



A member of **MUFG**, a global financial group





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## CORPORATE GOVERNANCE



Danamon believes that the implementation of Good Corporate Governance (GCG) is an important element that encourages the Company to achieve stable and sustainable business growth and increase its corporate values in both the short and long term.

Danamon consistently implements GCG and improves the quality of sound and transparent management of the Company based on precautionary and ethical principles with the support of integrated risk and compliance management

Danamon's existence in the banking industry cannot be separated from the harmony it has established with the environment surrounding its business and the contribution the Bank makes to fulfill its social and environmental responsibilities with due regard to the interest of both its shareholders and stakeholders.

# DANAMON'S GOVERNANCE POLICIES: IMPLEMENTATION BASIS

The laws and regulations that serve as the bases and guidelines for implementing corporate governance include the following:

- Indonesian laws on areas such as Limited Liability Companies, Capital Markets and Banking.
- Financial Services Authority Regulations (POJK) and Financial Services Authority Circular Letters (SEOJK) especially regarding Governance, Risk Management, Annual Reports, and various regulations related to the implementation of governance.
- The ASEAN Corporate Governance Scorecard (ACGS) issued by the ASEAN Capital Market Forum (ACME)
- Indonesian General Guidelines for Good Corporate Governance (GCG) issued by the National Committee on Governance Policy (KNKG).
- Indonesian Corporate Governance Roadmap.
- The Company's Articles of Association and General Meeting of Shareholders (GMS) resolutions.
- The Bank's GCG Policy
- Other best practices related to good corporate governance implementation.

Danamon has an Integrated Governance Policy for the MUFG Group Financial Conglomeration that offers guidelines for implementing GCG at every activity and organizational level at Danamon and Financial Services Institutions (LJK) in the MUFG Group Financial Conglomeration. Following the issuance of POJK No. 17 of 2023 concerning the Implementation of Governance for Commercial Banks, Danamon has made improvements to its internal policies and procedures.

# DANAMON'S GOVERNANCE IMPLEMENTATION: COMMITMENTS AND OBJECTIVES

Danamon's Board of Commissioners, the Board of Directors and all employees are fully committed to continuously improving the quality of GCG implementation using the following 5 (five) GCG principles as guidance: transparency, accountability, responsibility, independency, and fairness.

The aim of achieving stable and sustainable business growth and increasing corporate values in both the short and long term is supported by GCG the process and mechanism for evaluating the implementation of GCG which is conducted periodically covering 3 (three) aspects of governance, namely governance structure, governance process and governance outcome , in addition to other criteria or indicators for each assessment factor.

In line with the development of best practices in implementing GCG in the banking and financial services industry, Danamon stays committed to always improving its GCG implementation that allows it to meet the ever-changing GCG standards.

The sustainable implementation of GCG at Danamon aims to:

- Encourage Company performance.
- ncrease investor confidence.
- Protect the interests of stakeholders.
- Optimize added value.
- Make positive contributions to the banking industry, financial industry and the Indonesian economy.





### DANAMON'S GOVERNANCE IMPLEMENTATION: ROADMAP

Danamon consistently and continuously makes improvements in its governance implementation methods as outlined in its governance road-map.

Danamon's GCG roadmap is detailed below:

### 2013

- GMS Agenda Disclosure and Explanation.
- Publishing GMS resolutions the day after the GMS was held.
- Disclosing Danamon's Governance Policy, Articles of Association, Personal Investment Policy, Related Party Transaction Policy and Transactions containing Conflicts of Interest, Shareholders and Groups on the company's website.
- Improving Danamon's website. This included an addition of bilingual features.
- Filling out management profiles and GMS minutes.
- Disclosing its Remuneration Policies for the Board of Directors and Board of Commissioners in its Annual Report.

### 2014

- Perfecting the alignment of its good corporate governance implementation with applicable laws and regulations, especially with the recommendations of the Financial Services Authority (as contained in the Indonesian Corporate Governance Road Map).
- Aligning its good corporate governance implementation with the ASEAN CG Scorecard.
- Providing all Board of Commissioners members with a refreshment training course on risk management.
- Separating the Nomination & Remuneration Committee into 2 (two) committees: the Nomination Committee and the Remuneration Committee.
- Adjusting the membership structures of the Audit Committee, Risk Oversight Committee, Nomination and Remuneration Committee, and the Nomination Committee using applicable regulations as references.
- Refining and updating its charters for the Board of Commissioners, Board of Directors, Audit Committee, Risk Oversight Committee, Nomination and Remuneration Committee and Governance Committee.
- Affiliate Transaction and Conflict of Interest Policy.

### 2015

- Integrated Governance and Integrated Risk Management implementation through the availability of integrated structures and infrastructure.
- Adding Independent Commissioners to the Nomination Committee and Remuneration Committee.
- A Diversity Policy for the Board of Commissioners and Directors, a Nomination Policy for the Board of Commissioners and Directors, a Performance Appraisal

Policy for the Board of Commissioners and Directors, a Performance Assessment Tool for the Board of Commissioners, and an Anti-Gratification Policy (on Receiving and Giving Gifts).

- · Payment of dividends within 30 days.
- Disclosing candidate profiles for Board of Commissioners members.

### 2016

- Improving the implementation of Integrated Governance and improving Corporate Governance guidelines for Subsidiaries
- Improving governance implementation through the use of Financial Services Authority regulations on "Guidelines for Governance of Public Companies".
- Refining Nomination Committee and Remuneration Committee work guidelines and procedures.
- Adjusting and simplifying committees under the Board of Directors.
- Communication Policy, Board of Directors Succession Policy, Board of Directors Performance Assessment Tools.
- Improved Whistleblower Policy.

### 2017

- Aligning Danamon's governance implementation with the Financial Services Authority regulations on "Implementation of Governance for Commercial Banks".
- · Improving Danamon's website.
- Refining policies that supported Danamon's governance implementation

### 2018

- Improving Danamon's governance implementation.
- Reviewing charters for the Board of Directors, Board of Commissioners, and Committees under the Board of Commissioners.
- · Reviewing Subsidiary Governance Policies.
- Adjusting the Integrated Governance Committee's membership structure.
- Improving a number of policies related to Anti-Money Laundering and Preventing Terrorism Financing (AML-CFT) policies.
- Refining and updating a number of policies related to Risk Management.
- Making changes to Danamon's organizational structure.

### 2019

- Refining policies supporting corporate governance implementation.
- Refining guidelines and work procedures for corporate governance organs.
- Updating the Code of Conduct.

- Making changes to Danamon's organizational structure.
- Adjusting Committee membership structures.
- Refining and updating a number of policies related to Risk Management and Integrated Governance.

### 2020

- Adjusting the structure and members of the Financial Conglomeration.
- · Adjusting the membership structure of committees.
- Refining and updating guidelines and work rules for corporate governance organs.
- Improving a number of policies related to Anti-Money Laundering and Preventing Terrorism Financing (AML-CFT) policies.
- Refining and updating a number of policies related to Risk Management and Integrated Governance.

### 2021

- Refining and updating a number of policies related to Risk Management and Integrated Governance.
- Improving and updating a number of policies supporting corporate governance implementation.
- · Adjusting the membership structure of committees.
- Improving a number of policies related to Anti-Money Laundering and Preventing Terrorism Financing (AML-CFT) policies.
- Making changes to Danamon's organizational structure.

### 2022

- Refining and updating a number of policies related to Risk Management and Integrated Governance for all of MUFG Group Financial Conglomeration's entities in Indonesia.
- Updating the Bank's Financial Conglomeration Corporate Charter.
- Refining and updating policies supporting corporate governance implementation.
- Updating several guidelines and working procedures for committees.

### 2023

- Updating Danamon's Code of Conduct.
- Improving a number of policies related to Anti-Money Laundering and Preventing Terrorism Financing (AML-CFT) policies.
- Refining and updating a number of policies related to Risk Management and Corporate Governance.
- Merging the Nomination Committee and Remuneration Committee into 1 (one) committee, namely the Nomination and Remuneration Committee.
- Updating the committee's work guidelines and regulations.
- Making changes to organizational structure.
- Making changes in members of the financial conglomerate.

### 2024

- Refining and updating a number of policies related to risk management, governance and supporting policies for the implementation of governance.
- Updating the guidelines and work rules of the Board of Commissioners, Board of Directors, and committees.
- Implementing Sharia Banking Certification for Independent Parties, and members of Boards of Directors and Commissioners.
- Planning amendments in Articles of Association.





# POLICIES, ORGANS AND GOVERNANCE IMPLEMENTATION

### **CORPORATE GOVERNANCE POLICY**

Danamon is a Main Entity of MUFG Group Financial Conglomeration that is responsible for preparing and determining its own Integrated Governance Policy within Indonesia. This policy serves the main guideline for implementing integrated governance applicable to all Entities of MUFG Group Financial Conglomeration in Indonesia. In September 2023, MUFG Group Financial Conglomerate had its Integrated Governance Policy refined after Adira Quantum was no longer a member. Following the issuance of POJK No. 17 of 2023 concerning the Implementation of Governance for Commercial Banks, Danamon has made some improvements and updates to its Governance Policy

Danamon carries out its governance based on the following 5 (five) basic principles of Good Governance:



### TRANSPARENCY

Danamon is committed to applying transparency in disclosing and providing relevant information that is easy for the shareholders and stakeholders to access. Transparency is also applied in the decision-making process as reflected in the minutes of meetings.



### **ACCOUNTABILITY**

Clarity in organizational functions, duties, authorities and responsibilities governed according to the guidelines and work procedures of each function. As an institution, Danamon is accountable for its performance.



### RESPONSIBILITY

Danamon is committed to complying with established laws and regulations, its internal policies, ethical values and standards, principles and practices. In addition, Danamon also works to realize its responsibility to both the society and the environment in order to achieve long-term business continuity and gain recognition as a good corporate citizen.



### INDEPENDENCY

Danamon's organs carry out their activities independently and objectively, and avoid any dominating influences from any party. Danamon is committed to running its business with a priority placed on professionalism and free from conflicts of interest and influence or pressure from any party that is in violation of regulatory provisions and ethical values as well as standards, principles and practices.

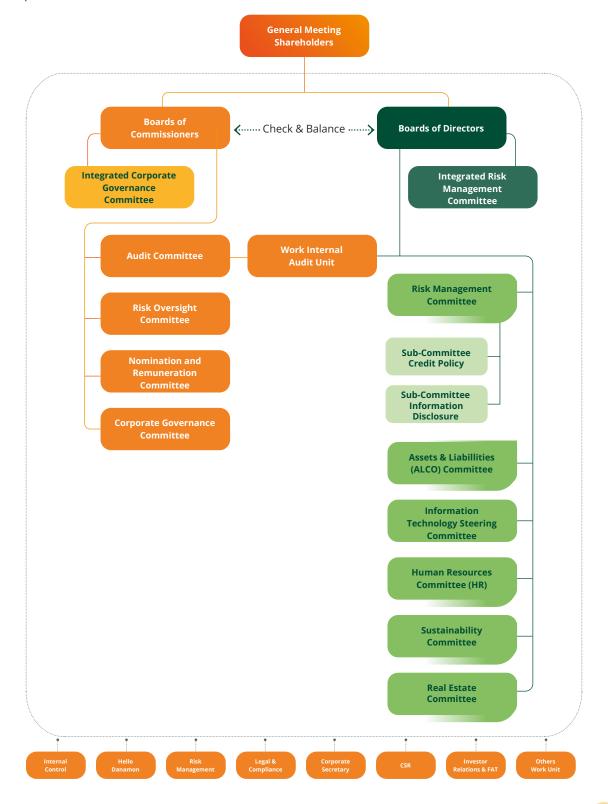


### **FAIRNESS**

Danamon ensures that it can always fulfil the rights and interests of all of its shareholders, both majority and minority. Danamon also always provides fair and equal treatment to all of its stakeholders. Fairness herewith includes equality, balance and justice in fulfilling Stakeholder rights based on agreements, regulatory provisions, and ethical values, as well as standards, principles and practices.

### **DANAMON'S GOVERNANCE ORGANS**

Danamon's governance organs were formed to support the implementation of good corporate governance principles to make it run systematically and in a structured manner. Danamon's governance-supporting organs have clear roles and responsibilities to create a control mechanism of checks and balances.





### DANAMON'S GOVERNANCE IMPLEMENTATION

Danamon realizes that the good corporate governance implementation is more than just a necessity, but rather one of the main foundations and basic requirements for carrying out its business activities. Good corporate governance implementation is built on a baseline of solid integrity that allows such governance to be implemented throughout all level of the organization, and for it to be carried out throughout all of Danamon's activity in such a way that allows all operational activities to run consistently and continuously.

This system of governance implementation is based on the 5 (five) basic principles of good governance: Transparency, Accountability, Responsibility, Independence, and Fairness and Equality. Each of these principles is grouped in a governance system that consists of 3 (three) governance aspects: Governance Structure, Governance Processes and Governance Outcomes.

### **GCG STRUCTURE**

- The number of people, the composition, the criteria and the independence of Danamon's Board of Commissioners, Board of Directors and committees all have to be adequate and designed in accordance with Danamon's needs and in accordance with applicable Financial Services Authority/Bank Indonesia regulations;
- Danamon, as a Main Entity in MUFG Group Financial Conglomeration, has to establish an Integrated Governance Committee and an Integrated Risk Management Committee;
- The main duties, responsibilities and functions of all levels at Danamon have to be designed in an adequate manner that is specified in Policies, Guidelines and Work Rules. The Policies, Procedures and Management Information Systems of Danamon have to be available and support Danamon's operational activities;
- There have to be Governance Guidelines, risk management frameworks, and adequate internal controls, compliance functions and internal audit functions, with appointed external audits based on criteria needed;
- There has to be policies for providing funds to related parties, for the large provision of funds, for conflicts of interest and for aspects of transparency;
- There have to be strategic and business plans that are in line with Danamon's vision and mission.

### **GCG PROCESS**

- There has to be adequate implementation of the functions, dutiesand responsibilities of Danamon's organs so as to optimize the company's oversight and control functions:
- The process of replacing and appointing Board of Commissioners, Board of Directors and Committee members has to be done in accordance with applicable regulations;
- There has to be efforts to boost the competence of Board of Commissioners and Board of Directors members through continuous education and training; There has to be disclosure of affiliated transactions and conflicts of interest from the Board of Directors and Board of Commissioners;
- The provision of funds to related parties and provision of large funds is to be carried out through a normal credit approval process and has to take an "arm's length" principle into
- Risk management has to be properly implemented so that risks that may arise can be managed adequately;
- There has to be complete and accurated disclosure of information when it comes to financial and nonfinancial matters, Danamon products, and customer complaints;
- Strategic and business plans have to be carried out in a realistic, comprehensive and measurable manner that is approved by the Board of Commissioners and communicated to shareholders and all levels of the organization.

### **GOVERNANCE RESULTS**

- Danamon's positive performance includes profitability, efficiency and capital;
- Danamon's activities have to be free from the intervention of owners and other related parties that may cause a conflict of interest;
- Disclosure of financial and non financial conditions (as well as other important forms of information) have to be available on Danamon websites in a way that is informative and easily accessible to Stakeholders;
- There has to be adequate compliance and risk management as well as follow-ups on audit results done in accordance with Danamon's commitments:
- The Bank's Business Plan has to describe Danamon's sustainable growth and provides economic and non-economic benefits for all Stakeholders.

# DANAMON'S GOVERNANCE **IMPLEMENTATION IN 2023:** FOCUS AND ACHIEVEMENTS

Danamon seeks to consistently apply the principles of good governance in various aspects and at every level of the organization.

In 2023, Danamon undertook various initiatives to strengthen its governance implementation through aligning it with regulatory provisions and improvements in governance structure and policies, which included:

- 1. Refinement of Integrated Governance Policies.
- 2. Changes in Financial Conglomeration Members in connection with the completion of the liquidation process of PT Adira Quantum Multifinance.
- 3. Changes in members of the Financial Conglomerate after PT Home Credit Indonesia became a new member of MUFG Group Financial Conglomerate in connection to MUFG Bank share acquisition of PT Home Credit Indonesia through Krungsri (75%) and PT Adira Dinamika Multi FinanceTbk (9.83%).
- 4. Refinement of policies related to risk management, including:
  - Bank Risk Management and Consolidation
  - MUFG Group Financial Conglomerate Integrated Risk Management Policy.
  - Market and Liquidity Risk Management Policy.
  - Cyber Risk Management Policy.
  - Resolution Plan Policy

- 5. Refinement of policies for Anti-Money Laundering (APU), Prevention of Terrorism Financing (PPT) Program, and Prevention of Funding for the Proliferation of Weapons of Mass Destruction (PPPSPM).
- 6. Refinement of the Charter of the Risk Monitoring Committee under the Board of Commissioners.
- 7. Refinement of the Charters of the Risk Management Committee and the Information Technology Steering Committee under the Board of Directors.
- 8. Refinement of the Resolution Plan Policy.
- 9. Refinement of Policy for Transactional Conflict of Interest and Information Wall Management.
- 10. Refinement of Policy for Personal Securities Trading (PST) and Material Non-Public Information (MNPI) Management.
- 11. Refinement of Anti-Fraud Management Policy and Framework.
- 12. Refinement of Business Continuity Management
- 13. Refinement of Occupational Health Safety (OHS)
- 14. Refinement of Action Plan Policy
- 15. Refinement of Procurement Policy.
- 16. Refinement of Tax Compliance Policy.





# ASSESSMENT OF DANAMON'S GOVERNANCE IMPLEMENTATION IN 2023

In order to improve the implementation of Good Governance on an ongoing basis, Danamon conducts self-assessment on the quality of its Governance implementation in every semester, or for the June and December positions in accordance with the Bank's Soundness Level assessment period. Apart from that, Danamon also conducts assessments of the implementation of Good Governance through independent external parties to obtain more independent assessment results.

## SELF-ASSESSMENT OF CORPORATE GOVERNANCE IMPLEMENTATION

Danamon conducts self-assessment of its governance implementation pursuant to POJK No.55/POJK.03/2016 on the Implementation of Governance for Commercial Banks and POJK No.17 of 2023 on the Implementation of Governance for Commercial Banks which came into effect on September 14, 2023. The criteria used for individual self-assessments of governance implementation are SEOJK No.13/SEOJK.03/2017 on the the Implementation of Corporate Governance for Commercial Banks. The results of the Bank's self-assessment of governance implementation are an inseparable part of the Governance Implementation Report.

The results of the self-assessment of the implementation of corporate governance are one of the factors covering the Bank's Soundness Level Assessment using the risk approach or RBBR, both individually and in a consolidated manner, conducted at least every semester for end of June and end of December positions as regulated in POJK No.4/POJK.03/2016 on the Assessment of the Soundness Level of Commercial Banks and SEOJK No.14/SEOJK.03/2017 on the Assessment of the Soundness Level of Commercial Banks.

The assessment is conducted using assessment factors set out based on OJK regulations, including the quality of corporate governance principles in a comprehensive and structured manner which is integrated into 3 (three) aspects of governance, namely:

### 1. Governance Structure

The Governance Structure Assessment aims to assess the adequacy of the Bank's governance structure and infrastructure to ensure governance principles implementation produces the expected outcomes. Bank's Governance structure consists the Board of Directors, Board of Commissioners, and the Bank's committees and work units. The Bank's Governance infrastructure includes policies and procedures, information system management, and the key tasks and functions of each organizational structure within the Bank.

### 2. Governance Process

The Governance Process Assessment aims to assess the effectiveness of the process of governance principle implementation supported by adequate structure and infrastructure in order to for the Bank to show expected outcomes that are in line with expectations of the Bank's Stakeholders.

### 3. Governance Outcome

The Governance Outcome Assessment aims to assess the quality of Bank outcomes to see whether or not they meet Stakeholder expectations, which result from the process of governance principles implementation that is supported by adequate governance structure and infrastructure.

# GOVERNANCE IMPLEMENTATION: ASSESSMENT FACTORS

Danamon's commitment to implementing governance as a way of maintaining its business continuity can be seen through its constant efforts to improve its governance implementation. Its efforts in 2023 towards this end include the following:

## SELF-ASSESSMENTS ON INDIVIDUAL GOVERNANCE

Danamon carried out self-assessments for individual governance implementation on a semi-annual basis. These assessments contain at least 11 (eleven) factors for evaluating the Good Corporate Governance implementation. These factors include the following:

- 1. Implementation of the duties and responsibilities of the Board of Directors;
- 2. Implementation of the duties and responsibilities of the Board of Commissioners;
- Implementation and comprehensiveness of committee duties;
- 4. The methods of handling conflicts of interest;

- 5. Implementation of compliance functions;
- 6. Implementation of the internal audit functions;
- 7. Implementation of the external audit functions;
- 8. Implementation of risk management, including internal control systems;
- 9. The provision of funds to related parties and large exposures;
- Transparency when it came to the Bank's financial and non-financial conditions, and reports on governance implementation and internal reporting;
   and
- 11. The Bank's strategic plans.

In addition the above 11 factors, assessment is also made on other relevant and significant aspects to GCG implementation.

## 2023 Governance Implementation Self Assessment: Results

The results of Danamon's self-assessments on governance implementation for June and December 2023 are as follows:

Individual Governance Implementation: Self-Assessment Results Positions: As of June and December 2023			
Rating Rating Definition		Rating Definition	
Bank	2 (Good)	This rating indicates that Danamon's management has implemented good levels of corporate governance in general. It means that it has adequately fulfilled principles of corporate governance. All the weaknesses therein were generally considered less significant and could be resolved through normal actions taken by Danamon's management.	

Based on its assessment results that reviewed 11 (eleven) assessment factors for governance implementation, Danamon has achieved adequate levels of governance structures and infrastructure in 2023 that supported the effectiveness of its Good Governance implementation process with a quality that can meet the expectations of stakeholders.



## EXTERNAL **ASSESSMENTS**

### **ASEAN CORPORATE GOVERNANCE SCORECARD (ASEAN CG SCORECARD)**

Danamon continued to make improvements in its implementation of good governance principles so that it could provide added value for all Danamon stakeholders. One of its efforts saw it using the ASEAN CG Scorecard as a guide for improving its implementation of sustainable governance principles.

The ASEAN CG Scorecard is an ASEAN Capital Market Forum initiative for integrating the capital markets of ASEAN member countries that has been used since 2011. This scorecard serves as a quantitative tool to measure the compliance of public companies in ASEAN with corporate governance guidelines according to exemplary practices that are based on international standards (such as corporate governance principles issued by the Organization for Economic Cooperation and Development (OECD)).

### INDONESIAN INSTITUTE FOR CORPORATE DIRECTORSHIP (IICD)

The IICD has conducted its own external assessment of Danamon's governance implementation. It included Danamon as one of its IICD Corporate Governance (CG) award nominees and Top 50 Issuers with the largest market capitalization (BigCap PLCs).

# AWARDS FOR THE IMPLEMENTATION OF GOVERNANCE

Danamon's commitment to implement sustainable Governance garnered further recognitions in 2023. Danamon was named amongst the Top 50 Big Cap Issuers (based on best GCG practices), and received a special award in the Best Role of Stakeholders (Big Cap) category at the 14<sup>th</sup> IICD Corporate Governance Conference and Award held in September 2023.

This shows that Danamon has succeeded in practicing good governance (GCG) and has not been involved in serious cases for violation of GCG principles.

# DANAMON'S GOVERNANCE IMPLEMENTATION REPORT

Danamon's Governance Implementation Report covers all aspects of the Bank's governance implementation efforts that were done with reference to applicable laws and regulations and universally applicable best practices of governance implementation. These reports on Danamon's governance implementation serve as part of its corporate responsibility for implementing the principle of transparency to stakeholders and for complying with applicable laws and regulations.

# GENERAL MEETING OF SHAREHOLDERS

The General Meeting of Shareholders (GMS) is a Public Company's organ with authorities delegated to neither the Board of Directors nor the Board of Commissioners, as specified in laws on Limited Liability Companies and/ or the Articles of Association of the Public Company.

GMS consists of an Annual GMS and other forms (Extraordinary GMS)

- 1) Annual GMS (AGMS)
  - a. A Public Company shall convene an AGMS once a year, no later than 6 (six) months after the closing of its books, as specified in the laws and regulations and precede it with an Announcement and Summon.
  - b. The Board of Directors shall submit an Annual Report to the GMS after reviewed by the Board of Commissioners, within a scope stipulated in laws, regulations and Company's Articles of Association.
  - c. The AGMS decides on agenda items or matters in accordance with the provisions of laws, regulations and Company's Articles of Association.
- 2) Extraordinary GMS (EGMS)
  - a. A Public Company shall convene an EGMS at any time when necessary and in the best interest of the Public Company, as specified in laws, regulations and Company's Articles of Association and precede it with Announcement and Summon.
  - The EGMS shall make decisions on the proposed agenda in accordance with the provisions of the laws, regulations and Company's Articles of Association.

### **Legal Basis for GMS Convention**

The Company convenes GMS with reference to the following: Law No. 40 of 2007 concerning Limited Liability Companies, FSA Regulation (POJK) No.15/POJK.04/2020 concerning Plans and Implementation of the General Meeting of Shareholders of Public Companies, POJK No.16/POJK.04/2020 concerning Implementation of Electronic General Meetings of Shareholders of Public Companies, Company's Articles of Association, Danamon's Governance Guidelines.

### **SHAREHOLDERS**

Shareholders are owners of capital whose names are registered as shareholders within Company's shareholders' registry. Company has a total authorized capital of 17,782,400,000 shares. The shares consist of 22,400,000 series A shares with voting rights, each with a nominal value of Rp50,000.00 per share, and 17,760,000,000 series B shares with voting rights, each with a nominal value Rp500.00 per share. Of this capital, shareholders have 9,773,552,870 shares which consist of 22,400,000 series A shares and 9,751,152,870 series B shares. Shareholders consist of holders of series A shares and holders of series B shares. All shares issued by Company are registered shares.

### **Rights and Authorities of Shareholders**

Company does not divide its shares into special types of shares or ordinary shares. All shareholders have equal rights and obligations. Shareholders can participate in managing the company through the GMS. A GMS can be held at the request of shareholders with preconditions as stipulated in laws, regulations and Company's Articles of Association.

Shareholders reserve the right to participate in making decisions related to amendments to the Articles of Association and other fundamental changes regarding the Company. Shareholders also have the right to participate effectively and use votes in the GMS, as well as the right to obtain information regarding the GMS, which includes information on meeting agendas, as well as rules and procedures for voting.

The Company protects the rights of its shareholders and helps to ensure that the basic rights of shareholders are upheld. The basic rights of shareholders include:

- 1. Attending and voting at the GMS.
- 2. Obtaining relevant and material information about Company in a timely and regular manner.
- 3. Obtaining ownership registration methods.
- 4. Transferring shares.
- 5. Appointing and dismissing the Board of Directors and Board of Commissioners.
- 6. Receiving shares in Company's profits.





