SE CPA	Audit Eksternal / External Audit	-	USD49.500 (Tidak Termasuk Pajak Not Including Taxes)
2012	Purwanto, Suherman & Surja (Ernst & Young)	Peter Surja	Audit Eksternal / External Audit	-	Rp550.000.000 (Tidak Termasuk Pajak Not Including Taxes)

MEKANISME PELAKSANAAN PEKERJAAN AUDIT

Audit dilaksanakan berdasarkan standar audit yang ditetapkan Ikatan Akuntan Indonesia (IAI) serta memperhatikan semua ketentuan OJK tentang bentuk dan susunan Laporan Keuangan. Tanggung jawab Auditor adalah pada pernyataan pendapat apakah laporan keuangan telah disajikan secara wajar, dalam semua hal yang material, posisi keuangan, hasil usaha serta arus kas.

Agar proses audit sesuai dengan Standar Profesional Akuntan serta perjanjian kerja dan ruang lingkup audit yang telah ditetapkan dan selesai sesuai dengan target waktu yang telah ditetapkan, secara rutin dilakukan pembahasan atas isu-isu yang signifikan.

Berikut disampaikan prosedur dan mekanisme penunjukan Akuntan Publik dan pelaksanaan audit eksternal di lingkup Bank.

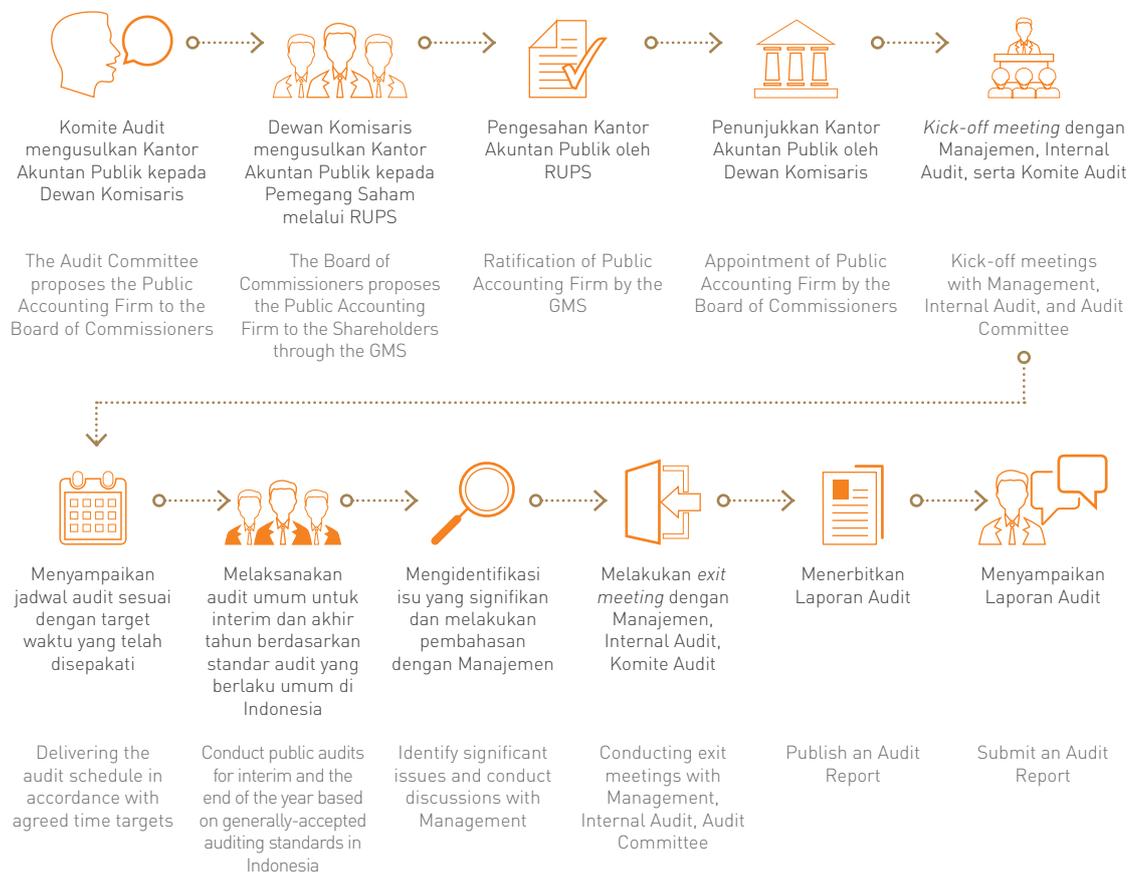
MECHANISM OF AUDITING IMPLEMENTATION

Auditing is implemented based on the auditing standard set by the Indonesia Accountants Association (IAI) with regard to all provisions of the Financial Services Authority on the form and arrangement of Annual Report. The responsibilities of an auditor are with the opinion statement whether the financial report has been presented in fair value, in all material aspects, financial position, business achievement, and cash flows.

In order that the auditing process is on par with the Standard of Professional Accountant as well as work agreement and auditing scope being set, and completed within the time frame, discussions on significant issues are routinely conducted.

The following are the procedure and mechanism of appointing Public Accountant and the implementation of external audit in The Bank.

Mekanisme Penunjukan Akuntan Publik dan Pelaksanaan Audit Eksternal Mechanism of Appointing Public Accountant and Implementation of External Audit



Hubungan Auditor Eksternal dengan Departemen Internal Audit

Dalam melaksanakan tugasnya auditor eksternal bekerja sama dengan Departemen *Internal Audit* dalam hal mendukung kelancaran tugas-tugas auditor eksternal, bertanggung jawab untuk mengkoordinasikan kegiatannya dengan kegiatan auditor eksternal dan auditor dari Regulator agar tercapai hasil audit yang optimal dan komprehensif, antara lain melalui analisa cakupan audit, dan pertemuan periodik untuk membahas hal-hal penting terkait dengan kegiatan audit internal. Departemen *Internal Audit* juga melakukan *monitoring* atas tindak lanjut temuan audit eksternal.

Tindak Lanjut Temuan Audit Eksternal

Per 31 Desember 2017, Departemen *Internal Audit* telah memantau tindak lanjut temuan-temuan yang disampaikan oleh Auditor Eksternal. Seluruh temuan Auditor Eksternal telah diselesaikan.

External Auditor's Relationship with Internal Audit Department

In performing its duties the external auditor cooperates with the Internal Audit Department. Meanwhile, the Internal Audit Department of The Bank supports the smooth operations of the external auditor's duties. In this case the Internal Audit Department is responsible for coordinating its activities with the activities of the external auditor and the auditor of the regulator in order to achieve optimal and comprehensive audit results, including through the analysis of audit coverage, and periodic meetings to discuss important matters related to internal audit activities. The Internal Audit Department also monitors the follow-ups of external audit findings.

Follow-ups of External Audit Findings

As of December 31, 2017, the Internal Audit Department has monitored the follow-up of findings submitted by External Auditors. All the findings of the External Auditor have been followed-up-on and completed.

MANAJEMEN RISIKO

RISK MANAGEMENT

KERANGKA MANAJEMEN RISIKO

Kegiatan usaha Bank senantiasa menghadapi risiko-risiko yang terkait dengan fungsinya sebagai lembaga intermediasi keuangan, sehingga pengelolaan operasional bisnis tidak boleh menimbulkan kerugian yang melebihi kemampuan Bank.

Kerangka Manajemen Risiko yang diterapkan pada Bank, sesuai dengan Peraturan Otoritas Jasa Keuangan No. 18/POJK.03/2016 tentang Penerapan Manajemen Risiko bagi Bank Umum, merujuk kepada 4 (empat) pilar manajemen risiko:



Pengawasan aktif Direksi dan Dewan Komisaris

Active supervision of the Board of Directors and Board of Commissioners



Kebijakan dan prosedur Manajemen Risiko serta penetapan limit risiko

Risk Management policies and procedures and the establishment of risk limit



Proses identifikasi, pengukuran, pemantauan, dan pengendalian risiko, serta sistem informasi Manajemen Risiko

The process of identifying, measuring, monitoring, and controlling risk, as well as a Risk Management information system



Sistem pengendalian internal yang menyeluruh

A comprehensive internal control system

Bank telah melakukan penilaian terhadap 8 (delapan) jenis risiko, yaitu: Risiko Kredit, Risiko Pasar, Risiko Likuiditas, Risiko Operasional, Risiko Hukum, Risiko Kepatuhan, Risiko Strategik, dan Risiko Reputasi.

RISK MANAGEMENT FRAMEWORK

The Bank's business activities continue to face risks associated with its function as a financial intermediary institution. As such, the management of business operations must not incur any losses that exceed the Bank's capabilities.

The Risk Management Framework applied to the Bank refers to 4 (four) management pillars, in accordance Financial Services Authority Regulation No. 18/POJK.03/2016 on the Application of Risk Management for Commercial Banks. They are:

The Bank has assessed 8 (eight) types of risks, namely: Credit Risk, Market Risk, Liquidity Risk, Operational Risk, Legal Risk, Compliance Risk, Strategic Risk and Reputation Risk.

KEBIJAKAN MANAJEMEN RISIKO

Kebijakan manajemen risiko Bank menjadi acuan dalam pemantauan dan/atau pengendalian internal pada semua tahapan dalam proses manajemen risiko dalam hubungannya dengan visi, misi, dan rencana strategis Bank:

- Sebagai panduan dalam menerapkan prinsip kehati-hatian dan GCG;
- Sebagai panduan untuk menetapkan dan memperjelas wewenang dan tanggung jawab semua pihak yang terkait dalam manajemen risiko;
- Merupakan alat pengawasan untuk mengendalikan risiko secara keseluruhan;
- Sebagai panduan untuk menjalankan semua aktivitas dalam limit risiko.

TANGGUNG JAWAB DEWAN KOMISARIS DAN DIREKSI TERHADAP MANAJEMEN RISIKO

Dalam rangka memastikan penerapan fungsi manajemen risiko dan pengendalian internal yang baik, Bank telah membentuk struktur organisasi yang memadai dengan tingkat tanggung jawab yang berbeda. Pembagian wewenang dan tanggung jawab dalam organisasi dan fungsi manajemen risiko Bank adalah:

Dewan Komisaris

Wewenang dan tanggung jawab Komisaris Bank yang berkaitan dengan manajemen risiko meliputi hal-hal sebagai berikut:

- Menyetujui serta mengevaluasi kebijakan manajemen risiko Bank;
- Menyetujui dan mengevaluasi arah kebijakan dan strategi manajemen risiko Bank sekurang-kurangnya 1 (satu) tahun sekali atau sekiranya terjadi perubahan faktor-faktor yang mempengaruhi kegiatan usaha Bank secara signifikan;
- Mengevaluasi pertanggungjawaban Direksi dan memberikan arahan perbaikan atas pelaksanaan kebijakan manajemen risiko.

RISK MANAGEMENT POLICY

The Bank's risk management policy serves as a reference in internal monitoring and/or control at all stages of the risk management process in relation to the Bank's vision, mission and strategic plan. It serves the following purposes:

- As a guidance on applying prudential principles and GCG;
- As a guidance on establishing and clarifying the authority and responsibility of all parties involved in risk management;
- It is a monitoring tool to control overall risk;
- As a guidance to carry out all activities within risk limits.

RESPONSIBILITY OF BOARD OF COMMISSIONERS AND BOARD OF DIRECTORS ON RISK MANAGEMENT

In order to ensure the proper implementation of risk management and internal control functions, the Bank has established an adequate organizational structure with different levels of responsibility. The division of authority and responsibility in the organization and functions of risk management of the Bank is as follows:

Board of Commissioners

The authority and responsibilities of the Bank's Commissioners in relation to risk management include the following:

- Approving and evaluating the Bank's risk management policy;
- Approving and evaluating the direction of the Bank risk management policies and strategies at least once every 1 (one) year, in the event of any change in factors affecting the Bank's business activities significantly;
- Evaluating the accountability of the Board of Directors and providing direction for improvements in the implementation of risk management policies.

Direksi

Wewenang dan tanggung jawab Direksi Bank yang berkaitan dengan manajemen risiko sekurang-kurangnya meliputi:

- Menyusun kebijakan manajemen risiko Bank ICBC Indonesia berdasarkan rekomendasi dari Komite Manajemen Risiko, dan menyampaikan kebijakan tersebut kepada Dewan Komisaris untuk mendapatkan persetujuan;
- Menyusun, menetapkan, mengevaluasi dan/atau memperbaharui strategi manajemen risiko secara komprehensif yang sesuai dengan ketentuan yang berlaku, termasuk penetapan dan persetujuan limit risiko secara keseluruhan maupun per jenis risiko;
- Bertanggung jawab atas pelaksanaan kebijakan manajemen risiko dan eksposur risiko yang diambil oleh Bank ICBC Indonesia secara keseluruhan;
- Mengembangkan budaya manajemen risiko pada seluruh jenjang organisasi, yang meliputi komunikasi yang memadai kepada seluruh jenjang organisasi tentang pentingnya pengendalian internal yang efektif.

Komite Manajemen Risiko

Komite Manajemen Risiko adalah Komite yang bersifat non-struktural dalam manajemen risiko, berkedudukan di Kantor Pusat yang membantu Direksi dalam merumuskan kebijakan, mengawasi pelaksanaan kebijakan, memantau perkembangan dan kondisi profil risiko, dan memberikan saran-saran dan langkah perbaikan yang berkaitan dengan manajemen risiko. Komite Manajemen Risiko diketuai oleh Presiden Direktur, dengan anggota terdiri dari Direksi, Kepala Satuan Kerja Audit Internal, Kepala Departemen yang memimpin Satuan Kerja Manajemen Risiko (SKMR), dan Kepala Departemen terkait lainnya. Wewenang dan tanggung jawab Komite Manajemen Risiko antara lain:

- Menyusun kebijakan, strategi, dan pedoman pelaksanaan manajemen risiko, termasuk penetapan limit dan *contingency plan* dalam kondisi tidak normal;
- Memperbaiki atau menyempurnakan pelaksanaan manajemen risiko berdasarkan hasil evaluasi pelaksanaan yang dimaksud;
- Memantau, mengevaluasi, dan menilai perkembangan komposisi profil risiko dalam portofolio Bank ICBC Indonesia, penetapan dan pelaksanaan limit, kecukupan permodalan Bank ICBC Indonesia terhadap eksposur risiko sesuai ketentuan yang berlaku, dan memastikan efektivitas pelaksanaan manajemen risiko.

Board of Directors

The authority and responsibilities of the Board of Directors of The Bank in relation to risk management shall include, among other things:

- Establish the risk management policy of Bank ICBC Indonesia based on recommendations from the Risk Management Committee, and submitting these policies to the Board of Commissioners for approval;
- Establishing, maintaining, evaluating and/or updating a comprehensive risk management strategy in accordance with applicable provisions, including the establishment and approval of risks limits for overall situations and per type situations;
- Responsibility for implementing risk management policy and risk exposure taken by Bank ICBC Indonesia as a whole;
- Develop a risk management culture at all levels of the organization, including adequate communications to all levels of the organization on the importance of effective internal controls.

Risk Management Committee

The Risk Management Committee is a non-structural committee in risk management, domiciled in the Head Office. It assists the Board of Directors in formulating policies, overseeing policy implementation, monitoring the progress and conditions of risk profiles, and providing suggestions and remedial measures related to risk management. The Risk Management Committee is chaired by the President Director, with members consisting of the Board of Directors, the Head of the Internal Audit Unit, the Head of the Department who leads the Risk Management Working Unit, and other relevant Heads of Department. The authority and responsibilities of the Risk Management Committee include:

- Establishing policies, strategies and guidelines for the implementation of risk management, including the establishment of limits and contingency plans in abnormal conditions;
- Improving or enhancing the implementation of risk management based on the results of evaluations of the aforementioned implementations;
- Monitoring, evaluating and assessing the development of risk profile compositions in Bank ICBC Indonesia's portfolio, the establishing and execution of limits, the adequacy of capital of Bank ICBC Indonesia against risk exposure in accordance with applicable provisions, and ensuring the effectiveness of risk management implementation.

Departemen Manajemen Risiko

SKMR adalah unit kerja yang memiliki wewenang dan tanggung jawab dalam menjalankan proses manajemen risiko dan independen dari satuan kerja bisnis dan departemen lainnya yang menjalankan fungsi pengendalian internal. Wewenang dan tanggung jawab Departemen Manajemen Risiko antara lain meliputi:

- Memberikan masukan kepada Direksi dalam penyusunan kebijakan, strategi, dan kerangka manajemen risiko;
- Mengembangkan prosedur dan alat untuk mengidentifikasi, mengukur, memantau, dan mengendalikan risiko, serta mendesain dan menerapkan perangkat yang dibutuhkan dalam penerapan manajemen risiko;
- Memantau posisi risiko secara keseluruhan, maupun jenis posisi risiko tertentu serta melakukan *stress testing* untuk mengetahui dampak dari implementasi kebijakan dan strategi manajemen risiko terhadap portofolio atau kinerja Bank ICBC Indonesia secara keseluruhan;
- Melakukan kaji ulang secara berkala untuk memastikan kecukupan kerangka manajemen risiko, keakuratan metodologi penilaian risiko, dan kecukupan sistem informasi manajemen risiko;
- Memberikan rekomendasi kepada satuan kerja bisnis dan/atau Komite Manajemen Risiko terkait penerapan manajemen risiko, antara lain mengenai besaran atau eksposur risiko maksimum yang dapat dipelihara Bank.

KEGIATAN MANAJEMEN RISIKO

Bank telah melaksanakan beberapa program kerja penting dalam mengembangkan manajemen risiko, termasuk antara lain, namun tidak terbatas pada:

- Bank telah memiliki Komite-Komite yang secara aktif melakukan pemantauan atas pengelolaan risiko Bank, seperti Komite Manajemen Risiko dan Komite Pemantau Risiko. Komite-Komite tersebut telah melakukan evaluasi atas pelaksanaan manajemen risiko secara berkesinambungan;
- Kebijakan dan Prosedur terkait Manajemen Risiko dan Perkreditan antara lain:
 - Bank telah memiliki Kebijakan dan Prosedur yang komprehensif yang meliputi 8 (delapan) jenis risiko. Pada masing-masing area risiko, penyempurnaan Kebijakan dan Prosedur juga dilakukan agar sejalan dengan kondisi Bank dan peraturan terkini;

Risk Management Department

The Risk Management Department is a work unit that has the authority and responsibility for carrying out the risk management process and is independent of the business units and other departments that perform internal control functions. The authority and responsibilities of the Risk Management Department include the following:

- Providing input to the Board of Directors in formulating policies, strategies and risk management frameworks;
- Developing procedures and tools for identifying, measuring, monitoring, and controlling risks, and designing and implementing the tools required for the implementation of risk management;
- Monitoring overall risk positions, as well as specific types of risk positions, and performing stress testing to determine the impact of carrying risk management policies and strategies on the portfolio or performance of Bank ICBC Indonesia as a whole;
- Conducting periodic reviews to ensure adequate risk management framework, accuracy of risk assessment methodology, and adequacy of risk management information systems;
- Providing recommendations to the business unit and/or Risk Management Committee related to the implementation of risk management, among others, on matters concerning the amount or maximum risk exposure that can be maintained by the Bank.

RISK MANAGEMENT ACTIVITIES

The Bank has implemented several important work programs in developing risk management. This includes, among others, but is not limited to, the following:

- The Bank already has committees that actively monitor the Bank's risk management, such as the Risk Management Committee and the Risk Monitoring Committee. These committees have evaluated the implementation of risk management on an ongoing basis;
- Policies and Procedures related to Risk Management and Credit are:
 - The Bank has comprehensive policies and procedures covering 8 (eight) types of risk. In each risk area, improvements to the Policy and Procedures are also conducted in line with the Bank's current conditions and regulations;

- Bank juga telah menerapkan asas-asas perkreditan yang sehat sesuai dengan prinsip-prinsip kehati-hatian secara konsisten dan berkesinambungan, dimana secara komprehensif Bank telah memiliki kebijakan dan prosedur mengenai perkreditan dengan Kebijakan Perkreditan Bank sebagai payung kebijakan, yang senantiasa dilakukan penyempurnaan agar sejalan dengan kondisi Bank dan peraturan terkini;
- Dalam rangka menjaga kualitas kredit, Bank juga telah meningkatkan pengelolaan kredit bermasalah. Pengelolaan kredit bermasalah bertujuan untuk meminimalkan jumlah kredit bermasalah Bank serta memaksimalkan tingkat pengembalian kredit.
- *Risk Appetite*
Pelaksanaan manajemen risiko yang efektif harus didukung oleh kerangka kerja manajemen risiko yang komprehensif, dimana salah satunya melalui kerangka kerja *Risk Appetite*, yang ditetapkan secara jelas sejalan dengan visi, misi, dan strategi bisnis Bank. *Risk Appetite Statement* memuat limit/target dan trigger limit/target atas indikator baik kuantitatif maupun kualitatif yang telah ditetapkan, yang dipantau secara berkala dan apabila diperlukan dikaji kembali untuk diselaraskan dengan rencana strategi dan permodalan Bank.
- Risiko Kredit
Pada area Risiko Kredit, pelaksanaan kerangka kerja Risiko Kredit telah diterapkan melalui pengembangan proses Manajemen Risiko Kredit yang antara lain meliputi identifikasi Risiko Kredit pada produk/aktivitas baru, kecukupan kebijakan dan prosedur terkait proses perkreditan, pemantauan perkembangan portofolio pinjaman baik per mata uang, debitur, produk, segmentasi, lapangan usaha, industri, jangka waktu pembiayaan, penilaian profil Risiko Kredit, serta pelaksanaan *Stress Testing* Risiko Kredit secara berkala. Pencadangan penurunan nilai secara individual telah dilakukan tepat waktu yang didasarkan atas analisis kemampuan pembayaran dan arus kas debitur. Selain itu, sistem telah diimplementasikan untuk menghitung pencadangan penurunan nilai secara kolektif.
- The Bank has also adopted sound credit principles according to the prudential principles in a consistent and continuous manner, whereby the Bank has comprehensive policy and procedures on credit, with the Bank Credit Policy serving as an umbrella policy, which is constantly being refined to be in line with the Bank's conditions and current regulations;
- In order to maintain credit quality, the Bank has also improved the management of non-performing loans. The management of non-performing loans aims to minimize the number of problem loans of the Bank and to maximize the credit repayment rate.
- Risk Appetite
The implementation of effective risk management must be supported by a comprehensive risk management framework. This includes through the use of a risk appetite framework that is clearly defined in line with the Bank's vision, mission and business strategy. The Risk Appetite Statement consist of the limit/target and trigger limit/target for both quantitative and qualitative indicators, which are monitored periodically and where necessary reviewed to align with the Bank's strategic plan and capital.
- Credit Risk
In the area of Credit Risk, the implementation of a Credit Risk framework has been applied through the development of a Credit Risk Management process, which includes the identification of Credit Risk on new products/activities, the adequacy of policies and procedures related to the credit process, monitoring the development of loan portfolios by currency, debtors, product, segmentation, business sector, industry, financing period, Credit Risk profile assessment, and periodic Stress Testing. Individual impairment has been made on time based on analysis of payment ability and cash flow of the debtors. In addition, the system has been implemented to calculate the collective impairment.

- **Risiko Pasar**
 Dalam penerapan Manajemen Risiko Pasar, dengan mengacu kepada *Best Practice*, selain kaji ulang dan pemantauan atas limit-limit yang telah ada, yaitu *limit dealer*, *counterparty limit*, *stop loss limit*, limit PDN, Bank juga menerapkan faktor sensitivitas (PV01), *Management Action Triggers*, *stress testing*, faktor risiko (PSE risk factor) dalam penentuan *limit FX* untuk *counterparty*, serta memastikan bahwa transaksi yang dilakukan Bank sesuai dengan harga pasar (pemantauan *off market*). Selain itu, valuasi terhadap portofolio yang dimiliki Bank didasarkan pada sumber data pasar yang lazim digunakan. Dalam area Manajemen Risiko *Banking Book*, pengelolaan risiko suku bunga dilakukan melalui pendekatan faktor sensitivitas (PV01) dan *stress testing* baik dari perspektif pendapatan maupun perspektif nilai ekonomis. Hal ini akan membantu dalam melakukan pengukuran Risiko Suku Bunga di *Banking Book* dengan lebih tepat.
- **Risiko Likuiditas**
 Manajemen Risiko Likuiditas merupakan salah satu fungsi yang sangat penting di Bank. Pendekatan proaktif yang melibatkan Manajemen Bank dan departemen terkait melalui Komite *Asset & Liability* (ALCO) dalam mengoptimalkan dan memperkuat sumber pendanaan serta penggunaan dana bagi Bank akan terus dilakukan. *Stress testing* likuiditas bulanan dilakukan berdasarkan asumsi yang disetujui untuk memastikan kondisi pendanaan pada satu bulan pertama, pemantauan atas indikator peringatan dini, rasio aset likuid, dan likuiditas jangka pendek senantiasa disesuaikan dengan perkembangan yang ada. Dalam rangka penerapan Basel III, Bank menggunakan perhitungan *Liquidity Coverage Ratio* dan *Net Stable Funding Ratio* sebagai parameter pemantauan Risiko Likuiditas. Selain itu, Rencana Pendanaan Darurat (*Contingency Funding Plan*) telah disusun untuk mempersiapkan Bank jika terjadi krisis likuiditas, termasuk *stand by committed facility* dalam mata uang IDR dan USD dari bank lokal, dimana trigger Rencana Pendanaan Darurat (*Contingency Funding Plan*) dipantau secara berkala dan uji coba Rencana Pendanaan Darurat (*Contingency Funding Plan*) melalui *Liquidity Crisis Team* dilakukan satu tahun sekali.
- **Market Risk**
 In the implementation of Market Risk Management, with reference to best practices, in addition to reviewing and monitoring existing limits namely dealer limit, counterparty limit, stop loss limit, Net Open Position (NOP) limit, the Bank also applies a sensitivity factor (PV01), Management Action Triggers, stress testing and risk factors (PSE risk factor) in determining FX limit for counterparties, and ensuring that transactions conducted by the Bank is in accordance with market prices (off-market monitoring). In addition, the valuation of the Bank's portfolio is based on commonly used market data sources. In the Banking Book Risk Management area, interest rate risk management is performed through a sensitivity factor (PV01) and stress testing approach from both income perspectives and economic value perspectives. This should help in dimensioning Rate Risk in the Banking Book with better precision.
- **Liquidity Risk**
 Liquidity Risk Management is one of the most critical functions in the Bank. A proactive approach involving Bank Management and related departments through the Asset & Liability Committee (ALCO) in optimizing and strengthening the funding sources and use of funds for the Bank will continue to be implemented. Monthly stress testing is performed based on approved assumption to ensure funding conditions in the first month. The monitoring of early warning indicators, liquid asset ratios, and short-term liquidity are always adjusted to the existing developments. In implementing Basel III, the Bank uses Liquidity Coverage Ratio and Net Stable Funding Ratio as parameters of Liquidity Risk monitoring. In addition, the Contingency Funding Plan has been in place to prepare the Bank in the event of a liquidity crisis, including a stand-by committed facility in IDR and USD currency from a local bank, where the trigger of the Contingency Funding Plan is monitored periodically and testing of the Contingency Funding Plan through the Liquidity Crisis Team is conducted once a year.