- 7. Exercising other rights and authorities based on laws, regulations and Company's Articles of Association
- 8. The full rights and authorities of shareholders are regulated in Company's Articles of Association, which can be accessed through Company's website (www.danamon.co.id).

### **Limitations for Shareholders**

- Shareholders shall not intervene in the execution of Company's operations. The Board of Directors and the Board of Commissioners must reject any interventions of this sort.
- 2. Controlling shareholders may coordinate in arranging business strategies, corporate plans and business plans.
- Controlling shareholders can only exercise oversight through the GMS. Policy coordination and conducting audits have to be done in accordance with applicable laws and regulations.
- 4. Controlling shareholders must avoid conflicts of interest
- 5. Controlling shareholders shall refrain from abusing their dominance or control of share ownership in ways that may violate corporate governance principles.
- The Board of Commissioners and Board of Directors must refuse requests for information regarding Company from controlling shareholders that are inconsistent with principles of fairness and equality.
- 7. Shareholders shall refrain from using Company for personal, family, company or business group interests in spirits and manners that are contrary to laws and regulations and to the principle of fairness that commonly applies in issues involving the banking and financial sectors.

### **Shareholder Access to Information**

Shareholders can obtain information about Company through various designated communication media, including the GMS, performance presentations, analyst briefings, websites, and through e-mail access to Investor Relations (investor.relations@danamon.co.id) and Corporate Secretary (corporate.secretary@danamon.co.id).

### **GMS Voting Mechanisms and Vote Counting**

Company has compiled and prepared a Code of Conduct for its GMS. This GMS Code of Conduct, which is made available on its official website and delivered and read out at the opening of a GMS, contains voting procedure and calculation. Prior to each of the voting, the chairman of the GMS shall give an opportunity for shareholders with the rights to inquiries and/or their proxies to ask questions and/or share their opinions to ask questions and/or give their opinions to the chairman of the GMS before voting is conducted for each agenda item of the GMS.

Decision making in the GMS is carried out in the following manner:

- The GMS shall make decisions based on deliberation to reach a consensus. In the event a consensus is not reached on a particular agenda item, then the decisions shall be made through voting.
- 2. Voting shall be carried out with due consideration on the GMS' attendance quorum and decision quorum, as stipulated in Company's Articles of Association.
- 3. In voting, the votes cast by the shareholders apply to all of the shares they own. Shareholders are not entitled to give power of attorney to more than one proxy for a portion of the number of shares they own with different votes.
- 4. In votes calculation, 1 (one) share gives the holder the right to cast 1 (one) vote. If a shareholder has more than 1 (one) share, then the shareholder is only eligible for 1 (one) vote at a time. A vote represents the entire number of shares a shareholder owns based on the voting cards the shareholder receives.
- 5. Members of both the Boards of Commissioners and Directors and Company's employees shall refrain from acting as shareholder proxies.
- In the event that GMS makes decision on cash dividend distribution, then cash dividend payment to the entitled shareholders shall be made no later than 30 (thirty) days after a summary of the minutes of the referred GMS.

### **GENERAL MEETING OF SHAREHOLDERS IN 2023**

### **The Convention of AGMS**

In 2023, The Company held 1 (one) Annual General Meeting of Shareholders ("AGMS"). The 2023 AGMS was convened in accordance with the provisions in the Company's Articles of Association, POJK No.15/POJK.04/2020 concerning Planning and Organizing General Meetings of Shareholders of Public Companies and POJK No.16/POJK.04/2020 concerning Virtual Implementation of General Meetings of Shareholders of an Issuer.

The convening process of the 2023 AGMS is as follows:

### Implementation of AGMS March 31, 2023

Date Time	Friday, March 31, 2023 The AGMS began at 14.34 WIB and ended at 16.16 WIB
Place	Bank Danamon Tower, Auditorium, 23 <sup>rd</sup> Floor Jl. H.R. Rasuna Said, Block C No. 10, Karet Setiabudi, Jakarta 12920
Quorum (Shareholder Attendance)	In accordance with the Company's Register of Shareholders as of March 8, 2023, the total number of entitled shares is of 9,773,552,870 shares. The number of shares with voting rights that attended the AGMS was 9,123,663,222 shares or 93.351% of the total shares issued by the Company. Therefore, the meeting had fulfilled the requirements for the AGMS quorum and decision making for the AGMS agenda (which is more than 2/3 of the total shares with valid voting rights issued by the Company). Therefore, the AGMS is valid to be held and make the following decisions.
AGMS Chairman	The AGMS was chaired by Halim Alamsyah, Independent Commissioner of the Company, in accordance with the Company's Articles of Association and Circular Decisions of the Board of Commissioners.
Attendance of the Board of Commissioners	The Board of Commissioners physically present:  1. Kenichi Yamato, President Commissioner  2. Halim Alamsyah, Independent Commissioner  3. Peter Benyamin Stok, Independent Commissioner  4. Nobuya Kawasaki, Commissioner  5. Dan Harsono, Commissioner
	The Board of Commissioners attended via the Webex  1. Hedy Maria Helena Lapian, Independent Commissioner  2. Shuichi Yokoyama, Commissioner
Attendance of the Sharia Supervisory Board	Sharia Supervisory Board physically present:  1. M. Sirajuddin Syamsuddin, Chairman  2. Hasanudin, Member  Sharia Supervisory Board present via Webex:
	1. Asep Supyadillah, Member
Attendance of the Board of Directors	Directors physically present:  1. Yasushi Itagaki, President Director  2. Honggo Widjojo Kangmasto, Vice President Director  3. Hafid Hadeli, Vice President Director  4. Herry Hykmanto, Director  5. Rita Mirasari, Director  6. Heriyanto Agung Putra, Director  7. Dadi Budiana, Director  8. Muljono Tjandra, Director  9. Thomas Sudarma, Director
	Directors who attended via the Webex:  1. Naoki Mizoguchi, Director
Independent Party to calculate quorum and vote on AGMS decisions	The Company had appointed Mala Mukti, S.H., LL.M. as Notary and PT Adimitra Jasa Korpora as Securities Administration Bureau respectively as authorized parties to calculate the quorum and voting.
Number of shareholders who asked questions and/or provided opinions at the AGMS	One question was asked on the second agenda of the Meeting by 1 (one) shareholder who owned 12,700 (twelve thousand seven hundred) of shares with valid voting rights issued by the Company.
AGMS decision making mechanism	<ol> <li>Meeting decisions are taken based on deliberation to reach consensus.</li> <li>In the event that a consensus is not reached, decisions shall be made through voting on the agenda of the Meeting. A decision is valid if it is approved by more than 2/3 (two thirds) of the total shares with voting rights present and/or represented at the Meeting.</li> <li>Abstain/Blanko votes shall be considered to cast the same vote as the majority of shareholders who cast</li> </ol>



### **Phases of AGMS 2023 Convention**

Matter	Date	Reporting Media
Notification of PT Bank Danamon Indonesia Tbk (Company) Annual General Meeting of Shareholders (AGMS) Plan to OJK	February 15, 2023	OJK and IDXnet Electronic Reporting Facilities
Announcement of the Annual General Meeting of Shareholders (AGMS) of PT Bank Danamon Indonesia Tbk (Company)	February 22, 2023	OJK and IDXnet Electronic Reporting Facilities, eASY.KSEI, and Company Website
Invitation to the Annual General Meeting of Shareholders (AGMS) of PT Bank Danamon Indonesia Tbk (Company)	March 9, 2023	OJK and IDXnet Electronic Reporting Facilities, eASY.KSEI, and Company Website
The conduct of the AGMS of PT Bank Danamon Indonesia Tbk (Company)	March 31, 2023	-
Submission of Summary of Minutes of the Annual General Meeting of Shareholders (AGMS) of PT Bank Danamon Indonesia Tbk (Company)	April 4, 2023	OJK and IDXnet Electronic Reporting Facilities, eASY.KSEI, and Company Website
Submission of Minutes of the Annual General Meeting of Shareholders (AGMS) of PT Bank Danamon Indonesia Tbk (Company)	April 27, 2023	OJK and IDXnet Electronic Reporting Facilities

The Company has uploaded information about the 2023 AGMS on its official website, such as description on Meeting agenda, profiles of Public Accountants and Public Accounting Firms, profiles of prospective Members of the Board of Commissioners, profiles of prospective Members of the Board of Directors, Meeting rules and other Meeting materials

### **Decisions and Realization of the 2023 AGMS**

The AGMS has decided on 6 (six) Meeting agenda items. All Meeting decisions have been realized in 2023, as listed below:

### AGMS - First Agenda

- Approved the Company's Annual Report for the financial year ended December 31, 2022.
- Ratified the Company's Consolidated Financial Statements for the financial year ended December 31, 2022 which had been audited by the Imelda & Rekan Public Accounting Firm (a member firm of Deloitte Touche Tohmatsu Limited) as contained in the Independent Auditor's Report, dated February 14, 2023, Number 00017/2.1265/AU.1/07/0849-2/1/II/2023 with opinion without modification.
- Ratified the Oversight Duties Report of the Company's Board of Commissioners for the financial year ended December 31, 2022. Provided full release and discharge of responsibility ("volledig acquit et décharge") to (i) the Company's Board of Directors in carrying out their duties and responsibilities for management as well as duties and responsibilities representing the Company; (ii) The Company's Board of Commissioners in carrying out their oversight duties and responsibilities as well as duties and responsibilities in providing direction and advice to the Company's Directors; and (iii) the Sharia Supervisory Board in carrying out its duties and responsibilities for oversight of sharia aspects of the implementation of the Company's business activities in accordance with sharia principles and providing advice and suggestions to the Company's Directors, which was carried out in the financial year ended December 31, 2022, as long as The implementation of these duties and responsibilities is reflected in the Company's Annual Report for the financial year ended December 31,2022.

	Total Abstain and Agree Votes: 9,123,598,322 shares or 99.999%		
Voting Result	Abstain	Disagree	Agree
	5,188,595 shares or 0.057%	64,900 shares or 0.01%	9,118.409,727 shares or 99.942%

### **AGMS - Second Agenda**

Approved the use of net profit after the Company's income tax expense for the financial year ended December 31, 2022 to the amount of IDR3,302,314,000,000 (three trillion three hundred two billion three hundred and fourteen million rupiah) with the following details:

- 1% (one percent) of Net Profit or more or less IDR33,023,140,000 (thirty-three billion twenty-three million one hundred and forty thousand rupiah) is set aside for reserve funds to comply with Article 70 of the Limited Liability Company Law.
- 35% (thirty five percent) of Net Profit or more or less IDR1,155,809,900,000 (one trillion one hundred fifty five billion eight hundred nine million nine hundred thousand rupiah) or IDR118.26 (one hundred eighteen point twenty-six rupiah) per share, assuming the number of shares issued by the Company on the Recording Date was no more than 9,773,552,870 (nine billion seven hundred seventy-three million five hundred fiftytwo thousand eight hundred and seventy) shares, paid as annual dividends 2022 book, with the following conditions:
  - Dividends will be paid to shareholders whose names were recorded in the Register of Shareholders on a date to be determined by the Company's Board of Directors (hereinafter referred to as the "Record Date").
  - Dividends that are not taken after 5 (five) years from the date determined for past dividend payments, are put into the Special Reserve fund. Procedures for withdrawing dividends from the Special Reserve can be accessed on the Company's website.
  - Shareholder dividend tax will be paid in accordance with the applicable tax regulations.
  - The Board of Directors is hereby given the power and authority to determine matters concerning or related to the implementation of dividend payments for the 2022 financial year, including (but not limited to):
    - determining the Recording Date for the Company's shareholders who are entitled to receive dividend payments for the 2022 financial
  - year.

    determining the date for dividend payments for the 2022 financial year, and everything without prejudice to compliance with the
- regulations of the Stock Exchange where the Company's shares are listed.

  3. The remaining profit or the 2022 financial year whose use was not determined will be posted as the Company's retained earnings.

	Total Abstain and Agree Votes: 9,123,598,322 shares or 99.999%		
Voting Result	Abstain	Disagree	Agree
	838,900 shares or 0.009%	64,900 shares or 0.001%	9,122,759,422 shares or 99.990%

### AGMS - Third Agenda

- 1. Reappointed Ms Elisabeth Imelda as Public Accountant and Imelda & Partners (a member firm of the Deloitte Touche Tohmatsu Limited) as Public Accounting Firm registered with the Financial Services Authority to audit the Company's consolidated financial statements for the 2023 financial year.
- Authorized the Board of Commissioners to:
  - determine the amount of honorarium and other requirements pertaining to the appointment of the Public Accountant and Public Accounting Firm.
  - determine a replacement Public Accounting Firm and/or Public Accountant in the event that the Public Accounting Firm of Imelda & Rekan (a member firm of the Deloitte Touche Tohmatsu Limited) and/or Public Accountant Elisabeth Imelda for whatever reason fails to complete the audit process of the Company's Financial Statements for the 2023 financial year.

Voting Result	Total Abstain and Agree Votes: 9,123,598,322 shares or 99.999%		
	Abstain	Disagree	Agree
	835,100 shares or 0.009%	64,900 shares or 0.001%	9,122,763.222 shares or 99.990%

### AGMS - Fourth Agenda

- 1. a. approved the total bonus/tantiem payments that will be distributed to the Company's Board of Commissioners for the 2022 financial year.
  - b. approve the total payment of salary/honorarium and/or allowances to the Company's Board of Commissioners for the 2023 financial year.
  - c. approved the delegation of authority to the President Commissioner of the Company to determine the amount of bonus/tantiem for the 2022 financial year and salary/honorarium and/or allowances for the 2023 financial year to each member of the Company's Board of Commissioners based on the recommendation of the Nomination and Remuneration Committee.
- a. approved the total bonus/tantiem payments which will be distributed to the Sharia Supervisory Board for the 2022 financial year.
  - b. approved the total payment of salary/honorarium and/or allowances to the Company's Sharia Supervisory Board for the 2023 financial year.
  - c. approved the delegation of authority to the Company's Board of Commissioners to determine the amount of bonus/tantiem for the 2022 financial year and salary/honorarium and/or allowances for the 2023 financial year to each member of the Company's Sharia Supervisory Board based on the recommendations of the Nomination and Remuneration Committee.
- a. approved the total bonus/tantiem payments that will be distributed to the Company's Directors for the 2022 financial year.
  - b. approved the total payment of salaries as well as allowances and/or other income to the Company's Directors for the 2023 financial year.
  - c. approved the delegation of authority to the Company's Board of Commissioners to determine the amount of bonuses/tantiems for the 2022 financial year and salaries and allowances and/or other income for the 2023 financial year to each member of the Company's Board of Directors based on the recommendations of the Nomination and Remuneration Committee.

	Total Abstain and Agree Votes: 9.123.566.622 shares or 99,999%		
Voting Result	Abstain	Disagree	Agree
	968,531 shares or 0.011%	96,600 shares or 0.001%	9,122,598,091 shares or 99.988%

### AGMS - Fifth Agenda

- 1. a. Approve not to reappoint Mr. Kenichi Yamato as President Commissioner of the Company, Mr. Shuichi Yokoyama as Commissioner of the Company, and Mr. Heriyanto Agung Putra as Director of the Company, effective as of the closing of the Meeting with thanks for the services provided to the Company.
  - b. Approve to appoint:
    - Mr. Yasushi Itagaki as President Commissioner.
    - Mr Drs. Halim Alamsyah, S.H as Vice President Commissioner (Independent).
    - iii. Mr. Daisuke Ejima as President Director.

### Whereby:

- The appointment of Mr. Yasushi Itagaki as President Commissioner of the Company will be effective after passing the fit and proper test from the Financial Services Authority.
- The appointment of Drs. Halim Alamsyah, S.H as Vice President Commissioner (Independent) of the Company will be effective after passing the fit and proper test from the Financial Services Authority.
- The appointment of Mr. Daisuke Ejima as President Director of the Company is effective since April 1, 2023. That based on a copy of the Decree of the Board of Commissioners of the Financial Services Authority Number KEP-27/D.03/2023 dated February 16, 2023 concerning the Results of the Fit and Proper, Mr. Daisuke Ejima has fulfilled the requirements and has been approved as President Director of the Company.
- c. Approve to reappoint:
  - Mr. Nobuya Kawasaki and Mr. Dan Harsono, respectively as Commissioners of the Company and Mr. Peter Benyamin Stok and Mrs. Hedy Maria Helena Lapian, respectively as Independent Commissioners of the Company.
  - ii. Mr. Honggo Widjojo Kangmasto and Mr. Hafid Hadeli, respectively as Vice President Directors of the Company and Mr. Herry Hykmanto, Mrs. Rita Mirasari, Mr. Dadi Budiana, Mr. Muljono Tjandra, Mr. Naoki Mizoguchi and Mr. Thomas Sudarma, respectively as Directors of the Company.

effective as of the closing of the Meeting.

With regards to the re-appointment of Mr. Peter Benyamin Stok as Independent Commissioner, he has submitted a Statement Letter to Remain Independent as referred to in the requirements to become an Independent Commissioner in Article 25 of the Financial Services Authority Regulation Number 33/POJK.04/2014.

d. Approve to reappoint Mr. M. Sirajuddin Syamsuddin as Chairman of the Sharia Supervisory Board and Mr. Hasanudin and Mr. Asep Supyadillah, respectively as members of the Company's Sharia Supervisory Board effective as of the closing of the Meeting.



Thus, the composition of the members of the Board of Commissioners, Board of Directors and Sharia Supervisory Board of the Company is as follows:

### **Board of Commissioners:**

President Commissioner : Yasushi Itagaki\*

Vice President Commissioner (Independent) Drs. Halim Alamsyah, S.H\* Commissioner Nobuya Kawasaki Commissioner Dan Harsono Independent Commissioner Peter Benyamin Stok Independent Commissioner Hedy Maria Helena Lapian

\* effective after the date of passing the fit and proper test from the Financial Service Authority

**President Director** Daisuke Ejima\*

Vice President Director Honggo Widjojo Kangmasto

Vice President Director Hafid Hadeli Director Herry Hykmanto Director Rita Mirasari Director Dadi Budiana Director Muljono Tjandra Director Naoki Mizoguchi Director : Thomas Sudarma

\* Effective April 1, 2023

### **Sharia Supervisory Board:**

Chairman : M. Sirajuddin Syamsuddin

Member : Hasanudin Member : Asep Supyadillah

for a term of office until the closing of the 3<sup>rd</sup> Annual General Meeting of Shareholders, which will be held no later than June 2026, without prejudice to the right of the General Meeting of Shareholders to dismiss (them) at any time.

2. Approved to authorize the Company's Board of Directors to state these decisions in one or more meeting resolution deeds made before a notary, notify changes to the Company's data to the Minister of Law and Human Rights of the Republic of Indonesia to obtain a letter of acceptance of notification of changes to the Company's data.

Voting Result	Total Absta	Total Abstain and Agree Votes: 9,123,450,891 shares or 99.998%		
	Abstain	Disagree	Agree	
	838,900 shares or 0.009%	212,331 shares or 0.009%	9,122,611,991 shares or 99.988%	

### AGMS - Sixth Agenda

### Approve:

2022 – 2023 Recovery Plan in fulfillment of article 31 paragraph 2 of POJK No. 14/POJK.03/2017 regarding Recovery Plan for Systemic Banks. 2022 Resolution Plan to fulfillment of article 8 of the Deposit Insurance Corporation Regulation No. 1 year 2021 regarding Resolution Plans for Commercial Banks.

Voting Result	Total Abstain and Agree Votes: 9,123,598,322 shares or 99.999%		
	Abstain	Disagree	Agree
	838,900 shares or 0.009%	64,900 shares or 0.001%	9,122,759,422 shares or 99.990%

### **GENERAL MEETING OF SHAREHOLDERS IN THE PREVIOUS YEAR**

In 2022, The Company held 1 (one) Annual General Meeting of Shareholders ("AGMS") on March 25, 2022 and decided on 5 (five) Meeting agenda items, all Meeting decisions have been implemented in 2022 as listed below:

### AGMS - First Agenda

- 1. Approved the Company's Annual Report for the fiscal year that ended on December 31, 2021;
- 2. Ratified the Company's Consolidated Financial Statements for the fiscal year that ended on December 31, 2021, which have been audited by the Public Accounting Firm Imelda & Rekan (a member firm of Deloitte Touche Tohmatsu Limited) as contained in the Independent Auditor's Report, dated January 28, 2022, Number 00015/2.1265/AU.1/07/0849-1/1/I/2022 with an unmodified opinion;
- 3. Ratified the Supervisory Task Report of the Company's Board of Commissioners for the fiscal year that ended on December 31, 2021; and
- 4. Provided full release and discharge ("volledig acquit et decharge") to: (i) the Board of Directors of the Company in carrying out their duties and responsibilities for the management and duties and responsibilities of representing the Company; (ii) the Company's Board of Commissioners in carrying out supervisory duties and responsibilities as well as duties and responsibilities in providing advice to the Company's Board of Directors; and (iii) the Sharia Supervisory Board in carrying out the duties and responsibilities of supervising the sharia aspects of the implementation of the Company's business activities in accordance with sharia principles and providing advice and suggestions to the Board of Directors of the Company, which was carried out in the fiscal year that ended on December 31, 2021, as long as the implementation of these duties and responsibilities was reflected in the Company's Annual Report for the fiscal year that ended on December 31, 2021.

Voting Result	Total Abstain and Agree Votes: 9,137,536,461 shares or 99.9988%		
	Abstain	Disagree	Agree
	228,000 shares or 0.0025%	105,200 shares or 0.0012%	9,137,308,461 shares or 99.9963%

### **AGMS - Second Agenda**

Approved the use of the Company's net profit for the fiscal year that ended on December 31, 2021 in the amount of IDR1,573,113,000,000.00 (one trillion five hundred seventy three billion one hundred and thirteen million rupiah) with the following details:

- 1. 1% (one percent) of Net Profit or approximately IDR15,731,130,000.00 (fifteen billion seven hundred thirty-one million one hundred thirty thousand rupiah) was set aside for reserve funds to comply with Article 70 of the Limited Liability Company Law;
- 2. 35% (thirty-five percent) of Net Profit or approximately IDR550,589,550,000.00 (five hundred fifty billion five hundred eighty-nine million five hundred fifty thousand rupiah) or IDR56.33 (fifty-six point thirty three rupiah) per share (assuming the number of shares issued by the Company on the Recording Date was not more than 9,773,552,870 (nine billion seven hundred seventy-three million five hundred fifty-two thousand eight hundred and seventy) shares, paid as dividends for the fiscal year 2021, with the following conditions:
  - a. Dividends were paid to shareholders whose names were recorded in the Shareholders Registry on a date that was to be determined by the Board of Directors of the Company (hereinafter referred to as the "Recording Date");
  - b. Dividends that were not taken after 5 (five) years from the date determined for the payment of past dividends, were included in the Special Reserve Fund. The procedures for making dividends in the Special Reserves can be accessed on the Company's website;
  - c. The shareholder dividend tax was to follow the applicable tax regulations;
  - d. The Board of Directors was given the power and authority to determine matters concerning or related to the implementation of dividend payments for the 2021 fiscal year, including (but not limited to):
    - 1) determining the Recording Date for the Company's shareholders who were entitled to receive dividend payments for the 2021 fiscal year; and
    - 2) determining the date for the implementation of dividend payments for the 2021 fiscal year, and all matters without prejudice to compliance with the Stock Exchange regulations where the Company's shares were listed.
- 3. The remaining net profit for the 2021 fiscal year that was not determined for its use was recorded as the Company's retained earnings.

Voting Result	Total Abstai	Total Abstain and Agree Votes: 9,137,353,261 shares or 99.9968%		
	Abstain	Disagree	Agree	
	44,800 shares or 0.0005%	288,400 shares or 0.0032%	9,137,308,461 shares or 99.9963%	



### AGMS - Third Agenda

- 1. Re-appoint Elisabeth Imelda as a Public Accountant and Imelda & Rekan (a member firm of the Deloitte Touche Tohmatsu Limited network) as a Public Accounting Firm registered with the Financial Services Authority to audit the Company's consolidated financial statements for the 2022 fiscal year;
- 2. Authorize to the Board of Commissioners to:
  - a. Determine the amount of honorarium and other requirements in connection with the appointment of the Public Accountant and the Public Accountant Office,
  - b. Determining the replacement Public Accountant Office and/or Public Accountant in the event that Public Accountant Office Imelda & Rekan (a member firm of the Deloitte Touche Tohmatsu Limited) network and/or Public Accountant Elisabeth Imelda for whatever reason could not complete the audit process of the Company's Financial Statements for the 2022 fiscal year.

Voting Result	Total Abstain and Agree Votes: 9,137,353,261 shares or 99.9968%		
	Abstain	Disagree	Agree
	44,800 shares or 0.0005%	288,400 shares or 0,0032%	9,137,308,461 shares or 99.9963%

### **AGMS - Fourth Agenda**

- 1. a. Approving the total bonus/tantiem payments to be distributed to the Board of Commissioners for the 2021 fiscal year;
  - b. Approving the total amount of salary/honorarium and/or allowances for the Board of Commissioners for the 2022 fiscal year to be IDR17,572,130,220.00 (seventeen billion five hundred seventy-two million one hundred thirty thousand two hundred and twenty rupiah) gross; and
  - c. Approving the granting of the powers of attorney to the President Commissioner of the Company to determine the amount of bonus/ tantiem for the 2021 fiscal year for each member of the Board of Commissioners based on the recommendations of the Nomination and Remuneration Committee.
- 2. a. Approving the total bonus/tantiem payments to be distributed to the Sharia Supervisory Board for the 2021 fiscal year;
  - b. Approving the total amount of salary/honorarium and allowances for the Sharia Supervisory Board for the 2022 fiscal year to be a maximum of IDR769,015,854.00 (seven hundred sixty-nine million fifteen thousand eight hundred and fifty-four rupiah) gross; and
  - c. Approving the granting of the power of attorney to the Company's Board of Commissioners to determine the amount of bonus/tantiem for the 2021 fiscal year for each member of the Sharia Supervisory Board based on the recommendations of the Nomination and Remuneration Committee
- 3. a. Approving the total bonus/tantiem payments to be distributed to the Board of Directors for the 2021 fiscal year;
  - b. Approving the total amount of salaries and allowances and/or other income for the Board of Directors of the Company for the 2022 fiscal year to be a maximum of IDR58,237,400,016.00 (fifty eight billion two hundred thirty seven million four hundred thousand and sixteen rupiah) gross; and
  - c. Approving the granting of the power of attorney to the Company's Board of Commissioners to determine the amount of bonus/tantiem for the 2021 fiscal year for each member of the Board of Directors based on the recommendations of the Nomination and Remuneration Committee.

	Total Abstain and Agree Votes: 9,137,353,261 shares or 99.9968%						
Voting Result	Abstain	Disagree	Agree				
	51,600 shares or 0.0005%	288,400 shares or 0.0032%	9,137,301,661 shares or 99.9963%				

### AGMS - Firth Agenda

- 1. a. Approving the termination of the term of office of Mr. Takayoshi Futae from his position as President Commissioner of the Company and Mr. Takanori Sazaki as Commissioner of the Company as of the closing of this Meeting, with thanks for the services that have been provided to the Company.
  - b. Agreeing to appoint:
    - 1) Mr. Kenichi Yamato as President Commissioner;
    - 2) Mr. Shuichi Yokoyama as Commissioner.

Wherein the appointment of Mr. Kenichi Yamato as President Commissioner and Mr. Shuichi Yokoyama as Commissioner of the Company was effective from the date of passing the fit and proper test from the Financial Services Authority, for a term of office that was in accordance with the remaining term of office of the currently serving members of the Company's Board of Commissioners at the moment.

- c. Approving the appointment of Mr. Hafid Hadeli as Vice President Director of the Company, wherein the appointment of Mr. Hafid Hadeli was to be effective after (i) his resignation as President Director of PT Adira Dinamika Multi Finance, Tbk. ("ADMF") was approved by the General Meeting of Shareholders ("GMS") of ADMF and (ii) passing the fit and proper test from the Financial Services Authority, for a term of office that was in accordance with the remaining term of office of the currently serving members of the Board of Directors of the Company.
- d. Approving the appointment of Mr. Thomas Sudarma as Director of the Company, effective from the date of passing the fit and proper test from the Financial Services Authority, for a term of office that was in accordance with the remaining term of office of the currently serving members of the Company's Board of Directors.

Prof. Dr. Johanes Berchmans Kristiadi Pudjosukanto

As a result, the composition of the members of the Company's Board of Commissioners and Board of Directors is as follows:

Kenichi Yamato\*

Nobuya Kawasaki

Dan Harsono

Halim Alamsyah

: Shuichi Yokoyama\*

: Thomas Sudarma\*

Peter Benyamin Stok

Hedy Maria Helena Lapian

### **Board of Commissioners**

President Commissioner

Vice President Commissioner (Independent)

Independent Commissioner Commissioner

Independent Commissioner

Commissioner

Independent Commissioner

Commissioner

Director

**Board of Directors** President Director : Yasushi Itagaki

Vice President Director : Honggo Widjojo Kangmasto

Vice President Director Hafid Hadeli\*\* Director Herry Hykmanto Director Rita Mirasari Director Heriyanto Agung Putra Director Dadi Budiana Director Muljono Tjandra Director Naoki Mizoguchi

- Effective from the date of passing the fit and proper test from the Financial Services Authority.

  (i) Effective after the resignation as President Director of PT Adira Dinamika Multi Finance Tbk ("ADMF") is approved by the ADMF GMS and (ii) passing the fit and proper test from the Financial Services Authority.

For a term of office until the closing of the Company's Annual General Meeting of Shareholders (GMS) for the fiscal year ending on December 31, 2022, which is to be held no later than June 2023, without prejudice to the right of the GMS to terminate at any time.

2. Agreeing to authorize the Board of Directors of the Company to state these decisions in a deed of statement of meeting decisions (or more) made before a notary, to notify the changes to the Company's data to the Minister of Law and Human Rights of the Republic of Indonesia, and to obtain a letter of receipt of notification of these changes to the Company's data.

	Total Abstair	n and Agree Votes: 9,137,536,461	shares or 99.9988%
Voting Result	Abstain	Disagree	Agree
	228,100 shares or 0.0025%	105,200 shares or 0.0012%	9,137,308,361 shares or 99.9963%

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## BOARD OF **COMMISSIONERS**

The Board of Commissioners is an organizational body of an Issuer or the Public Limited Company for exercising general and/or specific oversight pursuant to the Articles of Association and providing advice to the Board of Directors.

The Board of Commissioners is collectively tasked and responsible for overseeing and providing advices to the Board of Directors and ensuring that the Company applies corporate governance principles. The working relationship between the two Boards is that of checks and balances on a principle that the two organizational bodies have equal status and share a common objective to ensure the health and progress of the company.

Members of the Board of Commissioners are appointed and dismissed by GMS based on a transparent process and due regards with recommendations from the Nomination and Remuneration Committee. They are appointed for a term of office of 3 (three) years and may be reappointed pursuant to the Company's Articles of Association.

The appointment of members of the Board of Commissioners is declared effective after they pass the fit and proper test given by the Financial Services Authority. The members can be dismissed by the GMS prior to the end of their term of office.

# THE BOARD OF COMMISSIONERS CHARTER AND WORK GUIDELINES

The Board of Commissioners has a Board of Commissioners Charter that governs among other matters, roles and accountability, structure and membership, Independent Commissioners, term of office, duties and responsibilities, authority, work ethics and prohibitions against the Board of Commissioners, meetings and implementation of meetings, transparency, and reporting. The Charter is prepared and reviewed periodically based on applicable regulations, governance principles, as well as best governance practices.

### **WORK ETHICS**

- a. Shall refrain from taking advantages of the Company for personal, family and/or other parties' interests which could cause harm to the Company's and its subsidiaries' profitability and reputation.
- Shall refrain from making and/or taking personal benefits from the Company other than remuneration and facilities determined at the General Meeting of Shareholders.
- c. Shall refrain from directly or indirectly making untrue statements on material facts or not disclosing material facts to avoid misleading statements about the condition of the Company at the time the statements are made.
- d. During oversight, shall refrain from interfering the Company's operational decision making except for the provision of funds to related parties and other matters stipulated in the Company's Articles of Association.
- e. Shall avoid all forms of conflict of interest in exercising the oversight duty on the Bank management.
- f. Prohibited from requesting, receiving, allowing, and/or agreeing to receive rewards, commissions, additional money, services, money, valuables, and/or anything that has economic value or other benefits, for personal, family, and other parties' benefits, in the implementation of the Bank's business activities and other activities related to the Bank.
- g. Refuse and/or take an order or request from the Bank's shareholders, affiliated parties, and/or other parties to:
  - perform actions related to the Bank's business activities and/or other activities that are not in accordance with the implementation of Good Governance at the Bank.
  - commit criminal offences and/or things that indicate criminal offences.
  - perform actions and matters that may harm, potentially harm, and/or reduce the Bank's profits.

### **DUTIES AND RESPONSIBILITIES OF THE BOARD OF COMMISSIONERS**

- 1. The Board of Commissioners adheres to a code of conduct, applicable laws and regulations, and to the Company's internal regulations and policies.
- 2. The Board of Commissioners must carry out its duties and responsibilities independently. In carrying out its duties, the members of Board of Commissioners shall make time to carry out their duties and responsibilities optimally.
- 3. Ensuring good corporate governance implementation throughout all of Danamon's business activities at all levels of the organization.
- 4. During oversight, the Board of Commissioners shall direct, monitor, and evaluate implementation of integrated governance, risk management and compliance as well as the Bank's strategic policies pursuant to provisions of statutory regulations, articles of association and/or GMS decisions.
- 5. The Board of Commissioners shall not participate in operational decision making decisions except for the following:
  - The provision of funds to related parties.
  - Other matters stipulated in the Articles of Association of Danamon and within applicable laws and regulations.
- 6. The Board of Commissioners shall review the Company's vision and mission.
- 7. In order to support the effectiveness of carrying out its duties and responsibilities, the Board of Commissioners shall form:
  - **Audit Committee**
  - Risk Oversight Committee
  - Nomination and Remuneration Committee
  - Corporate Governance Committee
  - Integrated Corporate Governance Committee
- 8. The Board of Commissioners shall evaluate the performance of the committees at least at the end of each financial year.
- 9. Members of the Board of Commissioners shall sit as a member or as a chairman of one of the aforementioned committees, as recommended by the Nomination and Remuneration Committee and ensure these committees do their duties effectively.
- 10. The Board of Commissioners shall ensure that the Board of Directors has followed up on audit findings and recommendations from The Company's Internal Audit Unit, from external auditors, from the results of supervision by the Financial Services Authority, and/or from the results of supervision by other authorities and institutions.

- 11. The Board of Commissioners shall make recommendations on improvements or suggestions from the Audit Committee and submit these recommendations to the Board of Directors.
- 12. The Board of Commissioners shall keep the confidentiality of all of the Company's documents, data and information.
- 13. The Board of Commissioners shall notify the Financial Services Authority no later than 5 (five) working days since the following are identified:
  - Violations of laws and regulations in the field of finance, banking and those to bank business.
  - Circumstances that may jeopardize the continuity of the Company's business.
- 14. The Board of Commissioners shall monitor and evaluate the Company's information technology strategic plan, including reviewing risk management policies and procedures on information technology usage by the Company proposed by the Board of Directors.
- 15. The Board of Commissioners shall prepare, review and update the charter and work rules of Board of Commissioners periodically.
- 16. Members of the Board of Commissioners must improve their competence through continuous education and training.
- 17. Shall give recommendations to GMS for approval on the appointment Public Accountant and/or Public Accounting Firm that will provide audit services for annual historical financial information.
- 18. The responsibility of UUS development for the Board of Commissioners is carried out in accordance with POJK regarding sharia business units.

### PRESIDENT COMMISSIONER: DUTIES AND **RESPONSIBILITIES**

To serve as the coordinator for the Board of Commissioners as it carries out its duties and responsibilities, including:

- a. Receiving reports from Committees under the Board of Commissioners.
- b. Leading the Board of Commissioners in carrying out its supervisory and assurance duties, determining the urgency of a situation if a Board of Commissioners meeting is to be held in less than 5
- c. Receiving power of attorney from the GMS to distribute bonuses to Board of Commissioners members.





### **BOARD OF COMMISSIONERS: AUTHORITY**

The authority of the Board of Commissioners is regulated by the Articles of Association, Governance Policy, and the Board of Commissioners Charter, which includes:

- a. Accessing the Company's documents, data and information on employees, funds, assets and resources whenever necessary.
- b. Communicating with the Board of Directors, employees and other parties on the implementation of their duties and responsibilities.
- c. Involving independent parties outside the Board of Commissioners to assist the board in carrying out its duties whenever necessary.
- d. Exercising other forms of authority granted to it by the Articles of Association of the Company and by applicable laws and regulations.

### NUMBER, COMPOSITION AND CRITERIA OF THE BOARD OF COMMISSIONERS

The composition, number and composition of the Company's Board of Commissioners are as follows:

No.	Name	Position
1	Yasushi Itagaki	President commissioner
2	Halim Alamsyah	Vice President Commissioner (Independent)
3	Peter Benyamin Stok	Independent Commissioner
4	Nobuya Kawasaki	Commissioner
5	Hedy Maria Helena Lapian	Independent Commissioner
6	Dan Harsono	Commissioner

All members of the Board of Commissioners have passed the fit and proper test from the OJK.

As of December 31, 2023, the Company's Board of Commissioners had 6 (six) members. This did not exceed the number of Board of Directors members, which is 9 (nine) members.

Half or 50% of Board of Commissioners members are Independent Commissioners – specifically, Halim Alamsyah, Peter Benyamin Stok and Hedy Maria Helena Lapian who resided in Indonesia. The number and composition of the Board of Commissioners are in accordance with the needs and complexity of the Company. Both have also taken into account effectiveness in decision making and compliance with applicable laws and regulations.

The term of office of the current Board of Commissioners ends at the closing of the third Annual General Meeting of Shareholders in June 2026, without prejudice to the right of the General Meeting of Shareholders to carry out a termination at any time. Board of Commissioners members whose terms of office have ended may

be reappointed by taking into account applicable provisions. Board of Commissioners members can be dismissed at any time by the General Meeting of Shareholders prior to the end of their term of office. This termination is considered effective since the closing of the meeting, unless the General Meeting of Shareholders determines otherwise.

The term of office of a member of the Board of Commissioners will automatically end if the referred member:

- · Is declared bankrupt or is placed under guardianship based on a court decision.
- Is suspended from serving as a member of the Board of Commissioners because of statutory provisions or provisions of laws and regulations.
- · Passed away.
- $\cdot$   $\;$  Terminated based on GMS decisions.
- · Fails to meet the criteria as referred to in the provisions of laws and regulations.
- · Resigns.

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Name	Position	AGM Date	Effective date (Agreement BI/ OJK)	Term of Office	Number of Appointments	Domicile
Yasushi Itagaki	President Commissioner	March 31, 2023	January 1, 2024	2023 - 2026	1x	Japan
Halim Alamsyah	Independent Commissioner	August 26, 2021	November 15, 2021	2021 - 2023	2x	Indonesia
	Vice President Commissioner (Independent)	March 31, 2023	June 7, 2023	2023 – 2026		
Peter Benyamin	Independent Commissioner	March 20, 2018	July 5, 2018	2018-2020	3x	Indonesia
Stok		March 26, 2019*	April 25, 2019**	2019-2020		
		March 23, 2020		2020 - 2023		
		March 31, 2023		2023 – 2026		
Nobuya Kawasaki	Commissioner	October 1, 2019	May 20, 2020	2019-2020	3x	Japan
		March 23, 2020		2020 – 2023		
		March 31, 2023		2023 – 2026		
Hedy Maria Helena	Independent	November 26, 2020	December 21, 2020	2020 – 2023	2x	Indonesia
Lapian	Commissioner	March 31, 2023		2023 – 2026		
Dan Harsono	Commissioner	April 30, 2021	November 18, 2021	2021-2023	2x	Thailand
		March 31, 2023		2023 – 2026		

### Information:

In accordance with the EGMS decision on March 26, 2019, we have approved changes to the composition of the Board of Commissioners due to the merger process between PT Bank Danamon Indonesia Tbk and PT Bank Nusantara Parahyangan Tbk ("BNP").

\*\* Based on OJK letter No. S-122/PB.122/2019 dated April 25, 2019 concerning Submission of the Decision of the Board of Commissioners of the Financial Services Authority regarding the Merger of PT Bank Nusantara Parahyangan Tbk into PT Bank Danamon Indonesia Tbk and the PKK Results of the Management of PT Bank Danamon Indonesia Tbk (as a result of the merger), the entire Board of Commissioners has passed the fit and proper test from the OIK.

### **CRITERIA FOR INDEPENDENT COMMISSIONER**

In addition to meeting the criteria for Board of Commissioners member, an Independent Commissioner of the Company shall meet following criteria:

- 1. Have no financial, management, share ownership and/or family relationships with members of the Board of Directors, fellow members of the Board of Commissioners and/or with controlling shareholders, including relationship of any other sort with the Company that may keep them from acting independently.
- 2. Has no own shares in the Company (either directly or indirectly).
- 3. Has no direct or indirect business relationships in relation to the Company's business activities.
- 4. Prior to appointment as independent commissioner, former members of the Board of Directors or Executive Officers of the Company or parties who have a relationship with the Company that may affect their ability to act independently shall wait for at least 1 (one) full year. The waiting period for former President Directors and former members of the Board of Directors with oversight function or Executive Officers who carry out oversight functions is at least 6 (six) months prior to appointment as Independent Commissioner.
- 5. Non-Independent Commissioner can become Independent Commissioners if they meet the criteria as an Independent Commissioner that is to wait for 1 (one) full year.



- 6. The transition from Non-Independent Commissioner to Independent Commissioner must obtain OJK approval through a fit and proper test.
- 7. The dismissal or replacement of an Independent Commissioner before their term of office ends must obtain prior approval from the OJK prior to appointment by GMS.
- 8. Has adequate knowledge in the banking sector that is relevant to their position as Independent Commissioner.
- 9. Has experience in banking and/or finance.
- 10. All Independent Commissioners must sign a statement of independence. This statement must be prepared and updated regularly with a statement of not assuming any other positions unpermitted by the Financial Services Authority.

### **BOARD OF COMMISSIONERS: INDEPENDENCE OF MEMBERS**

All of the current Board of Commissioners members do not have family relations to the second degree with their fellow members, members of the Board of Directors, or with Controlling Shareholders. More than of 50% (fifty percent) of the Board of Commissioners members have no financial relationship with the controlling shareholder and none of the Board of Commissioners members has financial relationship with their fellow members and members of the Board of Directors.

### **FAMILY AND FINANCIAL RELATIONSHIP**

The family and financial relationships of member of the Board of Commissioners with fellow members of the Board of Commissioners, members of the Board of Directors and Controlling Shareholders, can be seen in the following table:

		Family Relations with					Financial Relationship with						
Name	Position	Member of The Board of Commissioner		Member of The Board of Directors		Shareholder Controller		Member of The Board of Commissioner		Member of The Board of Directors		Shareholder Controller	
		Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
Yasushi Itagaki	President Commissioner	-	√	-	√	-	√	-	<b>√</b>	-	√	√	-
Halim Alamsyah	Vice President Commissioner (Independent)	-	√	-	√	-	√	-	√	-	√	-	√
Peter Benyamin Stok	Independent Commissioner	-	√	-	√	-	√	-	√	-	√	-	√
Nobuya Kawasaki	Commissioner	-	√	-	√	-	√	-	√	-	√	√	-
Hedy Maria Helena Lapian	Independent Commissioner	-	√	-	√	-	√	-	√	-	√	-	√
Dan Harsono	Commissioner	-	√	-	√	-	√	-	√	-	√	-	√

### STATEMENT OF INDEPENDENCE OF THE INDEPENDENT COMMISSIONER

### SURAT PERNYATAAN UNTUK PENCALONAN SEBAGAI KOMISARIS INDEPENDEN

Sehubungan dengan pencalonan saya sebagai Komisaris Independen PT Bank Danamon Indonesia Tbk ("Perseroan") dan mengingat saya sudah menjabat sebagai Komisaris Independen Perseroan lebih dari 2 (dua) periode masa jabatan maka guna memenuhi ketentuan Pasal 25 ayat (1) Peraturan Otoritas Jasa Keuangan Nomor 33/POJK.04/2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik, dengan ini saya

- Tidak bekerja atau memiliki wewenang dan tanggung jawab untuk merencanakan, memimpin, mengendalikan, atau mengawasi kegiatan Perseroan dalam waktu 6 (enam) bulan terakhir kecuali sebagai Komisaris Independen Perseroan;
- 2) Tidak memiliki saham baik langsung maupun tidak langsung pada Perseroan;
- Tidak mempunyai hubungan afiliasi dengan Perseroan, anggota Dewan Komisaris, anggota Direksi atau pemegang saham utama Perseroan;
- 4) Tidak mempunyai hubungan usaha baik langsung maupun tidak langsung yang berkaitan dengan kegiatan usaha Perseroan.

Demikian surat pernyataan independensi ini saya buat dengan sebenar-benarnya.



### **BOARD OF COMMISSIONERS: CONCURRENT POSITIONS OF MEMBERS**

Members of the Board of Commissioners are prohibited from holding concurrent positions:

- a. As a member of the board of Directors, member of the board of Commissioners, member of the Sharia Supervisory board, or Executive Officer at a financial institution or financial company both banks and non-banks.
- b. As a member of the board of Directors, member of the board of Commissioners, member of the Sharia Supervisory board, or Executive Officer at more than 1 (one) non-financial institution or company, both domiciled within and outside the country.
- c. In the field of functional duties at Bank financial institutions and/or non-bank financial institutions both domiciled within and outside the country.
- d. In other positions that may cause conflict of interest in the performance of duties as a member of the Board of Commissioners.
- e. in other positions in accordance with the provisions of laws and regulations.

The following do not count as concurrent positions for members of the Board of Commissioners:

- a. Members of the Board of Commissioners serve as members of the board of Directors, members of the board of Commissioners or Executive Officers who carry out supervisory functions in 1 (one) non-bank subsidiaries controlled by the Bank.
- b. Non-Independent Commissioners that perform the functional duties of the Bank's shareholders in the form of legal entities in the Bank and/or the Bank's business group.
- c. Members of the Board of Commissioners of nonprofit organisations or institution.

As long as the person concerned does not neglect the implementation of their duties and responsibilities as a member of the Board of Commissioners at the Company.

Member of the Company's Board of Commissioners have disclosed their concurrent positions in Statement Letters which state that they assume no other positions than that permitted by regulations on governance for commercial banks.





Information on concurrent positions for Board of Commissioners members as of December 31, 2023 can be seen in the table below.

Name	Position in The Company	Positions in Other Institutions/Companies
Yasushi Itagaki	President Commissioner	<ol> <li>Senior Managing Corporate Executive, Group Chief Operating Officer International (COO-I), Group Head Grup Bisnis Global Commercial Banking (GCB), Mitsubishi UFJ Financial Group.</li> <li>Member of the Board of Directors, Vice President (Representative of the Board of Directors), Chief Executive of Global Commercial Banking (GCB), Business Unit, Chief Operating Officer International (COO-I), MUFG Bank, Ltd.</li> </ol>
Halim Alamsyah	Vice President Commissioner (Independent)	<ol> <li>Expert Staff in Finance and Sharia Finance - Ministry of Finance of the Republic of Indonesia</li> <li>Member of the Audit Committee - PT Sinarmas Multi Artha Tbk</li> <li>Sharia Prudential Advisor</li> <li>President Commissioner of PT Indosat Tbk</li> </ol>
Peter Benyamin Stok	Independent Commissioner	-
Nobuya Kawasaki	Commissioner	Executive Officer, Deputy Group Head of Global Commercial Banking Business Group, MUFG Bank Ltd.
Hedy Maria Helena Lapian	Independent Commissioner	Independent Commissioner of PT Supra Boga Lestari Tbk
Dan Harsono	Commissioner	<ol> <li>Commissioner, PT Home Credit Indonesia.</li> <li>Advisor Hatta Bank Public Company Limited.</li> <li>Senior Advisor and/or M&amp;A Specialist of Ayudhya Bank PCL (Krungsri Bank), Bangkok.</li> <li>Advisor Krungsri Leasing Service Co., Ltd.</li> <li>Advisor MUFG Bank Ltd.</li> <li>Advisor SB Finance Company, Inc, Philippines.</li> <li>Director of Alliance Ayudhya Assurance PCL.</li> <li>Director of Pak Sabai Co., Ltd.</li> <li>Chairman of member council Director of SHBank Finance Co. Ltd (Vietnam).</li> <li>Chairman of HC Consumer Finance Philippines, Inc.</li> <li>Director of Alliance Ayudhya General Insurance PCL.</li> </ol>

### **SHARES OWNERSHIP OF MEMBERS OF THE BOARD OF COMMISSIONERS**

Given below is the direct and indirect share ownership of each member of the Board of Commissioners in the Company, other banks, non-bank financial institutions and other companies As of December 31, 2023,

		Share Ownership At						
Name	Position	Company	Other Bank	Non-Bank Financial Institution	Other Company			
Yasushi Itagaki	President Commissioner	-	Mitsubishi UFJ Financial Group inc. Number of shares owned 19,700 shares	-	-			
Halim Alamsyah	Vice President Commissioner (Independent)	-	PT Bank Syariah Indonesia Tbk Number of shares owned 150,000 shares	-	<ul> <li>PT Aneka Tambang Tbk Number of shares owned 200,000 shares</li> <li>PT Bukalapak.com Tbk Number of shares owned</li> </ul>			

			Shar		
Name	Position	Company	Other Bank	Non-Bank Financial Institution	Other Company
Peter Benyamin Stok	Independent Commissioner				<ul> <li>PT Telkom (Persero) Tbk Number of shares owned 153,900 shares</li> <li>PT Energi Mega Persada Tbk Number of shares owned 451,125 shares</li> <li>PT Kawasan Industri Jababeka Tbk Number of shares owned 33 shares</li> <li>PT Krakatau Steel (Persero) Tbk Number of shares owned 500 shares</li> <li>PT Resources Alam Indonesia Tbk Number of shares owned 335,000 shares</li> <li>PT Semen Indonesia (Persero) Tbk Number of shares owned 20,500 shares</li> <li>PT Wahana Ottomitra Multiartha Tbk Number of shares owned 1,009,600 shares</li> <li>PT Waskita Beton Precast Tbk Number of shares owned 608,000 shares</li> <li>PT Dayamitra Telekomunikasi Tbk Number of shares owned 571,500 shares</li> <li>PT Bukit Asam Tbk Number of shares owned 571,500 shares</li> <li>PT Bukit Asam Tbk Number of shares owned 73,500 shares</li> </ul>
Nobuya Kawasaki	Commissioner	-	-	-	-
Hedy Maria Helena Lapian	Independent Commissioner		PT Bank CIMB Niaga Tbk Number of shares owned 173,400 shares	-	-
Dan Harsono	Commissioner	-	=	-	-

### POLICY ON DIVERSITY IN THE COMPOSITION **OF THE BOARD OF COMMISSIONERS**

In the process of nominating members to determine the Board of Commissioners composition, diversity aspect is also considered besides minimum criteria, the scope and balance of knowledge, expertise and experience. An optimum composition should help the Board of Commissioners implement its duties and responsibilities more effectively.

In this context, the Company has a Diversity Policy that serves as reference in the process of nominating candidates for members of the Board of Commissioners. The Company appreciates and respects every difference in perspective, knowledge, ability and experience of each individual without prejudice against race, ethnicity, gender and religion.

#### **REMUNERATION BOARD** OF THE **COMMISSIONERS**

#### Indicators and **Procedures** for **Determining** Remuneration

The remuneration for members of the Board of Commissioners is determined based on the performance of each with due consideration on their respective duties and responsibilities.

The remuneration formulation refers to the Company internal policies and condition, applicable external regulations, and industry benchmark. The Nomination and Remuneration Committee gives recommendations to the Board of Commissioners and submits them to the General Meeting of Shareholders for approval. The division of remuneration is carried out by the President Commissioner. The General Meeting of Shareholders



will then approve the delegation of power to the President Commissioner of Company to determine the amounts of bonus/tantiem and salary or honorarium and allowances during the 2023 financial year for each member based on recommendations from the Nomination and Remuneration Committee.

### PROCEDURE FOR DETERMINING THE REMUNERATION OF THE BOARD OF COMMISSIONERS

### **Nomination and Remuneration Committee**

Nomination and Remuneration Committee gathers information on remuneration standards for similar positions and industries in the market by taking into account Danamon's performance. The Committee makes recommendations to the Board of Commissioners.

### **Board of Commissioners**

The BOC studies the recommendations of the Nomination and Remuneration Committee and proposes the remuneration of the BOC to the GMS.

### General Meeting of Shareholders

The GMS determines the remuneration for members of the Board of Commissioners and authorizes the President Commissioner to carry out the distribution to each member of the Board of Commissioners.

### **Remuneration of Commissioner Members**

The distribution of remuneration to members of the Board of Commissioners is in accordance with the results of the GMS decision.

# REMUNERATION STRUCTURE OF THE BOARD OF COMMISSIONERS

The remuneration packages received by members of the Board of Commissioners for 1 (one) fiscal year along with the grouping of remuneration levels and total members of the Board of Commissioners who receive remuneration packages are disclosed in the Remuneration Policy section of this report.