- Risiko Operasional

Sebagai bagian dari upaya Bank untuk meningkatkan pemantauan Risiko Operasional, Bank senantiasa melakukan penyesuaian cakupan dan penyempurnaan *Risk Control Self-Assessment* (RCSA) pada *risk taking units*, pemantauan pencatatan *Risk/Loss Event Database* (RLED), menempatkan *Risk Representative Officer* di Cabang sebagai kepanjangan tangan dari Departemen Manajemen Risiko, Departemen Kepatuhan, dan Departemen AML/CFT dalam mengidentifikasi dan memitigasi terjadinya Risiko Operasional dan Risiko Kepatuhan di Cabang, bersama dengan Departemen IT dalam kesiapan Rencana Kontinuitas Bisnis untuk meminimalkan risiko yang berhubungan dengan gangguan bisnis baik karena masalah internal maupun eksternal, yang diuji coba secara berkala paling kurang satu tahun sekali. Selain itu, untuk menguatkan pengendalian internal dalam rangka mengurangi paparan terhadap Risiko Operasional dan meningkatkan kemampuan dalam pencegahan dan deteksi atas tindakan penyimpangan yang menyebabkan kerugian baik bagi Bank maupun Nasabah, penilaian risiko *fraud* untuk departemen dan cabang senantiasa dilakukan.

- Risiko Hukum, Risiko Strategik, Risiko Kepatuhan, dan Risiko Reputasi

Kerjasama dengan departemen terkait, yaitu Departemen Hukum, Departemen Manajemen Strategis dan Transformasi, Departemen Kepatuhan dan Departemen Service Quality dalam melakukan pengelolaan maupun pengawasan Risiko Hukum, Risiko Strategik, Risiko Kepatuhan, dan Risiko Reputasi secara komprehensif, baik melalui penilaian profil risiko secara triwulanan, sosialisasi dan pelatihan untuk meningkatkan *awareness* dan pemahaman karyawan, maupun melalui rapat-rapat Komite dan rapat-rapat Direksi.

- Analisa risiko atas usulan aktivitas dan/atau produk baru dilakukan untuk memastikan kemampuan Bank dalam mengelola aktivitas dan/atau produk baru termasuk kecukupan sumber daya manusia, kelengkapan kebijakan prosedur dan sistem.

- Operational Risk

As part of the Bank's initiatives to improve Operational Risk Monitoring, the Bank continues to adjust its coverage and enhancement of Risk Control Self-Assessments (RCSA) on risk taking units, and monitoring of Risk/Loss Event Database (RLED) records, assigning Risk Representative Officers in branches as lighthouse arms of the Risk Management Department, the Compliance Department, and the AML/CFT Department in identifying and mitigating the occurrence of Operational Risk and Compliance Risk in the branches, together with the IT Department, as part of the Business Continuity Plan to minimize the risks associated with business interruption due to internal or external issues, which periodically tested at least once a year. In addition, to strengthen internal controls in order to reduce exposure to Operational Risk and improve capability in the prevention and detection of violation that cause harm to both the Bank and its customers, the fraud risk assessment for departments and branches is always being done.

- Legal Risk, Strategic Risk, Compliance Risk, and Reputation Risk

Cooperation with relevant departments, namely Legal Department, Strategy Management and Transformation Office Department, Compliance Department and Service Quality Department to manage and supervise Legal Risk, Strategic Risk, Compliance Risk and Reputation Risk comprehensively, either through a quarterly risk profile assessment, socialization and training to increase awareness and understanding of employees or through the committees' meetings and the Board of Directors' meetings.

- Risk analysis of proposed new activities and/or products is undertaken to ensure the Bank's ability to manage new activities and/or products. These include analysis of the adequacy of human resources, the completeness of policies and procedures, and systems.

- Budaya Manajemen Risiko

Dalam hal meningkatkan budaya manajemen risiko, sosialisasi mengenai *awareness* Manajemen Risiko terus dilakukan, antara lain melalui program CARA (*Compliance, AML/CFT, Risk Management, Internal Audit*), forum diskusi dengan Cabang, *awareness* terkait Rencana Kontinuitas Bisnis, termasuk mengingatkan kembali pemahaman terhadap kebijakan dan prosedur yang ada dan yang akan diimplementasikan.

- Risk Management Culture

In improvement of risk management culture, awareness of Risk Management is continuously conducted through CARA (*Compliance, AML/CFT, Risk Management, Internal Audit*) programs, discussion forums with branches, awareness related to the Business Continuity Plan, as well as through the refining the understanding of wishing policies and procedures that and which will be implemented in the future.

PROSES DAN PENILAIAN MANAJEMEN RISIKO

Proses manajemen risiko mencakup identifikasi, pengukuran, pemantauan, dan pengendalian risiko dengan dukungan sistem informasi manajemen yang memadai. Pelaksanaan penilaian risiko dilakukan oleh Departemen Manajemen Risiko yang dilaporkan pada setiap triwulan.

Penilaian risiko dilakukan berdasarkan penilaian risiko inheren dan kualitas penerapan manajemen risiko pada setiap risiko yang akan dinilai. Kualitas penerapan manajemen risiko meliputi tata kelola risiko, kerangka manajemen risiko, proses manajemen risiko, kecukupan sumber daya manusia, kecukupan sistem informasi manajemen, dan kecukupan sistem pengendalian risiko. Risiko yang wajib dikelola Bank seperti yang tercantum pada Kebijakan Manajemen Risiko adalah Risiko Kredit, Risiko Pasar, Risiko Likuiditas, Risiko Operasional, Risiko Hukum, Risiko Strategik, Risiko Kepatuhan, dan Risiko Reputasi.

THE PROCESS AND ASSESSING OF RISK MANAGEMENT

The risk management process includes identification, measurement, monitoring, and risk control with the support of an adequate management information system. Implementation of risk assessment conducted by the Risk Management Department is reported on a quarterly basis.

Risk assessment is based on inherent risk assessment and the quality of risk management implementation at each risk to be assessed. The quality of risk management implementation covers aspects such as risk governance, risk management framework, the risk management process, human resource adequacy, adequacy of management information systems, and adequacy of risk control systems. Risks that must be managed by the Bank (as stated in the Risk Management Policy) are Credit Risk, Market Risk, Liquidity Risk, Operational Risk, Legal Risk, Strategic Risk, Compliance Risk, and Reputation Risk.

RISIKO KREDIT

Risiko Kredit didefinisikan sebagai risiko yang terjadi akibat kegagalan pihak debitur dan/atau pihak lain dalam memenuhi kewajiban kepada Bank. Risiko Kredit dapat bersumber dari berbagai aktivitas bisnis Bank. Selain pada aktivitas pemberian kredit, Risiko Kredit dapat berasal dari berbagai instrumen keuangan seperti efek-efek, akseptasi, transaksi antarbank, transaksi nilai tukar dan derivatif, transaksi pembiayaan perdagangan, dan liabilitas komitmen dan kontinjensi.

CREDIT RISK

Credit Risk is defined as the risk arising from the failure of the debtor and/or other party in fulfilling their obligations to the Bank. Credit Risk can be sourced from various Bank business activities. In addition to lending activities, Credit Risk can come from various financial instruments such as securities, acceptances, interbank transactions, exchange and derivative transactions, trade finance transactions, and commitment and contingent liabilities.

Penerapan manajemen Risiko Kredit berlandaskan pada kebijakan dan prosedur Risiko Kredit yang mencakup ketentuan Regulator dan juga kebijakan internal. Kebijakan dan prosedur internal dikaji ulang secara berkala agar sejalan dengan perubahan-perubahan ketentuan perbankan, perkembangan usaha Bank dan kondisi perekonomian.

Pelaksanaan penilaian Risiko Kredit dilakukan Bank atas penilaian terhadap risiko inheren dan kualitas penerapan manajemen risiko. Parameter yang digunakan sebagai dasar penilaian risiko inheren terdiri dari komposisi portofolio aset dan tingkat konsentrasi, kualitas penyediaan dana dan kecukupan pencadangan, strategi penyediaan dana dan sumber timbulnya penyediaan dana, dan faktor eksternal.

Berdasarkan penilaian tersebut, unit-unit pengambil risiko melakukan tindak lanjut, antara lain agar komposisi portofolio tidak terpusat pada sektor ataupun debitur besar tertentu, mempertahankan kualitas penyediaan dana pada tingkat risiko yang dipandang aman, mempertahankan kecukupan pencadangan, memastikan bahwa pemberian kredit dan pengambilan keputusan kredit telah dikelola secara memadai dan sesuai dengan limit yang telah ditetapkan.

Penerapan manajemen risiko yang dilakukan oleh Bank dalam rangka pemantauan dan pengendalian Risiko Kredit antara lain sebagai berikut:

- Pemberian kredit dan pengambilan keputusan kredit senantiasa mengacu pada pedoman tertulis yang telah dimiliki Bank mengenai Kebijakan dan Prosedur terkait perkreditan yang mencakup seluruh aspek proses pemberian kredit, termasuk mengenai pendelegasian wewenang dan limit wewenang kredit;
- Melakukan analisis terhadap sektor ekonomi/ industri berdasarkan risiko dan penetapan limit sektor ekonomi/ industri internal, yang bertujuan selain memberikan acuan dalam melakukan pemberian kredit, juga sebagai upaya untuk melakukan diversifikasi dan meningkatkan hasil proses pengelolaan Risiko Kredit yang lebih baik;
- Secara berkala, Bank melakukan pemantauan terhadap portofolio kredit, antara lain meliputi pemantauan pertumbuhan kredit, kualitas/ kolektibilitas kredit, kecukupan pencadangan, konsentrasi pemberian kredit pada sektor ekonomi, debitur/grup debitur terbesar, dan mata uang;

The implementation of Credit Risk management is based on Credit Risk policies and procedures which include regulatory provisions as well as internal policies. Internal policies and procedures are regularly reviewed to be consistent with changes in banking regulations, business development and economic conditions.

Implementation of Credit Risk Assessment conducted by Bank is done based on assessments of inherent risk and the quality of risk management implementation. The parameters used as the basis for inherent risk assessment consist of the asset portfolio composition and the level of concentration, the quality of the provision of funds and the adequacy of the reserves, the strategy of provision of funds and the source of the provision of funds, and external factors.

Based on these assessments, Risk Takers conduct follow-ups to ensure that the portfolio composition is not concentrated on a particular sector or large debtor, to maintain the quality of provided funds at a safely perceived level of risk, to maintain sufficient reserves, and to ensure that credit granting and credit decision making has been adequately managed and is in accordance with the limits established.

The implementation of risk management by The Bank in monitoring and controlling Credit Risk includes, among others, as follows:

- Credit granting and credit decision making must always refer to the written guidance that the Bank has in place regarding Credit Policy and Procedures, which covers all aspects of the crediting process, including delegation of authority and limit of credit authority;
- Analyzing the economic/ industrial sectors based on risk and setting limits on the internal economic/ industrial sector. This aims at provide guidance on lending, as well as efforts to diversify and improve the credit risk management process;
- The Bank periodically monitors loan portfolios, including monitoring of credit growth, credit/ asset quality, reserve adequacy, credit lending concentration in the economic sector, the largest debtors/ group of debtors, and currency;

- Melakukan pemantauan secara intensif dan penyusunan solusi penyelesaian terhadap setiap kredit bermasalah termasuk kemungkinan dilakukannya restrukturisasi kredit, penjualan kredit, penjualan agunan secara suka rela oleh debitur, lelang agunan;
- Melakukan identifikasi Risiko Kredit pada setiap produk/aktivitas baru, termasuk mitigasi risiko yang diperlukan.

Risiko Kredit Maksimum

Untuk aset keuangan yang diakui di laporan posisi keuangan, eksposur maksimum terhadap Risiko Kredit sama dengan nilai tercatat. Untuk garansi bank dan Standby L/C yang diterbitkan dan L/C serta SKBDN yang masih berjalan dan tidak dapat dibatalkan, eksposur maksimum terhadap Risiko Kredit adalah nilai maksimum yang harus dibayarkan oleh Bank jika kewajiban atas garansi bank, Standby L/C, L/C, dan SKBDN tersebut terjadi. Untuk komitmen fasilitas kredit yang diberikan yang belum digunakan, eksposur maksimum terhadap Risiko Kredit adalah sebesar jumlah komitmen tersebut.

Tabel berikut menyajikan eksposur maksimum Bank terhadap Risiko Kredit untuk instrumen keuangan pada laporan posisi keuangan dan rekening administratif dengan Risiko Kredit, tanpa memperhitungkan agunan yang dimiliki atau perlindungan kredit lainnya:

- Conduct intensive monitoring and providing of settlement solutions against any non-performing loans including possibility of credit restructuring, credit sales, voluntary collateral sales by debtors, collateral auctions;
- Identify Credit Risk on any new product/activity, including any risk mitigation required.

Maximum Credit Risk

For recognized financial assets in the statement of financial position, maximum exposure to Credit Risk equals the carrying amount. For bank guarantee and Standby L/C issued outstanding irrevocable L/C and SKBD, maximum exposure to Credit Risk shall be the maximum value to be paid by The Bank if the obligation for bank guarantee, Standby L/C, L/C, and the SKBDN occurs. For unused committed credit facility, the maximum exposure to Credit Risk is the committed amount.

The following table sets forth the maximum exposure of The Bank to Credit Risk for financial instruments in the statement of financial positions and off balance sheet accounts with Credit Risk, regardless of any collateral held or other credit protection:

Risiko Kredit Maksimum Maximum Credit Risk	IDR juta IDR million	
Uraian Items	2017	2016
Laporan Posisi Keuangan Statement of financial position		
Giro pada Bank Indonesia Current accounts with Bank Indonesia	3.888.038	3.231.563
Giro pada bank-bank lain Current accounts with other banks	3.314.446	2.294.992
Penempatan pada Bank Indonesia dan bank-bank lain Placements with Bank Indonesia and other banks	5.135.049	1.850.355
Aset derivatif Derivative assets	5.980	10.963
Tagihan akseptasi Acceptance receivables	1.519.878	1.170.532
Surat berharga untuk tujuan investasi Investment securities	6.248.877	6.286.166
Kredit yang diberikan Loans receivable	35.068.608	33.031.655
Aset lain-lain Other assets	243.300	246.301
Rekening Administratif dengan Risiko Kredit Off-balance sheet accounts with credit risk		
Fasilitas kredit yang diberikan yang belum digunakan - <i>committed</i> / Unused loan facilities - committed	10.248.418	4.587.096
L/C dan SKBDN yang masih berjalan dan tidak dapat dibatalkan Outstanding irrevocable L/C and domestic L/C	726.454	1.014.818
Garansi bank dan Standby L/C yang diterbitkan Bank guarantees and Standby L/C issued	4.486.597	5.892.898
TOTAL	70.885.645	59.617.339

Risiko Konsentrasi Kredit

Bank mengelola dan mengendalikan konsentrasi kredit dengan menetapkan batas pemberian kredit untuk pihak terkait, satu debitur, kelompok debitur serta sektor ekonomi tertentu. Salah satu strategi yang dilakukan Bank dalam mengelola Risiko Konsentrasi Kredit adalah dengan memberikan acuan dalam aktivitas kredit berupa penetapan target dalam pemberian kredit seperti target berdasarkan sektor ekonomi, yang dituangkan dalam Rencana Bisnis Bank, termasuk di dalamnya penetapan target pasar yang bertujuan untuk mengidentifikasi segmen bisnis yang dapat diterima Bank, sehingga Bank dapat memfokuskan upaya pemasaran serta menentukan mitigasi risiko yang diperlukan.

Bank juga melakukan kaji ulang atas target yang telah ditetapkan dengan mempertimbangkan kondisi ekonomi terkini, serta apabila diperlukan Bank melakukan penyesuaian atas target tersebut.

Credit Concentration Risk

The Bank manages and controls credit concentration by setting limits on lending to related parties, one debtor, group of debtors and a specific economy. One of the strategies undertaken by the Bank in managing Credit Concentration Risk is to provide a reference in credit activities in the form of target market lending, such as targets based on economic sectors, set forth in the business plan of The Bank. This includes target market targeting to identify segments business that can be received by The Bank, so that The Bank can focus its marketing efforts and determine the necessary risk mitigation.

The Bank also reviews the predetermined targets by taking into consideration the current economic condition, and if necessary, The Bank adjusts its target.

Risiko Kredit Berdasarkan Risiko Konsentrasi Kredit | Credit Risk Based on Credit Concentration Risk

Uraian Description	Pemerintah (termasuk BI) Government (including BI)		Badan Usaha Milik Negara State-Owned Enterprises	
	2017	2016	2017	2016
Laporan posisi keuangan Current Accounts at Bank Indonesia				
Giro pada Bank Indonesia Placements at Bank Indonesia	3.888.038	3.231.563	-	-
Giro pada bank-bank lain Placements at other banks	-	-	-	-
Penempatan pada Bank Indonesia dan bank-bank lain Placements at Bank Indonesia and other banks	1.198.324	1.753.875	-	-
Aset derivatif Derivative Assets	-	-	-	-
Tagihan akseptasi Acceptance Bill	-	-	273.472	198.467
Surat berharga untuk tujuan investasi Securities for Investment Purpose	5.418.837	4.698.788	-	153.076
Kredit yang diberikan Loans	-	-	7.588.481	6.457.216
Aset lain-lain Other Assets	42.304	44.388	37.999	36.401
Rekening Administratif dengan Risiko Kredit Administrative Account with Credit Risk				
Fasilitas kredit yang diberikan yang belum digunakan - committed Unused loan facilities - committed	-	-	3.609.065	1.368.849
L/C dan SKBDN yang masih berjalan dan tidak dapat dibatalkan Outstanding irrevocable L/C and domestic L/C	-	-	107.513	309.012
Garansi bank dan Standby L/C yang diterbitkan Bank guarantees and Standby L/C issued	-	-	61.054	266.535
TOTAL	10.547.503	9.728.614	11.677.584	8.789.556
Persentase Percentage	15%	16%	17%	15%

Agunan dan Perlindungan Kredit Lainnya

Sebagai salah satu kebijakan dalam memitigasi Risiko Kredit, Bank meminta agunan sebagai jaminan pembayaran atas dana yang diberikan oleh Bank. Bank berprinsip bahwa agunan adalah sumber terakhir dari pelunasan kredit, dimana sumber utama pelunasan kredit adalah dana dari hasil usaha debitur.

Pedoman Bank mengenai agunan antara lain mencakup jenis agunan yang dapat diterima sebagai mitigasi Risiko Kredit, perhitungan rasio jaminan, serta frekuensi penilaian agunan untuk setiap jenis agunan. Penentuan nilai dan jenis agunan yang diminta juga tergantung pada penilaian Risiko Kredit dari debitur.

Collateral and Other Credit Protection

As one of the policies of The Bank in mitigating Credit Risk, The Bank has requested collateral as a guarantee of payment for funds provided by The Bank. The Bank considers that the collateral is the last source of loan repayment, where the main source of loan repayment is the fund generated from the debtor's business.

The Bank's guidance on collateral includes, among other things, types of collateral that can be accepted as Credit Risk mitigation, calculation of collateral coverage ratio, and the frequency of collateral valuation for each type of collateral. The determination of the value and type of collateral required depends also on the assessment of Credit Risk from the debtor.

IDR juta

Bank dan Lembaga Keuangan Lainnya Banks and other Financial Institutions		Perusahaan Company		Ritel Retail		TOTAL	
2017	2016	2017	2016	2017	2016	2017	2016
-	-	-	-	-	-	3.888.038	3.231.563
3.314.446	2.294.992	-	-	-	-	3.314.446	2.294.992
3.936.725	96.480	-	-	-	-	5.135.049	1.850.355
5.980	10.963	-	-	-	-	5.980	10.963
-	-	1.246.406	972.065	-	-	1.519.878	1.170.532
830.040	1.334.345	-	99.957	-	-	6.248.877	6.286.166
671.968	1.076.405	26.134.533	24.853.998	673.626	644.036	35.068.608	33.031.655
21.682	4.142	138.598	158.146	2.717	3.224	243.300	246.301
-	-	6.279.465	2.912.644	359.888	305.603	10.248.418	4.587.096
-	-	618.941	705.806	-	-	726.454	1.014.818
-	-	4.425.168	5.625.988	375	375	4.486.597	5.892.898
8.780.841	4.817.327	38.843.111	35.328.604	1.036.606	953.238	70.885.645	59.617.339
12%	8%	55%	59%	1%	2%	100%	100%

Foundation Laid for the Next 10 Years

Jenis jaminan yang dapat diterima oleh Bank antara lain deposito berjangka/setoran kas, Standby L/C, tanah dan bangunan (properti - rumah tinggal, komersial, industri, dan dalam konstruksi), tanah kosong, mesin dan peralatan, piutang dagang, persediaan (termasuk komoditi), truk/bis, alat berat, pesawat (untuk tujuan komersil dan charter), kapal, mobil, saham, motor dan jaminan perusahaan atau perorangan. Kondisi, legalitas, peruntukan jaminan (sebagai jaminan pokok, utama, tambahan) serta rasio jaminan telah diatur dalam kebijakan Bank.

Untuk kredit atau pembiayaan properti, Bank telah menetapkan rasio *Loan to Value* (LTV), yang merupakan rasio antara nilai kredit yang dapat diberikan oleh Bank terhadap nilai agunan pada saat awal pemberian kredit, sesuai dengan ketentuan oleh Regulator yang berlaku saat ini.

Tabel berikut menyajikan komposisi kredit yang diberikan (sebelum penyisihan kerugian penurunan nilai) yang mendapatkan manfaat dari agunan, baik sebagian maupun penuh, sebagai mitigasi dari Risiko Kredit:

The types of collateral that can be received by the Bank include time deposits/cash deposits, Standby L/C, land and buildings (property - residential, commercial, industrial and under construction), vacant land, machinery and equipment, accounts receivable, supplies (including commodities), trucks/buses, heavy equipment, aircrafts (for commercial and charter purposes), ships, automobiles, stocks, motorcycles, and corporate guarantees (individuals). The condition, the legality, collateral purpose (as prime, main, additional collateral) and collateral ratio are regulated in the policy of the Bank.

For credit or property financing, the Bank has established a Loan to Value (LTV) ratio, which is the ratio between the credit value that may be granted by the Bank to the value of the collateral at the beginning of the crediting period, in accordance with the provisions of the current regulator.

The following table sets forth the composition of the loans (before allowance for impairment losses) that benefits from collateral, either partially or in full, as mitigation of Credit Risk:

Agunan dan Perlindungan Kredit Lainnya Collateral and Other Credit Protection

IDR juta | IDR million

Uraian Items	Nilai kredit yang diberikan sebelum penyisihan kerugian penurunan nilai Balance of loans receivable before allowance for impairment losses		Jenis Agunan Type of Collateral
	2017	2016	
Dijamin penuh Fully secured	4.589.695	4.126.283	Kas, Standby L/C
Dijamin sebagian Partially secured	25.591.568	22.559.032	Kas, piutang dagang, tanah dan bangunan, aset bergerak, garansi Cash, account receivables, land and properties, moveable assets, guarantees
Tidak memiliki jaminan Unsecured	5.483.069	6.767.329	
TOTAL	35.664.332	33.452.644	

Dalam menghitung persentase di atas, taksiran nilai agunan yang melebihi nilai bruto kredit akan disesuaikan menjadi sama dengan nilai bruto. Hal ini sesuai dengan pola pemulihan dari agunan ketika suatu kredit menjadi macet.

In calculating the above percentages, the estimated value of the collateral that exceeds the gross amount of the credit will be adjusted to be equal to the gross value. This corresponds to the recovery pattern of the collateral in the event of unperformed credit.

KUALITAS ASET KEUANGAN

Bank memiliki kebijakan untuk memelihara secara akurat dan konsisten peringkat risiko seluruh portofolio aset keuangan. Hal ini akan memfasilitasi fokus manajemen risiko atas risiko yang ada dan perbandingan eksposur kredit di seluruh lini bisnis, daerah geografis, dan produk. Sistem peringkat ini didukung oleh berbagai analisa keuangan, dikombinasikan dengan informasi pasar yang telah diolah untuk menyediakan masukan utama untuk pengukuran risiko pihak lawan.

FUNGSI PENGENDALIAN SEBELUM DAN SETELAH PENCAIRAN KREDIT

Fungsi pengendalian pada proses sebelum pencairan bertujuan untuk memastikan kelengkapan dokumen, pemenuhan syarat dan ketentuan yang telah ditetapkan serta kepatuhan debitur yang merupakan pemeriksaan umum awal sebelum pencairan dilakukan. Penatausahaan dokumentasi dan administrasi yang baik akan menempatkan Bank pada posisi yang kuat pada saat terjadi tuntutan hukum yang harus diperhitungkan dengan baik, sehingga tidak ada keraguan dalam legalitas dokumen.

Tidak hanya pengendalian sebelum pencairan kredit, pemantauan dan pemeriksaan setelah kredit direalisasi juga merupakan hal penting yang harus dilakukan. Oleh sebab itu, Bank mewajibkan adanya kunjungan rutin ke Nasabah, melakukan pemeriksaan pasca realisasi kredit berdasarkan pemeriksaan umum dan khusus serta mendokumentasikannya dalam arsip *credit files*.

Pemeriksaan umum antara lain meliputi kesesuaian penggunaan fasilitas dengan perjanjian kredit, situasi perkembangan usaha, aset dan kewajiban debitur, aktivitas rekening debitur dan perkembangan pasar dari debitur.

QUALITY OF FINANCIAL ASSETS

The Bank has a policy to maintain accurate and consistent risk ratings throughout the portfolio of financial assets. This will facilitate the focus of risk management on existing risks and comparison of credit exposures across business lines, geographic areas, and products. This ranking system is supported by a variety of financial analyses, combined with market information that has been processed to provide key inputs for counter-party risk measurement.

CONTROL FUNCTIONS PRE AND POST CREDIT DISBURSEMENT

The control function of the process prior to disbursement aims to ensure the completeness of the documents, the fulfillment of the terms and conditions established and the compliance of the debtor which is the initial general verification before the disbursement takes place. Proper administration of documentation and administration will place The Bank in a strong position in the event of a lawsuit that must be taken into account as well, so that there is no doubt in the legality of the document.

It is not just control before credit disbursement. Monitoring and after-credit checks are also important. Therefore, the Bank requires regular visits to customers, conducting post-disbursement checking based on general and special checking and documenting them in credit files.

General examinations include, among others, the appropriateness of the use of facilities with credit agreements, business development situations, debtor assets and liabilities, debtor account activities and market developments of debtors.

EVALUASI PENURUNAN NILAI

Pertimbangan utama evaluasi penurunan nilai kredit yang diberikan antara lain adalah kualitas aset kredit, kondisi keuangan dan prospek usaha debitur. Bank melakukan evaluasi penurunan nilai dalam dua pendekatan:

Evaluasi penurunan nilai secara individual

Bank menentukan penyisihan kerugian penurunan nilai secara individual untuk setiap kredit yang signifikan secara individual dan memiliki bukti obyektif penurunan nilai kredit. Hal-hal yang dipertimbangkan dalam menentukan jumlah penyisihan kerugian penurunan nilai antara lain mencakup keberlanjutan rencana bisnis debitur, kemampuan debitur untuk memperbaiki kinerja saat menghadapi kesulitan keuangan, proyeksi penerimaan dan ekspektasi pengeluaran saat terjadi kepailitan, ketersediaan dukungan keuangan lainnya, nilai agunan yang dapat direalisasikan, dan ekspektasi waktu diperolehnya arus kas. Penyisihan kerugian penurunan nilai dievaluasi setiap tanggal pelaporan kecuali terdapat beberapa kondisi yang mengharuskan adanya perhatian lebih. Penilaian individu dilakukan berdasarkan metode *discounted cash flow*.

Evaluasi penurunan nilai secara kolektif

Evaluasi penyisihan kerugian penurunan nilai secara kolektif dilakukan atas kredit yang diberikan yang tidak signifikan secara individual dan kredit yang diberikan yang dinilai secara individual namun tidak terdapat bukti obyektif mengenai penurunan nilai. Pendekatan yang digunakan untuk penilaian kolektif didasarkan pada data yang dapat diobservasi dan mengindikasikan adanya penurunan yang dapat diukur atas estimasi arus kas masa datang, terkait dengan kelompok aset keuangan seperti memburuknya status pembayaran debitur atau penerbit dalam kelompok tersebut atau kondisi ekonomi yang berkorelasi dengan wanprestasi atas aset dalam kelompok tersebut.

EVALUATION OF IMPAIRMENT

The main consideration of the evaluation of the loan impairment are the quality of credit assets, financial condition and business prospects of the debtor. The Bank evaluates impairment in two approaches:

Evaluating impairment individually

The Bank determines the allowance for impairment losses individually for each loan that is individually significant and has objective evidence of impairment of the credit score. Matters considered in determining the allowance for impairment losses include the sustainability of the debtor's business plan, the ability of the debtor to improve performance in the face of financial difficulties, the projected revenue and expenditure in the event of bankruptcy, the availability of other financial support, the value of collateral that can be realized, and the expected time of cash flows. Allowance for impairment losses is evaluated on every reporting date, unless there are certain conditions that require more attention. Individual assessment is based on discounted cash flow method.

Evaluation of impairment collectively

Evaluation of allowance for impairment losses is collectively carried out on loans that are not individually significant and the loans granted are individually assessed but there is no objective evidence of impairment. The approach used for collective valuation is based on observable data and indicates a measurable decline in the estimated future cash flows associated with a group of financial assets such as the deterioration in the payment status of the debtor or the issuer in that group or the economic conditions that are correlated with the default asset in the group.

Tabel di bawah menunjukkan kualitas aset keuangan yang belum jatuh tempo dan tidak mengalami penurunan nilai, telah jatuh tempo tetapi tidak mengalami penurunan nilai, dan yang mengalami penurunan nilai:

The table below shows the quality of financial assets that have not matured and are not impaired, are due but not impaired, and are impaired:

Kualitas Aset Keuangan
Financial Asset Quality

IDR juta | IDR million

Uraian Items	Belum Jatuh Tempo dan tidak Mengalami Penurunan Nilai Neither past due nor impaired		Telah Jatuh Tempo Tetapi tidak Mengalami Penurunan Nilai Past due but not Impaired		Mengalami Penurunan Nilai Impaired		Penyisihan Kerugian Penurunan Nilai Allowance for impairment losses		TOTAL	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Giro pada Bank Indonesia Current Accounts at Bank Indonesia	3.888.038	3.231.563	-	-	-	-	-	-	3.888.038	3.231.563
Giro pada bank- bank lain Current Accounts at other banks	3.314.446	2.294.992	-	-	-	-	-	-	3.314.446	2.294.992
Penempatan pada Bank Indonesia dan bank-bank lain Placements at Bank Indonesia and other banks	5.135.049	1.850.355	-	-	-	-	-	-	5.135.049	1.850.355
Aset derivatif Derivative Assets	5.980	10.963	-	-	-	-	-	-	5.980	10.963
Tagihan akseptasi Acceptance Bill	1.519.078	1.169.558	800	974	-	-	-	-	1.519.878	1.170.532
Surat berharga untuk tujuan investasi Securities for Investment Purpose	6.248.877	6.286.166	-	-	-	-	-	-	6.248.877	6.286.166
Kredit yang diberikan Loans	30.497.824	29.234.436	114.735	72.269	5.051.773	4.145.939	(595.724)	(420.989)	35.068.608	33.031.655
Aset lain-lain Other Assets	211.254	216.075	2.737	523	29.309	34.560	-	-	243.300	251.158
TOTAL	50.820.546	44.294.108	118.272	73.766	5.081.082	4.180.499	(595.724)	(420.989)	55.424.176	48.127.354

Definisi dari kualitas kredit Bank adalah sebagai berikut:

- **Belum jatuh tempo dan tidak mengalami penurunan nilai:** eksposur menunjukkan laba yang tinggi atau stabil, modal dan likuiditas yang memadai, secara umum direfleksikan dengan pembayaran komitmen terhadap Bank dan kreditur lainnya secara tepat waktu. Sumber pembayaran dapat diidentifikasi secara jelas dan Bank tidak bergantung pada jaminan untuk penyelesaian komitmen masa datang. Hal ini pada umumnya untuk debitur korporasi dengan kualitas kredit peringkat satu sesuai klasifikasi Bank Indonesia dan kredit konsumen yang tidak mengalami keterlambatan pembayaran;
- **Telah jatuh tempo tetapi tidak mengalami penurunan nilai:** eksposur dimana Nasabah dalam tahap awal dari keterlambatan pembayaran dan telah gagal untuk melakukan pembayaran atau pembayaran tidak penuh, sesuai dengan persyaratan kontraktual dalam perjanjian kredit. Hal ini pada umumnya untuk debitur korporasi dengan peringkat dua sesuai klasifikasi peraturan dari Regulator. Definisi ini tidak termasuk kredit restrukturisasi yang mengalami penurunan nilai namun memiliki kualitas kredit peringkat dua;
- **Mengalami penurunan nilai:** eksposur telah mengalami penurunan nilai. Bank mempertimbangkan bahwa Nasabah tidak mungkin membayar kewajiban kredit secara penuh, atau pemulihannya akan bertumpu pada realisasi agunan apabila ada, termasuk juga kredit restrukturisasi yang mengalami penurunan nilai namun memiliki kualitas kredit peringkat 1 dan 2. Selain itu, pada umumnya merupakan debitur korporasi dengan peringkat 3 - 5 sesuai klasifikasi peraturan dari Regulator. Pertimbangan utama atas penilaian penurunan kualitas kredit mencakup keterlambatan pembayaran pokok atau bunga atau kesulitan aliran kas yang dialami oleh debitur/pihak lawan, penurunan peringkat kredit, atau pelanggaran atas persyaratan perjanjian kredit.

The definition of credit quality of the Bank is as follows:

- **Not due and is not impaired:** exposures indicate high or stable earnings, adequate capital and liquidity, generally reflected by payment of commitments to Banks and other creditors in a timely manner. The source of payment can be clearly identified and the Bank does not rely on collateral for future commitment settlement. This is generally the case for corporate borrowers with a credit rating of one rank according to the classification of Bank Indonesia and consumer loans with no delinquency;
- **Past due but is not impaired:** exposure where the customer is in the early stages of late payment and has failed to make payment or make partial payment, in accordance with the contractual terms in the credit agreement. This is generally for corporate debtors with a rating of two according to the regulatory classification of the regulator. This definition does not include credit restructuring that is impaired but has a credit rating of two;
- **Impaired:** exposure has been impaired. The Bank considers that either the debtor is unlikely to pay full credit obligations, or the recovery will be from realization of collateral, if any, including restructuring credit which is impaired but has a credit quality rating of 1 and 2. In addition, it is generally a corporate debtor with rating 3-5 according to regulatory classification. The main consideration of the assessment of declining credit quality includes the late payment of principal or interest or cash flow difficulties experienced by the debtor/counterpart, credit rating downgrade, or breach of the terms of the credit agreement.



Secara berkala Bank ICBC Indonesia melakukan self-assessment terhadap profil risiko Bank guna terus menjaga kelangsungan pertumbuhan usaha Bank yang berbasis pada Good Corporate Governance.
In regular basis, Bank ICBC Indonesia continuously conducted self-assessment on the risk profile to ensure the Bank's business growth which relies on Good Corporate Governance.

RISIKO PASAR

Risiko Pasar adalah risiko terjadinya perubahan harga pasar, seperti tingkat suku bunga dan nilai tukar valuta asing, yang akan mempengaruhi pendapatan Bank atau nilai dari instrumen keuangan yang dimilikinya. Tujuan dari manajemen Risiko Pasar adalah untuk mengelola dan mengendalikan eksposur Risiko Pasar dalam parameter yang dapat diterima, dan secara bersamaan mengoptimalkan hasil pengembalian atas risiko yang diterima. Penerapan manajemen Risiko Pasar Bank meliputi Risiko Suku Bunga dan Risiko Nilai Tukar yang timbul baik dari posisi *trading book* maupun posisi *banking book*.

RISIKO SUKU BUNGA

Risiko Suku Bunga timbul dari adanya kemungkinan bahwa perubahan tingkat suku bunga akan mempengaruhi aliran kas di masa depan atau nilai wajar instrumen keuangan. Posisi ini dipantau secara bulanan untuk memastikan bahwa posisi tersebut dapat dikelola oleh Bank.

Pengelolaan Risiko Suku Bunga dilakukan dengan pemantauan sensitivitas aset dan liabilitas keuangan Bank atas berbagai skenario suku bunga. Tabel di bawah ini menyajikan aset berbunga dan liabilitas berbunga (bukan untuk tujuan diperdagangkan) Bank pada nilai tercatat, yang dikategorikan menurut mana yang lebih terdahulu antara tanggal *re-pricing* atau tanggal jatuh tempo kontraktual:

MARKET RISK

Market risk is the risk of changes in market prices, such as interest rates and foreign exchange rates, which will affect the Bank's income or the value of its financial instruments. The objective of Market Risk management is to manage and control Market Risk exposures within acceptable parameters, while simultaneously optimizing returns on the risks. Implementation of The Bank's Market Risk Management includes Interest Rate Risk and Exchange Rate Risk arising both from trading book positions and banking book positions.

INTEREST RATE RISK

Interest Rate Risk arises from the possibility that changes in interest rates will affect future cash flows or the fair value of financial instruments. This position is monitored on a monthly basis to ensure that the position can be managed by the Bank.

Interest Rate Risk Management is performed by monitoring the sensitivity of Bank's assets and liabilities over various interest rate scenarios. The table below presents the Bank's interest-bearing cash assets and liabilities at carrying amounts, which are categorized according to whichever is earlier between the re-pricing or contractual maturity dates:

Foundation Laid for the Next 10 Years

Instrumen dengan Tingkat Suku Bunga Mengambang Interest Rate Risk based on Floating Rate Instruments

IDR juta | IDR million

Uraian Items	Nilai Tercatat Carrying Amount		Hingga 3 bulan Up to 3 months		3-12 bulan 3-12 months		> 1 tahun > 1 year	
	2017	2016	2017	2016	2017	2016	2017	2016
Giro pada bank-bank lain* Current accounts at other banks	3.314.446	2.294.992	-	-	-	-	-	-
Penempatan pada Bank Indonesia dan bank-bank lain Placements at Bank Indonesia and other banks	5.135.049	1.850.355	-	-	-	-	-	-
Kredit yang diberikan* Loans	35.664.332	33.452.644	14.226.764	13.604.554	18.789.761	18.155.959	-	-
Surat berharga untuk tujuan investasi Securities for Investment purpose	6.248.877	6.266.166	-	-	-	-	-	-
SUB TOTAL	50.362.704	43.884.157	14.226.764	13.604.554	18.789.761	18.155.959	-	-
Simpanan Nasabah Deposits from Customers	(32.864.123)	(24.748.652)	(5.927.233)	(5.175.529)	-	(198)	-	(236)
Simpanan dari bank-bank lain Deposits at other banks	(4.235.045)	(5.216.120)	(1.224)	(673.625)	-	-	-	-
Efek-efek yang dijual dengan janji dibeli kembali Securities Sold Under Agreement to Repurchase	(88.979)	(263.690)	-	-	-	-	-	-
Pinjaman yang diterima Borrowings	(2.858.866)	(4.002.850)	(2.180.491)	(943.075)	(678.375)	(1.212.525)	-	-
Surat berharga yang diterbitkan Securities Issued	(6.783.641)	(6.969.670)	(6.783.641)	(6.734.754)	-	-	-	-
Pinjaman subordinasi Subordinated Loans	(1.153.238)	(1.145.163)	(1.153.238)	(1.145.163)	-	-	-	-
SUB TOTAL	(47.983.892)	(42.346.145)	(16.045.827)	(14.672.146)	(678.375)	(1.212.723)	-	(236)
TOTAL	2.378.812	1.538.012	(1.819.063)	(1.067.592)	18.111.386	16.943.236	-	(236)

* Sebelum dikurangi penyisihan kerugian penurunan nilai | Before allowance for impairment losses

Instrumen dengan Tingkat Suku Bunga Tetap
Interest Rate Risk based on Fixed Rate Instruments

IDR juta | IDR million

Uraian Items	Nilai Tercatat Carrying Amount		Hingga 3 bulan Up to 3 months		3-12 bulan 3-12 months		> 1-2 tahun > 1-2 years		> 2 tahun > 2 years	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Giro pada bank-bank lain* Current accounts at other banks	3.314.446	2.294.992	3.314.446	2.294.992	-	-	-	-	-	-
Penempatan pada Bank Indonesia dan bank-bank lain Placements at Bank Indonesia and other banks	5.135.049	1.850.355	2.950.681	1.819.368	2.184.368	30.987	-	-	-	-
Kredit yang diberikan* Loans	35.664.332	33.452.644	7.448	19.998	21.620	77.423	3.448	15.024	2.615.291	1.579.686
Surat berharga untuk tujuan investasi Securities for Investment purpose	6.248.877	6.266.166	1.771.720	1.356.374	2.544.781	2.083.007	631.850	1.060.184	1.300.526	1.786.601
SUB TOTAL	50.362.704	43.884.157	8.044.295	5.490.732	4.750.769	2.191.417	635.298	1.075.208	3.915.817	3.366.287
Simpanan Nasabah Deposits from Customers	(32.864.123)	(24.748.652)	(18.758.286)	(17.374.986)	(8.166.936)	(2.188.930)	(4.205)	(3.046)	(7.463)	(5.727)
Simpanan dari bank-bank lain Deposits at other banks	(4.235.045)	(5.216.120)	(2.196.171)	(4.539.970)	(2.037.650)	(2.525)	-	-	-	-
Efek-efek yang dijual dengan janji dibeli kembali Securities Sold Under Agreement to Repurchase	(88.979)	(263.690)	(88.979)	(263.690)	-	-	-	-	-	-
Pinjaman yang diterima Borrowings	(2.858.866)	(4.002.850)	-	(500.000)	-	(1.347.250)	-	-	-	-
Surat berharga yang diterbitkan Securities Issued	(6.783.641)	(6.969.670)	-	-	-	(234.916)	-	-	-	-
Pinjaman subordinasi Subordinated Loans	(1.153.238)	(1.145.163)	-	-	-	-	-	-	-	-
SUB TOTAL	(47.983.892)	(42.346.145)	(21.043.436)	(22.678.646)	(10.204.586)	(3.773.621)	(4.205)	(3.046)	(7.463)	(5.727)
TOTAL	2.378.812	1.538.012	(12.999.141)	(17.187.914)	(5.453.817)	(1.582.204)	631.093	1.072.162	3.908.354	3.360.560

* Sebelum dikurangi penyisihan kerugian penurunan nilai | Before allowance for impairment losses

Berdasarkan perjanjian kredit dengan debitur/Nasabah, Bank berhak mengubah besaran suku bunga sewaktu-waktu atas dasar pertimbangan Bank, kecuali untuk kredit-kredit tertentu yang sudah ditetapkan jangka waktu repricing.

RISIKO NILAI TUKAR

Risiko Nilai Tukar merupakan risiko dimana nilai instrumen keuangan akan berfluktuasi karena perubahan kurs nilai tukar. Bank telah menetapkan batasan posisi berdasarkan mata uang yang dipantau secara harian untuk memastikan bahwa posisi tersebut tetap berada dalam batasan yang telah ditetapkan.

Bank memiliki eksposur risiko mata uang melalui transaksi dalam mata uang asing. Bank memonitor konsentrasi risiko yang terkait dengan tiap mata uang individual sehubungan dengan penjabaran transaksi, aset moneter dan liabilitas moneter dalam mata uang asing ke dalam mata uang fungsional Bank, yaitu IDR.

Perhitungan Posisi Devisa Neto (PDN) dilakukan berdasarkan peraturan dari Regulator yang berlaku, Bank diwajibkan untuk menjaga PDN secara keseluruhan maksimum 20% dari total modal.

PDN pada tanggal 31 Desember 2017 dan 2016 adalah sebagai berikut:

Perhitungan Posisi Devisa Neto Net Open Position Calculation

IDR juta | IDR million

Mata uang Currency	Aset Assets		Liabilitas Liabilities		Posisi Devisa Neto (Nilai Absolut) Net Open Position (Absolute Amount)	
	2017	2016	2017	2016	2017	2016
	Keseluruhan (Laporan Posisi Keuangan dan Rekening Administratif) Aggregate (Statement of Financial Position and off- Balance Sheet Accounts)					
Dolar Amerika Serikat US dollar	33.666.415	27.493.789	33.696.501	27.471.731	30.086	22.058
Yuan Tiongkok Chinese Yuan	1.602.930	1.320.079	1.597.899	1.319.279	5.031	800
Euro Eropa Euro	12.584	11.387	12.487	11.422	97	35
Dolar Singapura Singapore dollar	40.416	43.115	40.173	43.184	243	69
Dolar Australia Australian dollar	11.460	17.111	11.139	17.104	321	7
Dolar Hong Kong Hong Kong dollar	2.284	3.389	1.026	1.295	1.258	2.094
Poundsterling Inggris British Poundsterling	4.254	5.199	4.283	5.095	29	104
Yen Jepang Japan Yen	1.004	8.428	542	8.631	462	203
Dolar Selandia Baru New Zealand dollar	1.449	375	1.021	410	428	35
Total					37.955	25.405
Jumlah Modal Total Capital					6.704.664	5.271.315
Rasio PDN (Keseluruhan) NOP Ratio (Aggregate)					0,57%	0,48%

Based on the credit agreement with the debtor/customer, The Bank has the right to change the interest rate at any time based on the consideration of The Bank, except for certain credits that the repricing period have been set.

EXCHANGE RATE RISK

Exchange Rate Risk represents the risk that the value of a financial instrument will fluctuate due to changes in the exchange rate. The Bank has set position limits on the basis of the currency monitored on a daily basis to ensure that the position remains within the prescribed limits.

The Bank has exposure to currency risk through transactions denominated in foreign currency. The Bank monitors the concentration of risk associated with each individual currency in respect of translation of foreign currency transaction and monetary assets and liabilities into the Bank's functional currency, which is IDR.

Calculation of Net Open Position (NOP) is based on regulations from prevailing regulators. Bank is required to keep the total NOP at a maximum of 20% of total capital.

The NOP as of December 31, 2017 and 2016 is as follows:

Fungsi manajemen Risiko Pasar diterapkan secara independen, antara lain, dengan terdapatnya pemisahan yang jelas antara tugas dan tanggung jawab setiap pihak yang terkait Risiko Pasar. Departemen Global Market (*front office*) sebagai unit bisnis mengelola Risiko Pasar secara harian, Unit *Settlement Center* (*back office*) melakukan fungsi *settlement*, dan Departemen Manajemen Risiko (*middle office*) sebagai pihak yang independen memastikan pengelolaan Risiko Pasar sesuai dengan limit yang telah ditetapkan. Limit yang ditetapkan telah dipantau secara berkala dan telah berjalan dengan baik, antara lain, pemantauan atas limit *dealer*, limit *stop loss*, *Management Action Triggers* (MATs), limit *counterparty*, limit *off market*, telah dilakukan secara harian. Limit ini dikaji ulang secara berkala.

RISIKO LIKUIDITAS

Risiko Likuiditas adalah risiko akibat ketidakmampuan Bank untuk memenuhi liabilitas yang jatuh tempo dari sumber pendanaan arus kas dan/atau dari aset likuid berkualitas tinggi yang dapat diagunkan, tanpa mengganggu aktivitas dan kondisi keuangan Bank.

Risiko Likuiditas diukur melalui, antara lain, rasio aset likuid, rasio cadangan sekunder, *Loan To Deposit Ratio* (LDR), rasio depositan besar, profil maturitas, *Liquidity Coverage Ratio* (LCR). Pengendalian Risiko Likuiditas dilakukan dengan menetapkan limit-limit yang mengacu pada ketentuan Regulator maupun internal serta menetapkan indikator peringatan dini.

Bank senantiasa mempertahankan aset likuid pada tingkat yang dipandang aman, memperkecil ketergantungan pada depositan besar, dan memastikan bahwa Bank dapat memperoleh akses sumber pendanaan baik pada kondisi normal maupun krisis. Sedangkan pengendalian Risiko Likuiditas dilakukan melalui strategi pendanaan, pengelolaan posisi likuiditas dan Risiko Likuiditas harian, pengelolaan aset likuid yang berkualitas tinggi, dan rencana pendanaan darurat.

The Market Risk management function is applied independently, among others, clear separation the duties and responsibilities of each Party related to Market Risk. The Global Markets Department (*front office*) serves as a business unit to manage Market Risk on a daily basis, the Settlement Center Unit (*back office*) performs the settlement function, and the Risk Management Department middle office is an independent party that ensures Market Risk management in accordance with predetermined limits. The specified limit has been monitored periodically and has been running well. The monitoring of dealer limits, stop loss limits, Management Action Triggers (MATs), counterparty unit, off-market limit have been done on a daily basis. These limits are reviewed regularly.

LIQUIDITY RISK

Liquidity Risk is a risk due to the inability of the Bank to meet the maturity liabilities of sources from cash flow and/or of high quality liquid assets that can be mortgaged, without disrupting the activities and financial condition of the Bank.

Liquidity risk is measured through, among others, the ratio of liquid assets, the ratio of secondary reserves, Loan To Deposit Ratio (LDR), the ratio of large depositors, maturity profile, Liquidity Coverage Ratio (LCR). Liquidity Risk Control is carried out by setting limits that refer to both regulatory and internal provisions and establishing early warning indicators.

The Bank continues to maintain liquid assets at a level that is deemed safe, minimize dependence on large depositors, and ensure that the Bank can obtain access to financing sources in both normal and crisis conditions. Liquidity Risk control is conducted through funding strategy, liquidity position management and daily Liquidity Risk, high quality liquid asset management, and contingency funding plan.

Nilai Nominal Bruto Arus Kas Masuk (Keluar) Berdasarkan Sisa Jatuh Tempo Kontraktual Liabilitas Keuangan
Gross Nominal Value Cash Flow Entry

Uraian Description	Nilai Tercatat Carrying Amount		Nilai Nominal Bruto Arus Kas Masuk (Keluar) Gross Nominal Value Cash Flow Entry	
	2017	2016	2017	2016
Liabilitas Non-Derivatif Non-Derivative Liabilities				
Liabilitas segera Liabilities Immediately	6.544	2.000	(6.544)	(2.000)
Simpanan Nasabah Deposits from Customers	33.044.505	24.748.652	(33.377.746)	(24.883.102)
Simpanan dari bank-bank lain Deposits from other banks	4.235.045	5.216.120	(4.248.461)	(4.209.506)
Efek-efek yang dijual dengan janji dibeli kembali Securities Sold under Agreement to Repurchase	88.979	263.690	(89.429)	(263.928)
Liabilitas akseptasi Acceptance Liabilities	1.519.878	1.170.532	(1.519.878)	(1.170.532)
Pinjaman yang diterima Borrowings	2.858.866	4.002.850	(2.979.308)	(5.172.041)
Efek-efek yang diterbitkan Securities Issued	6.783.641	6.969.670	(6.833.569)	(6.971.004)
Pinjaman subordinasi Subordinated Loans	1.153.238	1.145.163	(1.279.794)	(1.258.017)
Liabilitas lain-lain Other Liabilities	172.454	135.151	(172.454)	(135.151)
TOTAL LIABILITAS NON-DERIVATIF TOTAL NON-DERIVATIVE LIABILITIES	49.863.150	43.653.828	(50.507.183)	(44.065.281)
Liabilitas Derivatif Derivative Liabilities				
Diperdagangkan Traded	2.865	5.494	-	-
Arus kas keluar Cash outflows	-	-	(3.279.144)	(1.200.597)
Arus kas masuk Cash inflows	-	-	3.276.279	1.195.502
TOTAL LIABILITAS DERIVATIF TOTAL DERIVATIVE LIABILITIES	2.865	5.494	(2.865)	(5.095)
TOTAL LIABILITAS NON-DERIVATIF DAN LIABILITAS DERIVATIF TOTAL NON DERIVATIVE AND DERIVATIVE LIABILITIES	49.866.015	43.659.322	(50.510.048)	(44.070.376)

Sisa Jatuh Tempo Kontraktual dari Liabilitas Keuangan

Per 31 Desember 2017, nilai nominal bruto arus kas masuk (arus kas keluar) berdasarkan sisa jatuh tempo kontraktual liabilitas keuangan adalah seperti tabel di atas. Nilai nominal arus kas masuk (arus kas keluar) yang diungkapkan pada tabel di atas menyajikan arus kas kontraktual yang tidak didiskontokan terkait dengan nilai pokok dan bunga dari liabilitas keuangan. Arus kas atas instrumen keuangan yang diharapkan Bank bervariasi secara signifikan dari analisa ini. Sebagai contoh, simpanan diharapkan memiliki saldo yang stabil atau meningkat atau fasilitas kredit kepada Nasabah yang belum digunakan (*committed*) tidak seluruhnya diharapkan untuk segera digunakan.