### **BOARD OF COMMISSIONERS MEETING**

### **Board of Commissioners Meeting Policy**

- a. The Board of Commissioners shall hold at least 1 (one) meeting in 2 (two) months or at anytime if deemed necessary.
- b. The Board of Commissioners shall hold a minimum of 2 (two) Board of Commissioners meetings a year which are physically attended by all members. In the event that a Non-Independent Commissioner cannot physically attend a Board of Commissioners meeting, they can attend a face-to-face meeting of the Board of Commissioners using information technology.

- c. The Board of Commissioners meetings can be held if attended by the majority of members of the Board of Commissioners.
- d. The Board of Commissioners shall hold at least 1 (one) meeting with the Board of Directors in 4 (four) months.
- e. Members of the Board of Commissioners shall attend at least 75% of the total Board of Commissioners meetings in a year. Members of the Board of Commissioners who cannot attend meetings physically can participate in meetings via teleconference or video conference.
- f. The Board of Commissioners meeting shall be chaired by the President Commissioner. If the President Commissioner is not present, a present member of the Board of Commissioners shall be appointed to chair the meeting.
- g. The Board of Commissioners shall schedule the following year's meetings before the end of the financial year.

- h. Decisions at Board of Commissioners meetings shall be taken by deliberation and consensus. In cases where consensus deliberation is not reached, the decision shall be made by at least 2/3 (two thirds) of the present members. Decisions made by 2/3 (two thirds) are based on the principle that 1 (one) person counts for 1 (one) vote.
- i. The results of meetings of the Board of Commissioners, including joint meetings with the Board of Directors, shall be included in the minutes of the meeting, approved by all present members, properly documented, and submitted to all members of the Board of Commissioners.
- j. All decisions made by the Board of Commissioners are binding on all of its members. Dissenting opinions during the Board of Commissioners meetings shall be stated clearly in the minutes of the meeting along with underlying reasons.
- k. The Board of Commissioners can make legal and binding decisions without a meeting on condition that all members of the Board of Commissioners approve the decision in writing.
- l. In a meeting of the Board of Commissioners, a member of the Board of Commissioners can only be represented by another member with a power of attorney.
- m. Every member of the Board of Commissioners that in any way, either directly or indirectly, has a personal interest or conflict in a transaction, contract or proposed contract in which the Company is a party, shall declare the nature of that interest in a meeting of the Board of Commissioners and is not entitled to participate in voting related to the transactions, contracts or contract proposals mentioned above, unless determined otherwise by the Board of Commissioners meeting.

### **BOARD OF COMMISSIONERS MEETING FREQUENCY**

Throughout 2023, the Board of Commissioners held 6 (six) internal and 3 (three) joint meetings with the Directors.

### **BOARD OF COMMISSIONERS MEETING AGENDA**

No	Meeting Date	Meeting Agenda						
1	January 27, 2023	<ul><li>Review and Approval of Meeting Minutes</li><li>Risk Oversight Committee Report</li><li>Audit Committee Report</li></ul>						
2	March 31, 2023	<ul><li>Review and Approval of Meeting Minutes</li><li>Risk Monitoring Committee Report</li><li>Audit Committee Report</li></ul>						
3	May 30, 2023	<ul><li>Review and Approval of Meeting Minutes</li><li>Risk Oversight Committee Report</li><li>Audit Committee Report</li></ul>						
4	July 27, 2023	<ul> <li>Review and Approval of Meeting Minutes</li> <li>Committee Reports (Risk Oversight Committee, Audit Committee and Governance Committee)</li> </ul>						
5	September 22, 2023	<ul><li>Review and Approval of Meeting Minutes</li><li>Risk Oversight Committee Report</li><li>Audit Committee Report</li></ul>						
6	November 28, 2023	<ul><li>Review and Approval of Meeting Minutes</li><li>Risk Oversight Committee Report</li><li>Audit Committee Report</li></ul>						

### **BOARD OF COMMISSIONERS MEETING AGENDA INVITING THE BOARD OF DIRECTORS**

No	Meeting Date	Meeting Agenda
1	January 27, 2023	<ul> <li>Review and Approval of Meeting Minutes</li> <li>Business Updates (CEO, Financial and Asset Quality Updates)</li> <li>2023 GMS</li> </ul>
2	May 30, 2023	<ul><li>Review and Approval of Meeting Minutes</li><li>Business Updates (CEO, Financial and Asset Quality Updates)</li></ul>
3	September 22, 2023	<ul> <li>Review and Approval of Meeting Minutes</li> <li>Business Updates (CEO, Financial and Asset Quality Updates)</li> <li>Progress made on Sustainable Finance</li> <li>Project Sapient/Proyek Cerdas</li> </ul>



### **ATTENDANCE RATES AT MEETINGS**

The attendance of members of the Board of Commissioners at meetings held during 2023 is as follows:

Name	Attendance of Board of Commissioners Meetings (Total 6 meetings)	Attendance of Joint Meeting of Board of Commissioners and Board of Directors (Total 3 meetings)
Yasushi Itagaki*	4/4	2/2
Halim Alamsyah	6/6	3/3
Peter Benyamin Stok	6/6	3/3
Nobuya Kawasaki	6/6	3/3
Hedy Maria Helena Lapian	6/6	3/3
Dan Harsono	6/6	3/3

<sup>\*</sup>Appointed as President Commissioner at the AGMS March 31 2023

All meetings held during 2023 met the meeting quorum requirements and were attended both physically and via teleconference technology by members of the Board of Commissioners. Meeting decisions were made by deliberation and consensus since there were no dissenting opinions in the decisions of meetings held during 2023. Information about the schedule, agenda, materials, results and minutes of meetings held has been distributed to meeting participants and has been properly documented.

# BOARD OF COMMISSIONERS MEETING PLAN SCHEDULE FOR 2024

At the end of 2023, the Board of Commissioners has prepared a made meeting schedule for 2024, consisting of 6 (six) Board of Commissioners meetings and 3 (three) joint meetings with the Board of Directors.

# IMPLEMENTATION OF DUTIES AND RECOMMENDATIONS OF THE BOARD OF COMMISSIONERS IN 2023

In carrying out its supervisory function, the Board of Commissioners gives recommendations to the Board of Directors with due consideration on input from the supporting Committees.

# BOARD OF COMMISSIONERS PERFORMANCE ASSESSMENT

The Company has a specific policy that offers guidance in assessing the effectiveness of the implementation of the duties and responsibilities of the Board of Commissioners both collegially and individually in accordance with statutory regulations and The Company's Articles of Association. The performance of the Board of Commissioners is assessed by considering several components, including:

- 1. Structure and composition of the Board of Commissioners.
- 2. Effectiveness of implementing committee work programs under the Board of Commissioners.
- 3. Supervision of strategy implementation and management company.
- 4. Implementation of good corporate governance at the Company.
- 5. Implementation of risk management and internal control in dealing with potential risks.

The individual performance of the Board of Commissioners is assessed every year by the President Commissioner based on agreed benchmarks. The results of the performance assessment of members of the Board of Commissioners are one of the basic considerations for the Nomination Committee in providing recommendations to the Board of Commissioners to reappoint members of the Board of Commissioners as well as material for consideration in preparing the remuneration structure for the Board of Commissioners.

# ORIENTATION PROGRAM FOR NEW COMMISSIONERS

The Company has an introduction program for its new Commissioners that aims to give an insight to the Company's vision, mission and Corporate Culture, code of conduct, organizational structure, business lines, Board of Commissioners Charter, as well as banking and capital market regulations. The orientation program is carried out through an On-Boarding Program and brief face-to-face presentations by management, business units and other support units.

### **BOARD OF COMMISSIONERS TRAINING PROGRAM**

Members of the Board of Commissioners are always given the opportunity to improve their competency through training programs/seminars/workshops organized internally and externally. Given below is the participation of members of the Board of Commissioners in training programs/seminars/workshops during 2023:

Name	Training/Conference/ Seminar/Workshop	Organizer	Location	Date
Yasushi Itagaki	Managing Emerging Risks in Today's World	Bank Danamon	Online	October 30, 2023
Halim Alamsyah	Managing Emerging Risks in Today's World	Bank Danamon	Online	October 30, 2023
Peter Benyamin Stok	Managing Emerging Risks in Today's World	Bank Danamon	Online	October 30, 2023
Nobuya Kawasaki	Managing Emerging Risks in Today's World	Bank Danamon	Online	October 30, 2023
Hedy Maria Helena Lapian	OJK Institute Webinar "Getting to Know More of the Regulations on the P2SK Law to Strengthen the Banking Sector"	ОЈК	Online	June 22, 2023
	Managing Emerging Risks in Today's World	Bank Danamon	Online	October 30, 2023
Dan Harsono	Managing Emerging Risks in Today's World	Bank Danamon	Online	October 30, 2023





# COMMITTEES UNDER THE BOARD OF COMMISSIONERS

To assist and support it in carrying out its duties and responsibilities, the Board of Commissioners has set up Board of Commissioners committees, who report directly to the Board of Commissioners. The Board of Commissioners has 5 (five) committees to support the effectiveness of its duties and responsibilities:

- 1. Audit Committee.
- 2. Risk Oversight Committee.
- 3. Nomination and Remuneration Committee.
- 4. Corporate Governance Committee.
- 5. Integrated Corporate Governance Committee.

Each of the committees has Committee Charter prepared and reviewed periodically based on applicable regulations. Members of the Committees are appointed by the Board of Commissioners based on the Board Meeting and/or circular decisions. The

Board of Directors shall appoint and dismiss members of the Board of Commissioners Committees based on the decision of the Board of Commissioners meeting. Each of the Committees is chaired by an Independent Commissioner.

# PERFORMANCE ASSESSMENT OF THE BOARD OF COMMISSIONERS COMMITTEES

The Board of Commissioners assesses the performance of its Committees based on their duties and responsibilities implementation reports. The Board of Commissioners assesses the Committees performed well during 2023 and made great contribution to the supporting the implementation of its duties and responsibilities.

### **PROFILE OF COMMITTEE MEMBER**

Name, Age and Position	Citizenship & Domicile	Position	Period	Expertise	Qualifications Educational Background
Yasushi Itagaki 59 Years Old President commissioner	- Japanese citizen - Domicile in Japan	Member of the Nomination and Remuneration Committee	April 2023 - present	Banking and Financial Industry	Bachelor of Laws, University of Kyoto (1987).

### Work Experience (Position, Agency and Period of Service)

- President Commissioner, PT Bank Danamon Indonesia Tbk, 2023 present
- Senior Managing Corporate Executive, Group Chief Operating Officer International (COO-I), Group Head of Global Commercial Banking (GCB) Business Group, Mitsubishi UFJ Financial Group, April 2023 Present
- Member of the Board of Directors, Vice President (Representative of the Board of Directors), Chief Executive of Global Commercial Banking (GCB), Business Unit, Chief Operating Officer International (COO-I), MUFG Bank, Ltd, June 2023 - Present
- President Director, PT Bank Danamon Indonesia Tbk, October 2019 March 2023
- Director, PT Bank Danamon Indonesia Tbk, March 2018 October 2019
- Managing Executive Officer and Deputy Chief Executive of the Global Commercial Banking Business Unit of MUFG Bank and Executive Officer of MUFG

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Name, Age and Position	Citizenship & Domicile	Position	Period	Expertise	Qualifications Educational Background
Halim Alamsyah 66 Years Old Vice President Commissioner (Independent)	- Indonesian citizens - Indonesian domicile	- Chairman of the Nomination and Remuneration Committee - Chairman of the Audit Committee	April 2023 - Present  April 2023 - Present	Economics, Finance, Sharia Finance, Risk Management	- Bachelor (S1) Degree from Gadjah Mada University, Indonesia, Faculty of Law (1976 - 1981) - Bachelor (S1) Degree from Indonesian Islamic University, Faculty of Management Economics (1975 - 1980) Master of Arts Degree in Development Economics (S2) Boston University, USA (1983 - 1985) - Doctorate (S3) Degree from University of Indonesia, Finance (2004 - 2008)

### Work Experience (Position, Agency and Period of Service)

- Vice President Commissioner (Independent), PT Bank Danamon Indonesia Tbk, March 2023 present
   President Commissioner, PT Indosat Tbk, December 2021 present
- Member of the Audit Committee of PT Sinarmas Multi Artha Tbk, 2021 present
- Expert Staff for Finance and Sharia Finance, Ministry of Finance of the Republic of Indonesia, October 2020 present
- Independent Commissioner, PT Bank Danamon Indonesia Tbk, August 2021 March 2023
- Prudential Sharia Advisor, 2021 2023
- President Commissioner, PT Pasti Bisa Maju, August 2022
   Chairman of the Commissioner, Deposit Insurance Corporation (LPS), September 2015 September 2020
- Deputy Governor of Bank Indonesia, June 2010 June 2015
  Head of the Governor's Bureau of Bank Indonesia, 2000

Name, Age and Position	Citizenship & Domicile	Position	Period	Expertise	Qualifications Educational Background
Peter Benyamin Stok 74 Years Old Independent Commissioner	- Indonesian citizens - Indonesian domicile	- Chairman of the Corporate Governance Committee - Chairman of the Integrated Corporate Governance Committee - Member of the Risk Oversight Committee	April 2020 – present  April 2020 – present  December 2018 – 2019 September 2021 - present	Finance and Banking	- Bachelor Degree in Economics from Padjadjaran University, Bandung - Indonesia

### Work Experience (Position, Agency and Period of Service)

- Independent Commissioner of PT Bank Danamon Indonesia Tbk, March 2018 present
- OJK panellist team in charge of fit and proper tests for candidates for Bank Directors and Commissioners, 2016 2018
- President Commissioner, PT Bank Negara Indonesia (Persero) Tbk, 2009 2015
- Commissioner, PT Bank Permata Tbk, 2008 2009
- President Director, PT Bank CIMB Niaga Tbk, 2000 2006 President Director, Bank Dagang Negara, 1999 2000
- President Commissioner, PT Bank Danamon Indonesia Tbk, 1998 1999
- Vice President Director at Bank Pelita, 1997-1998
- Vice President Director of PT Bank CIMB Niaga Tbk, 1994 1997
- Directors, PT Bank CIMB Niaga Tbk, 1991 1994



Name, Age and Position	Citizenship & Domicile	Position	Period	Expertise	Qualifications Educational Background
Nobuya Kawasaki 51 Years Old Commissioner	- Japanese citizen - Domicile in Japan	- Member of the Nomination and Remuneration Committee - Member of the Risk Oversight Committee - Member of the Corporate Governance Committee - Member of the Integrated Corporate Governance Committee Committee	October 2022 – present  April 2020 – present  April 2020 – present  April 2020 - present	Finance	Master Degree in Mechanical Engineering, Keio University     Bachelor Degree in Mechanical Engineering, Keio University

- Work Experience (Position, Agency and Period of Service)
  Commissioner, PT Bank Danamon Indonesia Tbk, October 2019 present
  Executive Officer, Deputy Group Head of Global Commercial Banking Business Group, MUFG Bank Ltd., April 2023 present
  Executive Officer and Managing Director, Head of Global Commercial Banking Planning Division MUFG Bank Ltd., April 2021 March 2023
  Managing Director, Deputy Head of Global Commercial Banking Planning Division MUFG Bank Ltd., August 2019 March 2021
  Managing Director of Global Commercial Banking Planning Division MUFG Bank Ltd., Singapore, August 2018 August 2019
  Managing Director of Planning Division for Asia & Oceania MUFG Bank Ltd., Singapore, September 2013 August 2018
  Manager of Credit Portfolio Management Division The Bank of Tokyo Mitsubishi Ltd, Japan, October 2005 October 2006
  Manager Mitsubishi Securities, Japan, October 2002 October 2005

- Manager of Credit Portfolio Management Division The Bank of Tokyo Mitsubishi Ltd, Japan, October 2003 October 2005

  Associate Product Development Division The Bank of Tokyo Mitsubishi Ltd, Japan, September 1998 October 2002

  Associate Marunouchi Branch The Bank of Tokyo Mitsubishi Ltd, Jepang, April 1997 September 1998

Name, Age and Position	Citizenship & Domicile	Position	Period	Expertise	Qualifications Educational Background
Hedy Maria Helena Lapian 65 Years Old Independent Commissioner	- Indonesian citizen - Indonesian domicile	<ul> <li>Chairman of the Risk Oversight Committee</li> <li>Member of the Nomination and Remuneration Committee</li> <li>Member of the Audit Committee</li> </ul>	September 2021 - Present  September 2021 - Present  April 2023 - Present	Finance/Risk Management	- Bachelor's degree in management, Katholik Parahyangan University Bandung, 1977 - Master Degree in Business Administration Joseph M Katz Graduate School of Business University of Pittsburgh, USA, 1983

- Independent Commissioner, PT Bank Danamon Indonesia Tbk, November 2020 present
- Independent Commissioner, PT Supra Boga Lestari Tbk, May 2022 present
- Crisis Management Advisor (April 2020 June 2020), Director of Human Resources PT Bank CIMB Niaga Tbk, (April 2016 April 2020)
- Independent Commissioner, PT Asuransi Tokio Marine Indonesia, October 2015 March 2016
- SRO Director, PT Bank DBS Indonesia, May 2014 August 2014
- Director of Risk Management, PT Bank Internasional Indonesia Tbk, July 2010 March 2014
- Commercial Director, PT Bank Barclays Indonesia, January 2009 June 2010
- Country Head, Corporate and Institutional Banking at ABN AMRO Bank N.V., September 2007 December 2008
- Director & CFO, PT AIG Life, 2001 2006
- Managing Director Corporate & Investment Banking, PT Bank Internasional Indonesia Tbk, March 2000 December 2001
- Director, American Express Bank, 1994 2000
- Has held several non-executive positions, including ING Indonesia Bank, American Express TRS, Standard Chartered Bank and Bank of Trade, San Francisco.

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Name, Age and Position	Citizenship & Domicile	Position	Period	Expertise	Qualifications Educational Background
Dan Harsono 63 Years Old Commissioner	- Thai citizen - Thailand domicile	Member of the Risk Oversight Committe	September 2021 - Present	Finance	<ul> <li>Bachelor Degree with Cum Laude honors in Electrical and Biomedical Engineering from the University of Southern California in Los Angeles, California (1982).</li> <li>Master of Business Administration Degree in Finance and Marketing from Indiana University, Bloomington, IN, USA (1984).</li> </ul>

- Commissioner, PT Bank Danamon Indonesia Tbk, April 2021 present
- Commissioner, PT Home Credit Indonesia, Oktober 2023 present Advisor Hatta Bank Public Company Limited, Januari 2023 present
- Senior Advisor and/or M&A Specialist Bank Ayudhya PCL (Krungsri Bank), Bangkok, January 2021 present Advisor Krungsri Leasing Service Co., Ltd, January 2021 present

- Advisor MUFG Bank Ltd, April 2021 present Advisor SB Finance Company, Inc ,Philippines, January 2021 present Director of Alliance Ayudhya Assurance PCL, January 2022 present Director of Pak Sabai Co., Ltd, January 2020 present

- Chairman of member council SHBank Finance Co.Ltd (Vietnam), May 2023 present
- Chairman of HC Consumer Finance Philippines, Inc., June 2023 present Director of Alliance Ayudhya General Insurance PCL, March 2023 present
- Director of Aetna Health Insurance (Thailand) PCL, May 2022 February 2023
- Chairman of Hatta Bank PLC, September 2016 December 2022 Head of Retail & Consumer Banking Chief Marketing, Bank Ayudhya PCL (Krungsri Bank), Thailand, 2015 2020
- Head of Marketing and Branding Group Bank Ayudhya PCL (Krungsri Bank), Thailand, 2015 Head of Marketing and International Business Development, Thailand, 2013 2015
- Head of Marketing and Cross Sell, Bank Ayudhya PCL (Krungsri Bank), Thailand 2010 2013 Chief Marketing Officer, Bank Ayudhya PCL (Krungsri Bank), Thailand, 2007 2010
- Chief Marketing Officer, GE Money Asia Regional Office Thailand, 2005 2007 Regional Vice President of Marketing & CRM GE Consumer Finance Asia Regional Office, Thailand, 2002 2005 Managing Director, GE Capital Consumer Finance, Thailand 1997 2001
- Marketing and Business Development Director, GE Capital Auto Kease Head Office Singapore, 1994 1997
- Marketing and Business Development Director GE Capital Auto Lease Head Office, USA, 1992 1994
- Corporate BD Director GE Corporate Office 1990 1992

Name, Age and Position	Citizenship & Domicile	Position	Period	Expertise	Qualifications Educational Background
Mawar I.R. Napitupulu 61 Years Old Independent Party	- Indonesian citizens - Indonesian domicile	Member of the Audit Committee     Member of the Risk Oversight Committee	April 2020 – Present April 2020 - Present	<ul> <li>Accounting, Audit, Finance,</li> <li>Risk Management and Control</li> </ul>	<ul> <li>Bachelor Degree in Accounting, University of Indonesia, 1986</li> <li>Master of Business Administration Katholieke Universiteit Leuven, Belgium 1990</li> </ul>

- Independent Party, PT Bank Danamon Indonesia Tbk, April 2020 present
- Member of the Supervisory Board of the Indonesian Institute of Public Accountants (IAPI), 2018 present
- Member of the Indonesian Audit Committee Association, 2004 present
- Senior Managing Partner, Public Accounting Firm Amir Abadi Jusuf, Aryanto, Mawar & Rekan member firm of RSM International, July 1994 present
- Lecturer at the Accounting Department, Faculty of Economics and Business, University of Indonesia, 1985 present
- Member of the Association of Indonesian Curators and Administrators, 1999 2023



Name, Age and Position	Citizenship & Domicile	Position	Period	Expertise	Qualifications Educational Background
Zainal Abidin 68 Years Old Independent Party	- Indonesian citizens - Indonesian domicile	<ul> <li>Member of the Audit Committee</li> <li>Member of the Risk Oversight Committee</li> <li>Member of the Integrated Corporate Governance Committee</li> </ul>	April 2020 - Present April 2020 - Present April 2020 - Present	<ul> <li>Banking supervision and inspection</li> <li>Risk management</li> <li>Accountancy</li> </ul>	- Bachelor Degree in Economics, Airlangga University, 1982 - Master of Arts (MA) Degree in Development Economics, Williams College, Williamstown, Massachusetts, USA, 1989 - Certified Chartered Accountant (CA Indonesia)

- Work Experience (Position, Agency and Period of Service)
   Independent Party, PT Bank Danamon Indonesia Tbk, 2020 present
   Independent Commissioner, PT Krom Bank Indonesia Tbk, September 2022 present
   President Commissioner, PT Artajasa Electronic Payments, 2017 2020
   President Commissioner, PT Mekar Prana Indah Bidakara Group, September 2014 2017
   Executive Director at the Department of Credit, BPR Supervision and Inspection and MSME Development, Bank Indonesia, 2012 2013
   Director, Directorate of Accounting and Payment Systems, Bank Indonesia, 2012
   Principal Researcher in the Field of Banking Regulation and Central Bank Studies, Bank Indonesia, 2008 2012
   Director, Directorate of Bank Supervision and Inspection, Bank Indonesia, 2007 2008
   Deputy Director/Head of Dealing Room/Head of Foreign Exchange and Exchange Pate Management Burgay at the Directorate of Foreign

- Deputy Director/Head of Dealing Room/Head of Foreign Exchange and Exchange Rate Management Bureau at the Directorate of Foreign Exchange Management, Bank Indonesia, 2001 2007
- Deputy Director of Bank Supervision and Audit, Bank Indonesia, 2001

Name, Age and Position	Citizenship & Domicile	Position	Period	Expertise	Qualifications Educational Background
M. Din Syamsuddin 65 Years Old Chairman of the Sharia Supervisory Board	- Indonesian citizens - Indonesian domicile	Member of the Integrated Corporate Governance Committee	November 2015 - present	- Islamic Law (Shariah) - Islamic Political Science, and Interreligious Cultural - Communication - International Relations	Bachelor Degree from IAIN Syarif Hidayatullah Jakarta, 1979     M.A Degree (1988)     Ph.D from University of California Los Angeles (UCLA), USA, 1991

- Syariah Chairman of the Sharia Supervisory Board, PT Bank Danamon Indonesia Tbk, February 2002 present
- Professor of Islamic Politics, UIN Jakarta
- Member of the Advisory Board of the King Abdulaziz International Center for Interfaith and Intercultural Dialogue (KAICIID), 2015 present

- Founder and Chairman of the Center for Dialogue and Cooperation among Civilizations, 2007 present

  Member of the Group for Strategic Vision Russia Islamic World, 2006 present

  Special Envoy of the President of the Republic of Indonesia for Interfaith and Intercultural Dialogue and Cooperation, 2017 2018
- Chairman of the MUI Advisory Council, 2015 2020
- Member of the Leadership Council of the United Nation Sustainable Development Solution Network, 2015 2020
- Vice President of the World Conference of Religions for Peace (WRCP), 2006 2020
- Chairman of the World Peace Forum (WPF), 2006 2020
- General Chairman of PP Muhammadiyah, 2005 2015
- President of the Asian Conference on Religions for Peace (ACRP), 2004 2021

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Name, Age and Position	Citizenship & Domicile	Position	Period	Expertise	Qualifications Educational Background
Roy Fahrizal Permana 48 Years Old Representative of the Company's Human Resources	- Indonesian citizens - Indonesian domicile	Secretary and Member of the Nomination and Remuneration Committee	December 2018 - Present	<ul> <li>Risk Management Certification (BSMR) level 1</li> <li>Human Resources Management</li> <li>Rewards and Performance Management</li> <li>Industrial Relations, HR Policy, Human Resources Business Partner and HR Operation and Services</li> </ul>	Master Degree in Industrial Engineering

- Rewards Head, Bank Danamon, 2018 present
  Country Head of HR, Grab Indonesia, 2017 2018
- Rewards and Services Head, Bank UOB Indonesia, 2009 2017
- Secretary and member of the Remuneration and Nomination Committee, Bank UOB Indonesia, 2009 2017
- Compensation and Benefits Head, Esia BakrieTelecom, 2008 2009
- Managerial positions in Human Resources, including: Rewards and Performance Management, HR Operations, HR Area and Business Partner, Bank CIMB Niaga, 2003 - 2008
- HR Compensation and Benefits Analyst, Texmaco Group, 1998 2003
- Financial Executive, National Commercial Bank, 1998

Name, Age and Position	Citizenship & Domicile	Position	Period	Expertise	Qualifications Educational Background
Krisna Wijaya 68 Years Old Independent Commissioner PT Adira Dinamika Multi Finance, Tbk.	- Indonesian citizens - Indonesian domicile	Member of the Integrated Corporate Governance Committee	September 2021 - Present	Economics and Corporate Governance	- Bachelor Degree from , Bogor Agricultural Institute, Department of Agricultural Socio Economics, 1980 - Master Degree in Management, Gajah Mada University, Department of Social Sciences, 1990 - Policy Studies, Gajah Mada University, 2009

- Independent Commissioner, PT Adira Dinamika Multi Finance, Tbk, 2016 present
- Chairman of the Risk Management Committee & Member of the Audit Committee, PT Adira Dinamika Multi Finance Tbk, 2016 present
- President Commissioner (Independent), PT Brilian Indah Gemilang, 2018 present
- Member of the Assessment Team for Clarification/Presentation of Capability and Proper Test in the Banking Sector, Financial Services Authority, 2015 - present
- Member of the Supervisory Board, Adaro Building the Nation Foundation, 2014 present
- Member of the Sharia Supervisory Board, PT Club Syariah Insurance, 2009 present
- President Commissioner (Independent), Chair of the Audit Committee and member of the Risk Management Committee, PT Perusahaan Pengelola Aset, October 2020 – October 2022
- President Commissioner (Independent), PT Danareksa (Persero), May 2020 October 2020
- Audit Committee, PT Mahaka Radio Integra Tbk, 2019 2020
- Independent Commissioner, PT Mahaka Radio Integra Tbk, 2017 2019
- Director, Indonesian Banking Development Institute, 2016 March 2022
- Independent Commissioner and member of the Audit Committee, PT Mahaka Media Tbk, 2016 2017
- President Commissioner (Independent), member of the Audit Committee and of the Risk Management Committee, PT BNI Life Insurance, 2015
- · Independent Commissioner, Chairman of the Risk Management Chairman Committee and Member of the Audit Committee, PT Bank Mandiri
- Commissioner, member of the Audit Committee and Risk Management Committee, PT Bank Danamon Indonesia Tbk, 2008 2010
- Chief Executive/ Board of Commissioner, Deposit Insurance Corporation, 2005 2007
- Independent Commissioner, PT Bank Rakyat Indonesia (Persero) Tbk, July 2005 September 2005
- Director of Micro and Retail Business, PT Bank Rakyat Indonesia (Persero) Tbk, 2003 2005
- Operations Director, PT Bank Rakyat Indonesia (Persero) Tbk, 2000 2003



Name, Age and Position	Citizenship & Domicile	Position	Period	Expertise	Qualifications Educational Background
Christopher Mark Davies 43 Years Old Representative from MUFG Jakarta	<ul> <li>Citizen - British/ Chinese/ Hong Kong ID cardholder.</li> <li>Domicile Hong Kong</li> </ul>	Member of the Integrated Corporate Governance Committee	October 2022 - Present	- Certified AML Professional (CAMLP) - Hong Kong Institute of Banks 2019 - present - Compliance - Regulatory Compliance - Compliance Control Room	Master: Law LLM International Business Law University of Wales, Aberystwyth (UWA)

- MUFG Bank, Ltd, June 2018 present
   Managing Director, Regional Chief Compliance Officer & Head of Compliance Officer for Asia, July 2022 present

- Managing Director, Regional Chief Compliance Officer & Head of Compliance Officer for Asia, July 2022 present
  Managing Director Head of Regulatory Compliance Dept. Compliance Office for Asia, June 2018 present
  Managing Director, Deputy Regional Chief Compliance Officer Compliance Office for Asia, June 2021 July 2022
  Managing Director, Head of Asia Group 2 and Joint Deputy Regional Chief Compliance Officer, February 2020 May 2021
  Rabobank HK Branch, May 2015 May 2018
  Head of Compliance, HK and Head of Control Room Asia
  Royal Bank of Scotland Ple, Hong Kong, July 2013 May 2015

- Royal Bank of Scotland Plc, Hong Kong, July 2013 May 2015
  Director, Banking Compliance APAC & Head of Conduct & Regulatory Affairs, Hong Kong
  CLSA Limited, October 2011 July 2013,
- Head of Compliance Control Room
- Royal Bank of Scotland NV and Plc, Hong Kong, May 2007 October 2011 Head of Control Room Compliance, Asia Pacific (APAC), May 2010 October 2011 Manager Control Room Compliance, Asia Pacific (APAC), March 2009 May 2010
- Assistant Manager Control Room Compliance, Asia Pacific (APAC), May 2007 March 2009 Lloyds TSB (Financial Markets Division), October 2004 May 2007
- Assistant Manager, Compliance, May 2006 May 2007 Associate Compliance October 2004 May 2006
- HSBC Stockbroker services, Customer Service Representative and Order Capture January 2004 August 2004 HSBC Hong Kong, Summer Compliance Internship program 2000 (3 months)

Name, Age and Position	Citizenship & Domicile	Position	Period	Expertise	Qualifications Educational Background
Yasuhiko Togo 48 Years Old Representative of MUFG Jakarta	<ul><li>Japanese citizen</li><li>Singapore domicile</li></ul>	Member of the Integrated Governance Committee	October 2022 - Present	<ul> <li>Financial Resource Management</li> <li>HR Management</li> <li>Performance &amp; Reward Management</li> <li>Credit &amp; Risk Management</li> </ul>	Destruction of Economics Scholars,Keio University Jepang, 1998

- CRO for Asia, MUFG Bank, Ltd, May 2022 present
- Head of Financial Resource Management, Corporate Planning Division, MUFG Bank, Ltd, May 2020 April 2022
- Head of Strategic Planning and Governance, Global Human Resources for Asia, MUFG Bank, Ltd, January 2017 April 2020
- Head of Performance & Rewards for Asia, Global Human Resources for Asia, MUFG Bank, Ltd, 2017 2019
- Senior Manager, Global Human Resources Office, Bank of Tokyo Mitsubishi UFJ, April 2015 January 2017
- Senior Manager, Asian Credit Portfolio Management Office, Bank of Tokyo Mitsubishi UFJ, March 2012 January 2015
- Manager, Credit Portfolio Management Division, Bank of Tokyo Mitsubishi UFJ, April 2007 March 2012
- Manager, Structuring Business Group and Planning & Risk Control, Mitsubishi UFJ Securities International plc, February 2002 March 2007
- Officer, The Bank of Tokyo Mitsubishi, Ltd, April 1998 February 2002

Name, Age and Position	Citizenship & Domicile	Position	Period	Expertise	Qualifications Educational Background
Andre S. Painchaud 52 Years Old Representative from MUFG Jakarta	<ul> <li>Singapore citizen</li> <li>Singapore domicile</li> </ul>	Member of the Integrated Governance Committee	June 2021 - Present	Compliance     Internal Audit and Credit Examination     Quality Assurance for Institutional Clients Group	Bachelor of Science from Salem State College in Salem Massachusetts, USA, in 1993. He earned his MBA from Bentley College, Waltham, Massachusetts, USA with a concentration in Finance in 1994.

- Head of Internal Audit and Credit Examination (Singapura), Bank of Tokyo-Mitsubishi UFJ, Ltd, November 2017 present
- Audit Director, Quality Assurance for Institutional Client Group at Citibank Singapore, June 2013 November 2017
- Managing Director & Head of Internal Audit for the Asia region, Daiwa Capital Market, November 2008 June 2013
- Head of Internal Audit for Asia region, Lehman Brothers Asia, May 2002 October 2008 Securities Compliance Examiner in Boston, United States in July 1995 April 2002

#### INDEPENDENT PARTY IN THE COMMITTEE

Independent Parties are parties outside the Company who do not have financial, management, share ownership and/or family relationships with members of the Board of Commissioners, the Board of Directors and/or controlling shareholders or relationships with the Company that may keep them from acting independently. The Board of Commissioners appointed 2 (two) Independent Parties, Zainal Abidin and Mawar IR Napitupulu. Based on the Nomination Committee, Zainal Abidin was appointed as an Independent Party member of the Board of Commissioners committees, the Audit Committee, Risk Monitoring Committee and Integrated Governance Committee. Mawar IR Napitupulu was appointed as an Independent Party member of the Board of Commissioners committees, the Audit Committee and Risk Monitoring Committee. The appointed Independent Party shall meet competency and independency criteria.



#### **AUDIT COMMITTEE**

The Audit Committee has been set up to assist the Board of Commissioners in monitoring and evaluating audit planning and implementation as well as monitoring follow-ups on audit results to assess the adequacy of internal control, including the adequacy of financial reporting process. The Audit Committee ensures that the integrity, accuracy and adequacy of the financial statements and all significant risks are taken into account. The Audit Committee also oversees the effectiveness of regulatory compliance. The Audit Committee also suggests recommendations on the right public accountants from appropriate public accounting firms and monitors their effectiveness.

#### **Audit Committee Charter**

The Audit Committee has Audit Committee Charter that governs matters pertaining to duties and responsibilities, organization, membership criteria, independency, authority, meeting convention, work ethics and term of office. The Audit Committee Charter is reviewed periodically to ensure it remains in compliance with all regulatory provisions and suit the Company's business needs. The Audit Committee Charter was last updated in 2022.

#### Duties and Responsibilities of the Audit Committee

The duties and responsibilities of the Audit Committee include:

- 1. Financial reporting
  - Reviewing financial information to be published by the Company to the public and/or to authorities, including: financial statements, projections and other reports on the Company's financial information.
  - b. Monitoring and evaluating the compliance of financial reports with applicable accounting standards.
  - c. Suggesting independent opinions when the opinion of management on audit work differs from the appointed Accountant.
  - d. Verifying complaints related to the Company's accounting and financial reporting processes.
  - e. Keeping the confidentiality of the Issuer's documents, data and information.

#### 2. External Audit

- a. Recommending to the Board of Commissioners on the appointment, re-appointment, dismissal or replacement, terms of involvement, and remuneration of Public Accountants to be proposed at the Annual General Meeting of Shareholders (AGMS).
- b. In preparing recommendations, the Audit Committee shall consider, among matters:
  - Independency of Public Accountants, Public Accounting Firm and the people within the Firm.
  - Scope of audit.
  - Audit fee.
  - Expertise and experience of Public Accountants, Public Accounting Firms and Audit teams from Public Accounting Firms.
  - Audit methodology, techniques and tools used by the Public Accounting Firm.
  - Benefits of fresh eye perspectives that will be obtained through the replacement of Public Accountants, Public Accounting Firms, and audit teams from Public Accounting Firms.
  - Potential risk of using audit services by the same KAP consecutively for a fairly long period of time.
  - Results of evaluation of the audit work rendered for annual historical financial information by AP and KAP in the previous period.
- Reviewing the audit of financial statements, significant findings, and recommendations from the Public Accountant and the Board of Directors' responses.
- d. Evaluating the audit work for annual historical financial information by Public Accountants and/ or Public Accounting Firms at least through:
  - Conformity of audit implementation by Public Accountants and/or Public Accounting Firms to applicable audit standards.
  - Time adequacy for field work.
  - Review of the scope of services rendered and the adequacy of sampling tests.
  - Recommendations for improvements suggested by the Public Accountant and/or Public Accounting Firm.
  - The realized Public Accountant and/or Public Accounting Firm services is reported no later than 6 (six) months after the end of financial year.

- Monitoring and evaluating the planning and implementation of Public Accountant audits as well as follow-ups on audit results in order to assess the adequacy of internal control including the adequacy of the financial reporting process.
- f. Monitoring and evaluating Public Accountant compliance with applicable audit standards.
- g. Reviewing the adequacy of audits conducted by the Public Accountant to ensure that all significant risks have been considered.

#### 3. Internal Audit

- a. Monitoring and evaluating the implementation of duties including the adequacy and effectiveness of Internal Audit Unit function.
- b. Reviewing the independency of the Head of the Internal Audit Work Unit and ensuring that the Head of the Internal Audit Unit has direct and unlimited access to the Board of Directors, Board of Commissioners and Sharia Supervisory Board.
- c. Reviewing the scope of work and audit plan of the Internal Audit Unit, including ensuring interaction with the Board of Directors, Board of Commissioners, Sharia Supervisory Board, External Auditor, and Financial Services Authority and other relevant matters.
- d. Reviewing significant findings and recommendations from the Internal Audit Unit as well as the Board of Directors' responses.
- e. Monitoring and evaluating follow-up actions by the Board of Directors on findings of the Internal Audit Unit, Public Accountants, and audit findings from the Financial Services Authority and/or other regulators.
- f. Reviewing audit reports and ensuring that the Board of Directors takes immediate necessary corrective actions to address control weaknesses, fraud, issues in compliance with policies, laws and regulations, or other issues identified and reported by SKAI, External Auditors and the Financial Services Authority and or other regulators.
- g. Suggesting recommendations to the Board of Commissioners on:
  - The appointment and dismissal of the Head of SKAI

- Approval of the Internal Audit Charter
- Annual audit plan, scope and budget allocation of SKAI
- Providing overall SKAI annual remuneration and performance awards
- The appointment of an independent quality controller from an external party to review SKAI's performance.

#### 4. Internal Control

Regularly reviewing and reporting to the Board of Commissioners on the adequacy and effectiveness of internal controls determined by the Board of Directors, including control over finances, operations, compliance and information technology.

#### 5. Compliance

- a. Reviewing the compliance framework and scope of work and plans for the compliance function.
- b. Reviewing regulatory compliance related to the Company's activities.
- Reviewing legal issues that may have a material impact on financial statements, related compliance policies, and reports received from regulators.

#### 6. Other areas

- a. In carrying out its duties and responsibilities, the Audit Committee acts independently.
- b. At the Company's expense, the Audit Committee examines suspected errors in Board of Directors meeting decisions or irregularities in the implementation of Board of Directors decisions. Audits can be carried out by the Audit Committee or by independent parties appointed by the Audit Committee.
- c. The Audit Committee shall prepare, review and update the Audit Committee Charter periodically.
- d. The Audit Committee shall submit a report on review results to all members of the Board of Commissioners once they have been reviewed by the Audit Committee.
- e. The Audit Committee shall review and suggest opinions to the Board of Commissioners on potential conflicts of interest of the Company.
- f. Members of the Audit Committee shall improve their competence through continuous education and training.





#### **Authority of the Audit Committee**

The Audit Committee is authorized to do the following:

- Investigate any issues included in the terms of reference, access and cooperate with the Board of Directors and the freedom to invite every Director or executive officer to attend Audit Committee meetings, as well as to have reasonable resources that can assist it in effectively carrying out its functions.
- Review affiliate transactions and conflicts of interest after receiving an assessment report from the Compliance Director, to ensure that these transactions are made with due regards to the interests of the Company and minority

- shareholders and are carried out fairly based on normal commercial requirements.
- 3. If necessary, involve independent parties outside the Audit Committee to assist it in carrying out its duties.
- 4. Invite/appoint reviewers.
- 5. Carry out other authorities delegated by the Board of Commissioners.
- 6. Access the Company's documents, data and information on employees, funds, assets and company resources as may be required with due regards to applicable confidentiality provisions.
- Communicate directly with employees, including the Board of Directors and parties carrying out internal audit, risk management and Accountant functions regarding its duties and responsibilities.

#### Structure, Membership, Expertise and Legal Basis for Appointment

#### **Structure and Membership**

The Audit Committee has 4 (four) members, consisting of 2 (two) Independent Commissioners and 2 (two) Independent Parties. The structure and membership of the Audit Committee has complied with applicable regulations.

#### STRUCTURE AND MEMBERSHIP OF THE AUDIT COMMITTEE IN 2023

No	Name	Position at Company	Position in Audit Committee
1	Halim Alamsyah	Vice President Commissioner (Independent)	Chairman
2	Hedy Maria Helena Lapian	Independent Commissioner	Member
3	Mawar I.R. Napitupulu	Independent Party	Member
4	Zainal Abidin	Independent Party	Member

#### **Expertise of Audit Committee Members**

All members of the Audit Committee have met the applicable provisions pertaining to the expertise criteria of Audit Committee members that cover finance and/or accounting, risk management, banking and/or law, with due consideration on their respective integrity, good attitude and morals as stated in their statement letter.

#### **Legal Basis of Appointment**

The incumbent members of the Audit Committee were appointed through Circular Decree of the Board of Commissioners No.KSR-KOM.CORSEC.04.2023.003 dated April 10, 2023 and stipulated in the Circular of the Board of Directors No.KSR-DIR.CORSEC.04.2023.003 dated April, 10 2023.

#### **Independency of Audit Committee Members**

All members of the Audit Committee are independent (Independent Commissioners and Independent Parties). Non-independent Commissioners and Directors are not allowed to sit in the Audit Committee. Audit Committee members shall comply with the Company's Code of Conduct.

#### **Term of Office**

The term of office of members of the Audit Committee may not exceed the term of office of the Board of Commissioners as regulated in the Company's Articles of Association and can only be re-elected for 1 (one) subsequent period.

#### **Policy and Implementation of Audit Committee Meetings**

#### **Audit Committee Meeting Policy**

- The Committee shall hold at least 1 (one) meeting in every 3(three) months based on necessity.
- A minimum of 51% (fifty one percent) of Governance Committee members shall attend the meeting.
- Meeting decisions shall be made on the principle of deliberation to reach consensus. In the event no consensus is reached, then the decisions shall be made through voting. Decisions taken with a majority vote are carried out based on the principle of 1 (one) person 1 (one) vote.
- Each meeting shall be recorded in the minutes, properly filed, approved by all present members, and submitted to the Board of Commissioners.
- Dissenting opinions during the meeting shall be stated clearly in the meeting minutes along with the underlying reasons.

#### Meeting Convention, Attendance, and Agenda

Throughout 2023, the Audit Committee held 7 (seven) meetings with attendance agendas as given below:

#### ATTENDANCE OF AUDIT COMMITTEE MEMBERS AT MEETING IN 2023

Name	Attendance at Meeting
Halim Alamsyah	7/7
Hedy Maria Helena Lapian*	4/5
Mawar Napitupulu	7/7
Zainal Abidin	6/7

<sup>\*</sup> Appointed as Member of the Audit Committee on April 10, 2023

IVIEEII	MEETING AGENDA IN 2023		
No	Date of Meeting	Meeting Agenda	
1	January 25, 2023	<ul> <li>Review and Approval of Meeting Minutes</li> <li>Updates on Internal Audit</li> <li>Updates on Internal Fraud Case</li> <li>Whistleblower Report</li> <li>Review of 2022 Quality Assurance</li> </ul>	
2	March 27, 2023	<ul> <li>Review and Approval of Meeting Minutes</li> <li>Updates on Internal Audit</li> <li>Updates on Internal Fraud Case</li> <li>Whistleblower Report</li> <li>Coordination meeting 2022 - Internal Audit</li> </ul>	
3	May 24, 2023	<ul> <li>Review and Approval of Meeting Minutes</li> <li>Updates on Internal Audit</li> <li>Updates on Internal Fraud Case</li> <li>Whistleblower Report</li> </ul>	
4	July 25, 2023	<ul> <li>Review and Approval of Meeting Minutes</li> <li>Updates on Internal Audit</li> <li>Updates on Internal Fraud Case</li> <li>Whistleblower Report</li> <li>Data Analysis</li> </ul>	
5	September 19, 2023	<ul> <li>Review and Approval of Meeting Minutes</li> <li>Updates on Internal Audit</li> <li>Updates on Internal Fraud Case</li> <li>Whistleblower Report</li> <li>IIAU 2023 coordination meeting</li> </ul>	



No	Date of Meeting	Meeting Agenda
6	November 22, 2023	<ul> <li>Review and Approval of Meeting Minutes</li> <li>D-Point Benefit</li> <li>Internal Audit Plan for 2024</li> <li>Updates on Internal Audit</li> <li>Updates on Internal Fraud Case</li> <li>Whistleblower Report</li> </ul>
7	December 13, 2023	<ul><li>2023 Interim and Hard Close Audit</li><li>EB Quarterly Monitoring and EB Branch Audit Methodology</li></ul>

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

The internal control system run by the Company is considered to run effectively and adequately, as reflected in the effectiveness of internal control functions, including internal audit, risk management, compliance, financial and operational control. The Audit Committee periodically submits its work implementation reports to the Board of Commissioners.

#### **RISK OVERSIGHT COMMITTEE**

The Risk Oversight Committee has been set up with a function to oversee risk management at PT Bank Danamon Indonesia Tbk. This is done to comply with Financial Services Authority Regulation No.17 of 2023 concerning the Implementation of Governance for Commercial Banks. The Risk Oversight Committee is a risk committee at the Board of Commissioners level.

The Risk Oversight Committee is responsible for overseeing and providing recommendations or independent professional opinions to the Board of Commissioners on risk management frameworks and policies that are consistent with The Company's risk appetite.

#### **Risk Oversight Committee Charter**

The Risk Oversight Committee has a Risk Oversight Committee Charter that governs matters related to the implementation of duties and responsibilities, membership, work ethics, independency, term of office, authority, reporting, and meetings. The Risk Oversight Committee Charter is reviewed periodically.

## Duties and Responsibilities of the Risk Oversight Committee

The Risk Oversight Committee has the following duties and responsibilities:

- Formulate and periodically review/update the Risk Oversight Committee Charter;
- 2. Oversee the implementation of risk management practices;

- 3. Evaluate risk management policies namely the Bank and Consolidation Risk Management Policy (RMP) at least once a year;
- 4. Evaluate the conformity of risk management policies to the implementation of Bank policies;
- Evaluate the integrated risk management policy, namely the MUFG Group Financial Conglomerate Integrated Risk Management Policy (IRMP) at least once a year:
- Evaluate the implementation of integrated risk management policies executed by the Main Entity's Board of Directors;
- 7. Provide independent professional opinions to the Board of Commissioners and recommend to the Board of Directors actions considered can strengthen the risk management framework;
- 8. Monitor and evaluate the implementation of the duties of the Risk Management Committee and Risk Management Work Unit;
- Give recommendations to the Board of Commissioners on Risk Appetite Statement (RAS) Framework, including thresholds for the Group's RAS;
- 10. Review all risk management policies and documents proposed to Regulators and internal parties that require approval from the Board of Commissioners, as recommended by the Board of Directors;
- 11. Monitor the effectiveness of Risk Management Policies, Procedures, Tools, Limits and Frameworks prepared by the Board of Directors, Risk Management Directorate, Business and Supporting Work Units which are reviewed and recommended through the Risk Management Committee;
- 12. Ensure the accountability of the Board of Directors and Executive Officers in discharging their duties and responsibilities related to the implementation of effective Bank and Integrated risk management;
- 13. Initiate an investigation into matters that require independent review and assessment related to Frauds, Conflict of Interest, Lapses in Governance, Negligence and Violations of the Code of Conduct, and AML (anti-bribery/corruption and Anti-Money Laundering);

- 14. Give recommendations to the Board of Commissioners on oversight related to country risk and transfer risk management of the Bank, including the implementation of evaluation and testing (stress testing);
- 15. Give recommendations to the Board of Commissioners on oversight related to troubled asset management, provisions and reserves carried out by the Bank in managing credit risk.

#### **Authority of the Risk Oversight Committee**

The Risk Oversight Committee has the following authorities:

- 1. Access the documents, data and information of The Company when necessary;
- 2. Communicate directly with employees, Directors and other parties related to the implementation of their duties and responsibilities;

- 3. Involve independent parties to assist it in discharging their duties if necessary;
- 4. Perform other authorities granted by the Board of Commissioners.

## Structure, Membership, Expertise and Legal Basis for Appointment of the Risk Oversight Committee

## Structure and Membership of the Risk Oversight Committee

The Risk Oversight Committee consists of 6 (six) members, consisting of 2 (two) Independent Commissioners, 2 (two) Commissioners, 2 (two) independent parties. The structure and membership of the Risk Oversight Committee has met applicable regulations.

#### Structure and Membership of the Risk Oversight Committee in 2023

No	Name	Position at Company	Position on the Risk Oversight Committee
1	Hedy Maria Helena Lapian	Independent Commissioner	Chairman
2	Peter Benyamin Stok	Independent Commissioner	Member
3	Nobuya Kawasaki	Commissioner	Member
4	Dan Harsono	Commissioner	Member
5	Mawar Napitupulu	Independent Party	Member
6	Zainal Abidin	Independent Party	Member

#### **Legal Basis of Appointment**

Members of the Risk Oversight Committee were appointed through Circular Decree of the Board of Commissioners No KSR-KOM.CORSEC.04.2023.003 dated April 10, 2023 and stipulated in Circular Decree of the Board of Directors No KSR.DIR.CORSEC. 04.2023.003 dated April 10, 2023.

## Independency of Risk Oversight Committee Members

To maintain independency and objectivity, the majority of Committee members are Independent Commissioners and Independent Parties. Members of the Board of Directors are not allowed to become members of the Risk Oversight Committee.

#### **Term of Office**

The term of office of committee members may not be longer than the term of office of the Board of Commissioners as regulated in the Articles of Association.

## Policy and Implementation of Risk Oversight Committee Meetings

With regards to the implementation of POJK 17/2023 that took effect in September 2023, the Bank has updated the Risk Oversight Committee Meeting Policy effective in January 2024 as follows:

#### **Risk Oversight Committee Meeting Policy**

- Risk Oversight Committee shall hold at least 1 (one) meetings in 1 (one) month pursuant to POJK 17/23.
   The meetings can be held face-to-face, virtually and/ or in the form of circulating material distribution to all Committee members;
- Risk Oversight Committee meetings shall be attended by the majority (more than 50%) of committee members either face to face and/or virtually.
- Committee meetings shall be chaired by the Chairman of the Committee. If the Chairman unable to attend, he or she may appoint another member of the Risk Oversight Committee to chair the meeting.





- Meeting decisions are taken based on the principle of deliberation and consensus. In cases where consensus is not reached, then the decisions shall be made through voting, where 1 (one) person counts for 1 (one) vote.
- The decisions of Risk Oversight Committee meeting shall be recorded in the minutes of the meeting, properly documented, signed by all members of the Risk Oversight Committee present, and submitted to the Board of Commissioners.
- Dissenting opinions and reasons for differences during Risk Oversight Committee meetings shall be stated clearly in the minutes.
- Evaluation of the committee's performance at the end of each financial year.