Contractual Remaining Maturity of Financial Liabilities

As of December 31, 2017, the gross nominal value of cash inflows (out) based on the remaining maturity of contractual financial liabilities is as the table below. The nominal value of the cash inflows (outflows) disclosed in the above table presents an discontinued contractual cash flow related to the principal and interest of the financial liabilities. The cash flows on the financial instruments the Bank expects will vary significantly from this analysis. For example, savings are expected to have a stable or increased balance or unused credit facilities to customers not expected to be used immediately.

IDR juta | IDR million

Kurang dari 3 bulan Less than 3 months		3-12 bulan 3-12 months		1-5 tahun 1-5 years		Lebih dari 5 tahun More than 5 years	
2017	2016	2017	2016	2017	2016	2017	2016
(6.544)	(2.000)	-	-	-	-	-	-
(24.896.182)	(22.574.324)	(8.459.188)	(2.300.544)	(22.376)	(8.234)	-	-
(2.879.958)	(4.208.833)	(1.368.503)	(2.673)	-	-	-	-
(89.429)	(263.928)	-	-	-	-	-	-
(761.007)	(659.951)	(758.871)	(510.581)	-	-	-	-
(3.630)	(1.809.945)	(2.238.651)	(2.625.141)	(737.027)	(736.955)	-	-
(6.833.569)	(46.221)	-	(359.427)	-	(6.565.356)	-	-
(7.383)	(5.021)	(22.116)	(14.997)	(426.286)	(406.558)	(824.009)	(831.441)
(172.454)	(135.151)	-	-	-	-	-	-
(35.650.156)	(29.708.469)	(12.847.329)	(5.813.363)	(1.185.689)	(7.717.103)	(824.009)	(831.441)
(3.279.144)	(1.200.597)	-	-	-	-	-	-
3.276.279	1.195.502	-	-	-	-	-	-
(2.865)	(5.095)	-	-	-	-	-	-
(35.653.021)	(34.826.468)	(12.847.329)	(6.562.705)	(1.185.689)	(12.196.864)	(824.009)	(1.979.151)

RISIKO OPERASIONAL

Risiko Operasional adalah risiko yang dapat timbul akibat ketidakcukupan dan/atau tidak berfungsinya proses internal, *human error*, kegagalan sistem, dan/atau adanya kejadian-kejadian eksternal yang mempengaruhi operasional Bank. Risiko Operasional melekat pada semua aktivitas Bank, kegiatan operasional dan produk Bank. Kegagalan mengelola Risiko Operasional dapat menyebabkan kerugian finansial, mempengaruhi keselamatan karyawan dan reputasi Bank.

OPERATIONAL RISK

Operational Risks are risks that may arise due to inadequacy and/or a malfunction of internal processes, human errors, system failures, and/or the presence of external events affecting the Bank's operations. Operational Risk is inherent in all Bank activities, operational activities and Bank products. Failure to manage Operational Risk can cause financial loss, affecting employee safety and reputation of the Bank.

Bank mengelola Risiko Operasional secara aktif dan konsisten dengan menerapkan prinsip kehati-hatian pada setiap kegiatan usaha Bank dan seluruh unit bisnis terkait. Pelaksanaan penilaian terhadap Risiko Operasional dilakukan Bank pada semua aktivitas fungsional secara komprehensif. Penilaian terhadap Risiko Operasional dilakukan atas penilaian terhadap risiko inheren dan kualitas penerapan manajemen risiko. Parameter yang digunakan sebagai dasar penilaian risiko inheren mencakup karakteristik dan kompleksitas bisnis, sumber daya manusia, teknologi informasi dan infrastruktur pendukung, *fraud* dan kejadian eksternal seperti terorisme, pandemik, dan bencana alam.

Unit-unit pengambil risiko berperan sebagai lini pertahanan lapis pertama dalam pengelolaan Risiko Operasional sehari-hari. Lini pertahanan lapis kedua meliputi fungsi-fungsi pendukung, seperti manajemen risiko, kepatuhan. Masing-masing fungsi ini, bersama dengan unit-unit bisnis, memastikan bahwa risiko di unit bisnis telah diidentifikasi dan dikelola dengan tepat.

Fungsi-fungsi bisnis pendukung bekerjasama untuk membantu menentukan strategi, menerapkan kebijakan dan prosedur Bank, dan mengumpulkan informasi untuk menyusun risiko Bank secara keseluruhan. Sementara itu, pengawasan independen yang dilakukan oleh Audit Internal sebagai lini pertahanan ketiga secara independen menilai efektivitas proses yang dilakukan oleh lini pertahanan pertama dan kedua dan memastikan kecukupan proses tersebut.

Penerapan manajemen Risiko Operasional dilakukan melalui penyusunan dan penetapan kebijakan dan prosedur tertulis untuk setiap aktivitas operasional Bank, mengembangkan budaya organisasi yang sadar terhadap Risiko Operasional, memperkuat aspek keamanan dan kehandalan operasi teknologi informasi sehingga kesalahan manusia, *fraud*, kesalahan proses, dan potensi kegagalan sistem yang menyebabkan terganggunya kelangsungan usaha dapat ditekan dan dimitigasi lebih dini.

Bank juga mengembangkan pemantauan secara berkala oleh Departemen Manajemen Risiko terhadap hasil penilaian sendiri yang dilakukan unit-unit pengambil risiko atas Risiko Operasional yang melekat pada areanya masing-masing untuk mendeteksi secara dini dan melakukan pencegahan terhadap timbulnya Risiko Operasional, serta *Business Continuity Management*, untuk memastikan kemampuan Bank untuk tetap beroperasi jika terjadi bencana.

The Bank manages the Operational Risk actively and consistently by applying prudential principles to every business activity of the Bank and all related business units. Implementation of the assessment of Operational Risk is done by The Bank on all functional activities in a comprehensive manner. Assessment of Operational Risk is conducted on the assessment of inherent risk and the quality of risk management implementation. The parameters used as the basis for inherent risk assessment include the characteristics and complexity of business, human resources, information technology and supporting infrastructure, fraud and external events such as terrorism, pandemics, and natural disasters.

Risk taking units serve as the first line of defense in day-to-day of Operational Risk management. The second line of defense includes support functions, such as risk management, compliance. Each of these functions, together with business units, ensures that risks in the business unit have been properly identified and managed.

The support business functions work together to help to determine strategies, implement Bank policies and procedures, and collect information to provide risk of The Bank as a whole. Meanwhile, independent monitoring conducted by the Internal Audit as a third line of defense independently assesses the effectiveness of the processes conducted by the first and second line of defense and ensures the adequacy of the process.

The implementation of Operational Risk management is conducted through the preparation and stipulation of written policies and procedures for each operational activity of The Bank, developing organizational culture to have awareness of Operational Risk, strengthening security and reliability aspects of information technology operations so that human error, fraud, process error and potential failure systems that cause disruption of business continuity can be suppressed and mitigated earlier.

The Bank also develops periodic monitoring by the Risk Management Department on self-assessment results conducted by Risk Takers Units for Operational Risk inherent to their respective areas for early detection and prevention of operational risk, as well as Business Continuity Management, to ensure the Bank's ability to remain operational in the event of a disaster.

RISIKO HUKUM

Risiko Hukum adalah risiko yang timbul akibat tuntutan hukum dan/atau kelemahan aspek yuridis, diantaranya akibat kelemahan perikatan yang dilakukan oleh Bank, ketiadaan dan/atau perubahan peraturan perundang-undangan yang menyebabkan suatu transaksi yang telah dilakukan oleh Bank menjadi tidak sesuai dengan ketentuan yang ada dan proses litigasi baik yang timbul dari gugatan pihak ketiga maupun Bank terhadap pihak ketiga.

Penerapan manajemen Risiko Hukum dilakukan melalui penerapan kebijakan manajemen Risiko Hukum, prosedur dan pedoman yang terkait dengan hukum untuk mengawasi pengelolaan Risiko Hukum yang disesuaikan dengan strategi bisnis Bank dan peraturan atau perundangan yang berlaku, termasuk peninjauan dokumentasi, standarisasi dokumen dan prosedur, penggunaan konsultan hukum, pengelolaan proses litigasi dan proses evaluasi atas produk atau layanan baru.

Departemen Hukum berfungsi sebagai penasihat dan melalui fungsinya sebagai ahli hukum mengidentifikasi Risiko Hukum pada produk/aktivitas dan perjanjian. Kejadian proses litigasi termasuk potensi kerugian dikelola sebagai sebuah parameter dalam mengukur Risiko Hukum yang didukung oleh pencatatan dan penatausahaan yang memadai.

Departemen Hukum melakukan pengkajian secara rutin atas kontrak dan perjanjian antara Bank dan pihak lain, termasuk tetapi tidak terbatas pada pengkajian ulang dan memastikan validitas atas hak dan kewajiban di dalam kontrak dan perjanjian terpenuhi. Departemen Hukum juga melakukan pemantauan secara berkala terhadap pengkinian perjanjian hukum dan tindak lanjut penyimpangan dokumen hukum.

Peran serta Departemen Legal dalam berbagai aktivitas pengendalian di dalam Bank, seperti tinjauan aktivitas/produk baru, tinjauan kebijakan, prosedur dan proses operasional merupakan bagian untuk memastikan kecukupan dari pengendalian Risiko Hukum.

LEGAL RISK

Legal Risk is the risk arising from lawsuits and/or weakness of juridical aspect, such as due to weakness of legal binding conducted by Bank, the absence and/or change of regulation legislation causing a transaction that has been done by Bank to be inconsistent with existing provisions, and litigation process either arising from any third party lawsuits or the Bank against any third party.

The implementation of Legal Risk management is conducted through the application of Legal Risk management policies, legal procedures and guidelines to oversee the management of Legal Risk adapted to the Bank's business strategy and applicable laws and regulations, including documentation review, standardization of documents and procedures, use of legal consultants, litigation process management and evaluation process of new products or services.

Legal Department functions as an adviser and through its function as a legal expert identifying the Legal Risk on products/activities and agreements. The litigation process incidents including potential losses are managed as a parameter in measuring Legal Risk supported by adequate records and administration.

Legal Department conducts regular review of contracts and agreements between The Bank and other parties, including but not limited to reviewing and ensuring the validity of the rights and obligations in the contracts and agreements are met. Legal Department also conducts periodic monitoring of legal agreement updates and follows up on irregularities of legal documents.

The Role of the Legal Department in various control activities within the Bank, such as new product/activity reviews, policy review, operational procedures and processes are part of ensuring the adequacy of Legal Risk control.

RISIKO STRATEJIK

Risiko Strategik adalah risiko akibat ketidaktepatan dalam pengambilan dan/atau pelaksanaan suatu keputusan strategik serta kegagalan dalam mengantisipasi perubahan lingkungan bisnis. Risiko Strategik merupakan potensi dari efek samping pada pendapatan (*earning*) yang muncul dari perubahan kondisi kegiatan usaha, seperti keadaan pasar, perilaku Nasabah, kemajuan teknologi, serta keputusan strategi yang kurang baik.

Risiko Strategik dapat disebabkan oleh kelemahan dan ketidaktepatan dalam perumusan strategi, sistem informasi manajemen yang kurang memadai, analisa lingkungan internal dan eksternal yang kurang memadai, ketidaktepatan dalam implementasi strategi dan kegagalan mengantisipasi perubahan lingkungan bisnis. Dalam rangka mendukung perumusan strategi Bank, Bank telah mempersiapkan perkembangan teknologi yang dituangkan dalam rencana strategis IT dan terus meningkatkan kemampuan organisasi dibidang sumber daya manusia.

Bank memiliki rencana bisnis tertulis yang mencakup strategi selama tiga tahun yang akan dikaji ulang dan diperbaharui setiap tahun. Rencana bisnis tersebut disusun sesuai dengan visi dan misi Bank dan dengan mempertimbangkan kondisi internal (kekuatan dan kelemahan Bank), perkembangan faktor-faktor/kondisi-kondisi eksternal yang secara langsung atau tidak langsung dapat mempengaruhi strategi usaha Bank, dan strategi yang diambil untuk mencapai tujuan kegiatan usaha Bank.

Laporan rencana bisnis dibandingkan dengan realisasi pencapaian secara berkala dilaporkan kepada Direksi dan Dewan Komisaris dalam rangka mengevaluasi pelaksanaan Rencana Bisnis, dimana Risiko Strategik diidentifikasi dan langkah-langkah perbaikan akan diambil apabila terjadi penyimpangan.

Laporan realisasi berkala kepada Regulator setiap triwulan menggambarkan realisasi berbanding dengan rencana bisnis, diikuti dengan penjelasan dari variasi-variasi yang ada. Laporan profil Risiko Strategik disiapkan setiap triwulan oleh Departemen Manajemen Strategis dan Transformasi bersama dengan Departemen Manajemen Risiko untuk mengidentifikasi dan mengevaluasi perkembangan rencana strategik berdasarkan parameter yang telah ditentukan.

STRATEGIC RISK

Strategic Risk is the risk due to inaccuracy in the taking and/or execution of a strategic decision as well as failure in anticipating changes in the business environment. Strategic Risk is the potential of side-effects on earnings arising from changing business conditions, such as market conditions, customer behavior, technological advances, and unfavorable strategic decisions.

Strategic risks can be caused by weakness and inaccuracy in the formulation of strategies, inadequate management information systems, inadequate internal and external environment analyzes, inaccuracy in strategy implementation and failure to anticipate changes in the business environment. In order to support the Bank's strategy formulation, the Bank has prepared technological developments as outlined in the IT strategic plan and continues to improve its organizational capability in the field of human resources.

The Bank has a written business plan covering a three-year strategy that will be reviewed and updated annually. The business plan is structured according to the Bank's vision and mission and taking into account the internal conditions (strengths and weaknesses of the Bank), the development of external factors/conditions that directly or indirectly affect the Bank's business strategy, and the strategies taken to achieve the objectives business activities of the Bank.

The business plan report compared to the achievements realized is periodically reported to the Board of Directors and the Board of Commissioners in order to evaluate the implementation of the Business Plan. Strategic Risk is identified and corrective measures will be taken in the event of any deviation.

Regular realization reports to the regulators on a quarterly basis illustrate the realization compared to the business plan, followed by an explanation of the variations. The Strategic Risk profile report is prepared quarterly by the Strategy Management and Transformation Office Department in conjunction with the Risk Management Department to identify and evaluate the progress of strategic plans based on predetermined parameters.

RISIKO KEPATUHAN

Risiko Kepatuhan merupakan risiko yang disebabkan oleh karena Bank tidak mematuhi dan/atau tidak melaksanakan peraturan perundang-undangan dan ketentuan yang berlaku. Dalam mengelola Risiko Kepatuhan, Bank berpedoman pada Kebijakan dan Prosedur Kepatuhan. Untuk menjalankan fungsi kepatuhan secara efektif, Bank telah memiliki Departemen Kepatuhan dan Departemen *Anti Money Laundering/Countering Financing of Terrorism* (AML/CFT) yang kompeten, serta Kebijakan Kepatuhan dan Prosedur Sistem Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme yang mencakup proses identifikasi, pengukuran, pemantauan, pengendalian dan pelaporan Risiko Kepatuhan.

Dalam hal terjadi pelanggaran, Bank melakukan identifikasi penyebab terjadinya pelanggaran dan mengambil tindakan perbaikan untuk mencegah terjadinya pelanggaran yang sama di masa mendatang. Departemen Kepatuhan juga memastikan kepatuhan terhadap kebijakan, prosedur, sistem dan bisnis yang dimiliki oleh Bank, dan menjaga pelaksanaan komitmen kepada Regulator.

RISIKO REPUTASI

Risiko Reputasi adalah risiko akibat menurunnya tingkat kepercayaan Pemangku Kepentingan yang bersumber dari persepsi negatif terhadap Bank. Kunci pengelolaan Risiko Reputasi di Bank berhubungan dengan kepatuhan terhadap peraturan-peraturan, penanganan yang tepat terhadap keluhan-keluhan Nasabah, dan pelaksanaan pengujian kesesuaian Nasabah terhadap produk yang ditawarkan.

Dalam mengelola Risiko Reputasi Bank, kerangka kerja manajemen Risiko Reputasi telah dibuat untuk memastikan Risiko Reputasi dalam Bank telah diidentifikasi dengan baik, diukur, dipantau, dikendalikan, dan dilaporkan secara konsisten. Sebagai bagian dari pengelolaan Risiko Reputasi, Bank memiliki *call center* yang bertanggung jawab untuk menyediakan informasi komprehensif kepada Nasabah dan pemilik kepentingan Bank lainnya, serta menangani permintaan dan keluhan Nasabah.

COMPLIANCE RISK

Compliance Risk is a risk caused by the Bank's failure to comply with and/or not enforce the applicable laws and regulations. In managing Compliance Risk, The Bank is guided by Compliance Policy and Procedure. To perform compliance functions effectively, the Bank has a Compliance Department and Anti-Money Laundering/Countering Financing of Terrorism (AML/CFT) Department, as well as the Compliance Policy and Anti-Money Laundering and Counter-Terrorism Financing System Procedure covering the process of identification, measurement, monitoring, controlling and reporting Compliance Risk.

In the event of a violation, the Bank identifies the cause of the violation and takes corrective action to prevent the occurrence of the same violation in the future. The Compliance Department also ensures compliance with the Bank's policies, procedures, systems and businesses, and maintains the implementation of its commitments to regulators.

REPUTATION RISK

Reputation Risk is the risk that comes due to the decreasing of Stakeholders trust level pertaining to negative perception towards Bank. The key to Reputation Risk management at The Bank relates to compliance with regulations, the proper handling of customer complaints, and the implementation of customer conformity testing on the products offered.

In managing the Reputation Risk of The Bank, the Reputation Risk management framework has been established to ensure that Reputation Risk within the Bank has been properly identified, measured, monitored, controlled, and reported consistently. As part of Reputation Risk management, the Bank has a call center responsible for providing comprehensive information to customers and other Bank interest owners, as well as handling customer requests and complaints.

Pemantauan terhadap media cetak, jejaring sosial, internet, maupun media lainnya, dilakukan agar dapat segera diambil langkah-langkah yang diperlukan sekiranya terdapat pemberitaan yang memiliki dampak negatif terhadap Bank. Bank telah memiliki Kebijakan tentang transparansi kondisi keuangan dan non-keuangan Bank yang dipublikasikan secara berkala untuk memberikan informasi yang komprehensif kepada Pemangku Kepentingan Bank.

PENGELOLAAN PERMODALAN

Sasaran utama atas kebijakan pengelolaan permodalan yang dilakukan oleh Bank adalah untuk mematuhi ketentuan permodalan eksternal yang berlaku dan untuk mempertahankan rasio permodalan yang sehat agar dapat mendukung usaha dan memaksimalkan nilai bagi Pemegang Saham.

Bank mengelola struktur modal dan melakukan penyesuaian atas struktur tersebut terhadap perubahan kondisi ekonomi dan karakteristik risiko aktivitasnya. Untuk mempertahankan atau menyesuaikan struktur modal tersebut, Bank melakukan antara lain penambahan setoran modal inti dari Pemegang Saham dan memperoleh pinjaman subordinasi.

Bank telah mematuhi semua persyaratan modal yang ditetapkan sepanjang periode pelaporan. Kewajiban Penyediaan Modal Minimum (KPMM) Bank dengan memperhitungkan Risiko Kredit, Risiko Operasional, dan Risiko Pasar adalah sebagai berikut:

Monitoring of print media, social networking, internet, and other media, is conducted in order to immediately take the necessary steps if there is any news that has a negative impact on The Bank. The Bank has a policy on transparent financial and non-financial condition of the Bank which is published periodically to provide comprehensive information to Stakeholders of the Bank.

CAPITAL MANAGEMENT

The main objective of the capital management policy undertaken by The Bank is to comply with applicable external capital requirements and to maintain a healthy capital ratio in order to support the business and maximize value for Shareholders.

The Bank manages the capital structure and adjusts the structure to changes in economic conditions and risk characteristics of its activities. To maintain or adjust the capital structure, the Bank makes, among other things, the addition of core capital contribution from the Shareholders and obtains a subordinated loan.

The Bank has complied with all capital requirements set out throughout the reporting period. The Minimum Capital Requirement (KPMM) of the Bank taking into account Credit Risk, Operational Risk and Market Risk are as follows:

Kewajiban Penyediaan Modal Minimum (KPMM) Bank
Bank's Capital Adequacy Ratio (CAR)

IDR juta | IDR million

Komponen Component	2017	2016
Modal Tier 1 Tier Capital 1	5.339.836	3.886.700
Modal Tier 2 Tier Capital 2	1.364.828	1.384.615
Jumlah Modal Total Capital	6.704.664	5.271.315
ATMR untuk risiko kredit setelah memperhitungkan risiko spesifik RWA for credit risks after considering specific risks	35.400.416	31.281.460
ATMR untuk risiko operasional RWA for Operational Risk	2.409.396	1.905.901
ATMR untuk risiko pasar RWA for market risk	37.957	39.230
Jumlah ATMR untuk risiko kredit, pasar, dan operasional Total RWA for credit, market and operational	37.847.769	33.226.591
Rasio CET 1 CET 1 Ratio	14,11%	11,70%
Rasio Tier 1 Tier 1 Ratio	14,11%	11,70%
Rasio Tier 2 Tier 2 Ratio	3,61%	4,16%
Rasio Total Total Ratio	17,72%	15,86%
KPMM minimum Minimum CAR	9% - 10%	9% - 10%
<i>Capital conservation buffer</i>	1,25%	-
<i>Countercyclical buffer</i>	0%	0%
<i>Capital surcharge</i>	-	-

PROSES PERHITUNGAN KECUKUPAN MODAL INTERNAL (ICAAP)

Bank telah melakukan perhitungan Kecukupan Modal Internal (ICAAP) untuk menetapkan kecukupan modal sesuai dengan profil risikonya, dan menetapkan strategi untuk memelihara tingkat permodalan.

Kecukupan modal minimum sesuai profil risiko bertujuan untuk mengantisipasi potensi kerugian yang antara lain timbul dari Aset Tertimbang Menurut Risiko (ATMR) yang telah memperhitungkan Risiko Kredit, Risiko Pasar, dan Risiko Operasional. Selain itu, kecukupan modal minimum juga bertujuan mengantisipasi potensi kerugian di masa mendatang dari risiko-risiko yang belum sepenuhnya diperhitungkan dalam ATMR tersebut, antara lain Risiko Konsentrasi, Risiko Likuiditas, Risiko Suku Bunga pada *Banking Book*, Risiko Hukum, Risiko Kepatuhan, Risiko Strategik, dan Risiko Reputasi serta untuk mengantisipasi dampak penerapan skenario *stress-test* terhadap kecukupan modal Bank.

PROCESS CALCULATION OF INTERNAL CAPITAL ADEQUACY (ICAAP)

The Bank has calculated the Internal Capital Adequacy (ICAAP) to determine the adequacy of capital in accordance with its risk profile, and establishes a strategy to maintain the capital level.

The minimum capital adequacy according to the risk profile aims to anticipate potential losses arising from, among others, Risk Weighted Assets (ATMR) which have taken into account Credit Risk, Market Risk and Operational Risk. In addition, the minimum capital adequacy also aims to anticipate potential future losses from risks not yet fully accounted for in the Risk Weighted Assets, such as Concentration Risk, Liquidity Risk, Interest Rate Risk in Banking Book, Legal Risk, Compliance Risk, Strategic Risk, and Reputation Risk, as well as to anticipate the impact of the implementation of stress test scenario on the capital adequacy of The Bank.

KAJI ULANG TERHADAP PENERAPAN MANAJEMEN RISIKO

Bank melakukan kaji ulang penerapan manajemen risiko melalui evaluasi secara internal dan eksternal, yang antara lain bertujuan untuk menilai keandalan kerangka manajemen risiko, yang mencakup kebijakan dan prosedur, struktur organisasi, alokasi sumber daya, desain proses manajemen risiko, sistem informasi dan pelaporan risiko.

Secara internal, Satuan Kerja Audit Intern secara rutin melakukan kaji ulang dan audit terhadap penerapan manajemen risiko Bank berdasarkan prinsip *risk-based audit* dengan tujuan bukan saja sebagai pengendalian internal namun juga untuk perbaikan penerapan manajemen risiko secara terus menerus. Komite Pemantau Risiko melakukan kajian dan evaluasi atas kebijakan dan pelaksanaan manajemen risiko Bank, serta memberikan masukan dan rekomendasi kepada Dewan Komisaris dalam rangka melaksanakan fungsi pengawasan. Secara eksternal, kaji ulang penerapan manajemen risiko dilakukan oleh auditor eksternal maupun pemeriksaan Otoritas Jasa Keuangan (OJK).

REVIEWING THE IMPLEMENTATION OF RISK MANAGEMENT

The Bank reviews the implementation of risk management through internal and external evaluations, which aims at assessing the reliability of the risk management framework, including policies and procedures, organizational structure, resource allocation, risk management process design, information systems and risk reporting.

Internally, the Internal Audit Department regularly reviews and audits the application of risk management of The Bank based on the principle of risk-based audit with the objective not only as internal control but also for continuous improvement of risk management implementation. The Risk Monitoring Committee reviews and evaluates the policies and implementation of risk management of The Bank, and provides input and recommendation to the Board of Commissioners in order to implement supervisory functions. Externally, reviews of risk management implementation are performed by external auditors as well as by examinations from the Financial Services Authority (OJK).