#### Implementation, Attendance Level and Meeting Agenda

During 2023, the Risk Oversight Committee has held 10 (ten) meetings with the attendance of committee members and the meeting agenda as follows:

#### Meeting Attendance of Risk Oversight Committee Members in 2023

Name	Attendance at Meetings
Hedy Maria Helena Lapian	10/10
Peter Benyamin Stok	10/10
Nobuya Kawasaki	6/10
Dan Harsono	10/10
Mawar Napitupulu	9/10
Zainal Abidin	10/10

#### Risk Oversight Committee Meeting Agenda in 2023

No	Meeting Date	Meeting agenda
1	January 24, 2023	<ul> <li>Minutes of Risk Oversight Committee Meetings</li> <li>Treasury Capital Market (TCM) Update</li> <li>Credit Portfolio Update - December 2022</li> <li>Semester II Review 2022 - ICAAP</li> <li>Q4 - 2022 Risk Profile</li> <li>Quarterly Updates on Operational Risk, Market &amp; Liquidity Risk and Information Risk</li> <li>Compliance Updates</li> </ul>
2	February 27, 2023	<ul> <li>Minutes of Risk Oversight Committee Meetings</li> <li>Fraud Cases in the Outbranch Process</li> <li>Integrated Risk Management Policy Annual Review</li> <li>Contingency Funding Policy Annual Review</li> <li>Treasury Trading Limit Review</li> <li>Credit Portfolio Update - January 2023</li> <li>Credit Card and Mortgage Product Program Renewal</li> <li>Compliance Updates</li> </ul>
3	March 27, 2023	<ul> <li>Minutes of Risk Oversight Committee Meetings</li> <li>Risk Management Model</li> <li>Dormant Account</li> <li>Cyber Risk Management Policy</li> <li>Balance Sheet Management Limit</li> <li>Alignment of Credit Risk Policies</li> <li>Credit Portfolio Update - February 2023</li> <li>Peer Analysis Q4 - 2022</li> <li>Compliance Updates</li> <li>Adira Finance Cyber Security Incident</li> <li>Case of Silicon Valley Bank - Lesson Learnt</li> </ul>
4	May 25, 2023	<ul> <li>Minutes of Risk Oversight Committee Meetings</li> <li>Treasury and Capital Market Update</li> <li>Risk Management Committee Charter</li> <li>Q1 2023 Risk Profile</li> <li>Credit Portfolio Update - April 2023</li> <li>ORM, MLRM and IRM quarterly Update</li> <li>BSI Cyber Attack Case - Lesson Learnt</li> <li>Compliance Updates</li> </ul>

No	Meeting Date	Meeting agenda
5	July 6, 2023	<ul> <li>Minutes of Risk Oversight Committee Meetings</li> <li>May 2023 Credit Portfolio Update</li> <li>Peer Analysis Q1 - 2023</li> <li>Anti Fraud Strategy</li> <li>Compliance Updates</li> <li>UPL 2023 Product Program Renewal</li> <li>MUFG Information Sharing Framework</li> <li>SME Update</li> </ul>
6	July 25, 2023	<ul> <li>Minutes of Risk Oversight Committee Meetings</li> <li>June 2023 Credit Portfolio Update</li> <li>ICAAP Stress Test and Report for Semester I 2023</li> <li>Treasury and Capital Market (TCM) and MUFG Subordinated Loan Rollover</li> <li>Updates on ORM, MLRM and IRM</li> <li>Compliance Updates</li> </ul>
7	August 31, 2023	<ul> <li>Minutes of Risk Oversight Committee Meetings</li> <li>RAS Comprehensive Review 2023</li> <li>Risk Profile Regulations – Banks and Consolidation 2Q 2023 and Integrated 1H 2023</li> <li>Peer Analysis Q2 – 2023</li> <li>July 2023 Credit Portfolio Update</li> <li>EBFI Updates</li> <li>Regulatory Requirement Concerning IT and Cyber Security</li> <li>Operation Risk Management (ORM) – Significant Highlight</li> <li>Updates on Management Risk Model 1H 2023</li> <li>Compliance Updates</li> </ul>
8	September 20, 2023	<ul> <li>Minutes of Risk Oversight Committee Meetings</li> <li>August 2023 Credit Portfolio Update</li> <li>Updates on Adira Finance</li> <li>Compliance Updates</li> </ul>
9	October 26, 2023	<ul> <li>Minutes of Risk Oversight Committee Meetings</li> <li>Contingency Funding Plan (CFP) Policy Annual Review.</li> <li>Treasury and Capital Market (TCM) Update.</li> <li>Recovery Plan Annual Review</li> <li>September 2023 Credit Portfolio Update</li> <li>Risk Profile Q3 – 2023</li> <li>MLRM, IRM and ORM Quarterly Update</li> <li>Compliance Updates</li> </ul>
10	November 23, 2023	<ul> <li>Minutes of Risk Oversight Committee Meetings</li> <li>Update on the Risk Oversight Committee Charter</li> <li>Updates on Risk Management Charter</li> <li>Management Risk Policy (Bank &amp; Consolidation)</li> <li>Sustainable Finance Action Plan (SFAP) 2024 – 2028</li> <li>Q3 2023 Risk Profile (Consolidated)</li> <li>Peer Analysis Q3 – 2023</li> <li>End of year Credit Parameters</li> <li>Enterprise Banking and Financial Institution (EBFI) Update</li> <li>Market and Liquidity Risk Management Policy Review</li> <li>Compliance Updates</li> <li>AML CFT and Counter Proliferation Financing Weapon Mass Destruction Program Update</li> </ul>

#### Implementation of Risk Oversight Committee Activities in 2023

The Risk Oversight Committee periodically reports activities and recommendations to the Board of Commissioners.



## NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee is a committee that assists the Board of Commissioners with its functions and duties to review and assess the nominations and remuneration of members of the Boards of Directors and Commissioners. The reports to the Board of Commissioners.

#### **Nomination and Remuneration Committee Charter**

The Nomination and Remuneration Committee has a Charter that governs matters on objectives, accountability, structure and membership, term of office, duties and responsibilities, authority, meeting convention, and reporting. The Nomination and Remuneration Committee's Charter is reviewed periodically.

#### **Duties and Responsibilities In Nomination**

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

- 1. The Nomination and Remuneration Committee shall give recommendations to the Board of Commissioners on:
  - The composition of members of the Boards of Commissioners and/or Directors
  - Policies and criteria required in the Nomination process
  - Policy for evaluating the performance of members of the Boards of Commissioners and/ or Directors.
- The Nomination and Remuneration Committee shall review, evaluate and give recommendations on the system and procedures for selecting and/or replacing members of the Board of Commissioners and members of the Board of Directors.
- 3. The Nomination and Remuneration Committee shall identify, review and recommend candidates for members of the Board of Commissioners and/ or Directors, including the President Director, to the Board of Commissioners to be submitted to the General Meeting of Shareholders for approval.
- 4. The Nomination and Remuneration Committee recommends to the Board of Commissioners independent parties as candidates for members of the Board of Commissioners committees.
- 5. At Danamon's expense, the Nomination and Remuneration Committee may from time to time exercise its authority to use the services of one or more search firms to identify candidates (including approving the fee and terms of the search firm).

- 6. The Nomination and Remuneration Committee shall evaluate all members of both the Boards of Commissioners and/or Directors to be reappointed at the General Meeting of Shareholders.
- 7. The Nomination and Remuneration Committee shall review and evaluate Candidates using the same method without prejudice to gender, race, religion or the source of the initial recommendation.
- 8. The Nomination and Remuneration Committee shall review and evaluate candidates based on the minimum and other criteria with due consideration on all facts and circumstances deemed appropriate, including, among others, the proposed Candidate's banking knowledge and expertise, depth and breadth of professional experience or other backgrounds, independency, and the need for members of the Boards of Commissioners/Directors.
- The Nomination and Remuneration Committee shall propose all criteria-meeting candidates (both identified internally and by shareholders) to the Board of Commissioners via a circular letter that nominates them as members of the Boards of Commissioners/ Directors at the next General Meeting of Shareholders.
- 10. The candidates for members of the Boards of Commissioners/ Directors shall be will be officially appointed after the General Meeting of Shareholders gives approval and after they have met all the criteria as required by regulations including but not limited to the fit and proper test given by the Financial Services Authority and other authorities
- 11. The Nomination and Remuneration Committee shall evaluate and recommend to the Board of Commissioners candidates for members of the Boards of Commissioners and Directors of subsidiaries with significant impact on the Bank.
- 12. The Nomination and Remuneration Committee may give "no objection" to candidates for members of the subsidiaries' Board of directors.
- 13. The Nomination and Remuneration Committee shall assist the Board of Commissioners in assessing the performance of its members and/or members of the Board of Directors based on benchmarks as evaluation material.
- 14. The Nomination and Remuneration Committee shall give recommendations to the Board of Commissioners on capacity development programs for members of the Boards of Commissioners and/ or Directors.
- 15. Members of the Nomination and Remuneration Committee shall improve their competence through continuous education and training.



- 16. The Nomination and Remuneration Committee shall prepare, review and update the Nomination and Remuneration Committee Charter periodically and make it is available on Danamon's official website.
- 17. Members of the Nomination and Remuneration Committee shall keep the confidentiality of all Danamon documents, data and information.

#### **Duties and Responsibilities in Remuneration**

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

- 1. Formulating policies, evaluating and giving recommendations to the Board of Commissioners on:
  - Structure and amount of remuneration for the Boards of Commissioners and Directors and, if necessary, for Senior Management.
  - Remuneration, including salary, allowances, bonuses and incentives rewarded based on target achievements as have been predetermined for the President Director and other members of the Board of Directors, members of the Board of Commissioners and the Sharia Supervisory Board.
  - Remuneration, including salaries and allowances of Independent Parties.
- 2. Assisting the Board of Commissioners in making performance appraisals in accordance with the remuneration received by each member of the Boards of Commissioners and/or Directors.
- 3. Attending closely to the following matters in preparing the structure, policies and amount of Remuneration:
  - Remuneration that prevail in the industry in accordance with Danamon's business activities and business scale
  - Fairness of remuneration compared to peer group
  - The duties, responsibilities and authorities of members of the Boards of Directors and/ or Commissioners related to Danamon's goal achievement and performance
  - Performance targets or performances of each member of the Boards of Directors and/or Commissioners
  - Balanced fixed and variable allowances
  - Danamon's financial performance and compliance with applicable regulations
  - Consideration on Danamon's long-term targets and strategies.
- 4. Evaluating the structure, policies and amount of remuneration as referred to above at least 1 (one) time in 1 (one) year.

- 5. Reviewing and making periodic updates to its work charter.
- 6. Keeping the confidentiality of all Danamon documents, data and information.
- 7. Increasing competence through continuous education and training.

The Nomination and Remuneration Committee shall report the implementation of its duties and responsibilities along with the remuneration procedures that have been implemented to the Board of Commissioners. This report is part of the Report on the implementation of the duties of the Board of Commissioners and is submitted at the GMS.

#### Authority of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee has the authority to execute Nomination policies, including:

- a. The Nomination and Remuneration Committee has the authority to access Danamon's documents, data and information as may be required.
- b. Under the scope of its duties and responsibilities, the Nomination and Remuneration Committee is authorized to communicate directly with employees, Directors and other parties.
- c. If necessary, the Nomination and Remuneration Committee is authorized to engage independent parties to assist in carrying out its duties.
- d. The Nomination and Remuneration Committee has other authorities delegated by the Board of Commissioners.

#### Structure, Membership, Expertise and Legal **Basis for Appointment of the Nomination** and Remuneration Committee

#### Structure and Membership of the Nomination and **Remuneration Committee**

In 2023, there will be changes to the structure and membership of the Nomination and Remuneration Committee. Based on the GMS on 31 March 2023 and based on the decision of the Nomination and Remuneration Committee meeting on 03 March 2023, the Nomination and Remuneration Committee consists of 5 (five) people, consisting of 2 (two) Independent Commissioners, 2 (two) Commissioners, and 1 (one) Danamon Executive Officer in charge of Human Resources. The structure and membership of the Nomination and Remuneration Committee have complied with applicable regulations.





#### Membership Structure of The 2023 Nomination and Remuneration Committee

No	Name	Position at Company	Position in Nomination and Remuneration Committee
1	Halim Alamsyah	Vice President Commissioner (Independent)	Chairman
2	Yasushi Itagaki	President Commissioner	Member
3	Hedy Maria Helena Lapian	Independent Commissioner	Member
4	Nobuya Kawasaki	Commissioner	Member
5	Roy F. Permana	Executive Human Resources Officer	Member

## **Expertise of Nomination and Remuneration Committee Members**

All Committee members have met the applicable provisions pertaining to the expertise requirements of Committee members with due attention to their respective integrity, attitudes and morals as outlined in the personal statement.

#### **Legal Basis of Appointment**

Members of the Nomination and Remuneration Committee are appointed through the Circular Decree of the Nomination and Remuneration Committee of PT Bank Danamon Indonesia Tbk No 002/HR-Nomco/0323 dated March 1, 2023, Circular Decree of the Board of Commissioners No KSR-KOM.CORSEC.04.2023.003 dated April 10 2023 and stipulated in Directors Circular Decree No KSR-DIR.CORSEC.04.2023.003 dated April 10, 2023.

## Independency of the Nomination and Remuneration Committee

To uphold independency and objectivity, the Nomination and Remuneration Committee is chaired by an Independent Commissioner, Halim Alamsyah. Members of the Board of Directors shall not sit in the Committee. Members of the Nomination and Remuneration Committee shall comply with the Danamon Code of Conduct.

#### **Term of Office**

The term of office of members of the Nomination and Remuneration Committee is no longer than the term of office of the Board of Commissioners as regulated in Danamon's Articles of Association and can only be reelected for 1 (one) subsequent period.

## Policy and Convention of Nomination and Remuneration Committee Meetings

#### **Nomination and Remuneration Meeting**

- 1. The Nomination and Remuneration Committee shall hold at least 1 (one) meeting in every 4 (four) months.
- 2. Committee meetings can only be held if:
  - a. attended by the majority of the Committee members; And
  - b. chaired by one of the majority of the Committee members.
- 3. Meeting decisions shall be made based on the principle of deliberation to reach consensus.
- 4. In the event that a consensus is not reached, then the decisions shall be made through voting. Decisions taken based on a majority vote are based on the principle of 1 (one) person 1 (one) vote.
- Dissenting opinions during the Nomination and Remuneration Committee meetings shall be stated clearly in the minutes of the meeting along with underlying reasons.
- Every Nomination and Remuneration Committee meeting shall be recorded in the minutes, properly documented, and signed by all of the present members of the Nomination and Remuneration Committee.
- 7. The minutes of Nomination and Remuneration Committee meetings shall be submitted in writing to the Board of Commissioners.

#### Meeting Convention, Attendance, and Agenda

During 2023, the Nomination and Remuneration Committee held 6 (eight) meetings with attendance of each Committee given below:

#### Attendance of Nomination and Remuneration Committee Members at 2023 Meetings

Name	Total Attendances
J.B. Kristiadi Pudjosukanto**	2/2
Kenichi Yamato*	4/4
Yasushi Itagaki *	2/2
Hedy Maria Helena Lapian	6/6
Nobuya Kawasaki	6/6
Roy F Permana	6/6
Halim Alamsyah **	2/2

#### Note:

- The appointment of Yasushi Itagaki as President Commissioner to replace Kenichi Yamato was announced at the GMS on March 31, 2023
- The appointment of Halim Alamsyah as Vice President Commissioner to replace JB Kristiadi was announced at the GMS on March 31, 2023

#### Nomination and Remuneration Committee Meeting Agenda in 2023

No	Date of Meeting	Meeting Agenda
1	February 9, 2023	2022 Performance Bonus and 2023 Salary Increase
2	February 9, 2023	Changes to the BOD at the General Meeting of Shareholders on March 31, 2023
3	March 3, 2023	Composition of BOD, BOC, DPS and members of Bank Danamon Committee who were also committee members
4	March 3, 2023	Remuneration for the new President Commissioner of Bank Danamon
5	June 16, 2023	2020 Long Term Incentive, payment on June 23 2023
6	December 21, 2023	LTI Grant 2023 & Car Benefit

#### **Work Activities in Nomination**

- Given below is the summary of important work done by the Nomination and Remuneration Committee:
- Gave recommendations for the member composition of the Board of Commissioners Committees.
- · Reviewed nominations for the appointment of President Commissioner and Commissioner at Bank Danamon
- Gave recommendations on member composition of Danamon's Board of Commissioners in each Committee.
- · Gave recommendations for the appointment of members of Danamon's Board of Directors.

Report on the Implementation of the Nomination and Remuneration Committee's Work Activities for the 2023 Remuneration policy

Remuneration work activities can broadly summarized as listed below:

- Recommended bonuses and salary increases for 2023
- Conducted a review of and recommended remuneration for the new Vice President Director and Directors
- Conducted a review of and recommended the remuneration of the new President Commissioner and Commissioners
- Conducted a review of and recommended remuneration for new Directors and Commissioners
- Conducted a review of s the proposed 2023 Long Term Incentive program.

The Nomination and Remuneration Committee periodically reports its activities to the Board of Commissioners.



#### **CORPORATE GOVERNANCE COMMITTEE**

The Corporate Governance Committee is a committee that assists the Board of Commissioners in monitoring the effectiveness of governance structures, frameworks, policies and resources to support an effective implementation of good governance principles. The Corporate Governance Committee reports to the Board of Commissioners on oversight over the Company's governance implementation and regulatory compliance.

#### **Governance Committee Charter**

The Corporate Governance Committee has Committee Charter that governs matters pertaining to objectives, accountability, structure and membership, term of office, duties and responsibilities, authority, meeting convention, and reporting. The Charter is reviewed periodically.

## Duties and Responsibilities of the Corporate Governance Committee

In discharging its duties and responsibilities, the Corporate Governance Committee shall act independently. The duties and responsibilities of the Corporate Governance Committee include:

- 1. Adhering to the Company's Code of Conduct.
- 2. Evaluating the structure and governance framework as well as their conformity to the Company's governance policies.
- 3. Periodically reviewing and assessing the principles and practices of the Company's governance and giving recommendations for improvement to the Board of Commissioners.
- 4. Reporting to the Board of Commissioners on discrepancies in the implementation of governance and suggesting remedial actions.

- Reviewing the governance report issued by the Company to ensure its transparency and accuracy recommend improvements to the Board of Directors.
- 6. Suggesting recommendations in order to provide endorsement to the Board of Commissioners for the Company's governance report and policies.
- 7. Periodically formulating, reviewing and updating the Committee Charter and uploading it on the Company's website.
- 8. Keeping all Company documents, data and information confidential at all times.
- Reporting its activities to the Board of Commissioners.

#### **Authority of the Corporate Governance Committee**

The authorities of the Corporate Governance Committee include:

- 1. Accessing the Company documents, data and information as may be required.
- 2. Communicating directly with employees, Directors and other parties related to the implementation of duties and responsibilities.
- 3. Engaging independent parties to assist it with its duties when necessary.
- 4. Exercising other authorities assigned by the Board of Commissioners.

## Structure, Membership, Expertise and Legal Basis for Appointment

## Corporate Governance Committee Structure and Membership

The Corporate Governance Committee has 2 (two) members, consisting of 1 (one) Independent Commissioner and 1 (one) Commissioner.

#### **COMPOSITION OF CORPORATE GOVERNANCE COMMITTEE IN 2023**

No	Name	Position at Company	Position in Corporate Governance Committee		
1	Peter Benyamin Stok	Independent Commissioner	Chairman		
2	Nobuya Kawasaki	Commissioner	Member		

#### **Expertise**

All committee members have met the applicable provisions pertaining to the expertise criteria for its members with due attention to their respective integrity, attitude and high morals as stated in the personal statement.

#### **Legal Basis of Appointment**

The incumbent members of the Corporate Governance Committee were appointed through Circular Decree of the Board of Commissioners No.KSR-KOM. CORSEC.04.2023.003 dated April 10, 2023 and ratified in Circular Decree of the Board of Directors No. KSR-DIR.CORSEC.04.2023.003 dated April 10, 2023.

#### Independency

To uphold independency and objectivity, the Corporate Governance Committee is chaired by an Independent Commissioner, Peter Benyamin Stok. Members of the Board of Directors shall not sit in the Committee. Committee members shall adhere to the Company's Code of Ethics.

#### **Term of Office**

The term of office of members of the Corporate Governance Committee shall not be longer than the term of office of the Board of Commissioners as regulated in the Company's Articles of Association and can only be re-elected for 1 (one) more period.

#### **Corporate Governance Committee Meeting Policy and Convention**

#### **Corporate Governance Committee Meeting Policy**

- 1. The Committee shall hold at least 1 (one) meeting in every 1(one) semester based on necessity.
- 2. A minimum of 51% (fifty one percent) of Governance Committee members shall attend the meeting.
- 3. Meeting decisions shall be made on the principle of deliberation to reach consensus.
- 4. In the event no consensus is reached, then the decisions shall be made through voting. Decisions taken with a majority vote are carried out based on the principle of 1 (one) person 1 (one) vote.
- 5. Dissenting opinions during the meeting shall be stated clearly in the meeting minutes along with the underlying
- 6. Each meeting shall be recorded in the minutes, properly filed, approved by all present members, and submitted to the Board of Commissioners.

#### Meeting Convention, Attendance, and Agenda

During 2023, the Corporate Governance Committee held 2 (two) meetings with attendance and agenda as given below:

#### ATTENDANCE OF CORPORATE GOVERNANCE COMMITTEE MEMBERS AT MEETING IN 2023

Name	Attendance at Meeting
Peter Benyamin Stok	2/2
Nobuya Kawasaki	2/2

#### CORPORATE GOVERNANCE COMMITTEE MEETING AGENDA IN 2023

No	Date of Meeting	Meeting Agenda				
1	January 18, 2023	Updates on Corporate Governance				
2	July 21, 2023	<ul><li>Updates on Corporate Governance</li><li>AOB: Personal Data Protection Act</li></ul>				



## INTEGRATED CORPORATE GOVERNANCE COMMITTEE

The Company as the Main Entity of the MUFG Group Financial Conglomeration has set up an Integrated Corporate Governance Committee to assist the Board of Commissioners as the Board of Commissioners of the Main Entity in with its oversight function, especially over the implementation of Integrated Corporate Governance in the MUFG Group Financial Conglomeration pursuant to all regulatory provisions. The Integrated Governance Committee reports to the Board of Commissioners.

## Integrated Corporate Governance Committee Charter

The Company's Integrated Corporate Governance Committee has Charter that governs matters related to objectives, accountability, structure and membership, term of office, duties and responsibilities, authority, meeting convention, and reporting. The Integrated Corporate Governance Committee Charter is reviewed periodically.

## Duties and Responsibilities of the Integrated Corporate Governance Committee

The duties and responsibilities of the Integrated Corporate Governance Committee include:

- Evaluating the implementation of integrated Corporate Governance at least through assessing the adequacy of internal control and the integrated implementation of compliance function.
- 2. Giving recommendations to the Board of Commissioners of the Main Entity pertaining to improvements in integrated Corporate Governance policies.
- 3. Increasing the competence of members through continuous education and training.
- 4. Having in place, and periodically reviewing and updating the Integrated Corporate Governance Committee Charter.
- 5. Keeping the confidentiality of all documents, data and information of the Main Entity and Subsidiaries.

#### Authority

The authorities of the Integrated Corporate Governance Committee include:

- The Integrated Corporate Governance Committee
  has the authority to access the documents, data
  and information of the Main Entity, Subsidiaries and
  Related Companies as may be required pursuant
  to each of the entity's internal policies and all
  applicable regulatory provisions.
- 2. The Integrated Corporate Governance Committee has the authority to communicate directly with employees, Directors and other parties in the Main Entity, Subsidiaries and Related Companies.
- 3. The Integrated Corporate Governance Committee has the authority to engage independent parties to assist it with its duties when necessary.
- 4. The Integrated Corporate Governance Committee has other authorities delegated by the Board of Commissioners of the Company/Main Entity.

## Structure, Membership, Expertise and Legal Basis for Appointment of the Integrated Corporate Governance Committee

## Structure and Membership of the Integrated Corporate Governance Committee

In line with changes to the MUFG Group Financial Conglomeration, the Integrated Corporate Governance Committee has 8 (eight) members:

- 1. From the Main Entity consisting of:
  - a. 1 (one) Independent Commissioner
  - b. 1 (one) Commissioner
  - c. 1 (one) Independent Party
  - d. 1 (one) member of the Sharia Supervisory Board
- 2. From Subsidiaries:
  - 1 (one) Independent Commissioner representing and appointed from the Subsidiary Company.
- 3. From Related Companies:
  - 3 (three) Supervisory Board members representing and appointed from the Related Companies.

#### MEMBER COMPOSITION OF THE INTEGRATED GOVERNANCE COMMITTEE IN 2023

No	Name	Position at Company	Position in the Integrated Corporate Governance Committee
1	Peter Benyamin Stok	Independent Commissioner	Chairman
2	Nobuya Kawasaki	Commissioner	Member
3	M Din Syamsudin	Chairman of Sharia Supervisory Board	Member
4	Zainal Abidin	Independent Party	Member
5	Krisna Wijaya	Representatives of PT Adira Dinamika Multi Finance, Tbk.	Member
6	Christopher Mark Davies	Representatives of MUFG Jakarta	Member
7	Andre S Painchaud	Representatives of MUFG Jakarta	Member
8	Yasuhiko Togo	Representatives of MUFG Jakarta	Member



### Expertise of Integrated Corporate Governance Committee Members

Each member has the expertise needed to carry out the committee's functions by ensuring that each member has integrity, good attitudes and high morals as stated in their personal statements.

#### **Legal Basis of Appointment**

The incumbent members of the Integrated Corporate Governance Committee were appointed through Circular Decree of the Board of Commissioners No.KSR-KOM. CORSEC. 04.2023.003 dated April 10, 2023 and stipulated in Circular Decree of the Board of Directors No.KSR-DIR.CORSEC.04.2023.003 dated April 10, 2023.

## Independency of the Integrated Corporate Governance Committee

To uphold independency and objectivity, the Integrated Corporate Governance Committee is chaired by an Independent Commissioner, Peter Benyamin Stok. Members of the Board of Directors shall not sit in the Integrated Corporate Governance Committee as members.

#### **Term of Office**

The term of office of members of the Integrated Corporate Governance Committee shall not be longer than the term of office of the Board of Commissioners as regulated in the Company's Articles of Association.

## Integrated Corporate Governance Committee Meeting Policy and Convention

## Integrated Corporate Governance Committee Meeting Policy

- 1. The Committee shall hold at least 1 (one) (one) meeting in every 1 (one) semester.
- 2. Minimum attendance at committee meetings shall be 51% (fifty one percent) of the members of the Integrated Corporate Governance Committee.
- 3. Meeting decisions shall be made on the principle of deliberation to reach consensus. If no consensus is reached, then the decisions shall be made through voting. Decisions are made with a majority vote based on the principle of 1 (one) person 1 (one) vote.
- 4. Dissenting opinions during the meeting shall be stated clearly in the minutes of the meeting along with underlying reasons.
- Each meeting shall be recorded in the minutes, properly filed, approved by all of the Committee's present members, and submitted to the Board of Commissioners of the Main Entity.

# Meeting Convention, Attendance Level, and Agenda During 2023, the Integrated Corporate Corporate Governance Committee held 2 (two) meetings with attendance and meeting agenda given below:

#### ATTENDANCE OF MEMBERS OF THE INTEGRATED CORPORATE GOVERNANCE COMMITTEE AT THE MEETING IN 2023

Name	Attendance at Meeting
Peter Benyamin Stok	2/2
Nobuya Kawasaki	1/2
M. Din Syamsudin	2/2
Zainal Abidin	2/2
Krisna Wijaya	2/2
Christopher Mark Davies	2/2
Andre S Painchaud	2/2
Yasuhiko Togo	2/2

#### INTEGRATED CORPORATE GOVERNANCE COMMITTEE MEETING AGENDA IN 2023

No	Date of Meeting	Meeting Agenda
1	February 7, 2023	<ul> <li>Governance of the Main Entity Financial Conglomeration</li> <li>Updates on Adira Finance Corporate Governance</li> <li>Updates on MUFG Jakarta Governance</li> </ul>
2	August 8, 2023	<ul> <li>Governance of the Main Entity Financial Conglomeration</li> <li>Updates on Adira Finance Corporate Governance</li> <li>Updates on MUFG Jakarta Governance</li> </ul>



# THE BOARD OF DIRECTORS

The Board of Directors is the organizational body of an Issuer or Public Company that has full authority and responsibility for the overall management and for the best interests of the Issuer or Public Company in accordance with its corporate objective;, and represents it both inside and outside the court in accordance with the provisions of the Articles of Association.

Members of the Board of Directors are appointed at the General Meeting of Shareholders (GMS) with due consideration on recommendations from the Nomination Committee through the Board of Commissioners. The appointment is effective on the date determined in the GMS and ends at the closing of the 3rd (third) GMS afterward. The term of office of members of the Board of Directors appointed later begins on the date specified in the GMS and ends on the same date as the term of office of their fellow members.

The Board of Directors is accountable for the implementation of its duties to the GMS. In discharging it duties, the Board of Directors is given clear authority and responsibility according to bylaws and the Company's Articles of Association. Members of the Board of Directors whose term of office has ended may be re-elected by the GMS for another 3 year period.

#### **BOARD OF DIRECTORS CHARTER**

The Board of Directors has a Charter that is prepared and reviewed periodically based on applicable regulations, international best practices and best governance practices. The Charter contains and governs matters related to general provisions, roles and accountability, structure and membership, duties and responsibilities, committee formation, authority, transparency, work ethics, meeting convention, term of office, and reporting.

#### **WORK ETHICS**

Each member of the Board of Directors has work ethics, as follows:

1. Shall carry out their duties and responsibilities in good faith, with full responsibility and the principle of prudence.

- Shall refrain from abusing the Company for their own, family and/or other party interests which may harm or reduce its profits and jeopardize the reputation of the company and its subsidiaries.
- Shall refrain from taking/making personal benefits from the Company other than remuneration and other facilities determined by the General Meeting of Shareholders.
- 4. Shall refrain from assuming any other position as a member of the Board of Commissioners, Directors, of the Sharia Supervisory Board or Executive Officer at other bank, company and/or institution.
- 5. The referred other positions are positions of directors who oversee investments in the Company's Subsidiaries, members of the Board of Commissioners in non-bank Subsidiaries controlled by the Company, positions as acting directors, positions in non-profit organizations or institutions, as long as the referred positions do not cause the members of Board of Directors to neglect how they carry out their duties and responsibilities as a member of the Company's Board of Directors.
- 6. Shall refrain from owning shares exceeding 25% (twenty five percent) or more of the paid-up capital of another company, either individually or jointly.
- 7. The share ownership excludes share ownership of members of the Board of Directors individually or jointly due to bonuses and/or tantiems received in the form of shares that results in share ownership of 25% (twenty five percent) or more as referred to in point 5.
- 8. Share ownership of the President Director or Director in charge of the compliance function as a result of bonuses, tantiems, share ownership programs for management, and/or share ownership programs for employees in companies that are controlling shareholders and/or the ultimate controller of the Bank, is not taken into account in assessing the independency of controlling shareholders, as long as:
  - a. Share ownership is the policy of the controlling shareholder and/or ultimate controller of the Bank and is not an initiative of the President Director or Director in charge of the compliance function.

- d. Position in another company.
- all of the Company's strategic internal employment policies.

#### **DUTIES AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS**

Duties and Responsibilities of the Board of Directors include:

- 1. Be fully responsible for the Company's management for the best interests of the Company in accordance with the Company's aims and objectives as stipulated in the provisions of statutory regulations, articles of association and GMS decisions.
- 2. Manage the Company with authority and responsibility as regulated in the Company's Articles of Association and applicable laws and regulations.

- b. Share ownership is not entitled for trading.
- c. The referred Director shall submit a statement that they will always act independently while serving as the President Director or Director in charge of the compliance function although they have shares as the controlling shareholder and/ or ultimate controller of the Bank.
- 9. It is not permissible for the majority of members of the Board of Directors to have family relationships up to the second degree with fellow members of the Board of Directors and/or with members of the Board of Commissioners.
- 10. Shall refrain from delegating general power of attorney to other parties which results in the transfer of their duties and functions.
- 11. Shall refrain from using the services of individual advisors and/or professional services as experts or consultants unless the following prerequisites are
  - a. the project is special.
  - b. based on a clear contract, which at least includes the scope of work, rights and responsibilities, and work period and costs.
  - c. carried out by an independent party who has certain technical knowledge with adequate skill qualification standards to work on special
  - d. carried out by parties who do not hold structural positions at the Bank.
  - e. carried out by parties who do not have the authority to make Bank operational decisions.
- 12. Shall refrain from making untrue statements regarding material facts or disclosing material facts to avoid misleading statements about the circumstances under which such statements are made
- 13. Shall comply with the Company's Code of Conduct, applicable laws and regulations, as well as the Company's internal policies.
- 14. Shall avoid all forms of conflict of interest in carrying out their duties in managing the Bank. In the event where a conflict of interest is unavoidable, members of the Board of Directors shall disclose the conflict of interest in every decision that meets the conflict of interest criteria and shall refrain from taking actions that have the potential to harm the Bank or reduce its profits.

- 15. Shall refrain from requesting, accepting, permitting, and/or agreeing to receive compensation, commission, additional money, services, money, valuables, and/or anything of economic value or other benefits, for own, family, or other parties benefits in the running the Bank's business and other activities related to the Bank
- 16. Shall refuse and/or are prohibited to accept orders or requests from Bank shareholders, affiliated parties, and/or other parties to:
  - a. carry out actions related to the Bank's business activities and/or other activities that are in violation of f Good Governance at the Bank
  - b. commit criminal acts and/or other felonies that are indicated as criminal acts.
  - c. carry out actions and things that can harm, have the potential to harm, and/or reduce the Bank's profits.

#### **BOARD OF DIRECTORS' DISCLOSURE**

- 1. The Board of Directors discloses in the Corporate Governance Implementation Report, among other matters:
  - a. Share ownership of 5% or more in the Company or in other banks and/or other companies, head quartered at home and abroad.
  - b. Financial relationships and family relationships up to the second degree with fellow members, members of the Board of Commissioners, and/ or controlling shareholders of the Company.
  - c. Remuneration and facilities received from the Company.
- 2. The Board of Directors shall disclose to employees



- 3. Implement the principles of Good Corporate Governance in every Company business activity at all levels of the organization.
- 4. Be fully responsibility for determining the shortterm, long-term strategic direction and priorities of the Company.
- 5. Follow up on audit and examination findings and recommendations from the Company's Internal Audit Work Unit, external auditors, results of oversight by the Financial Services Authority, Bank Indonesia and/or results of oversight by other authorities and institutions.
- 6. Run the Company's social responsibility programs.
- Establish an Internal Audit Work Unit, Risk Management Work Unit and Risk Management Committee, and Compliance Work Unit and set up other work units as required by POJK in order to implement the principles of good corporate governance.
- 8. Maintain a healthy and open relationship with the Board of Commissioners and support the Board of Commissioners in exercising its role as an oversight body.
- 9. Be accountable for the implementation of its duties to shareholders through the General Meeting of Shareholders.
- 10. Disclose to employees regarding the Company's strategic internal employment policies.
- 11. Provide accurate, relevant and timely data and information to the Board of Commissioners and run data and information management in accordance with the Company's Good Governance and statutory provisions.
- 12. Ensure the implementation of Integrated Governance in the Financial Conglomerate as stipulated in the Integrated Governance policy.
- 13. Ensure the implementation of integrated Risk Management and compliance which is adapted to the latest developments in the banking ecosystem and supported by digitalization and technological innovation, and ensures that the implementation of risk management covers country risk and transfer risk.
- 14. Be responsible for the development of UUS and the responsibilities of the Director in charge of UUS must be carried out in accordance with POJK regarding sharia business units.

- 15. Take the responsibility to:
  - a. develop policies and procedures to identify and manage troubled assets, asset classification, calculations related to provisions and reserves, and asset write-offs;
  - conduct regular reviews of asset classification and provisions for troubled credit and/or financing, as well as identifying and managing troubled assets adequately, including reserves that are in line with the risks that occur; And
  - c. conduct regular reviews of the reserves established to suit current conditions, in accordance with standards and provisions of statutory regulations.
- 16. carry out duties and responsibilities as regulated in the Directors' Decree regarding the division of duties and authority of members of the Board of Directors, including mechanisms for appointing an acting director.

#### **AUTHORITY OF THE BOARD OF DIRECTORS**

- 1. Represent the Company inside and outside the court on all matters and in all events, bind the Company with other parties and vice versa and carry out all actions, both regarding management and ownership, but with restrictions and conditions as stated in Company Articles of Association.
- 2. Carry out other authorities granted by the Company's Articles of Association and applicable laws and regulations.
- 3. It's a quorum for any 2 (two) members of the Board of Directors to represent the Company and act for and on behalf of the Board of Directors.

## POLICY FOR BOARD OF DIRECTORS COMPOSITION DIVERSITY

The Company has a diversity policy that offers reference in the nomination process for prospective members of the Board of Directors. The Company appreciates and respects every difference in viewpoint, knowledge, ability and experience of each individual without prejudice against race, ethnicity, gender and religion.

In the nomination process, the Company also attends to other minimum requirements and criteria than the scope and balance of knowledge, expertise and experience as well as the need for diversity in order to obtain the optimal composition of the Board of Directors. An optimal composition of the Board of Directors can optimize decision making and ultimately improve the Company's performance.

#### **BOARD OF DIRECTORS' SUCCESSION POLICY**

The Company has a succession policy for members of the Board of Directors to secure leadership succession in the future. The succession is carried out through the identification of potential executive officials through the Talent Review Program. Each member of the Board of Directors has to submit a minimum of 2 (two) replacement candidates whose competency and skill gaps will be evaluated and identified. These replacement candidates will be grouped in the talent inventory to be recommended to the Nomination and Remuneration Committee.

#### **BOARD OF DIRECTORS NOMINATION POLICY**

The Nomination Policy is prepared as a basis for carrying out the process of identifying candidates for members of the Board of Directors with the best qualifications who meet the minimum criteria as stipulated in statutory regulations and other criteria.

The Nomination and Remuneration Committee runs the process of identifying candidates for Directors and may use the services of a third party (search firm) when necessary. The Nomination and Remuneration Committee identifies candidates who meet the criteria, interviews and selects candidates (including verifying their background and reference).

The Nomination and Remuneration Committee will consider knowledge, professional skills and experience, as well as compositional diversity without prejudice against race, ethnicity, gender and religion in identifying candidates. The Nomination and Remuneration Committee proposes the selected candidates to the Board of Commissioners for approval and ratification at the General Meeting of Shareholders. The Nomination and Remuneration Committee will also evaluate all members of the Board of Directors who will be reappointed at the General Meeting of Shareholders.

#### NUMBER, COMPOSITION AND CRITERIA OF BOARD OF DIRECTORS

The table below details the composition, number and composition of members of the Company's Board of Directors:

No	Name	Position
1	Daisuke Ejima	President Director
2	Honggo Widjojo Kangmasto	Vice President Director
3	Hafid Hadeli	Vice President Director
4	Herry Hykmanto	Director
5	Rita Mirasari	Director
6	Dadi Budiana	Director
7	Muljono Tjandra	Director
8	Naoki Mizoguchi	Director
9	Thomas Sudarma	Director

All members of the Board of Directors have passed the fit and proper test from the OJK.

The Company's Board of Directors has 9 (nine) members or more than the mandatory 3 (three). The Board of Directors has more members than the Board of Commissioners which has only 6 (six). The majority of members of the Board of Directors are Indonesian citizens who reside in Indonesia.

The Board of Directors is led by the President Director who comes from professional circles, has adequate integrity and competence. The President Director is an independent party who has no management, ownership and/or financial relationships or family relationships with the controlling shareholder.

All members of the Board of Directors have met the criteria for integrity, competence and financial reputation, including that they have good character and morals, have never been declared bankrupt or sentenced for committing a criminal act, and have the knowledge, expertise and experience of running operations as bank executive officers.





Name	Position	GMS Date	Effective date (Agreement BI/OJK)	Term of Office	Frequency of Appointment	Domicile
Daisuke Ejima	President Director	March 31, 2023	April 1, 2023	2023 - 2026	1x	Indonesia
Honggo Widjaja Kangmasto	Vice President Director	October 1,2019	December 5, 2019	2019 - 2020	3х	Indonesia
		March 23, 2020		2020 - 2023		
		March 31, 2023		2023 - 2026		
Hafid Hadeli	Vice President	March 25, 2022	July 8, 2022	2022 - 2023	2x	Indonesia
	Director	March 31, 2023		2023 – 2026		
Herry Hykmanto	Director	April 03, 2008	May 13, 2008	2008 - 2011 2011 - 2014 2014 - 2017 2017 - 2020	6x	Indonesia
		March 26, 2019*	April 25, 2019*	2019 - 2020		
		March 23, 2020		2020 - 2023		
		March 31, 2023		2023 - 2026		
Rita Mirasari	Director	September 07, 2016	September 14, 2016	2016 - 2017 2017 - 2020	4x	Indonesia
		March 26, 2019	April 25, 2019**	2019 - 2020		
		March 23, 2020		2020 - 2023		
		March 31, 2023		2023 - 2026		
Dadi Budiana	Director	March 20, 2018	October 17, 2018	2018 - 2020	3x	Indonesia
		March 26, 2019*	April 25, 2019**	2019 - 2020		
		March 23, 2020		2020 - 2023		
		March 31, 2023		2023 - 2026		
Muljono Tjandra	Director	October 1, 2019	December 5, 2019	2019 - 2020	3x	Indonesia
		March 23, 2020		2020 - 2023		
		March 31, 2023		2023 – 2026		
Naoki Mizoguchi	Director	October 1, 2019	December 5, 2019	2019 - 2020	3x	Indonesia
		March 23, 2020		2020 - 2023		
		March 31, 2023		2023 - 2026		
Thomas Sudarma	Director	March 25, 2022	July 8, 2022	2022 - 2023	2x	Indonesia
		March 31, 2023		2023 - 2026		

#### SCOPE OF WORK AND RESPONSIBILITIES OF EACH DIRECTOR

Each member of the Board of Directors has an area of duties and authority as regulated under the Company's Articles of Association and Directors' Decisions.

In 2023, based on the Organizational Structure, the scope of duties and responsibilities of each Member of the Board of Directors was as follows:

EGMS decision on March 26, 2019 approved changes to the composition of the Board of Directors due to the merger process between Danamon and PT Bank

Nusantara Parahyangan Tbk ("BNP").

Based on OJK letter No. S-122/PB.12/2019 dated 25 April 2019 concerning Submission of the Decision of the Board of Commissioners of the Financial Services

Authority regarding the Merger of PT Bank Nusantara Parahyangan Tbk into PT Bank Danamon Indonesia Tbk and the PKK Results of the Management of PT Bank

Danamon Indonesia Tbk (as a result of the merger), all members of the Board of Directors have passed the fit and proper test from the OJK.

Name	Duties and Responsibilities
<b>Daisuke Ejima</b> President Director	Direct all Directors and run the management of and exercise oversight over the Internal Audit, Treasury Capital Market, Corporate Strategy and Human Resources work units, as well as oversight over PT Adira Dinamika Multi Finance, Tbk.
Honggo Widjojo Kangmasto Vice President Director	Wholesale Banking Group (Enterprise Banking & Financial Institution, and Small and Medium Enterprises), Banking Transactions, Treasury Sales, Information Technology, Operations
Hafid Hadeli Vice President Director	Consumer Banking Group, Branch Network, and oversight over PT Adira Dinamika Multi Finance, Tbk.
<b>Herry Hykmanto</b> Director	Sharia Banking, SME Credit, Sustainable Finance, CREM
<b>Rita Mirasari</b> Director	Compliance, Financial Crime Compliance, Corporate Secretary, Legal and Litigation
<b>Dadi Budiana</b> Director	Risk management
<b>Muljono Tjandra</b> Director	Finance
Naoki Mizoguchi Director	Global Alliance Strategy
Thomas Sudarma Director	Enterprise Banking & Financial Institution

#### **INDEPENDENCY OF MEMBERS OF THE BOARD OF DIRECTORS**

All members of the Board of Directors do not have family relationships up to the second degree nor do they have financial relationships with their fellow members and/or with members of the Board of Commissioners as stated in a statement letter signed and annually updated by the members. All the members have met the independency criteria pursuant to provisions for GCG implementation as specified under the Board of Directors Charter.

#### FAMILY AND FINANCIAL RELATIONS OF MEMBERS OF THE BOARD OF DIRECTORS

		Family Relation With				Financial Relation with							
Name	Position	Во	ber of ard ssioners		per of rd of ctors		olling olders	Во		Membe Boar Direct	d	Control Shareho	
		Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
Daisuke Ejima	President Director	-	√	-	√	-	√	-	√	-	√	-	√
Honggo Widjojo Kangmasto	Vice President Director	-	<b>√</b>	-	√	-	√	-	√	-	√	-	√
Hafid Hadeli	Vice President Director	-	<b>√</b>	-	√	-	√	-	√	-	√	-	√
Herry Hykmanto	Director	-	√	-	√	-	√	-	√	-	√	-	√
Rita Mirasari	Director	-	√	-	√	-	√	-	√	-	√	-	√
Dadi Budiana	Director	-	√	-	√	-	√	-	√	-	√	-	√
Muljono Tjandra	Director	-	√	-	√	-	√	-	√	-	√	-	√
Naoki Mizoguchi	Director	-	√	-	√	-	√	-	√	-	√	-	√
Thomas Sudarma	Director	-	√	_	√	-	√	-	√	-	√	-	√

#### **CONCURRENT POSITION OF MEMBER OF THE BOARD OF DIRECTORS**

The Board of Directors discloses their positions or other positions as outlined in a statement letter and signed and annually updated by the members, excluding other positions where they are assigned to oversee Subsidiaries, carry out functional duties and serve as members of Board of Commissioners of Subsidiaries. All members of the Company's Board of Directors are not assuming any other position as governed under OJK regulations on Governance for Commercial Banks.



Name	Position in the Company	Position in Subsidiary
Daisuke Ejima	President Director	President Commissioner of PT Adira Dinamika Multi Finance, Tbk.
Honggo Widjojo Kangmasto	Vice President Director	-
Hafid Hadeli	Vice President Director	Commissioner of PT Adira Dinamika Multi Finance, Tbk.
Herry Hykmanto	Director	-
Rita Mirasari	Director	-
Dadi Budiana	Director	-
Muljono Tjandra	Director	-
Naoki Mizoguchi	Director	-
Thomas Sudarma	Director	-

#### **SHARES OWNERSHIP OF BOARD OF DIRECTORS MEMBERS**

As of December 31, 2023, the direct and indirect share ownership of each member of the Board of Directors in the Company, Other Banks, Non-Bank Financial Institutions and other Companies are given below:

		Ownership Share in							
Name	Position	Company	Other bank	Non-Bank Financial Institution Bank	Other Company				
Daisuke Ejima	President Director	-	-	-	-				
Honggo Widjojo Kangmasto	Vice President Director	854,500 shares	-	-	-				
Hafid Hadeli	Vice President Director	278,500 shares		-	PT GoTo Gojek Tokopedia Tbk Number of shares 10,000,000 shares				
Herry Hykmanto	Director	562,956 shares	-	-	-				
Rita Mirasari	Director	273,500 shares	-	-	-				
Dadi Budiana	Director	571,500 shares	-	-	-				
Muljono Tjandra	Director	407,700 shares	-	-	-				
Naoki Mizoguchi	Director	-	-	-	-				
Thomas Sudarma	Director	343,500 shares	-	-	-				

#### **REMUNERATION OF BOARD OF DIRECTORS**

#### **Indicators for Determining Directors' Remuneration**

The determination of Directors' remuneration is recommended by the Nomination and Remuneration Committee with due reference to Company's remuneration principles and target achievement results (goal setting), applicable regulations, industry comparison, and Company performance. The Committee's recommendations are submitted to the Board of Commissioners for approval from the GMS.

#### **Procedures for Determining Director's Remuneration**

The process of determining Director's remuneration can be described as follows:

#### **Nomination and Remuneration Committee**

The Nomination and Remuneration Committee collects information regarding remuneration standards for similar positions and industries in the market. It also takes Company's performance into account. The Committee makes recommendations to the Board of Commissioners.

#### **Board of Commissioners**

The Board of Commissioners studies the Nomination and Remuneration Committee's recommendations and proposes remuneration for the Board of Directors to the GMS.

#### General Meeting of Shareholders

The GMS determines the remuneration for Board of Directors members.

#### Remuneration for the Board of Directors

Remuneration is distributed to members of the Board of Directors in accordance with GMS resolutions.

#### **Remuneration Structure**

Remuneration packages for members of the Board of Directors are paid periodically and the grouping of remuneration levels and the number of members of the Board of Directors who receive remuneration packages in 1 (one) year is disclosed in the Remuneration Policy section of this report.

#### **BOARD OF DIRECTORS MEETING**

Directors' Meeting Policies include the following:

- a. The Board of Directors shall hold 1 (one) at least 1 (one) regular meeting every month or at any time if deemed necessary.
- b. The Board of Directors shall hold at least 1 (one) joint meeting with the Board of Commissioners in every 4 (four) months.
- c. The Board of Directors shall make schedule of its own meetings or joint meetings with the Board of Commissioners for the following year before the end of the financial year.
- d. Every policy and strategic decision shall be decided through a Board of Directors meeting with due consideration on the oversight of the Board of Commissioners and the Company's Articles of Association and other statutory regulations.

- e. At a scheduled meeting, meeting agenda shall be notified to participants prior to the meeting.
- f. The President Director chairs the Board of Directors meetings. If the position of President Director is vacant or the President Director absent, the Vice President Director shall chair the meeting. If the position of Vice President Director is vacant or the Vice President is absent, any other present member of the Board shall be selected to chair the meeting.
- g. A member of the Board may only be represented at meeting by their fellow member with a power of attorney.
- h. Board of Directors meetings and its joint meetings with the Board of Commissioners can be held if the majority of members of the Board of Directors are present.
- i. A Board of Directors meeting is valid and has the right to make binding decisions if more than ½ (one half) of its incumbent members are present or represented at the Meeting.
- Decisions at Board of Directors meetings shall be made on deliberation and consensus. In the event that consensus is not reached, then the decisions shall be made through voting based on affirmative votes of more than ½ (one-half) of the number of votes validly cast at the meeting.





- Each member of the Board of Directors present has the right to cast 1 (one) vote and an additional 1 (one) vote for each other member of the Board of Directors they represent.
- I. Every member of the Board of Directors who personally, in any way, either directly or indirectly, has an interest in a transaction, contract or proposed contract, of which the Company is a party, shall first declare the nature of the interest at the Board of Directors Meeting and shall not be entitled to participate in voting on the matters relating to the proposed transaction or contract, unless the Board of Directors determines otherwise.
- m. The Board of Directors meetings can be held physically or virtually using teleconference technology, video conference or through other electronic media.
- n. The results of the Board of Directors meeting shall be stated in the minutes of the meeting, approved by all of its present members, delivered to all members, and properly documented.
- o. The results of joint meetings with the Board of Commissioners shall be specified in the minutes of the meeting, approved by all of the present members of the Board of Directors and the Board of Commissioners, delivered to all members of the two Boards, and properly documented.

- p. Dissenting opinions during the Board of Directors meetings shall be stated clearly in the minutes of the meeting with an attached reasons for the differences in opinion.
- q. The Board of Directors can also take legal and binding decisions without holding a meeting, provided that all members of the Board of Directors agree in writing by signing a decision letter the specifies the relevant proposal. The written decisions have the same legal force as decisions legally taken during a Board of Directors meeting.
- r. The Board of Directors' decisions made in accordance with the work guidelines and regulations are binding and the responsibility of all members of the Board of Directors.

## FREQUENCY OF BOARD OF DIRECTORS MEETINGS

During 2023, the Board of Directors held 36 (thirty-six) Board of Directors Meetings and 4 (four) joint meetings with the Board of Commissioners. All results of meeting decisions have been documented in the minutes of the meeting. All the decisions were made by consensus and there were no dissenting opinions.