SERTIFIKASI MANAJEMEN RISIKO

Bank telah melakukan pemantauan atas pelaksanaan kewajiban sertifikasi manajemen risiko pada seluruh unit kerja Bank, sebagai alat untuk meningkatkan kompetensi dan keahlian pengelolaan risiko.

RISK MANAGEMENT CERTIFICATION

The Bank has conducted monitoring on the implementation of risk management certification obligations in all of the The Bank's work units. This was done as a tool to improve competency and risk management expertise.

Sertifikasi Manajemen Risiko Risk Management Certification	Jumlah Karyawan yang Telah Tersertifikasi Number of employees that have been certified
Tingkat 1 Level 1	169
Tingkat 2 Level 2	180
Tingkat 3 Level 3	71
Tingkat 4 Level 3	39
Tingkat 5 Level 5	11
TOTAL	470

PROFIL DAN MITIGASI RISIKO

Penilaian terhadap profil risiko dilakukan setiap triwulan yang dilaporkan kepada Direksi, Dewan Komisaris dan Regulator. Penilaian tersebut ditempuh dengan menggabungkan risiko yang melekat (*inherent risk*) dengan kualitas penerapan manajemen risiko.

PROFILE AND RISK MITIGATION

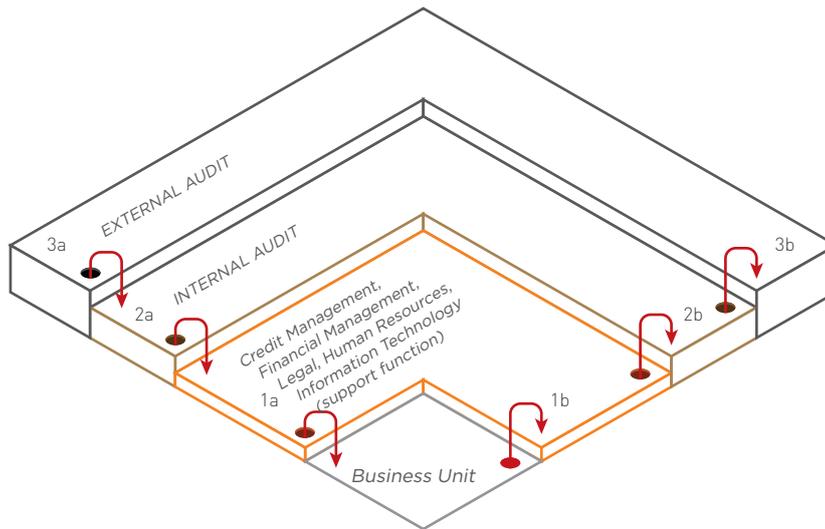
An assessment of the risk profile is performed quarterly to the Board of Directors, Board of Commissioners and regulators. The assessment is done by combining inherent risk with the quality of risk management implementation.

Berdasarkan penilaian profil risiko per 31 Desember 2017, risiko inheren memiliki peringkat *low to moderate* dan kualitas penerapan manajemen risiko memiliki peringkat *satisfactory* sehingga risiko komposit Bank adalah *low to moderate*.

Based on risk profile assessments as of December 31, 2017, the Bank's inherent risk has "low to moderate" rating and the quality of risk management implementation has "satisfactory" rating, so the risk of ICBC Indonesia composite is "low to moderate".

SISTEM PENGENDALIAN INTERNAL

INTERNAL CONTROL SYSTEM



1a.
Diskusi/Pelatihan Kebijakan dan Prosedur Kepatuhan
Compliance Opinion, Sharing/ Training, Policy and Procedure

2a.
Laporan Hasil Audit Internal, Penilaian terhadap Kualitas Penerapan Manajemen Risiko, Laporan Kejadian Fraud, Laporan Hasil Audit Eksternal
Internal Audit Report, Assessment on the QRMI, Fraud Event/ Investigation, Guest Auditor

3a.
Ruang Lingkup
Sharing Audit Scope

1b.
Laporan Hasil Audit Internal
Internal Audit Report, Sharing the Scope of Audit

2b.
Laporan Hasil Audit Bank Indonesia/ Otoritas Jasa Keuangan, Laporan RCSA/ Laporan Kejadian Risiko, Laporan Risk Officer, Off-Site Data
BI/ OJK Audit Report, RCSA/ RER/ Risk Officer Report, ICU Report, Other Off-site Data

3b.
Laporan Kejadian Risk Control Self-assessment (RCSA)
Incident Reporting, RCSA

Pada prinsipnya, sistem pengendalian internal terkandung dalam seluruh aktivitas dan diseluruh unit kerja. Dewan Komisaris dan Direksi bertanggung jawab penuh untuk mengawasi dan melaksanakan kerangka kerja sistem pengendalian internal yang diterapkan di Bank, dan untuk mengusulkan perubahan jika diperlukan. Bank telah membentuk tiga lapis *assurance* guna memastikan sistem pengendalian internal berjalan sesuai fungsinya.

In principle, the internal control system is contained in all activities and throughout all work units. The Board of Commissioners and the Board of Directors are fully responsible for overseeing and implementing the internal control system framework implemented at the Bank, and to propose changes where appropriate. The Bank has established three layers of assurance to ensure the internal control system is functioning accordingly.

Unit bisnis/pendukung/operasional yang ada di Cabang dan Kantor Pusat adalah lapis pertama *assurance*. Lapis kedua *assurance* adalah fungsi pendukung seperti manajemen risiko, kepatuhan, legal, sumber daya manusia, keuangan, operasional, dan teknologi.

Lapisan ketiga *assurance* adalah fungsi audit internal yang secara independen menilai efektivitas proses yang diciptakan di lapisan pertama dan kedua, serta memberikan *assurance* yang memadai atas seluruh aktivitas dan unit kerja.

SISTEM PENGENDALIAN KEUANGAN DAN OPERASIONAL

Sistem Pengendalian Internal ditetapkan oleh Direksi dengan persetujuan Dewan Komisaris. Penerapan sistem pengendalian yang efektif dilakukan secara berkesinambungan dengan tujuan sebagai berikut:

- Menjaga dan mengamankan harta kekayaan Bank.
- Menjamin tersedianya laporan yang lebih akurat.
- Meningkatkan kepatuhan terhadap ketentuan yang berlaku.
- Mengurangi dampak keuangan/kerugian, penyimpangan termasuk kecurangan/*fraud*, dan pelanggaran terhadap prinsip kehati-hatian.
- Meningkatkan efektivitas organisasi dan efisiensi biaya.

PENILAIAN TERHADAP EFEKTIVITAS PENGENDALIAN INTERNAL

Manajemen bertanggung jawab atas terselenggaranya sistem pengendalian internal yang handal dan efektif serta berkewajiban untuk meningkatkan budaya risiko (*risk culture*) yang efektif, dan wajib memastikan bahwa hal tersebut telah melekat di setiap jenjang organisasi. Departemen *Internal Audit* (DIA) bertanggung jawab mengevaluasi dan berperan aktif dalam meningkatkan efektivitas sistem pengendalian internal secara berkesinambungan berkaitan dengan pelaksanaan operasional Bank dalam mencapai sasaran yang telah ditetapkan Bank. Departemen *Internal Audit* melakukan audit secara periodik terhadap seluruh aktivitas di unit kerja. Hasil audit disampaikan kepada Manajemen untuk ditindaklanjuti dan di-*monitor* pelaksanaannya. Hal ini dilakukan untuk memastikan sistem pengendalian internal berjalan secara efektif.

Business/support/operational units in the branch and head office serves as the first layer of assurance. The second layer of assurance is a support function such as Risk Management, Compliance, Legal, Human Resources, Financial Management, Operations, and Information Technology.

The third layer of assurance is an internal audit function that independently assesses the effectiveness of processes created in the first and second layers, and provides adequate assurance of all activities and work units.

FINANCIAL AND OPERATIONAL CONTROL SYSTEMS

The Internal Control System is established by the Board of Directors with the approval of the Board of Commissioners. Implementation of effective control systems is carried out continuously with the following objectives:

- Maintain and secure the Bank's assets.
- Ensure more accurate reporting.
- Improve compliance with applicable regulations.
- Reduce financial/disadvantageous impacts, irregularities, including cheating/*fraud*, and violation of prudential principles.
- Improve organizational effectiveness and cost efficiency.

ASSESSMENT OF EFFECTIVENESS OF INTERNAL CONTROLS

The management is responsible for the implementation of a reliable and effective internal control system and is obliged to promote an effective risk culture, and must ensure that it is inherent at every level of the organization. The Internal Audit Department is responsible for evaluating and taking an active role in improving the effectiveness of the internal control system on an ongoing basis in relation to the Bank's operational implementation in achieving the objectives set by the Bank. The Internal Audit Department conducts periodic audits of all activities in the work unit. Audit results are submitted to Management for follow-up and monitored for implementation. This is done to ensure the internal control system runs effectively.

FUNGSI KEPATUHAN (COMPLIANCE)

Untuk memenuhi ketentuan dalam Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tentang Penerapan Tata Kelola Bagi Bank Umum, Bank telah menetapkan serangkaian Pedoman *Compliance* yang antara lain berupa:

Piagam *Compliance*

Piagam *Compliance* merupakan standar formal yang berisi prinsip-prinsip dasar, kewenangan, tugas dan tanggung jawab fungsi *compliance* dalam organisasi, dan jalur pelaporan antara Direksi, Dewan Komisaris dan Otoritas Jasa Keuangan (OJK) selaku pengawas Bank.

Pernyataan *Compliance*

Pernyataan *Compliance* berisi kesanggupan setiap karyawan Bank untuk bertanggung jawab dan patuh pada Kode Etik Perilaku; kebijakan, prosedur, dan pedoman internal; Peraturan Bank Indonesia dan OJK; serta peraturan dan perundang-undangan yang berlaku sesuai dengan lingkup pekerjaan karyawan yang bersangkutan.

Kebijakan *Compliance*

Kebijakan *Compliance* merupakan ketentuan yang mendefinisikan peran *Compliance* didalam Bank. Kebijakan ini diterbitkan dalam rangka memitigasi risiko pada aktifitas bisnis Bank (tindakan preventif (*ex-ante*)).

KESESUAIAN DENGAN COSO

Sistem pengendalian internal Bank disusun secara terintegrasi dan telah sesuai dengan metode yang diterbitkan oleh *Committee of Sponsoring Organization of the Treadway Commission* (COSO) dan kepatuhan terhadap regulasi yang berlaku.

COMPLIANCE CHARTER

To comply with the provisions of the Financial Services Authority Regulation No. 55/POJK.03/2016 on the Implementation of Good Corporate Governance for Commercial Banks, The Bank has established a series of Compliance Guidelines, which include:

Compliance Charter

The Compliance Charter is a formal standard that contains the basic principles, authorities, duties and responsibilities of the Compliance Function within the organization, and the reporting line between the Board of Directors, the Board of Commissioners and the Financial Services Authority (OJK) as the Bank's supervisor.

Compliance Statement

The Compliance Statement contains the ability of every Bank employee to be responsible and adhere to the Code of Conduct; internal policies, procedures and guidelines; Bank Indonesia and OJK Regulations; as well as applicable laws and regulations in accordance with the scope of work of the employees concerned.

Compliance Policy

The Compliance Policy is a provision that defines Compliance's role within the Bank. This policy is published in order to mitigate the risks to the Bank's business activities (*ex-ante*).

COMPATIBILITY WITH COSO

The internal control system of The Bank is developed in an integrated manner and is in accordance with the method published by the Committee of Sponsoring Organization of the Treadway Commission (COSO) and is in compliance with prevailing regulations.

PERKARA PENTING LEGAL ISSUES

PERMASALAHAN HUKUM

Perkembangan jumlah permasalahan dan/atau perkara hukum serta litigasi yang dihadapi Bank dalam 3 (tiga) tahun terakhir adalah sebagai berikut:

LEGAL ISSUES

The development of the number of issues and/or legal and litigation issues faced by the Bank in the last 3 (three) years is as follows:

Permasalahan Hukum Legal Issues	2017		2016		2015	
	Perdata Civil	Pidana Criminal	Perdata Civil	Pidana Criminal	Perdata Civil	Pidana Criminal
Selesai (Telah mempunyai kekuatan hukum tetap) Completed (Has valid legal force)	1	-	4	-	-	-
Dalam proses penyelesaian In the process of settlement	5	-	-	-	2	-
TOTAL	6	-	4	-	2	-

Selama tahun 2017 terdapat 5 (lima) perkara yang dihadapi Bank. Permasalahan hukum tersebut dilaksanakan melalui proses yang berlaku di Indonesia dengan penuh kesadaran sebagai bentuk kepatuhan hukum. Bank senantiasa berkomitmen untuk memberikan kerjasama yang baik dalam proses penyelesaian permasalahan hukum sebagaimana diuraikan dalam tabel berikut ini:

Throughout 2017, there were 5 (five) issues faced by the Bank. The legal issues are resolved through a process that is valid in Indonesia with full awareness as a form of legal compliance. The Bank is always committed to providing good cooperation in the process of resolving legal issues, as can be seen in the following table:

Pihak yang Berperkara Participating Party	Pokok Perkara Subject Matter	Status Perkara Status	Risiko yang dihadapi Bank dan Pengaruhnya Terhadap Bank Risks Faced by the Bank and Its Influence on the Bank	Tindak Lanjut Follow-ups
Tergugat Bank ICBC Indonesia	Perkara No. 19/PDT/2017/PT.Sby Jo. No.251/Pdt.G/2015.PN.Sby Tentang pembatalan sita eksekusi yang diajukan Bank ICBC Indonesia terhadap jaminan debitur On the cancellation of the confiscation by Bank ICBC Indonesia against the debtor's guarantee	Pada September 2017, Bank ICBC Indonesia mengajukan kasasi. Sampai saat ini Bank masih menunggu keputusan kasasi dari Mahkamah Agung. In September 2017, Bank ICBC Indonesia filed an appeal. Until now, the Bank is still waiting for the decision of cassation from the Supreme Court.	Proses eksekusi melalui lelang batal. The process of execution through the auction is off.	Dalam proses di MA. In process at the Supreme Court

Pihak yang Berperkara Participating Party	Pokok Perkara Subject Matter	Status Perkara Status	Risiko yang dihadapi Bank dan Pengaruhnya Terhadap Bank Risks Faced by the Bank and Its Influence on the Bank	Tindak Lanjut Follow-ups
Tergugat Bank ICBC Indonesia	Perkara No. 341/Pdt.G/2016/PN.Bdg Tentang pembatalan sita eksekusi yang diajukan Bank ICBC Indonesia terhadap jaminan debitur. on the cancellation of the confiscation by Bank ICBC Indonesia against the debtor's guarantee.	Penggugat mengajukan kasasi pada tanggal 7 November 2017. Bank sebagai tergugat menyerahkan kontra memori kasasi pada tanggal 15 November 2017. Saat ini masih menunggu keputusan kasasi dari Mahkamah Agung. The plaintiff filed an appeal on November 7, 2017. The Bank as the defendant handed over the counter appeal of cassation on November 15, 2017. It is currently pending the appeal decision of the Supreme Court.	Proses eksekusi melalui lelang batal. The process of execution through the auction is off.	Dalam proses di MA. In process at the Supreme Court
Tergugat II Bank ICBC Indonesia	Perkara No. 04/Pdt.Sus-ActioPauliana/2016/PN.Niaga. JKT.PST Tentang Actio Pauliana atas jual beli yang dilakukan. On Actio Pauliana on the sale and purchase of PT SUSU	Pada tanggal 10 April 2017 tergugat I mengajukan banding atas keputusan dan penggugat telah mengajukan kontra memori kasasi pada tanggal 4 Mei 2017. Saat ini masih dalam proses di Mahkamah Agung. On April 10, 2017, the plaintiff appealed the court's decision and the curator has filed a counter appeal against cassation on May 4, 2017. It is currently in process at the Supreme Court.	Tidak ada (Hutang kepada Bank telah lunas) Sale of debtors' assets against PT SMMF has been revoked by the court.	Dalam proses di MA. In process at the Supreme Court
Tergugat Bank ICBC Indonesia	Perkara No. 256/Pdt.G/2017/PN.JktSel Tentang pembatalan sita eksekusi yang diajukan Bank ICBC Indonesia terhadap penggugat. On the cancellation of the confiscation by Bank ICBC Indonesia against the plaintiff.	Masih dalam proses di Pengadilan Negeri. Still in process at the District Court.	Proses eksekusi melalui lelang batal. The process of execution through the auction is off.	Dalam proses Pengadilan Negeri. In state court process.
Tergugat Bank ICBC Indonesia	Perkara No. 323/PDT.PLW/2017/PN.BDG Tentang gugatan perlawanan pihak ketiga. on third-party resistance claims.	Pada tanggal 24 Agustus 2017 ketua Pengadilan Negeri Bandung telah mengeluarkan penetapan sita eksekusi, namun tertunda karena adanya gugatan perlawanan di Pengadilan Negeri Bandung pada tanggal 23 Agustus 2017. Saat ini masih dalam proses di Pengadilan Negeri. On August 24, 2017 the chairman of the Bandung District Court has issued the seizure of the execution, but was delayed due to a lawsuit against the Bandung District Court on August 23, 2017. It is still in process at the District Court.	Proses eksekusi melalui lelang batal. The process of execution through the auction is off.	Dalam proses Pengadilan Negeri. In the Replik Duplik process.

Untuk Dewan Komisaris dan Direksi, tidak terdapat permasalahan hukum yang melibatkan anggota dari kedua organ tersebut.

Sanksi Administrasi

Di sepanjang tahun 2017 tidak terdapat sanksi administrasi yang dikenakan oleh otoritas terkait baik kepada Bank maupun kepada anggota Dewan Komisaris dan Direksi.

Board of Commissioners and the Board of Directors have no legal issues involving members of both organs.

Administrative Sanctions

Throughout 2017, there have been no administrative sanctions imposed by relevant authorities either to the Bank or to members of the Board of Commissioners or the Board of Directors.

AKSES INFORMASI & DATA BANK

BANK'S INFORMATION & DATA ACCESS

AKSES INFORMASI BANK

Sesuai dengan Undang-Undang Republik Indonesia No. 14 Tahun 2008 tentang Keterbukaan Informasi Publik yang menyatakan bahwa keterbukaan informasi publik merupakan sarana dalam mengoptimalkan pengawasan publik terhadap penyelenggaraan negara dan badan publik lainnya dan segala sesuatu yang berakibat pada kepentingan publik, maka Bank berkomitmen menerapkan prinsip transparansi kepada segenap Pemangku Kepentingan Bank dengan menyediakan akses dan sarana perolehan informasi yang memadai kepada seluruh Pemangku Kepentingan.

Akses informasi dan data Bank kepada publik secara eksternal bisa diakses di situs resmi Bank, media cetak, dan media elektronik lainnya seperti:



Email: customer_care@dina.icbc.com.cn



Website: www.icbc.co.id



Phone: (+62-21) 2355 6000 (hunting)

BANK INFORMATION ACCESS

Law of the Republic of Indonesia No. 14/2008 on Public Information Disclosure states that public information disclosure is a means to optimize public supervision on the administration of the state and other public bodies and everything that affects the public interest. In accordance with this law, The Bank is committed to applying the principle of transparency to all stakeholders of The Bank by providing access and means of obtaining adequate information to all Stakeholders.

Access to Bank information and data for the public is externally accessible on the Bank's official website, as well as through print media, through the following channels:

KETERBUKAAN DALAM KOMUNIKASI EKSTERNAL

Sebagai bentuk transparansi kepada masyarakat, Bank secara berkala menyebarluaskan informasi mengenai aktivitas dan kinerja Bank, yakni sebagai berikut:

DISCLOSURE IN EXTERNAL COMMUNICATION

As a form of transparency towards the public, the Bank periodically disseminates material information on its activities and performance:

Perkembangan Keterbukaan Informasi | Development of Information Disclosure

Bentuk Keterbukaan Forms of Openness	2017	2016	2015
Iklan Publikasi Pengumuman Lelang Publication of Advertisements Announcing Auctions	-	-	-
Laporan Tahunan Annual Reports	1	1	1
Paparan Kinerja Bank ICBC Indonesia Performance Exposure of Bank ICBC Indonesia to Shareholders	5	6	4
Siaran/Konferensi Pers Broadcasts/Press Conferences	3	12	7

SITUS

Bank memiliki situs elektronik dengan alamat www.icbc.co.id yang dapat diakses oleh segenap Pemangku Kepentingan. Dalam situs ini disajikan informasi mengenai profil dan sejarah perusahaan, informasi mengenai Manajemen Perusahaan, Produk dan Layanan, Informasi Kinerja Keuangan, serta sejumlah dokumen keterbukaan informasi lainnya.

WEBSITE

The Bank has a website at www.icbc.co.id that is accessible to Shareholders and all other Stakeholders. This website provides information on the company's profile and history, information on Company Management, Products and Services, Financial Performance Information, and other information disclosure documents.

PAPARAN KINERJA

Sepanjang 2017 Bank telah menyampaikan paparan kinerja Kepada Pemegang Saham dan Pemangku Kepentingan sebagai bentuk keterbukaan informasi. Paparan kinerja dilakukan melalui tayangan iklan media massa nasional sebagai berikut:

Publikasi Laporan Keuangan | Financial Report Publication

Posisi Keuangan Financial Position	Tanggal Publikasi Publication Date	Media
31 Desember December 2016	30 Maret March 2017	Bisnis Indonesia
31 Maret March 2017	13 Mei May 2017	Bisnis Indonesia
30 Juni June 2017	15 Agustus August 2017	Bisnis Indonesia
30 September 2017	06 November 2017	Bisnis Indonesia
31 Desember December 2017	29 Maret March 2018	Bisnis Indonesia

Publikasi Laporan Keuangan ICBC Limited | ICBC Limited Financial Report Publication

Posisi Keuangan Financial Position	Tanggal Publikasi Publication Date	Media
30 Juni 2017	30 Agustus 2017	Bisnis Indonesia

LAPORAN TAHUNAN

Bank menerbitkan laporan tahunan yang merupakan dokumentasi resmi atas pencapaian kinerja Bank di tahun buku. Laporan Tahunan didistribusikan kepada Pemegang Saham dan segenap Pemangku Kepentingan lainnya. Laporan Tahunan Bank tahun 2017 telah didistribusikan kepada Pemegang Saham dan Pemangku Kepentingan serta telah diikutsertakan dalam Annual Report Awards (ARA) yang diselenggarakan oleh Regulator.

PENGELOLAAN KOMUNIKASI INTERNAL

Dalam rangka menciptakan iklim komunikasi internal yang kondusif untuk mendukung pencapaian kinerja, Bank senantiasa menciptakan komunikasi dua arah melalui berbagai media komunikasi termasuk:

- Surel
- Situs Internal
- Newsboard
- Digital Signage

PERFORMANCE EXPOSURE

Throughout 2017, the Bank has submitted performance exposures to Shareholders and Stakeholders as a form of information disclosure and reporting to Shareholders. Performance exposure is done through national mass media advertisements as follows:

ANNUAL REPORT

The Bank publishes an annual report which is the official documentation of the Bank's performance in a financial year. The Annual Report is distributed to Shareholders and all other Stakeholders. The Bank's 2017 Annual Report has been distributed to Shareholders and Stakeholders and has been included in the Annual Report Awards (ARA) organized by regulators.

INTERNAL COMMUNICATION MANAGEMENT

In order to create a conducive internal communication climate to support performance achievements, the Bank continues to create two-way communication channels through various communication media, including as follows:

- Electronic Posts
- Internal Site
- Newsboard
- Digital Signage

HUBUNGAN DENGAN PEMANGKU KEPENTINGAN RELATIONS WITH STAKEHOLDERS

Pemangku Kepentingan adalah pihak-pihak yang memiliki kepentingan dengan Bank baik langsung maupun tidak langsung. Pemangku Kepentingan utama Bank adalah Pemegang Saham yaitu ICBC Ltd. dan PT Intidana Wijaya. Sedangkan Pemangku Kepentingan lainnya antara lain Karyawan, Nasabah, *Vendor* penyedia barang dan Jasa, Pemerintah, Regulator dan Masyarakat.

PRINSIP DASAR

Bank menghormati hak setiap Pemangku Kepentingan yang tercermin dalam kebijakan sebagai berikut:

- Pengelolaan Pemangku Kepentingan diarahkan pada kepentingan bisnis Bank ICBC Indonesia dengan tetap memperhatikan aturan main, dan praktek bisnis yang sehat dan beretika.
- Pengelolaan Pemangku Kepentingan didasarkan pada prinsip-prinsip GCG, yaitu *Transparency*, *Accountability*, *Responsibility*, *Independency*, dan *Fairness*.

POLA HUBUNGAN DENGAN PEMANGKU KEPENTINGAN

Untuk mencapai keseimbangan dalam pengelolaan Pemangku Kepentingan, Bank harus memperhatikan hak Pemangku Kepentingan yang dapat timbul secara hukum karena peraturan perundangan, perjanjian/kontrak, nilai etika/moral, atau tanggung jawab sosial perusahaan yang tidak bertentangan dengan aturan main Bank, untuk itu:

- Bank mengkomunikasikan hak-hak para Pemangku Kepentingan secara transparan, akurat, dan tepat waktu melalui Sekretaris Perusahaan atau pejabat yang ditunjuk untuk menjadi penghubung antara Perusahaan dengan Pemangku Kepentingan.
- Bank mempunyai mekanisme untuk menampung dan menindaklanjuti saran dan keluhan dari Pemangku Kepentingan.
- Bank mendorong Pemangku Kepentingan ikut berpartisipasi dalam penciptaan iklim yang kondusif untuk mentaati peraturan perundangan yang berlaku.

Stakeholders are parties who have an interest with The Bank either directly or indirectly. The main stakeholders of the Bank are the Shareholders of ICBC Ltd. and PT Intidana Wijaya. Other Stakeholders include employees, customers, vendors of goods and services providers, government, and society.

BASIC PRINCIPLES

The Bank respects the rights of each Stakeholder, as is reflected in the following policies:

- Stakeholder management is directed to Bank ICBC Indonesia's business interests with due regard to the rules of the game, and sound and ethical business practices.
- Stakeholder management is based on GCG principles, namely, transparency, accountability, responsibility, independence, and fairness.

RELATIONSHIP PATTERNS WITH STAKEHOLDERS

In order to achieve a balance in the management of Stakeholders, the Bank takes into account the rights of Stakeholders that may arise legally due to laws, contracts, moral/ethical values, or corporate social responsibility not in conflict with the Bank's rules of conduct. This is done in the following ways:

- The Bank communicates the rights of Stakeholders in a transparent, accurate and timely manner through the Corporate Secretary or through an appointed official to serve as a link between the Company and the Stakeholders.
- The Bank has mechanisms to accommodate and follow up on Stakeholders' suggestions and complaints.
- The Bank encourages Stakeholders to participate in the creation of a conducive climate to comply with applicable laws and regulations.

- Bank memberikan kesempatan kepada masyarakat sekitar untuk bekerja di Bank sepanjang sesuai dengan kebutuhan dan standar mutu yang ditetapkan.

- The Bank provides an opportunity for the surrounding community to work at the Bank as long as it meets the needs and quality standards set.

PENGEMBANGAN KOMUNIKASI DENGAN PEMANGKU KEPENTINGAN

Manfaat optimal dapat tercapai melalui interaksi timbal balik yang saling mendukung antara Bank dengan para Pemangku Kepentingan. Adapun upaya yang dilakukan Bank dalam membangun komunikasi dengan para Pemangku Kepentingan dilaksanakan dengan menggunakan berbagai media, diantaranya sebagai berikut:

DEVELOPMENT OF COMMUNICATION WITH STAKEHOLDERS

Optimal benefits can be achieved through mutual reciprocal interaction between The Bank and Stakeholders. The efforts made by The Bank in establishing communication with Stakeholders are implemented using various media, including as follows:

Pemangku Kepentingan Stakeholders	Pengembangan Sarana Komunikasi How communication is developed
Pemegang Saham Shareholders	<ul style="list-style-type: none"> • Rapat Umum Pemegang Saham General Meeting of Shareholders • Kunjungan Kerja Work visits • Presentasi Paparan Kinerja Presentations on the company's work performance • Laporan Tahunan Annual reports
Regulator	<ul style="list-style-type: none"> • Kunjungan Kerja Work visits • Laporan Tahunan Annual reports
Pemerintah Government	<ul style="list-style-type: none"> • Laporan Tahunan Annual reports
Masyarakat Society	<ul style="list-style-type: none"> • Situs Website • Media Jejaring Sosial Bank ICBC Indonesia Bank ICBC Indonesia social media • Berita tentang Bank di Media Massa News about Bank in the mass media • Tanggung Jawab Sosial Perusahaan Corporate Social Responsibility
Nasabah Customers	<ul style="list-style-type: none"> • Situs Website • Media Jejaring Sosial Bank The Bank's social media • Petugas Garda Depan Front guard officers
Lembaga Swadaya Masyarakat Non-governmental organizations	<ul style="list-style-type: none"> • Laporan Tahunan Annual reports • Tanggung Jawab Sosial Perusahaan Corporate social responsibility
Media Massa Mass media	<ul style="list-style-type: none"> • Situs Website • Media Jejaring Sosial Bank ICBC Indonesia Bank ICBC Indonesia social media • Laporan Tahunan Annual reports • Pendistribusian Siaran Pers Distribution of press releases • <i>Press Gathering</i> • Wawancara Interviews
Peer Group Usaha Perbankan (Bank Umum, Bank Devisa) Peer Banking Business Groups (Commercial Bank, Foreign Exchange Bank)	<ul style="list-style-type: none"> • Asosiasi Industri Industry Associations • Laporan Tahunan Annual reports • Studi Banding Comparative studies
Komunitas Keuangan Financial Community	<ul style="list-style-type: none"> • Laporan Tahunan Annual Report
Pesaing Competitors	<ul style="list-style-type: none"> • Asosiasi Industri Industry associations • Laporan Tahunan Annual Report
Pihak Ketiga (Pemasok) Third Party (Suppliers)	<ul style="list-style-type: none"> • Pengarahan Briefing/Aanwijzing
Karyawan Employees	<ul style="list-style-type: none"> • Situs Internal Internal site • Pos Elektronik Electronic posts

KODE ETIK CODE OF CONDUCT

BUDAYA PERUSAHAAN

Bank memiliki nilai-nilai, budaya, dan karakter yang menjadi landasan kerja bagi seluruh insan Bank yaitu:

INTEGRITY

Bertindak sesuai dengan norma dan etika serta bertanggung jawab terhadap tindakan yang dilakukan.

COMMITMENT

Melakukan yang terbaik untuk mencapai standar tertinggi melalui inovasi dan perbaikan berkelanjutan.

BELONGING

Semangat kebersamaan untuk mencapai tujuan.

CARE & RESPECT

Peduli dan empati, menghargai satu sama lain.

LANDASAN PENERAPAN KODE ETIK

Untuk dapat menjalankan fungsinya dengan baik, dan memelihara kepercayaan masyarakat umum, termasuk para Pemangku Kepentingan terhadap Bank, setiap karyawan wajib melaksanakan tugasnya dengan kejujuran, integritas, tidak memihak, tanpa perlakuan istimewa dari pihak manapun, dan bertindak sesuai dengan ketentuan yang berlaku. Oleh karena itu, diperlukan penetapan standar kode etik yang baik.

KODE ETIK BANK

Bank telah memiliki *Code of Conduct* (Kode Etik). Tujuan Kode Etik adalah diharapkan agar seluruh karyawan Bank dapat selalu bersikap hati-hati, cermat dan cerdas saat menghadapi hal-hal yang berpotensi menimbulkan risiko yang dapat merugikan Bank (memiliki *Risk Awareness*).

CORPORATE CULTURE

The Bank has the following values, culture, and character that has served as the foundation of work for all Bank insiders:

INTEGRITY

Acting in accordance with norms and ethics and taking responsibility for actions taken.

COMMITMENT

Doing our best to achieve the highest standards through continuous innovation and improvement.

BELONGING

The spirit of togetherness to achieve goals.

CARE & RESPECT

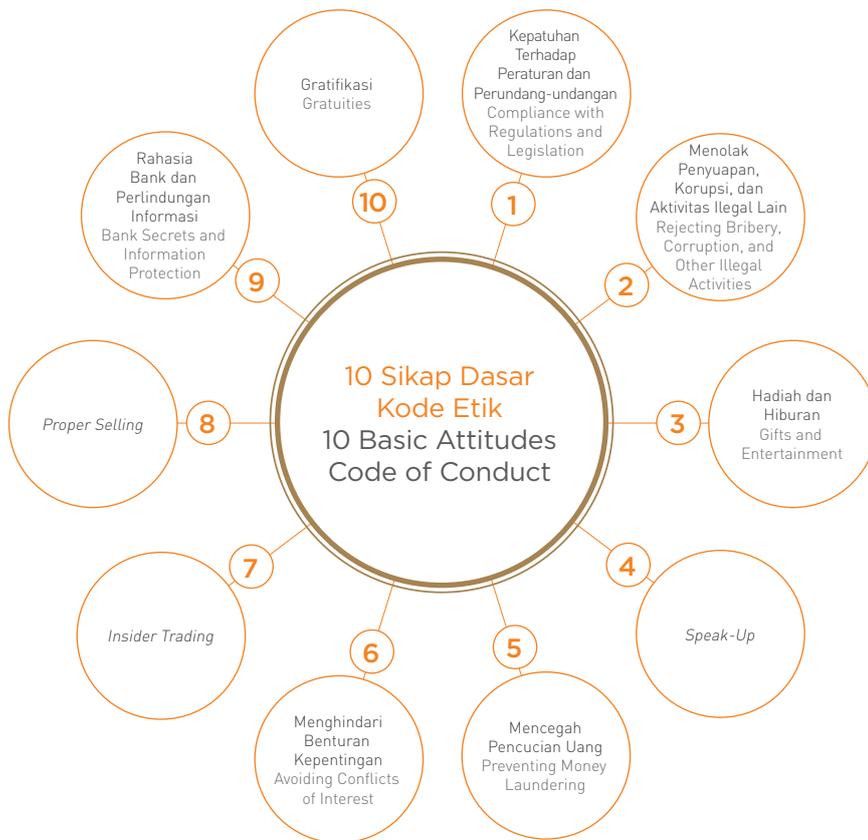
Caring and empathy, and respecting each other.

PLATFORM FOR IMPLEMENTING A CODE OF CONDUCT

To be able to perform its functions well, and maintain the trust of the general public, including Stakeholders of The Bank, it is important that each employee performs his duties with honesty, integrity, impartiality, without any preferential treatment of any party. It is also important that they act in accordance with applicable provisions. As such, it is necessary to establish good banking practice standards that all Bank employees can comply with.

BANK CODE OF CONDUCT

The Bank already has a Code of Conduct that allows it to carry out its code of ethics and business ethics. The purpose of the Code of Conduct is as follows: It is expected that all Bank employees are always cautious, meticulous and intelligent when faced with potential risks that may harm the Bank (*Risk Awareness*).



Kode Etik Bank berlaku bersama dengan Peraturan Internal Bank, Peraturan Pemerintah dan Undang-Undang yang berlaku, dan sama sekali tidak dimaksud untuk menggantikannya karena tidak semua hal tercakup di dalam Kode Etik, karyawan diharapkan selalu dapat bertindak dan berperilaku atas pertimbangan baik dan benar, serta bila diperlukan mendiskusikannya dengan atasan jika timbul keraguan dalam bertindak dan berperilaku.

The Bank's Code of Conduct applies in conjunction with Bank Internal Regulations, Government Regulations and applicable Laws, and is not intended to replace them as not all are covered by the Code. Employees are expected to always act and behave in good and right manners, and when necessary discuss things with superiors when there is doubt in acting and behaving.

Kode Etik Bank sebagaimana tertuang dalam Kode Etik memuat 10 (sepuluh) sikap dasar sebagaimana diuraikan di bawah ini:

The Bank's Code of Conduct as set out in the Code of Conduct contains 10 (ten) basic attitudes as outlined below:

1. Mematuhi Peraturan Internal Bank, Peraturan Regulator dan Peraturan Perundangan Lain yang Berlaku.

Karyawan mewakili dan menjaga reputasi Bank, sehingga karyawan harus memahami dan mengenal seluruh peraturan dan ketentuan yang berlaku yang terkait dengan departemennya. Jika terdapat keraguan, karyawan harus berkonsultasi dengan rekan-rekan yang berpengalaman pada departemen Kepatuhan, Sumber Daya Manusia, Hukum atau departemen terkait lainnya sesegera mungkin. Pelanggaran terhadap Undang-Undang dan Peraturan dapat dikenakan sanksi sesuai dengan peraturan yang berlaku.

1. Compliance with the Bank's Internal Rule, Bank Indonesia Regulation and Other Applicable Laws.

Employees represent and maintain the Bank's reputation, so employees must understand and understand all applicable rules and regulations related to their department. In case of doubt, employees should consult with experienced colleagues in the Compliance, Human Resources, Legal, MI and Accounting and Financial Management departments as soon as possible. Violations of the Law and Regulations may be subject to sanctions in accordance with applicable regulations.

2. Menolak Penyuapan, Korupsi, dan Aktivitas Ilegal Lain

Penyuapan dan korupsi merusak bisnis serta nilai-nilai yang dijunjung. Bank menentang segala bentuk penyuapan dan korupsi. Karyawan dilarang melakukan penyuapan, korupsi, dan kegiatan ilegal apapun untuk keuntungan material atau sesuatu yang berharga.

Karyawan dilarang keras:

- Menawarkan atau membuat segala jenis pemberian dalam bentuk uang secara tidak resmi kepada pejabat pemerintah atau orang lain yang memiliki kekuasaan untuk mengambil keputusan.
- Menawarkan pembayaran kepada Nasabah atau calon Nasabah untuk bisnis mereka.
- Menerima segala jenis pembayaran tidak resmi atau tidak lazim.
- Jika Karyawan mencurigai bahwa pendekatan seseorang mungkin ditujukan untuk mencari atau menawarkan pembayaran atau untuk kepentingan pribadi. Karyawan tersebut harus segera melaporkan kecurigaan ini kepada atasan dan Departemen Kepatuhan, atau dapat memanfaatkan Prosedur Mekanisme Eskalasi atau Kebijakan *Speak-up*. Laporan yang serius mengenai korupsi akan diinvestigasi lebih lanjut.

3. Hadiah dan Hiburan

Karyawan dilarang menerima atau meminta hadiah dan/atau hiburan dalam bentuk apapun dari Nasabah, *vendor* atau pihak manapun yang dapat berpotensi terhadap benturan kepentingan atau lebih jauh lagi dapat mempengaruhi proses pengambilan keputusan.

Hadiah dan/atau hiburan dapat diterima apabila sesuai dengan peraturan yang berlaku:

- Karyawan yang karena tugasnya harus memberikan atau menerima hadiah berupa barang dengan nilai yang wajar kepada/dari pihak eksternal dalam rangka hari raya keagamaan dan tahun baru, harus melaporkan kepada atasan langsung dan atasan langsung berikutnya untuk dilakukan pencatatan. Adapun nilai yang wajar adalah hadiah yang nilainya tidak melebihi IDR1.000.000 (satu juta IDR). Hadiah berbentuk uang tunai tetap tidak diperkenankan.
- Menawarkan dan menerima jamuan bisnis yang wajar.

2. Rejecting of Bribery, Corruption, and Other Illegal Activities

Bribery and corruption corrupts business as well as values. The Bank opposes all forms of bribery and corruption. Employees are prohibited from bribery, corruption, and any illegal activity for material benefits or valuable things.

Employees are strictly prohibited from the following things:

- Offering or making any kind of gift in the form of money informally to government officials or others who have the power to make decisions.
- Offering payment to customers or prospective customers for their business.
- Receiving any type of payment unauthorized or unusual.
- If employees suspect that a person's approach may be intended to seek or offer a payment or for personal gain, employees should immediately report this suspicion to their supervisor and the Compliance Department. They may utilize Escalation Mechanisms or Speak-up Procedures. A serious report on corruption will be further investigated.

3. Gifts and Entertainment

Employees are prohibited from accepting or soliciting gifts of any kind and/or entertainment from customers, vendors or other parties that may potentially impact conflicts or may further influence the decision-making process.

The following rewards and/or entertainment may be accepted in accordance with applicable regulations:

- An employee who, due to his duties, must provide/receive a prize of goods of a reasonable value to/from an external party in the framework of religious festivities and new year's celebrations, shall report to the immediate supervisor and subsequent immediate supervisor for recording. The fair value is a gift whose value does not exceed IDR1,000,000 (one million IDR). Cash-shaped gifts are still not allowed.
- Offer and receive a reasonable business dinner.

- Menerima hadiah yang bernilai tinggi, dimana penolakan akan menimbulkan penghinaan, dan dimana permintaan maaf dan pengembalian tidak dimungkinkan. Jika diterima, hadiah itu harus dilaporkan kepada atasan langsung dan atasan langsung berikutnya untuk dicatat, dan kemudian dilaporkan dan diserahkan ke bagian Sumber Daya Manusia Kantor Pusat untuk disumbangkan dalam acara-acara karyawan atau amal.
- Karyawan harus mencatat semua hadiah yang diterima dalam suatu daftar hadiah di departemen atau unit kerja yang bersangkutan.
- Receive high value rewards, where refusal will cause humiliation, and where apologies and returns are not possible. If accepted, the prize must be reported to the immediate supervisor and subsequent immediate supervisor to be recorded, and then reported and submitted to the Human Resources Department to be donated in employee or charity events.
- Employees shall record all prizes received in a list of departmental prizes or work units.

4. *Speak-Up*

Perilaku yang tidak baik dan malpraktek dapat merusak reputasi Bank dan kepercayaan yang diberikan oleh para Pemangku Kepentingan. Bank berkomitmen untuk mempertahankan budaya etika, integritas, dan keterbukaan dengan menyediakan prosedur yang efektif untuk melakukan *speak-up*. *Speak-up* adalah media bagi karyawan untuk mengungkapkan permasalahan yang berkaitan dengan perilaku yang tidak baik dan malpraktek.

Jika karyawan memiliki kecurigaan yang besar terhadap suatu hal, maka karyawan harus melakukan *Speak-up* dan menjelaskan kekuatirannya. Bisa saja hal tersebut hanya merupakan kesalahan pada sistem atau prosedur, bukan kesalahan yang dilakukan dengan sengaja. Semua laporan yang masuk melalui prosedur *Speak-up* akan dicatat, di-review dan jika sesuai akan segera ditindaklanjuti. Perlu diingat bahwa kebijakan *Speak-up* bukanlah mekanisme untuk mengungkapkan keluhan umum.

Hal-hal yang dapat dilaporkan melalui prosedur *Speak-up* antara lain: pelanggaran Undang-Undang, regulasi, nilai-nilai budaya, penipuan, ataupun aksi kriminal yang lain dan insiden serius yang serupa, yang dirasakan belum dilaporkan atau diinvestigasi dengan benar. Masalah lain yang dapat menimbulkan risiko reputasi bagi Bank dapat dilaporkan.

Bank mendorong aksi *Speak-up* dengan menyediakan saluran pelaporan yang aman dan terjamin kerahasiannya. *Speak-up* merupakan bagian penting dari nilai-nilai Bank. Tidak ada yang dirugikan dari *speak-up*, kecuali jika penggunaannya disalahgunakan untuk memberikan informasi yang tidak benar (fitnah).

4. *Speak-Up*

Improper behavior and malpractice can damage the Bank's reputation and trust provided by Stakeholders. The Bank is committed to maintaining an ethical culture, integrity and openness by providing effective procedures for speaking up. *Speak-up* is a medium for employees to express issues related to bad behavior and malpractice.

If an employee has a high degree of suspicion on a matter, then the employee must *Speak-up* and explain his concerns. It could just be a system or procedure error, not a deliberate error. All reports that go through the *Speak-up* procedure will be recorded, reviewed and where appropriate will be acted upon immediately. Keep in mind that the *Speak-up* policy is not a mechanism for public complaints.

Matters that can be reported through *Speak-up* procedures include: violation of laws, regulations, cultural values, fraud, or other criminal acts and similar serious incidents, which have not been properly reported or investigated. Any other issues that may pose a reputation risk to the Bank may be reported.

The Bank encourages the action of *Speak-up* procedures by providing secure and confidential reporting channels. *Speak-up* is an important part of the Bank's values. Nothing is harmed from *speak-up*, unless the use is misused to provide false information.

5. Mencegah Pencucian Uang

Pencucian uang merusak integritas dan reputasi Bank dan membawa Bank kepada kemungkinan dikenakan hukuman yang berat. Bank mendukung gerakan internasional dalam memerangi tindakan kriminal sepenuhnya serta berkomitmen mencegah pencucian uang dan penipuan.

Karyawan wajib mematuhi berbagai Undang-Undang dan Peraturan lain yang dikeluarkan oleh Pemerintah atau instansi yang berwenang yang dirancang untuk mendeteksi, mencegah, dan melaporkan pencucian uang, pembiayaan teroris dan kriminalitas penggunaan sistem keuangan.

Bank sudah memiliki Kebijakan dan Prosedur tentang Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme berdasarkan ketentuan Regulator dan Pusat Pelaporan dan Analisis Transaksi Keuangan (PPATK) dan peraturan perundangan lainnya yang terkait, maupun *international best practice* yang harus dipatuhi dalam menjalankan semua kegiatan usaha Bank.

Dalam mencegah kegiatan pencucian uang, Karyawan wajib untuk:

- Berpartisipasi dalam semua program pelatihan dan sosialisasi.
- Mengetahui Nasabah: Karyawan harus mengetahui Nasabah dan mempunyai pengetahuan yang memadai mengenai Nasabah agar dapat mengidentifikasi transaksi yang tidak sesuai dengan pola transaksi Nasabah atau tidak sesuai dengan aktivitasnya.
- Melaporkan aktivitas yang mencurigakan: Karyawan harus segera melaporkan kepada Departemen Kepatuhan dan Departemen AML/CFT (*Anti Money Laundering/Countering Financing of Terrorism*) atas kecurigaan pencucian uang. *AML officer* harus diberitahu untuk menentukan perlu atau tidaknya mengajukan Laporan Transaksi Keuangan yang Mencurigakan.

5. Preventing Money Laundering

Money laundering undermines the integrity and reputation of the Bank and brings the Bank to possible severe penalties. The Bank supports the international movement in combating criminal acts completely and is committed to preventing money laundering and fraud.

Employees are required to comply with various other laws and regulations issued by the Government or authorized agencies designed to detect, prevent, and report money laundering, terrorist financing and criminal use of the financial system.

The Bank has a Policy and Procedure on Anti-Money Laundering and Counter-Terrorism Financing based on the provisions of Bank Indonesia and the Center for Financial Transaction Reporting and Analysis (PPATK) and other relevant legislation, as well as international best practice to be observed in carrying out all business activities of the Bank.

In preventing money laundering activities, employees are required to observe the following:

- Training and Socialization - Participate in all training and socialization programs.
- Know Your Customer - Employees must be familiar with customers and have sufficient knowledge of customers to identify transactions that are not in accordance with the pattern of customer transactions or not in accordance with their activities.
- Reporting Suspicious Activity - Employees should report to the Department of Compliance and the Anti-Money Laundering/Counter-Terrorism Financing Department for suspicion of money laundering. The AML officer must be notified to determine whether or not to file a Suspicious Transaction Report.

6. Menghindari Benturan Kepentingan

Benturan kepentingan adalah suatu kondisi di dalam suatu rangkaian aktivitas Bank, di mana kepentingan Bank, dan/atau Nasabahnya, dan/atau karyawan Bank saling berbenturan baik secara langsung maupun tidak langsung. Terdapat 5 (lima) kategori Benturan Kepentingan:

- Benturan kepentingan dengan Nasabah (atau pihak lainnya). Dalam melakukan kegiatan memasarkan produk dan jasa Bank, Karyawan harus senantiasa memperhatikan kepentingan Bank dengan tetap menciptakan dan memelihara hubungan baik dengan calon Nasabah atau Nasabah.
- Benturan kepentingan antar karyawan (dalam kaitannya dengan aktivitas profesional) dan Nasabah. Karyawan harus selalu bersikap obyektif dan tidak dipengaruhi oleh rekanan atau calon rekanan untuk memenuhi kepentingannya yang tidak sesuai dengan ketentuan internal Bank.
- Benturan kepentingan diluar perusahaan
- Karyawan Bank tidak diperkenankan untuk mendapatkan keuntungan pribadi dengan menggunakan informasi yang diperoleh karena jabatannya di Bank, sedangkan informasi tersebut bukan informasi umum.
- Karyawan Bank tidak diperkenankan memiliki usaha atau bisnis pribadi diluar pekerjaannya sebagai karyawan Bank.
- Karyawan Bank tidak diperkenankan untuk mengikat hubungan kerja dengan pihak lain. Apabila hal ini terjadi, karyawan dapat dikenakan sanksi yang telah ditentukan oleh Bank. Bank dapat memberi izin kepada karyawan yang memiliki keahlian khusus, misalnya di bidang pendidikan (pengajar) untuk mengabdikan keahliannya kepada masyarakat luas sejauh karyawan tetap mengutamakan dan tidak mengabaikan kewajibannya terhadap Bank. Namun untuk hal ini karyawan harus mendapatkan rekomendasi dari atasannya sekurang-kurangnya pejabat tingkat Kepala Departemen. Namun Bank juga mempunyai hak prerogatif untuk tidak memberikan izin terhadap kepentingan tersebut di atas.

6. Avoiding Conflicts of Interest

A conflict of interest is a condition within a series of Bank activities, in which the interests of the Bank, and/or its customers, and/or Bank employees conflict with each other directly or indirectly. There are 5 (five) categories of Conflict of Interest:

- Conflicts of Interest with customers (or other parties). In conducting activities to market the Bank's products and services, employees must always pay attention to the interests of the company while maintaining and maintaining good relationships with prospective customers or customers.
- Conflict of Interests between Employees (in connection with professional activities) and customers. Employees must always be objective and not influenced by partners or potential partners to fulfill interests that are not in accordance with the internal provisions of the Bank.
- Conflicts of Interest outside the Company
- The Bank's employees are not allowed to gain personal benefit by using information obtained because of their position at the Bank, as the aforementioned information is not general information.
- The Bank's employees are not allowed to own a business or personal business outside of their work as Bank employees.
- The Bank's employees are not allowed to engage with other parties. In the event that this occurs, the Employee may be subject to sanctions determined by the Bank. The Bank may grant licenses to employees with special expertise, for example in the field of education (instructor) to devote their expertise to the public as long as the employee remains concerned and does not neglect its obligations to the Company. But for this employee must get recommendations from superiors at least the level of Head of Department officials. However, the Bank also has a prerogative to not grant permission to the above mentioned interests.

- Benturan kepentingan dengan calon karyawan dan antar karyawan. Karyawan tidak diperkenankan untuk menerima suatu pemberian apalagi meminta sesuatu dari sesama karyawan maupun calon karyawan, baik berupa uang, tip, komisi, bantuan atau sesuatu apapun yang dapat menyebabkan "hutang budi" kepada karyawan maupun calon karyawan tersebut.
- Benturan Kepentingan Hubungan Keluarga. Karyawan yang memiliki hubungan keluarga dengan karyawan lain di Bank, harus melaporkan hubungan tersebut kepada Departemen Sumber Daya Manusia Kantor Pusat. Hal ini dilakukan agar Departemen Sumber Daya Manusia dapat mengatur posisi masing-masing Karyawan tidak saling menimbulkan benturan kepentingan. Benturan kepentingan akan membawa dampak negatif terhadap Bank dan reputasi Karyawan sendiri.
- Conflicts of Interest with Prospective Employees and Inter-Employees. Employees are not allowed to accept a gift let alone request something from their fellow employees or prospective employees, whether in the form of money, tips, commissions, assistance or anything that can cause "debt" to the employee or prospective employee.
- Conflict of Interests of Family Relations. Employees with family relationships with other employees at the Bank must report the relationship to the Human Resources Department. This is done so that Human Resources Department can set the position of each employee to not conflict with each other's interests. A conflict of interest will have a negative impact on the Bank as opposition may damage the Bank's reputation and the reputation of its own employees.

7. Insider Trading

Dalam melakukan pekerjaan di dalam Bank, Karyawan dapat memiliki akses terhadap *insider information*. Karyawan dilarang melakukan *insider trading* apabila memiliki *inside information* yang belum menjadi informasi publik. Bila Karyawan melakukan transaksi tersebut karena mengetahui atau mendapatkan *inside information*, maka Karyawan dapat dianggap telah membocorkan rahasia perusahaan dan harus bertanggung jawab atas pelanggaran undang-undang yang berlaku.

Ketika memiliki *inside information*, Karyawan harus bertindak dengan integritas dan kejujuran, serta menghindari mengambil keuntungan pribadi melalui transaksi yang dilakukan. Pemberian "gratifikasi" kepada orang lain atau bertransaksi mewakili keluarga, teman, ataupun pihak ketiga yang lain berdasarkan informasi orang dalam juga dilarang.

7. Insider Trading

In performing work within the Bank, employees may have access to insider information. Employees are prohibited from insider trading if they have inside information that has not become public information. If an employee commits such transactions for knowing or obtaining inside information, then employees may be deemed to have disclosed company secrets and shall be liable for breach of applicable laws.

When having inside information, employees must act with integrity and honesty, and avoid taking personal advantage through transactions made. Giving "gratuity" to others or transacting on behalf of family, friends, or other third parties based on inside information is also prohibited.

8. Proper Selling

Karyawan dilarang, baik sengaja atau secara ceroboh, membuat pernyataan, janji, atau prediksi yang menyesatkan, palsu atau menipu kepada setiap Nasabah atau dengan kata lain karyawan wajib untuk menghindari terjadinya *misselling*. *Misselling* dapat menurunkan reputasi Bank dan menimbulkan adanya tuntutan hukum dari Nasabah.

Misselling terjadi dikarenakan kesalahan dalam menyampaikan risiko yang terkait suatu produk perbankan, atau ketika produk perbankan yang ditawarkan tidak sesuai dengan kebutuhan Nasabah. Misal: produk yang memiliki jangka waktu panjang (10 tahun), mungkin menjamin pembayaran pokok investasi hanya pada tanggal jatuh tempo. Tetapi jika investasi dicairkan sebelum tanggal jatuh tempo, nilai pokok investasi tidak akan dibayar seluruhnya. Hal ini berpotensi menimbulkan *misselling* jika produk dijual kepada Nasabah yang memiliki kebutuhan uang tunai dalam jangka pendek atau kepada Nasabah yang berusia 70 tahun.

Selain itu, Karyawan dilarang menyembunyikan fakta apapun dari Nasabah yang dapat menyebabkan Nasabah atau Pemangku Kepentingan membuat keputusan berdasarkan informasi yang tidak benar. Setiap Karyawan wajib untuk memberikan atau membuat pernyataan baik lisan ataupun tertulis mengenai fakta yang benar atau dengan kata lain Karyawan wajib untuk menghindari terjadinya *misrepresentation*.

Dengan demikian, karyawan diharuskan untuk:

- Menghindari menjual produk dan jasa yang tidak sesuai dengan kebutuhan Nasabah dan tidak mepedulikan kepentingan Nasabah.
- Memberikan informasi yang relevan dan lengkap kepada Nasabah supaya mereka dapat dihadapkan kepada pilihan yang paling tepat dari produk yang ada.
- Memiliki pengetahuan yang memadai mengenai produk-produk Bank dan tingkat risiko yang diinginkan Nasabah, serta tujuan, keuangan, dan kondisi pribadi Nasabah agar dapat menilai akibat yang ditimbulkan dan apakah produk tersebut dapat memenuhi kebutuhan Nasabah.
- Berusaha agar Nasabah mengerti produk beserta risikonya, terutama produk-produk yang rumit dan pembelian produk tersebut harus didasarkan atas persetujuan Nasabah.
- Menjelaskan fitur produk dengan jelas baik secara lisan maupun melalui media.

8. Proper Selling

Employees are prohibited, either deliberately or carelessly, from making false or deceptive statements, promises or predictions to customers. In other words employees are required to avoid the occurrence of *misselling*. *Misselling* can undermine the Bank's reputation and cause lawsuits from customers.

Misselling occurs due to errors in conveying the risks associated with a banking product. Or when the offered banking products are not in accordance with the needs of customers. For example: a product that has a long term (10 years) may guarantee the payment of principal investment only on the due date. But if the investment is cashed before the due date, the principal amount of the investment will not be paid in full. This has the potential to cause *misselling* if the product is sold to customers who have cash needs in the short term or to customers aged 70 years.

In addition, employees are prohibited from hiding any facts from customers that may cause customers or Stakeholders to make decisions based on information that is not true. Every employee is obliged to give or make a statement both orally and in writing about the correct facts. In other words employees are obliged to avoid the occurrence of *misrepresentation*.

Accordingly, employees are required to:

- Avoid selling products and services that are not in accordance with the needs of customers and not caring about the interests of customers.
- Provide relevant and complete information to customers so that they can be exposed to the most appropriate choice of existing products.
- Have sufficient knowledge of the Bank's products and the level of risk desired by the customer, as well as the client's personal goals, finances and conditions in order to assess the consequences and whether the product meets the customer's needs.
- Try to get customers to understand the product and its risks, especially the complicated products and purchases of the products that must be based on the customer's approval.
- Describe the product features clearly both orally and through the media.

9. Rahasia Bank dan Perlindungan Informasi

Karyawan Bank wajib sepanjang waktu menghormati prinsip kerahasiaan Bank khususnya sehubungan dengan perlindungan kerahasiaan informasi Nasabah. Tugas untuk melindungi kerahasiaan informasi Nasabah terus berlanjut bahkan setelah Karyawan berhenti bekerja pada Bank, hal tersebut terkait dan sejalan dengan Kebijakan Benturan Kepentingan, Kode Etik, serta *Compliance Statement* yang disetujui Karyawan pada saat bergabung dengan Bank.

Karyawan Bank dapat memperoleh informasi Bank untuk dirahasiakan, dan tidak untuk diungkapkan kepada pihak ketiga. Membocorkan informasi tersebut kepada pihak diluar Bank adalah pelanggaran serius. Karyawan dilarang melakukan hal tersebut kecuali jika Karyawan diminta oleh badan/instansi hukum/yang berwenang (pengadilan/polisi/BI/OJK, dll).

Dengan demikian, Karyawan wajib untuk:

- Mencatat dan melaporkan seluruh data yang berkaitan dengan informasi Nasabah dan menyimpan data dan informasi Nasabah pada tempat yang aman, tidak dapat diakses oleh orang yang tidak berhak untuk memperoleh informasi tersebut untuk membaca, mengetahui, mencatat dan menggandakan data tersebut.
- Menjaga kerahasiaan informasi Nasabah dan tidak mendiskusikannya di tempat-tempat umum (contoh: *lift*, kamar kecil, koridor, dan sebagainya) serta tidak memberi informasi baik secara lisan maupun tertulis tentang Nasabah dan calon Nasabah kepada pihak manapun termasuk teman dekat atau anggota keluarga sendiri yang tidak berwenang untuk mengetahuinya yang dapat merugikan Nasabah dan Bank secara langsung maupun tidak langsung.
- Dilarang menyebarkan informasi gaji, pinjaman karyawan, dan informasi lainnya yang bersifat pribadi dan rahasia kepada pihak luar Bank.
- Tidak menggunakan kembali kertas-kertas bekas yang berisikan informasi bersifat rahasia.

9. Bank Secrets and Information Protection

The Bank's employees shall at all times respect the principle of bank secrecy especially in respect to protecting the confidentiality of customer information. The duty of protecting the confidentiality of customer information continues even after the employee stops working at the Bank. It is related and in line with the Policy of Conflict of Interests, Code of Ethics, and Compliance Statement that employees agree upon when joining the Bank.

The Bank's employees may obtain Bank information to be kept confidential, not to be disclosed to third parties. Leaking that information to parties outside the Bank is a serious offense. Employees are prohibited from doing so unless the employee is requested by a legal entity/agency (courts/police/Bank Indonesia/OJK, etc.).

Accordingly, employees are required to:

- Record and report all data relating to customer information and store customer data and information in a safe place, not accessible to unauthorized persons to obtain such information to read, know, record and duplicate the data.
- Maintain the confidentiality of customer information and not discussing it in public places (e.g. elevators, restrooms, corridors, etc.) and not providing information both orally and in writing about customers and potential customers to any party including close friends or family members not authorized to know that may harm the customer and the Bank directly or indirectly.
- It is prohibited to disseminate salary information, employee loans and other personal and confidential information to outside Banks.
- Do not reuse used papers containing confidential information.

10. Gratifikasi

- Hadiah dan/atau hiburan adalah bagian kehidupan bisnis/komersil. Tetapi masalah muncul ketika hadiah dan/atau hiburan tersebut yang diberikan sebagai bentuk gratifikasi yang dapat mengakibatkan terjadinya kompromi dalam hubungan bisnis/komersil.
- Karyawan termasuk anggota Dewan Komisaris dan Direksi dilarang menerima atau meminta hadiah dalam bentuk apapun dan/atau hiburan dari Nasabah atau rekanan atau pihak lain yang dapat berpotensi terhadap benturan kepentingan dan/atau dapat mempengaruhi pengambilan keputusan bisnis.
- Menerima hadiah yang bernilai tinggi dimana penolakan dapat menimbulkan penghinaan, dan bilamana permintaan maaf dan pengembalian tidak memungkinkan, dilaporkan.

PENERAPAN KODE ETIK

Kode Etik Bank berlaku untuk seluruh insan Bank di setiap jenjang organisasi.

SOSIALISASI DAN PENYEBARLUASAN KODE ETIK

Untuk menyosialisasikan kepada seluruh insan Bank, Manajemen melakukan penyebaran materi kode etik melalui *Town Hall Meeting*, penerbitan buku kode etik secara cetak maupun digital yang dibagikan secara cuma-cuma, serta melalui distribusi pos elektronik secara berkala kepada seluruh insan Bank. Penyebarluasan Kode Etik ini dibawah koordinasi Sekretaris Perusahaan dan Departemen *Human Resources*.

PELANGGARAN DAN SANKSI DISIPLIN

Kepatuhan terhadap kebijakan dan peraturan Bank adalah wajib. Karyawan yang berhubungan langsung dengan Nasabah atau rekanan wajib menekankan dan mengimplementasikan kondisi pada Kebijakan ini dalam hubungan kerjasama bisnis/komersil. Pelanggaran atas kebijakan tersebut dapat berakibat pada tindakan disiplin bahkan pemberhentian, sebagaimana diatur dalam Kebijakan dan Prosedur Disipliner.

10. Gratuities

- Gifts and/or entertainment are a part of business/commercial life. But problems arise when the gift and/or entertainment is given as a form of gratification that can lead to a compromise in the business/commercial relationship.
- Employees, including BOC members and BOD members, are prohibited from accepting or soliciting gifts of any kind and/or entertainment from customers or partners or other parties who may potentially create conflicts and/or may influence business decision making.
- Receiving high value rewards whereby rejection may be contemptuous, and where apologies and returns are not possible. In this case, if accepted, an employee or member of the BOD or a member of the BOC shall report it.

IMPLEMENTATION OF THE CODE OF CONDUCT

The Bank's Code of Conduct applies to all Bank employees at each level of the organization.

SOCIALIZATION AND DISSEMINATION OF THE CODE

To disseminate to all Bank personnel, the Management disseminates the Code of Conduct material through *Town Hall Meetings*, the publication of a Code of Conduct book printed or digitally distributed free of charge, and through the distribution of electronic mail regularly to all Bank personnel. Dissemination of this Code is under the coordination of Corporate Secretary and Human Resources Department.

VIOLATIONS AND DISCIPLINARY SANCTIONS

Compliance with company policies and regulations is mandatory. Employees who deal directly with customers or partners should emphasize and implement the conditions in this policy in a business/commercial relationship. Violation of the policy may result in disciplinary action and even dismissal, as provided for in Disciplinary Policies and Procedures.

PENYIMPANGAN INTERNAL

Penyimpangan internal, atau *internal fraud* adalah penyimpangan/kecurangan yang dilakukan oleh pengurus, karyawan tetap dan tidak tetap (honorar dan *outsourcing*) terkait dengan proses kerja dan kegiatan operasional Bank yang mempengaruhi kondisi keuangan Bank secara signifikan.

Bank telah menerapkan fungsi audit internal yang efektif pada seluruh aspek dan unsur kegiatan. Apabila terdapat hal-hal yang berindikasi penyimpangan/kecurangan (*fraud*) maka akan dilakukan audit khusus (investigasi). Terdapat 2 (dua) penyimpangan internal yang terjadi pada tahun 2017.

INTERNAL FRAUD

Internal frauds are deviations/acts of fraud committed by the management, permanent and non-permanent employees in relation to the Bank's work processes and operational activities that affect the Bank's financial condition significantly.

The Bank has implemented an effective internal audit function on all aspects and elements of activities. If there are any indications of fraud, a special audit is conducted (investigation). There were 2 (two) internal deviations that occurred 2017.

KEBIJAKAN & TRANSPARANSI BENTURAN KEPENTINGAN

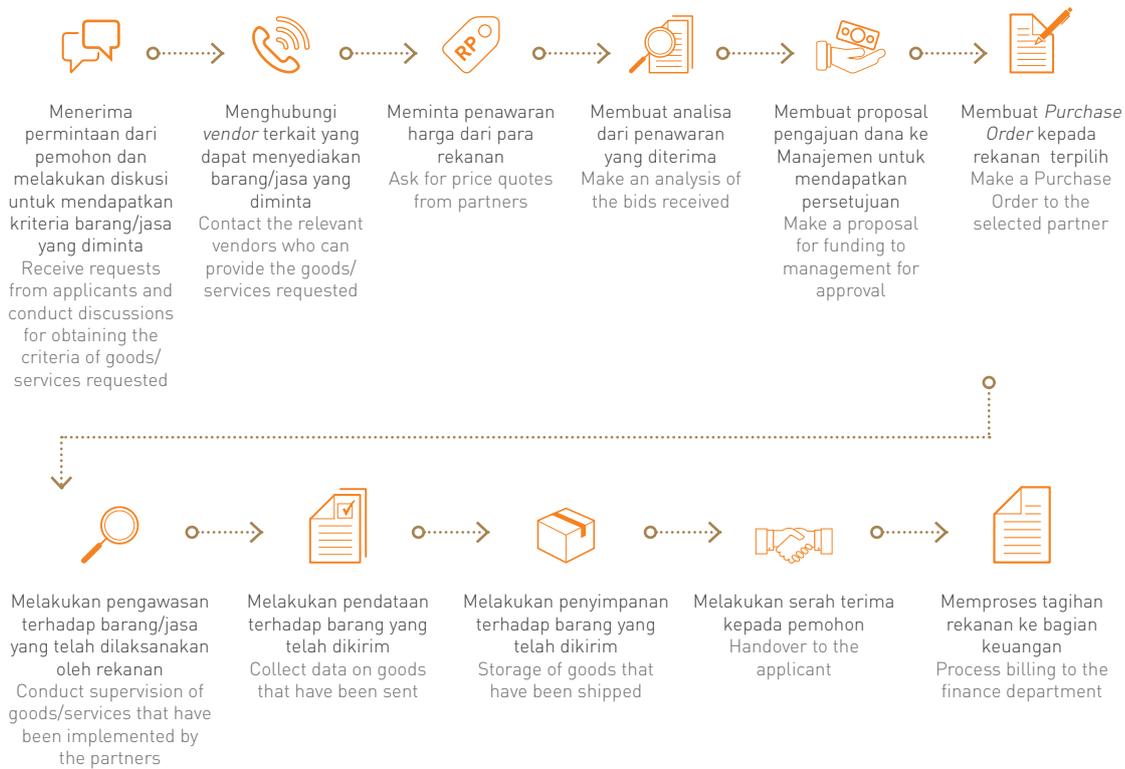
CONFLICT OF INTEREST POLICY & TRANSPARENCY

Kode Etik Bank mengatur kebijakan terkait benturan kepentingan, yang tercantum dalam 10 Sikap Dasar Kode Etik Bank, yang salah satunya adalah "Menghindari Benturan Kepentingan". Dalam Kode Etik Bank tercantum kebijakan secara rinci tentang definisi benturan kepentingan, dan jenis benturan kepentingan yang memungkinkan munculnya kerugian baik bagi Bank sendiri maupun bagi Pemangku Kepentingan.

The Bank's Code of Conduct establishes conflict-related policies listed in the 10 Basic Attitudes of ICBC Indonesia's Code of Conduct, one of which is "Avoiding Conflicts Of Interest". The Bank's Code of Conduct includes detailed policies on the definition of conflict of interest, and the type of conflicts of interest that allow for causing of harm to both the Bank itself and the Stakeholders.

KEBIJAKAN PENGADAAN BARANG & JASA PROCUREMENT POLICY

TATA CARA PENGADAAN BARANG DAN JASA PROCEDURE FOR THE PROCUREMENT OF GOODS AND SERVICES



Sebagai salah satu komitmen Bank untuk melaksanakan proses bisnis yang berkelanjutan Manajemen sangat memperhatikan hubungan yang baik serta profesional dengan para pemasok barang dan jasa secara transparan, akuntabel, bertanggung jawab, independen, dan *fair*.

Semua pengadaan pendukung operasional dan bisnis Bank wajib melalui Departemen *General Affairs* termasuk pengadaan untuk jasa perawatan, penggantian barang atas perbaikan, dan kontrak kerja pembelian atau sewa.

Proses pengadaan barang dan jasa dengan nominal tertentu dikaji oleh *Centralized Purchase Review Team* (CPRT) yang terdiri dari perwakilan Departemen *General Affairs*, Departemen *Finance Management* (FM) dan Departemen-departemen terkait. Pengajuan pendanaan atas pengadaan barang dan jasa yang melalui proses CPRT dianalisa oleh *Finance Review Committee* (FRC) dan dimintakan persetujuan ke Departemen *Finance Management*, Direktur yang menaungi Departemen FM dan Direktur yang membawahi Departemen terkait.

Tugas dan tanggung jawab Departemen *General Affairs* dapat diuraikan sebagai berikut:

- Melaksanakan permintaan atas barang/jasa dari pemohon berdasarkan prosedur yang telah ditetapkan.
- Menyusun detail permintaan atas barang/jasa bersama dengan dan sesuai permintaan pemohon.
- Bekerja sama dengan para rekanan dalam proses pengadaan.
- Melakukan pengawasan terhadap kualitas barang atau hasil pekerjaan dari rekanan pelaksana
- Melakukan serah terima kepada pemohon.
- Melakukan pendataan atas barang yang telah diterima.

As part of The Bank's commitment to implementing sustainable business processes, the management is very concerned about good relationships with professionals and suppliers of goods and services in a transparent, accountable, responsible, independent and fair manner.

All procurement of the Bank's operational and business support shall be required to be done through the General Affairs Department, including procurement for maintenance services, replacement of goods for repairs, and contracts of purchases or leases.

The procurement process of goods and services with certain nominations is reviewed by the Centralized Purchase Review Team (CPRT) consisting of representatives of the General Affairs Department, Financial Management Department and other relevant Departments. Submission of funding for procurement of goods and services through the CPRT process is analyzed by the Financial Review Committee (FRC) and requests approval from the Financial Management Department, the Director in charge of FM Department, and the Director in charge of other related Department.

The duties and responsibilities of the General Affairs Department can be described as follows:

- Conducting requests for goods/services from applicants based on established procedures.
- Storage of goods obtained from the procurement process.
- Working closely with partners in the procurement process.
- Monitoring the quality of the goods or the work of the implementing partners
- Hand over to the applicant.
- Collecting data on goods that have been received.

WHISTLEBLOWING SYSTEM

Dalam melakukan aktivitasnya, Bank dapat menghadapi berbagai permasalahan atau risiko yang mungkin ditimbulkan oleh pelanggaran terhadap Kode Etik Perilaku, peraturan perundang-undangan yang berlaku, serta praktek umum yang berlaku pada industri perbankan. Untuk membentuk lingkungan kerja yang bebas dari pelanggaran, maka diperlukan adanya suatu alat yang diperuntukan bagi Karyawan Bank untuk mengungkapkan penyimpangan dan malpraktek termasuk kegiatan yang mencurigakan.

Speak-up merupakan media/alat bagi pegawai Bank untuk mengungkapkan permasalahan tersebut di atas, Bank mendorong pegawainya untuk mengungkapkan bentuk penyelewengan dengan menyediakan sarana yang aman dan terjamin kerahasiaannya.

PENERAPAN KEBIJAKAN

Dalam menerapkan budaya manajemen risiko yang mampu mentransformasikan Bank untuk menjadi penyedia jasa keuangan terkemuka, selain ditunjang oleh seperangkat sistem dan prosedur, partisipasi aktif dari pegawai Bank sangat diperlukan untuk mengadopsi nilai-nilai yang mendukung budaya risiko.

Partisipasi aktif dari pegawai Bank dapat diwujudkan dalam bentuk tindakan nyata untuk mempertahankan terciptanya lingkungan kerja yang bebas dari pelanggaran. Oleh karena itu, setiap pegawai Bank berhak untuk melaporkan setiap indikasi akan adanya penyelewengan dan wajib untuk mengungkapkan setiap pelanggaran yang dilakukan oleh karyawan lain kepada Departemen Kepatuhan secara langsung ataupun melalui sarana *Speak-up* yang telah disediakan.

In conducting its activities, the Bank may encounter various problems or risks that may be caused by a violation of the Code of Conduct, of applicable laws and regulations, as well as of general practices prevailing in the banking industry. In order to establish a work environment free from infringement, it is necessary to have a tool designated for Bank employees to disclose deviations and malpractices, including suspicious activities.

Speak-up is a media/tool for Bank employees to express the above issues, Banks encourage their employees to disclose the form of fraud by providing a safe and secure means of secrecy.

IMPLEMENTATION OF POLICIES

In implementing a risk management culture that is capable of transforming Bank into leading financial services providers, in addition to being supported by a set of systems and procedures, the active participation of Bank employees is necessary to adopt values that support a culture of risk-taking.

The active participation of Bank employees can be realized in the form of concrete actions to maintain the creation of a work environment free from offense. Therefore, every Bank employee is entitled to report any indication of any fraud and shall be obliged to disclose any violations committed by other employees to the Compliance Department directly or through the *Speak-up* channel provided.

Komite *Speak-up*, setelah melakukan evaluasi dan menganalisa laporan yang disampaikan oleh karyawan akan mengambil tindak lanjut yang mungkin juga melibatkan pihak-pihak terkait, seperti Departemen Kepatuhan, Departemen Internal Audit, Departemen Hukum, Departemen Manajemen Aset, Departemen Sumber Daya Manusia, dan pihak lain jika dipandang perlu.

Jika yang dicurigai melakukan potensi pelanggaran atau pelanggaran adalah anggota Direksi atau Dewan Komisaris, maka laporan ditujukan kepada Ketua Komite Audit (yang diketuai oleh Komisaris Independen).

PRINSIP DASAR SISTEM PELAPORAN PELANGGARAN

Penerapan sistem pelaporan pelanggaran di Bank memiliki prinsip dasar bahwa bagi yang memiliki informasi dan ingin melaporkan suatu perbuatan tidak etis maupun pelanggaran yang terjadi di lingkungan Bank. Pelapor tidak perlu khawatir atas terungkapnya identitas diri karena Bank akan merahasiakan identitas diri pelapor sebagai *whistleblower*. Bank menghargai informasi yang dilaporkan dan fokus pada materi informasi yang dilaporkan.

TUJUAN

Pemberlakuan sistem pelaporan pelanggaran di lingkup Bank dilakukan sebagai acuan dalam tata cara pengelolaan penanganan pengaduan/penyingkapan (*whistleblowing system*) bagi Dewan Komisaris, Direksi, Karyawan serta pihak yang berkepentingan dalam berhubungan dengan Bank, agar setiap laporan yang dikirimkan terjaga kerahasiaannya dan kasus yang dilaporkan dapat dipertanggungjawabkan serta dapat ditindaklanjuti.

The *Speak-up* Committee, after evaluating and analyzing reports submitted by employees, will take follow-up actions that may also involve relevant parties, such as Compliance Department, Internal Audit Department, Legal Department, Asset Management Department, Human Resources Department, and others if deemed necessary.

If the suspected potential violation or the violation is a member of the Board of Directors or Board of Commissioners, then the report is addressed to the Chairperson of the Audit Committee (chaired by an Independent Commissioner).

BASIC PRINCIPLES OF VIOLATION REPORTING SYSTEM

The implementation of a violation reporting system at The Bank has a basic principle for those who have information and want to report an unethical act or violation that occurred in the environment of The Bank. The complainant does not have to worry about the disclosure of his/her identity because Bank will keep the identity of the complainant as a whistle-blower. The Bank appreciates the reported information and focuses on the reported information material.

PURPOSE

The application of violation reporting system in the scope of the Bank is conducted as a reference point in the management of the whistle-blowing system for the Board of Commissioners, the Board of Directors, the Employees and the parties concerned in dealing with the Company. This is so that each submitted report is kept confidential and the reported case may be accountable and actionable.

RUANG LINGKUP

Sistem Pelaporan Pelanggaran berlaku bagi seluruh insan Bank dan seluruh Pemangku kepentingan Bank, Pelanggaran yang dapat dilaporkan meliputi korupsi, suap, benturan kepentingan, pencurian, kecurangan, dan pelanggaran peraturan/hukum.

PENANGANAN PELAPORAN PELANGGARAN

Bank memiliki prosedur dalam penanganan pelaporan pelanggaran. Prosedur tersebut dibuat dengan mengacu pada prinsip di bawah ini:

- Laporan *Speak-up* yang bersifat rahasia. Hanya pelapor dan *Speak-up* administrator, dan Komite yang telah ditunjuk yang mempunyai kewenangan untuk mengakses laporan tersebut.
- Pihak pelapor berhak untuk mendapat perlindungan dari Bank jika laporannya dapat menyebabkan ancaman yang berasal dari dalam maupun dari luar Bank.
- Pihak pelapor dan terlapor dibebaskan dari segala sanksi apabila laporannya tidak dapat dibuktikan secara sah kebenarannya.
- Bank menjamin bahwa seluruh pihak pelapor dan laporan yang telah disampaikannya tidak akan mempengaruhi penilaian terhadap kinerja maupun terhadap karir pegawai Bank.
- Berdasarkan kepastian dan jaminan di atas, pihak pelapor wajib untuk bersedia memberikan informasi yang lebih rinci jika diminta oleh pihak Manajemen Bank sebagai bagian dari tindak lanjut atas laporan yang telah disampaikannya.

SCOPE

The Violation Reporting System applies to all The Bank and all Bank Stakeholders. Reportable offenses including corruption, bribery, conflicts of interest, theft, fraud and law violations.

HANDLING OF VIOLATION REPORT

The Bank has procedures for handling violation reporting. The procedure is made with reference to the following principles:

- Speak-up reports are confidential. Only Reporters and Speak-up administrators and designated committees have the authority to access such reports (in this case the relevant parties referred to above are members of the Speak-up Committee).
- The reporting party is entitled to protection from the Bank if its reporting may cause threats from within or outside the Bank.
- The reporting party and the reported party are exempt from any sanction if the report cannot be legally validated.
- The Bank guarantees that all reporting parties and reports submitted will not affect the assessment of performance or career of Bank employees.
- Based on the above certainty and guarantee, the reporting party shall be obliged to provide more detailed information if requested by the management of the Bank as part of a follow-up on the reports it has submitted.

Langkah-langkah dari prosedur tersebut adalah:

The steps of the procedure are:



Pendeteksian | Detecting



Penulisan | Writing



Penyampaian | Submitting

Pendeteksian Indikasi Pelanggaran

Dalam hal Karyawan Bank mengetahui, melihat, dan mendengar tentang hal apapun yang dapat diindikasikan sebagai tindakan Pelanggaran di dalam lingkungan kerja, dengan mengacu kepada Kode Etik Perilaku Bank, Perjanjian Kerja, serta hukum positif yang berlaku di Indonesia, pegawai Bank dapat melaporkan hal tersebut kepada atasannya sesuai dengan mekanisme eskalasi yang berlaku. Dalam hal mekanisme eskalasi tidak dapat diikuti disebabkan bahwa tindakan Penyimpangan yang dilaporkan berhubungan dengan atasan langsung pegawai Bank dan/atau atasan lain, pegawai Bank dapat menggunakan Prosedur *Speak-up* ini.

Dalam hal terdapat laporan pelanggaran yang diperkirakan berdampak negatif secara signifikan terhadap Bank dan/atau Nasabah, termasuk yang berpotensi menjadi perhatian publik, maka Bank akan segera melaporkan hal tersebut kepada Otoritas Jasa Keuangan paling lambat 3 (tiga) hari kerja setelah Bank mengetahui terjadinya pelanggaran tersebut, sesuai dengan SEBI No.13/28/DPNP tanggal 9 Desember 2011 perihal "Penerapan Strategi *Anti Fraud*", dalam hal ini pelaporan ini juga mengacu pada "Prosedur Strategi *Anti Fraud*" (RM/PRO/003).

Penulisan Laporan

Pelaporan mengenai adanya indikasi Pelanggaran atau aktivitas yang mencurigakan yang dilaporkan sepengetahuan pegawai Bank harus dinyatakan secara tertulis dengan menggunakan *Speak-up Form*. Bukti pendukung (jika ada), wajib dilampirkan di dalam formulir pelaporan.

Penyampaian Laporan

Formulir *Speak-up* yang berisi laporan atas penyimpangan dapat disampaikan dengan menggunakan surel yang dikirimkan kepada: speakup@ina.icbc.com.cn; atau menggunakan amplop tertutup rapat yang disampaikan ke *Speak-up Administrator* di PO BOX 6195/JKPMT/10310 dengan ditembuskan kepada Kepala Departemen *Internal Audit* dan Kepala Departemen Kepatuhan. Jika dicurigai melakukan potensi pelanggaran atau pelanggaran adalah anggota Direksi atau Dewan Komisaris, maka laporan dilakukan secara tertulis dan ditujukan melalui surat tertutup kepada Ketua Komite Audit (yang diketuai oleh Komisaris Independen).

Detecting an Indication of Violation

In the event that a Bank employee knows, sees and hears about any matter that may be indicated as an act of violation within the working environment, with reference to the Bank's Code of Conduct, Work Agreement, and applicable positive law in Indonesia, Bank employees may report such incidents in accordance with applicable escalation mechanisms. In the event that escalation mechanisms cannot be followed due to reported reporting irregularities related to the direct supervisors of Bank employees and/or other superiors, Bank employees may use this *Speak-up Procedure*.

In the event of a violation report that is expected to have a significant negative impact on the Bank and/or its customers, including potential public concerns, the Bank shall promptly report the matter to the Financial Services Authority no later than 3 (three) working days after the Bank becomes aware of the breach, pursuant to SEBI No.13/28/DPNP dated December 9, 2011 regarding "Implementation of Anti Fraud Strategy", in this case reporting also refers to "Anti Fraud Strategy Procedure" (RM/PRO/003).

Writing Report

Reporting of any indication of violation or suspicious activity reported by the employee of the Bank shall be expressed in writing using the *Speak-up Form*. Supporting evidence (if any) must be attached to the reporting form.

Submitting Report

Speak-up forms containing reports of irregularities may be submitted using email sent to: speakup@ina.icbc.com.cn. It may also used a sealed envelope that *Speak-up Administrators* can submit to PO BOX 6195/JKPMT/10310 by being forwarded to the Head of the Internal Audit Department and the Head of the Compliance Department. If the suspect of potential violation or violation is a member of the Board of Directors or Board of Commissioners, the report shall be made in writing and addressed by a closed letter to the Chairperson of the Audit Committee (chaired by an Independent Commissioner).

PENERIMAAN LAPORAN

Setiap laporan yang diterima oleh *Speak-up Administrator* akan ditindaklanjuti sebagai berikut:

- Membubuhkan tanda terima laporan.
- Pemberitahuan kepada pihak pelapor yang berupa konfirmasi (melalui surel) bahwa laporannya sudah diterima dan akan dilakukan paling lambat lima hari kerja setelah laporan diterima.
- Laporan yang diterima dianalisa sesuai dengan isi permasalahan yang dilaporkan.
- Data pendukung diinvestigasi.
- Laporan kemudian disampaikan kepada Komite yang berwenang untuk ditindaklanjuti.

3 (tiga) poin terakhir di atas dilakukan paling lambat 3 (tiga) bulan sejak diterimanya dokumen *Speak-up*.

Tindak Lanjut Laporan

Komite berwenang memutuskan tindakan yang tepat untuk setiap laporan yang disampaikan. Komite yang berwenang berhak secara penuh untuk mengkategorikan laporan yang disampaikan berdasarkan urgensi dan signifikansinya untuk menentukan laporan yang perlu ditindaklanjuti dengan segera. Jika laporan telah ditindaklanjuti dan telah diambil tindakan sehingga mengarah kepada pencegahan Penyimpangan, jika dipandang perlu, pihak pelapor akan diberikan penghargaan. Sebaliknya, jika laporan yang disampaikan tidak dapat ditindaklanjuti dengan alasan apapun, Komite akan menginformasikan alasan mengapa laporannya tidak dapat ditindaklanjuti kepada pihak pelapor.

Perlindungan Bagi Pelapor

Hanya pihak yang melapor, *Administrator Speak-up*, dan Komite *Speak-up* yang memiliki kewenangan untuk mengakses laporan. Pegawai yang melapor berhak mendapatkan perlindungan dari Bank dalam hal keselamatannya terancam. Selain itu, pegawai yang melapor juga bebas dari segala bentuk sanksi, bahkan jika laporan mereka tidak terbukti benar. Bank juga memberikan jaminan kepada seluruh pihak yang melapor bahwa laporan mereka tidak akan berdampak pada evaluasi kinerja dan/atau karir mereka di Bank.

RECEIVING REPORT

Any report received by *Speak-up Administrator* will be followed-up in the following way:

- Append the report receipt.
- Notification to the reporting party in the form of confirmation (by email) that the report has been received and will be processed no later than five working days after the report is received.
- Reports received are analyzed in accordance with the contents of reported problems.
- Supporting data is investigated.
- The report is then submitted to the Committee authorized for follow-up.

The last 3 (three) points above shall be made no later than 3 (three) months after the receipt of the *Speak-up* document.

Follow-Up Report

The Committee has the authority to decide on appropriate action for each report submitted. The relevant committee is entitled to fully categorize the report submitted based on its urgency and significance to determine which reports need immediate follow-up. If a report has been acted upon and action has been taken that may lead to the prevention of Irregularities, the reporting party will be awarded, if deemed necessary. On the contrary, if the submitted report cannot be acted upon for any reason, the Committee will inform the reason why its report cannot be acted upon by the reporting party.

Protection of Whistle-Blower

Only the reporting party, the *Speak-up Administrator*, and the *Speak-up Committee* have the authority to access the report. The reporting employee is entitled to protection from the Bank in the event of the employee's safety being threatened. In addition, reporting employees are also free from any form of sanction, even if their reports are not proven to be true. The Bank also provides assurance to all parties who report that their report will not affect their performance evaluation and/or career at the Bank.

Jumlah Pengaduan Number of Complaints	2017	2016
Jumlah Laporan yang Masuk Number of Reports Received	-	1
Jumlah Laporan yang Terbukti Number of Reports Proven	-	-

Di sepanjang tahun 2017, Bank tidak menemukan adanya laporan yang masuk melalui mekanisme WBS yang dimiliki dan dikelola oleh Bank.

Pihak yang Mengelola Pengaduan

Pengaduan tersebut dikelola oleh Komite *Speak-up*, dimana Komite ini beranggotakan Direksi Bank. Komite *Speak-up*, setelah melakukan evaluasi dan menganalisa pelaporan yang disampaikan oleh Karyawan akan mengambil tindak lanjut yang mungkin juga melibatkan pihak-pihak terkait, seperti Departemen Kepatuhan, Departemen Internal Audit, Departemen Hukum dan Manajemen Aset, Departemen Sumber Daya Manusia, dan pihak lain jika dipandang perlu. Jika yang dicurigai melakukan potensi pelanggaran atau pelanggaran adalah anggota Direksi atau Dewan Komisaris, maka laporan ditujukan kepada Ketua Komite Audit yang diketuai oleh Komisaris Independen.

Sanksi Bagi Terlapor yang Terbukti

Bentuk sanksi kepada Terlapor yang terbukti bersalah diberikan sesuai dengan ketentuan yang berlaku di Bank. Berdasarkan Perjanjian Kerja Bersama (PKB) Bank tindakan disiplin kepada pekerja dapat berupa Teguran Lisan, Surat Peringatan, Pencabutan Fasilitas, Penundaan Kenaikan Golongan Upah, Penurunan Golongan Upah, Pemindahan (mutasi dan demosi), Pembayaran ganti rugi atau pemutusan Hubungan Kerja sesuai dengan tingkatan kesalahan yang diperbuat.

Sosialisasi Whistle Blowing System

Untuk mensosialisasikan kepada seluruh insan Bank, Manajemen melakukan penyebarluasan materi Kode Etik melalui *Town Hall Meeting*, penerbitan buku Kode Etik secara cetak maupun digital yang dibagikan secara cuma-cuma, serta melalui distribusi surel secara berkala kepada seluruh insan Bank. Penyebarluasan Kode Etik ini di bawah koordinasi Sekretaris Perusahaan dan Departemen Sumber Daya Manusia.

Throughout the year 2017, the Bank did not find any reports entered through the whistle-blowing system (WBS) owned and managed by the Bank.

Parties in Charge of Managing Complaint

Complaints are administered by the Speak-up Committee, which is comprised of the Board of Directors of The Bank. The Speak-up Committee, after evaluating and analyzing reports submitted by an employee, will take follow-up actions that may also involve relevant parties, such as Compliance Department, Internal Audit Department, Legal Department, Human Resources Department, and others if deemed necessary. If the suspect is a member of the Board of Directors or Board of Commissioners, the report is addressed to the Chairperson of the Audit Committee, chaired by an Independent Commissioner.

Sanctions for Reported Parties in Proven Report

The form of sanction to the Reported Party proven guilty is given in accordance with the prevailing provisions in The Bank. Based on the Collective Labor Agreement (PKB) of The Bank, disciplinary action to workers may include Oral Strikes, Warning Letters, Facility Retention, Postponement of Wage Increases, Wage Reductions, Transfer (demotions), payment of losses incurred, or Termination of Employment in accordance with the level of error made.

Whistle Blowing System Socialization

To disseminate to all Bank personnel, the Management has disseminated Code of Conduct materials through Town Hall Meetings, the publication of a printed and digital code of conduct distributed free of charge, and through the distribution of electronic mail regularly to all Bank personnel. The dissemination of this Code of Ethics is under the coordination of the Corporate Secretary and the Human Resources Department.

TRANSPARANSI PRAKTIK *BAD GOVERNANCE* TRANSPARENCY OF BAD GOVERNANCE PRACTICES

LAPORAN ATAS AKTIVITAS PERUSAHAAN YANG MENCEMARI LINGKUNGAN

Bank tidak mendapatkan adanya pihak manapun yang melaporkan aktivitas Bank yang dapat mencemari lingkungan; baik aktivitas langsung maupun aktivitas perbankan seperti pemberian kredit kepada Nasabah yang memiliki pelanggaran terhadap pencemaran lingkungan.

PENGUNGKAPAN PEMENUHAN KEWAJIBAN PERPAJAKAN

Bank telah berkontribusi dalam pembayaran pajak sebesar IDR409.75 miliar selama tahun 2017.



REPORTING ON COMPANY ACTIVITY POLLUTING THE ENVIRONMENT

The Bank has not had any parties reporting the activities of The Bank that can pollute the environment, whether it be direct activities or banking activities such as lending to customers who have a violations in environmental pollution.

DISCLOSURE OF TAX OBLIGATION FULFILLMENT

The Bank does not have unrealized commitment related to taxation.

Bank ICBC Indonesia menerima penghargaan sebagai Pembayar Pajak Besar tahun 2017 Bank ICBC Indonesia received an award as the largest tax payer in 2017.

KETIDAKSESUAIAN PENYAJIAN LAPORAN TAHUNAN DAN LAPORAN KEUANGAN DENGAN PERATURAN YANG BERLAKU DAN PERNYATAAN STANDAR AKUNTASI KEUANGAN (PSAK)

Laporan Tahunan Bank tahun buku 2017 disusun melalui acuan Laporan Keuangan Bank yang berakhir pada 31 Desember 2017. Laporan Keuangan Bank tahun buku 2017 telah diaudit oleh Kantor Akuntan Publik (KAP) Siddharta Widjaja & Rekan (KPMG) yang telah disusun sesuai dengan PSAK yang berlaku di Indonesia.

KASUS TERKAIT DENGAN BURUH DAN KARYAWAN

Bank tidak menemukan adanya kasus terkait buruh dan karyawan di sepanjang tahun 2017.

KESESUAIAN BUKU LAPORAN TAHUNAN DAN LAPORAN TAHUNAN DIGITAL

Laporan Tahunan digital Bank baik yang disampaikan kepada Pemegang Saham, Pemangku Kepentingan, maupun yang telah diunggah pada situs web Bank telah sesuai dengan buku Laporan Tahunan yang dicetak dan diterbitkan oleh Bank.

NON-CONFORMITY PRESENTATION OF ANNUAL REPORT AND FINANCIAL STATEMENT WITH APPLICABLE REGULATION AND FINANCIAL ACCOUNTING STANDARD (PSAK)

The Bank's Annual Report for the financial year of 2017 is prepared through the Bank Statement of Financial Statement ending December 31, 2017. The Bank's Financial Statements for the fiscal year 2017 have been audited by the Public Accounting Firm (KAP) of Siddharta Widjaja & Rekan (KPMG). These statements have been prepared in accordance with the Financial Accounting Standards (SAK) in force in Indonesia.

CASES RELATED TO LABOR AND EMPLOYEE

The Bank did not find any labor and employee-related cases throughout the year 2017.

COMPATIBILITY OF ANNUAL REPORT BOOKS AND DIGITAL ANNUAL REPORT

The Bank's Annual Digital Report submitted to shareholders, Stakeholders or uploaded on the Bank's official website is in conformity with the Annual Report printed and published by the Bank.

PENILAIAN PENERAPAN GCG & TINDAK LANJUTNYA

GCG ASSESSMENT & FOLLOW-UP

Sebagaimana telah dibahas sebelumnya, Bank melakukan *self-assessment* atas penerapan GCG di sepanjang tahun 2017. Hal ini sejalan dengan periode penilaian kesehatan bank berdasarkan risiko (*Risk-Based Bank Rating*, atau RBBR) yang dilakukan setiap semester dengan merujuk kepada Surat Edaran OJK Nomor 13/SEOJK.03/2017 mengenai Penerapan Tata Kelola yang Baik untuk Bank Umum. Berdasarkan rujukan ini, Bank melaksanakan *self-assessment* berkala atas 11 (sebelas) faktor penilaian mengenai penerapan GCG, di mana dua di antaranya berkaitan dengan Dewan Komisaris dan Direksi, yaitu:

- Penerapan tugas dan tanggung jawab Dewan Komisaris.
- Penerapan tugas dan tanggung jawab Direksi.

Hasil dari penilaian atas dua aspek di atas di tahun 2016 menunjukkan fungsi dari masing-masing organ, yaitu Dewan Komisaris dan Direksi, berjalan dengan baik, dengan hasil sebagai berikut:

As previously discussed, The Bank conducted self-assessment on the implementation of GCG in 2017. This aligned with the Risk-based Bank Rating (RBBR) period conducted every semester referring to OJK Circular Letter No.13/SEOJK.03/2017 regarding the Implementation of Good Corporate Governance for Commercial Banks. Based on this reference, The Bank conducts periodic self-assessment on 11 (eleven) factors of assessment regarding the implementation of GCG. Two of these factors are about the Board of Commissioners and the Board of Directors, namely:

- The implementation of the duties and responsibilities by the Board of Commissioners.
- The implementation of the duties and responsibilities by the Board of Directors.

The result of the assessment of both aspects in 2016 showed that the functions of both organs—the Board of Commissioners and the Board of Directors—ran well, with the result as follows:

Faktor Evaluasi Penerapan GCG Factor evaluated on the implementation of GCG	Skor Score
Penerapan tugas dan tanggung jawab Dewan Komisaris The implementation of the duties and responsibilities by the Board of Commissioners	1
Penerapan tugas dan tanggung jawab Direksi The implementation of the duties and responsibilities by the Board of Directors	2

Realisasi/Tindak Lanjut Atas Hasil Rekomendasi Realization/Follow-up of the Recommendation

Rekomendasi atas Assessment Penerapan GCG Tahun 2016 Recommendation on the Assessment of the Implementation of GCG in 2016	Tindak Lanjut di Tahun 2017 Follow Up in 2017	
	Status	Periode Tindak Lanjut Period
Aspek Dewan Komisaris Aspect of the Board of Commissioners		
Pengawasan BOC terhadap proses kredit BOC monitoring of the credit process	●	2017

Bank secara aktif bernegosiasi dengan debitur terkait dengan kredit macet serta mengambil langkah hukum yang diperlukan, lelang serta monitoring secara ketat terhadap kredit bermasalah
The Bank actively negotiated with debtors regarding NPL and took necessary legal actions, held auction and strictly monitored NPL

● = sudah direalisasikan | realized ○ = belum direalisasikan | unrealized

Realisasi/Tindak Lanjut Atas Hasil Rekomendasi Realization/Follow-up of the Recommendation

Rekomendasi atas Assessment Penerapan GCG Tahun 2016 Recommendation on the Assessment of the Implementation of GCG in 2016	Tindak Lanjut di Tahun 2017 Follow Up in 2017		Bentuk Realisasi/Tindak Lanjut Realization/Follow-Up
	Status	Periode Tindak Lanjut Period	
Implementasi DC/DRC sesuai dengan action plan yang diserahkan ke OJK Implementation of DC/DRC based on the action submitted to OJK	●	2017	Rencana DC/DRC telah dijalankan sesuai dengan <i>action plan</i> yang diserahkan ke OJK DC/DRC plan executed based on the action plan submitted to OJK
Pemberian saran kepada Direktur Suggestions to Directors	●	2017	Pemberian saran kepada Direksi telah secara aktif dilakukan oleh Dewan Komisaris melalui rapat Dewan Komisaris, rapat gabungan Dewan Komisaris dan Direksi, serta rapat-rapat Komite di bawah Dewan Komisaris. Selain itu, Dewan Komisaris juga telah memberikan saran melalui surat yang disampaikan langsung kepada Direksi. BOC actively gave advice to BOD in BOC meetings and BOC-BOD joint meetings. BOC also gave advice via letters sent directly to BOD
Aspek Direksi Aspect of the Board of Directors			
Pemisahan tugas dan wewenang direktur yang membawahi unit SAM dan <i>General Affairs Bank</i> Separation of duties and authority of the director managing the SAM unit and General Affairs	○	2017	Bank masih dalam tahap pembahasan dengan OJK terkait dengan hal ini The Bank is still in discussion with OJK related to this matter
Meningkatkan prinsip kehati-hatian terkait dengan proses kredit, operasional & layanan Improving the prudential principle regarding credit process, operations, and services	●	2017	Prinsip kehati-hatian telah ditingkatkan dengan pengawasan terhadap kredit dilakukan secara ketat dimana proses analisa Bank semakin mendalam. Terkait dengan kegiatan operasional dan pelayanan Bank telah mengkaji ulang kebijakan dan prosedurnya terkait dengan operasional dan services untuk meningkatkan prinsip kehati-hatiannya. The prudential principle was improved with strict monitoring of credits with deeper Bank Analysis process. Related to the operations and services, the Bank reviewed policies and procedures related to operations and services to improve the prudential principle
Mengawasi progress dari implementasi DC/DRC <i>onshoring</i> sesuai dengan <i>action plan</i> yang disampaikan ke OJK Monitoring the progress of the implementation of DC/DRC onshoring based on the action plan submitted to OJK	●	2017	Bank telah memonitor progress DC/DRC sesuai dengan <i>action plan</i> yang disampaikan ke OJK The Bank monitored the progress of DC/DRC based on the action plan submitted to OJK

● = sudah direalisasikan | realized ○ = belum direalisasikan | unrealized

PENILAIAN KINERJA DEWAN KOMISARIS DAN DIREKSI

Metode/Mekanisme Penilaian

Penilaian faktor GCG merupakan penilaian terhadap kualitas manajemen Bank atas pelaksanaan prinsip GCG, dengan memperhatikan signifikansi atau materialitas suatu permasalahan terhadap penerapan GCG secara *bank-wide*, sesuai skala, karakteristik dan kompleksitas usaha Bank. Penilaian tersebut dikelompokkan dalam suatu governance system yang terdiri dari 3 (tiga) aspek *governance*, yaitu: *governance structure*, *governance process*, dan *governance outcome*.

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

Assessment Method/Mechanism

The assessment of the GCG factors is the assessment of the quality of the Bank management in implementing GCG principles, by taking into account the significance or materiality of an issue to the implementation of GCG bank-wide, based on the scale, characteristics and complexity of the Bank's business. The assessment is grouped into a governance system comprising three (3) aspects of governance: *governance structures*, *governance process*, and *governance outcomes*.

Hasil Penilaian

Governance Structure

- Seluruh anggota Direksi memiliki integritas, kompetensi dan reputasi keuangan yang memadai.
- Seluruh Komisaris Independen tidak ada yang memiliki hubungan keuangan, kepengurusan, kepemilikan dan hubungan keluarga dengan anggota Dewan Komisaris lainnya, Direksi dan/atau Pemegang Saham Pengendali atau hubungan dengan Bank, yang dapat mempengaruhi kemampuannya untuk bertindak independen.
- Dewan Komisaris dan Direksi memiliki sarana mekanisme komunikasi melalui BOC – BOD *communication meeting* yang dilaksanakan secara berkala. Pada pertemuan tersebut, dibahas hal-hal terkini yang berkaitan dengan perkembangan perusahaan maupun permasalahan yang dihadapi.

Governance Process

- Seluruh Komite telah menjalankan tugasnya dengan baik dan sangat membantu Dewan Komisaris dalam memantau risiko yang mungkin terjadi.
- Dewan Komisaris telah melaksanakan pengawasan terhadap pelaksanaan tugas dan tanggung jawab Direksi secara berkala maupun sewaktu-waktu, serta memberikan nasihat kepada Direksi.
- Dewan Komisaris tidak terlibat dalam pengambilan keputusan kegiatan operasional Bank, kecuali dalam hal penyediaan dana kepada pihak terkait dan hal-hal lain yang ditetapkan dalam Anggaran Dasar Bank dan/atau peraturan perundangan yang berlaku dalam rangka melaksanakan fungsi pengawasan.
- Direksi telah memberikan perhatian yang sangat serius terhadap tindak lanjut temuan hasil pemeriksaan OJK dan memastikan tindak lanjut tersebut dipenuhi sesuai komitmen.

Governance Outcome

- Transparansi laporan telah dilakukan secara tepat waktu dengan cakupan sesuai ketentuan yang berlaku termasuk telah mencantumkannya pada situs Bank.
- Laporan-laporan yang diwajibkan oleh Bank Indonesia/OJK telah disampaikan kepada Regulator maupun pihak lain sesuai dengan ketentuan yang berlaku.
- Direksi telah mengungkapkan kebijakan-kebijakan Bank yang bersifat strategis di bidang kepegawaian kepada Karyawan dengan media yang mudah diakses Karyawan.

Assessment Result

Governance Structure

- All directors have good integrity, competence and financial reputation.
- All independent commissioners don't have any financial, management, ownership and familial relationships with other members of the Board of Commissioners, members of the Board of Directors and/or controlling shareholders, or relationship with the Bank whose nature may impair the commissioners' ability to act independently.
- Board of Commissioners and Board of Directors have the mechanism for communicating in the form of BOC-BOD communication meeting held periodically. In these meetings, both organs discuss current issues related to the development of the Company and issues faced by the Company.

Governance Process

- All committees performed their respective functions well and assisted the Board of Commissioners in overseeing potential risks.
- The Board of Commissioners performed the oversight duty of the execution of duties and responsibilities of the Board of Directors, both periodically and at any given time, and provided suggestions to the Board of Directors.
- The Board of Commissioners was not involved in the decision making related to the Bank's operations except in matters related to the provision of funds to a related party and other matters set forth in Articles of Association and/or the prevailing law and regulations, as part and parcel of the Board's oversight function.
- The Board of Directors paid serious attention to the follow-up of the findings by OJK and ensured that the follow up met the commitment.

Governance Outcome

- The transparency of the reports was done in a timely manner with coverage as per the prevailing provisions, including uploading the information onto the Bank's website.
- The report required by Bank Indonesia/OJK were submitted to the regulator and other parties based on the prevailing law and regulations.
- The Board of Directors disclosed the Bank's strategic policies about manpower to employees on the media accessible by the employees.