#### **MEETING AGENDA**

IVIEEI	TING AGENDA				
No	Meeting Date	Meeting Agenda			
1	January 9, 2023	<ul> <li>Review and approval of meeting minutes</li> <li>Strategy and Balanced Scorecard 2023</li> <li>2023 Investor Relations Program</li> </ul>			
2	January 24, 2023	<ul> <li>Review and approval of minutes of meeting</li> <li>Financial Performance December 2022</li> <li>CoC and NPL December 2022</li> <li>2022 Audit Report</li> <li>Preparation for the 2023 Annual General Meeting of Shareholders</li> <li>Updates on SKAI</li> <li>Forum Manager</li> <li>Indonesia International Motor Show 2023</li> <li>Agile Squad Carnival</li> </ul>			
3	February 6, 2023	<ul> <li>Review and approval of minutes of meeting</li> <li>2022 Dividend Payment Proposal</li> <li>Public Accountant and Public Accounting Firm 2023</li> <li>Indonesia International Motor Show 2023</li> </ul>			
4	February 20, 2023	<ul> <li>Financial Performance in January 2023</li> <li>Alex IT Security</li> <li>Business and Investment Exhibition in 2023</li> </ul>			
5	March 6, 2023	<ul><li>Review and approval of minutes of meeting</li><li>Closing of Adira Quantum</li></ul>			
6	March 20, 2023	<ul> <li>Review and Approval of meetings of meeting</li> <li>Central Counter Party (CCP) for interest rates and foreign exchange</li> <li>Financial Performance in February 2023</li> <li>CoC and NPL in February 2023</li> <li>Updates on SKAI</li> </ul>			

No	Meeting Date	Meeting Agenda			
7	April 18, 2023	<ul> <li>Review and Approval of minutes of meeting</li> <li>Financial Performance in March 2023</li> <li>CoC and NPL in March 2023</li> <li>Danamon's 67th anniversary</li> <li>CEO Dashboard</li> </ul>			
8	May 2, 2023	<ul> <li>Review and Approval of minutes of meeting</li> <li>Deep Dive Peer Banks in 2022</li> </ul>			
9	May 10, 2023	Revision of Business Plan and Mid-Year Forecast			
10	May 15, 2023	<ul> <li>Review and Approval of minutes of meeting</li> <li>LDR Analysis - Liquidity Perspective</li> <li>USSD Banking Sunset Plan</li> <li>Updates on SKAI</li> <li>BSI Case Studies and Learning</li> <li>Business Plan Framework</li> <li>CEO Dashboard - Winning Initiatives</li> </ul>			
11	May 22, 2023	April 2023 Financial Performance			
12	May 29, 2023	<ul> <li>Review and Approval of minutes of meeting</li> <li>Home Credit Indonesia – Exploration of Joint Financing</li> <li>Long Term Banking Industry</li> </ul>			
13	June 5, 2023	Updates on SOX Evaluation			
14	June 7, 2023	2023 Revised Work Plan			
15	June 12, 2023	<ul> <li>Review and Approval of minutes of meeting</li> <li>Peer Bank Analysis</li> <li>3-year Planning</li> </ul>			
16	June 16, 2023	Revised 2023 Work Plan			
17	June 20, 2023	Financial Performance in May 2023			
18	June 26, 2023	<ul> <li>Review and Approval of minutes of meeting</li> <li>Financial Performance in May 2023</li> <li>Cyber Security Assessment</li> <li>Phishing Exercise Results</li> <li>Banking Involvement</li> </ul>			
19	July 7, 2023	Danamon's 67th anniversary			
20	July 13, 2023	<ul><li>Review and Approval of Meeting Minutes</li><li>Ecosystem Banking</li></ul>			
21	July 20, 2023	Cyber Security Protection and Recovery Capabilities			
22	July 24, 2023	<ul> <li>Review and Approval of minutes of meeting</li> <li>Financial Performance in June 2023</li> <li>Mid-Year 2023 Forecast</li> <li>CoC and NPL in June 2023</li> <li>Development of 3-Year Plan</li> <li>Updates on SKAI</li> <li>Alignment with MUFG Policy – Coal Mining</li> <li>Updates on UUS Spin-Off</li> </ul>			
23	August 7, 2023	<ul> <li>Review and Approval of minutes of meeting</li> <li>Financial Services Regulatory Landscape</li> <li>BOM Regional Mentor</li> </ul>			
24	August 8, 2023	Mid-Year 2023 Forecast     3-Year Plan Guidelines			
25	August 21, 2023	<ul> <li>Review and Approval of Minutes of Meeting</li> <li>Financial Performance in July 2023</li> <li>CoC and NPL in July 2023</li> <li>Peer Banks Analysis – Semester I 2023</li> <li>CREM Initiatives</li> </ul>			
26	September 5, 2023	<ul> <li>Review and Approval of Minutes of Meeting</li> <li>Customer Complaints - CCI</li> <li>Updates of BTS Case</li> <li>Personal Expense Policy</li> </ul>			
27	September 18, 2023	<ul> <li>Review and Approval of Minutes of Meeting</li> <li>Capital for Sharia Business Units</li> <li>CoC and NPL in August 2023</li> <li>Updates on SKAI</li> <li>Discussion on BOD and BOM Regional Mentor</li> <li>Completion of HCI Investment Transactions</li> </ul>			



No	Meeting Date	Meeting Agenda	
28	September 29, 2023	<ul> <li>Review and Approval of Minutes of Meeting</li> <li>Financial Performance in August 2023</li> <li>Updates on BIS</li> </ul>	
29	October 3, 2023	• 2023 Audit Plan from Deloitte	
30	October 16, 2023	<ul> <li>Review and Approval of Minutes of Meeting</li> <li>CoC and NPL in September 2023</li> <li>Funding Strategy</li> <li>Cyber Incident Communication To Senior Management</li> <li>Marketing Campaign – First Semester 2024</li> </ul>	
31	October 19, 2023	<ul><li>Financial Performance in September 2023</li><li>2023 Annual Financial Report</li></ul>	
32	November 3, 2023	• 3 Year Plan Second Cut	
33	November 13, 2023	<ul> <li>Review and Approval of Minutes of Meeting</li> <li>Primary Dealer for Monetary Operations</li> <li>2018 Tax Audit Report</li> <li>Implementation of the Personal Data Protection (PDP) Law</li> <li>Updates on SKAI</li> <li>Foreign Bank Agency Activities</li> <li>Updates on MarComm</li> </ul>	
34	November 22, 2023	<ul> <li>Review and Approval of Minutes of Meeting</li> <li>Financial Performance in October 2023</li> <li>CoC and NPL in October 2023</li> <li>Stock Investment Policy</li> <li>Results of the Organizational Structure Questionnaire</li> <li>Tokyo-Indonesia F&amp;B Business</li> <li>Replacement of Lost Share Certificates</li> <li>CEO Dashboard – Winning Initiatives</li> </ul>	
35	December 11, 2023	<ul> <li>Review and Approval of Minutes of Meeting</li> <li>Cyber Security Assessment</li> <li>Cloud Strategy for Data Lakehouse</li> <li>November 2023 Flash Financial Results and Rolling Forecast</li> <li>Quarterly Peer Banks Comparison</li> <li>Approval Limits</li> <li>Changes in Procurement Policy</li> <li>SOX Policy Changes</li> <li>Change in NPWP Numbers</li> <li>External Audit Hard Close</li> <li>EB and Branch Audit Methodology</li> <li>AOB - Reflection on CEO Dashboard</li> </ul>	
36	December 21, 2023	<ul> <li>Review and Approval of Minutes of Meeting</li> <li>Financial Performance in November 2023</li> <li>Improvement of the Danamon Website</li> <li>New Logo of Danamon</li> <li>Data Analysis and Data Governance Strategy</li> <li>Updates on Collaboration</li> </ul>	

#### AGENDA OF BOARD OF DIRECTORS MEETING INVITING BOARD OF COMMISSIONERS

No	Meeting Date	Meeting Agenda
1	March 31, 2023	<ul> <li>Review and Approval of Meeting Minutes</li> <li>Updates on Business (CEO Updates, Financial Updates, Asset Quality Updates)</li> </ul>
2	June 23, 2023	Revised 2023 Business Plan
3	July 27, 2023	<ul> <li>Review and Approval of Minutes of Meeting</li> <li>Updates on Business (CEO Updates, Financial Updates, and Asset Quality Updates/Risk Management Updates)</li> <li>Baas-enabled Digital Customer Acquisition</li> </ul>
4	November 27 & 28, 2023	<ul> <li>Review and Approval of Minutes of Meeting</li> <li>Updates on Business (Financial Updates and Asset Quality/Risk Management Updates)</li> <li>Bankwide Directions 2024 – 2026 (Macroeconomics, Strategy and Financial Plan)</li> <li>Business Strategy 2024 – 2026 (Consumer, Branch Network, Digital, Adira Finance, SME and EBFI)</li> <li>Enabler and Resource Allocation 2024 – 2026 (Sharia, Sustainability Finance, Data Analyst, IT, HR and MUFG Collaboration)</li> <li>Non-Organic Strategy</li> </ul>

#### **ATTENDANCE AT MEETINGS**

The attendance of members of the Board of Directors at meetings held during 2023 is as follows:

Name	Attendance at Board of Directors Meetings (Total 36 Meetings)	Attendance at Joint Meetings of the Board of Directors Meetings and the Board of Commissioners (Total 4 Meetings)
Daisuke Ejima*	30/30	3/3
Honggo Widjojo Kangmasto	33/36	4/4
Hafid Hadeli	31/36	4/4
Herry Hykmanto	35/36	4/4
Rita Mirasari	31/36	3/4
Dadi Budiana	31/36	4/4
Muljono Tjandra	34/36	4/4
Naoki Mizoguchi	35/36	4/4
Thomas Sudarma	34/36	4/4

<sup>\*</sup> Appointed as President Director at the AGMS March 31, 2023

#### **MEETING SCHEDULE FOR 2024**

At the end of 2023, the Board of Directors had scheduled for 24 (twenty four) internal meetings and another 3 (three) meetings where it will invite the Board of Commissioners.

## ATTENDANCE OF MEMBERS OF THE BOARD OF DIRECTORS AT THE ANNUAL GMS

The accountability of the Board of Directors for the implementation of their duties and responsibilities was conveyed to shareholders through the 2023 Annual GMS. All members of the Board of Directors were present at the Annual GMS held on March 31, 2023.

## Implementation of Duties and Responsibilities of the Board of Directors in 2023

The Board of Directors ran a directed and well-planned business to meet its assigned obligations to the stakeholders. The Board of Directors carried out its duties and responsibilities, including:

- 1. Made consistent follow ups on the implementation of the Company's long-term strategy which had been formulated in 2023.
- Pushed the growth of the Company's core business lines which include Small & Medium Enterprises, Enterprise Banking and Consumer Banking with the principle of prudence.
- Through the Crisis Command Center, monitored health protocols related to COVID 19, ensured optimal health protection of employees and customers, in addition to minimum disruption in operations and services.
- 4. Implemented the government's economic stimulus program by providing credit relaxation to customers

- affected by the COVID-19 pandemic in accordance with the provisions of the regulator.
- 5. Increased collaboration with MUFG in increasing credit, funding, process efficiency and increasing human resource capabilities.
- Increased investment in digital technology solutions to provide improved customer service excellence and developed automated operational processes to make it more efficient and effective.

## BOARD OF DIRECTORS PERFORMANCE ASSESSMENT

#### **Performance Appraisal Process**

The performance of the Board of Directors is assessed based on the results of the collegial work of all of its members towards the achievement of Danamon's work plans. The assessment is made with due consideration on the Board's duties and responsibilities pursuant to statutory regulations and Danamon's Articles of Association.

#### **Performance Evaluation Criteria**

The criteria for assessing the performance of the Board of Directors are based on overall achievements covering Financial, Franchise Building, Risk and Control, Human Capital and Danamon Core Values aspects, as follows:

- 1. Financial performance
- 2. Bank health level
- 3. Capital
- 4. Risk profile
- 5. Compliance with regulations
- 6. Significance of audit results
- 7. Long-term goals and strategies
- 8. Implementation of corporate governance principles





#### **Implementation of Assessment**

The performance of the Board of Directors is assessed by the Board of Commissioners where the results are taken into account to improve its effectiveness. The assessment is further delivered at the AGMS in the form of accountability for the implementation of duties and responsibilities.

#### **Assessment of Members Performance**

All members of the Board of Directors have performance targets outlined in the balanced scorecard depending on their respective duties and responsibilities including compliance management, risk control and human resources. The performance of members of the Board of Directors is assessed every 6 (six) months by the President Director.

## Opinion of the Board of Commissioners on the Performance of the Board of Directors

The successful execution of Danamon's strategy has succeeded in pushing healthy financial growth. In 2023, the Bank delivered positively in terms of profitability with a net income after tax of Rp3.5 trillion. The Bank and its subsidiaries disbursed a total credit of Rp172.9 trillion with all business lines experiencing double digit growth compared to the previous year with the support of collaboration with MUFG.

From the aspect of asset quality, Danamon continues to ensure sound risk management that adheres to the principle of prudence and uses risk appetite statement as guidance. As a result, Danamon improved the quality of its earning assets despite challenging economic

conditions. The NPL ratio was 2.2%, an improvement of 0.4% from 2.6% in the previous year. The Bank also proactively sets provisions to strengthen its balance sheet. This has enabled the Bank to increase its NPL coverage ratio to a record high of 265.9%.

The Company has also succeeded in increasing its capital level with the Capital Adequacy Ratio (CAR) recorded at 27.5%, well above the minimum regulatory threshold. This gives the Company the ability to grow while strengthening itself to face the potential impacts of uncertain economic condition.

The Board of Commissioners gives its highest appreciation to the Board of Directors for the strong achievements in 2023 and their shown dedication.

## ORIENTATION PROGRAM FOR NEW BOARD OF DIRECTORS

The Company has an orientation program for the new members of its Board of Directors through On-Boarding Pack and short meeting sessions with relevant units that give the new members more insights into the organization, duties and responsibilities, and existing processes.

#### **BOARD OF DIRECTORS TRAINING PROGRAM**

The Company gives the members of its Board of Directors the opportunity to participate in various training, certification, workshops and conferences to continually develop their competence, professionalism and insights. During 2023, members of the Board of Directors attended the following trainings, certifications, workshops and conferences:

Name	Training/Conference/ Seminar/Workshop	Organizer	Location	Date
Daisuke Ejima	Danamon Sustainability	Bank Danamon	Online	April 22, 2023
	Anti Fraud Awar eness and Anti Fraud Integrity Pact 2022	Bank Danamon	Online	April 22, 2023
	Code of Conduct	Bank Danamon	Online	May 4, 2023
	Seminar on Executive Proficiency Program & Basic Finance Certification	APPI	Offline, Jakarta	May 26, 2023
	Prudential Banking Regulation Training	GPS Consulting	Offline, Jakarta	July 4-5, 2023
	Risk Management Certification Level 4 dan 5 (refreshment)	Efektif Pro	Offline, Jakarta	September 27, 2023
	Danamon Compliance 2023	Bank Danamon	Online	December 4, 2023
Honggo Widjojo Kangmasto	APU PPT & Sanctions	Bank Danamon	Online	January 8, 2023
	APU PPT (Customer Due Diligence)	Bank Danamon	Online	January 8, 2023
	Manager Forum	Bank Danamon	Offline, Jakarta	February 9-11, 2023
	Cyber Risk Awareness	KPMG	Offline, Jakarta	February 23, 2023
	Code of Conduct	Bank Danamon	Online	May 4, 2023

Name	Training/Conference/ Seminar/Workshop	Organizer	Location	Date
	Group Townhall Meeting with Junichi Hanzawa	Bank Danamon	Offline, Jakarta	September 4, 2023
	SIBOS 2023 Conference	SIBOS	Offline, Canada	September 18-21, 2023
	APAC MUFG Overseas Management Compliance Workshop	MUFG	Online	November 7, 2023
	Danamon Compliance 2023	Bank Danamon	Online	December 6, 2023
Hafid Hadeli	7 <sup>th</sup> MGPC	MUFG	Online	January 10, 2023
	Online Leadership Summit 3 Years Plan Strategy	Bank Danamon	Online	17 January 2023 January 17, 2023
	Eurasia Group (Top Risks 2023)	Eurasia Group	Online	February 2, 2023
	Danamon Manager Forum 2023 LOB Meeting Series	Bank Danamon	Offline, Jakarta	February 9-11, 2023
	Code of Conduct	Bank Danamon	Online	February 20, 2023
	Cyber Risk Awareness	Bank Danamon	Offline, Jakarta	February 23, 2023
	CX Customer Promise Workshop	Bank Danamon	Offline, Jakarta	March 3, 2023
	Annual MUFG Senior Leadership	MUFG	Offline, Tokyo	April 6-7, 2023
	Columbia CX	Columbia Business School Executive Education	Online	July 27, 2023
	Danamon Compliance 2023	Bank Danamon	Online	August 8, 2023
	Danamon Mid-Term Business Plan (2024-2026) Kickoff Meeting	Bank Danamon	Offline, Jakarta	August 11, 2023
	Seminar Executive Proficiency Program & Basis Finance Certification	APPI	Offline, Jakarta	August 29, 2023
	Commissioner Basic Certification Exam	LSP Pembiayaan Indonesia	Offline, Jakarta	August 30, 2023
	Townhall Meeting with Kamezawasan	MUFG	Online	September 4, 2023
	Work safety in emergency conditions	Bank Danamon	Online	September 7, 2023
	APU, PPT & PPPSPM	Bank Danamon	Online	September 8, 2023
	DANAMON LEADERSHIP ACADEMY 3	Bank Danamon	Offline, Jakarta	September 8, 2023
	Danamon X Adira Co-Creation	Bank Danamon	Offline, Jakarta	September 19, 2023
	Bancassurance Sales Leader Conference 2023	Bank Danamon	Offline, Kuala Lumpur	September 21-24, 2023
	CFO Townhall	Adira Finance	Offline, Jakarta	November 2, 2023
	DLA3 Batch 2	Bank Danamon	Offline, Jakarta	November 3, 2023
	(APAC) MUFG Overseas Management Compliance Workshop	MUFG	Online	November 7, 2023
	MUFG Fintech Festival	MUFG	Offline, Singapore	November 14, 2023
	Singapore FinTech Festival 2023	Singapore FinTech Festtival	Offline, Singapore	November 15, 2023
	Virtual APAC Townhall with Hironori Kamezawa	Bank Danamon	Online	December 6, 2023
	8 <sup>th</sup> MGPC	MUFG	Offline, Tokyo	December 15, 2023
Herry Hykmanto	SME Underwriting Workshop	Bank Danamon	Offline, Yogyakarta	February 3-4, 2023
	ICC Banking Commission Meeting	ICC Indonesia	Offline, Jakarta	March 14, 2023
	SEPAKAD (Danamon Information Security Learning Series) - Series 1	Bank Danamon	Online	May 4, 2023
	Keynote Speaker for Trade Finance Training	PT. Pertamina Patra Niaga	Offline, Jakarta	May 23, 2023
	Danamon Group Leadership Summit 1H 2023	Bank Danamon	Offline, Bogor	July 8, 2023



Name	Training/Conference/ Seminar/Workshop	Organizer	Location	Date
	Keynote Speaker for PERTAMINA Event - IMBT Leasing Financing Solution for Project Investment	PT. Pertamina Patra Niaga	Offline, Bogor	September 26, 2023
	Risk Management Certification - Refreshment SMR Level 5	Bank Danamon	Offline, Jakarta	September 27, 2023
	CREM Workshop 2023	Bank Danamon	Offline, Batam	November 10, 2023
	Syariah & SF Workshop 2023	Bank Danamon	Offline, Malang	November 17, 2023
	Brownbag Session - Ikatan Bankir Indonesia (IBI)	Ikatan Bankir Indonesia (IBI)	Offline, Jakarta	December 2, 2023
	APU PPT & PPPSPM 2023	Bank Danamon	Online	December 13, 2023
	Compliance 2023	Bank Danamon	Online	December 13, 2023
	Business E-mail Compromise (BEC)	Bank Danamon	Online	December 13, 2023
	Work Safety in Emergency Conditions	Bank Danamon	Online	December 13, 2023
Rita Mirasari	Manager Forum 2023	Bank Danamon	Offline, Jakarta	February 10 – 11, 2023
	Uncovering Cybercrime Through the Power of Collaborations	Perbanas	Online	February 15, 2023
	National Seminar on MSME Financing through Multichannel Financing	Bank Indonesia	Online	February 17, 2023
	Omnibus Law on Financial Sector: Challenges & Anticipations	Dentons HPRP Law	Online	February 20, 2023
	2023 Code of Conduct	Bank Danamon	Online	February 24, 2023
	Follow-up of Mutual Evaluation Review (MER) related to Financial Services Sector	ОЈК	Online	March 20, 2023
	Intellectual Property as Financing/ Credit Collateral	OJK & FESMI	Online	March 29, 2023
	MUFG Insight Sharing - Compliance	MUFG	Offline, Jakarta	March 30, 2023
	Indonesia Green Taxonomy	PERBANAS & OJK		June 5, 2023
	Townhall Meeting Hanzawa	BDI & MUFG	Offline, Jakarta	September 4, 2023
	Refreshment Risk Management Certification for BOD & BOM	efektifPro Knowledge Source	Offline, Jakarta	September 27, 2023
	Partner Bank Compliance Conference	MUFG	Online	October 26, 2023
	Dissemination of Financial Integrity Rating on Money Laundering and Terrorist Financing (FIR on ML/	PPATK	Online	November 2, 2023
	POJK 17 of 2023 on the Implementation of Commercial Bank Governance	Bank Danamon	Online	November 15, 2023
	Danamon Compliance 2023	Bank Danamon	Online	December 15, 2023
	Business E-mail Compromise (BEC)	Bank Danamon	Online	December 15, 2023
	AML, ATF & Proliferation of weapons of mass destruction (WMDs)	Bank Danamon	Online	December 15, 2023
	E-Learning Customer Centric	Bank Danamon	Online	December 15, 2023
	Work Safety in Emergency Conditions	Bank Danamon	Online	December 15, 2023
	SEPAKAD (Danamon's Information Security Learning Series) - Series 1	Bank Danamon	Online	December 15, 2023

Name	Training/Conference/ Seminar/Workshop	Organizer	Location	Date
Dadi Budiana	Cyber Security Awareness - Red Teaming Exercise	KPMG	Offline, Jakarta	January 9, 2023
	Manager Forum	Bank Danamon	Offline, Jakarta	February 13, 2023
	2023 Code of Conduct	Bank Danamon	Online	February 23, 2023
	Danamon Compliance 2023	Bank Danamon	Online	July 21, 2023
	Townhall Meeting Hanzawa	Bank Danamon	Offline, Jakarta	December 4, 2023
	Risk Management Certification Refreshment Program (Level 4 & 5)	Bank Danamon	Offline, Jakarta	September 27, 2023
	MUFG Overseas Management Compliance Workshop (APAC & EMEA)	MUFG	Online	November 7, 2023
	2023 MUFG ASIA CRO Conference	MUFG	Offline, Singapore	November 9-10, 2023
Muljono Tjandra	Cyber Risk Awareness	Bank Danamon	Offline, Jakarta	February 23, 2023
	Business E-mail Compromise (BEC)	Bank Danamon	Online	February 27, 2023
	2023 Code of Conduct	Bank Danamon	Online	March 2, 2023
	ASEAN Global Leadership Program (AGLP) Chicago Booth 2023 "Leading Innovation in Global Economic Recovery"	SRW & Co.	Offline, University of Chicago, USA	September 18-22, 2023
	Chief Financial Officer (CFO) Forum themed "Navigating Banking Challenges"	PERBANAS	Offline, Jakarta	September 27, 2023
	CFO Townhall	Adira Finance	Offline, Jakarta	November 2, 2023
	C-Suite Roundtable Discussion - Impact of Gen Al on the Banking Value Chain	Deloitte Indonesia	Offline, Jakarta	November 21, 2023
	Work Safety in Emergency Conditions	BDI	Online	November 30, 2023
	Danamon Compliance 2023	BDI	Online	November 30, 2023
	APU, PPT & PPPSPM	BDI	Online	November 30, 2023
Naoki Mizoguchi	2023 Code of Conduct	Bank Danamon	Online	February 13, 2023
	Manager Forum 2023	Bank Danamon	Offline, Jakarta	February 10-11, 2023
	Cyber Security Awareness	Bank Danamon	Online	February 23, 2023
	Townhall Meeting with Mr. Hanzawa	Bank Danamon	Offline, Jakarta	September 4, 2023
	Refreshment Risk Management Certification for BOD & BOM	Bank Danamon	Offline, Jakarta	September 27, 2023
	Workshop GCO	Bank Danamon	Offline, Labuan Bajo	October 6, 2023
	Danamon Compliance	Bank Danamon	Offline, Jakarta	October 19, 2023
Thomas Sudarma	Manager Forum	Bank Danamon	Offline, Jakarta	February 10-11 2023
	Cyber Risk Awareness	KPMG	Offline, Jakarta	February 23, 2023
	MUFG - The 9 <sup>th</sup> Global Leaders Forum	International Institute for Management Development (IMD. org)	Online, Jakarta Offline, Tokyo	February -March 2023 April 11-14, 2023
	2023 Code of Conduct	Danamon	Online, Jakarta	May 5, 2023
	Workshop EBFI	Danamon - EBFI	Offline, Bandung	May 27, 2023
	Townhall meeting with Hanzawa	Bank Danamon	Online, Jakarta	September 4, 2023



# COMMITTEES UNDER THE BOARD OF DIRECTORS

In order to assist the Board of Directors in effectively implementing its duties and responsibilities, the Board of Directors has supporting committees tasked with providing suggestions and recommendations as a reference in making decisions regarding the implementation of the Board of Directors' duties and responsibilities.

The committees under the Board of Directors are as follows:

- 1. Risk Management Committee
- 2. Assets & Liabilities Committee
- 3. Human Resources Committee

- 4. Information Technology Steering Committee
- 5. Integrated Risk Management Committee
- 6. Sustainability Committee
- 7. Real Estate Committee

#### **Committee Work Guidelines and Rules**

Each committee under the Board of Directors has a charter that binds and offers guidance to its members. The Committees' charters govern, among other matters, membership, duties and responsibilities, meeting convention and reporting. The committees' charters are always updated in accordance with Danamon's developments and regulatory changes.

#### **RISK MANAGEMENT COMMITTEE**

#### **Structure and Membership**

Committee Chairman	President Director	
Permanent Member	Board of Directors	
Permanent Invitation Board of Management and Executive Officers		
Alternative Chairman refers to the circular decision of the Board of Directors' resolution regarding the duties and responsibilities of members of the Board of Directors.		

The Risk Management Committee oversees 2 (two) Sub-Committees, namely the Credit Policy Sub-Committee and the Information Disclosure Sub-Committee. Further explanation regarding the Sub-Committee can be seen in the Risk Management section.

#### **Status of Voting Rights and Decision Making**

Committee Meeting decisions shall be made based on deliberation to reach consensus. In the event that a consensus is not reached, then the decisions shall be made through voting where only permanent members have voting rights. In the event that the agreeing and dissenting votes are equal, the Committee Chairman or Alternative Chairman (if the Committee Chair is not present) has the authority to make the final decision.

#### **Committee Duties and Responsibilities**

The Risk Management Committee is responsible for making evaluations and providing recommendations to the President Director and Board of Directors on matters relating to:

a. Assisting the Board of Directors in discharging its responsibilities related to risk management.

- b. Preparation of Risk Management strategies, policies and frameworks, including setting Risk Appetite parameters and thresholds, Key Risk Indicators and Risk Tolerance limits to help set the limits within which Bank management can operate to achieve their business goals.
- c. Preparation of contingency plans to anticipate various risks that may arise from time to time and enable the Bank to continue operating even under stress conditions.
- d. Ensuring good Corporate Governance in the implementation of Risk Management, with an appropriate framework for timely identification, measurement and escalation of risks, and approval of exposures to Related Parties as well as policy deviations and/or business decisions.
- e. Ensuring all business and operational activities comply with applicable regulations, risk policies and procedures, with approval and oversight over potential exceptions, deviations and violations.
- f. Ensuring that the Bank has sufficient reserves to protect against the realization of potential

inherent risks, as well as ensuring that the Bank has adequate disaster recovery procedures for business continuity.

- g. Review of various existing and emerging risks faced by the Bank, including:
  - Credit Risk;
  - Market and Liquidity Risk;
  - Operational Risk and Fraud;
  - Reputation Risk;
  - Information Security and Information Technology Risks;
  - Legal and Litigation Risk;
  - Compliance risk, including financial crime risk;
  - Strategic Risk;
  - Country Risk & Transfer Risk; And
  - Other major risk issues periodically.
- h. Implementation of risk management processes and improvements due to external and internal changes

- that may have an impact on capital adequacy ratio and risk profile.
- Assessing the risk organization and infrastructure in the Bank to ensure that the processes, systems and risk management tools are consistent with organizational developments and business plans.
- j. Monitoring and evaluating sub-committees under the Risk Management Committee.
- k. Oversight over the implementation of risk management related to country risk and transfer risk carried out by the Bank, including the implementation of evaluation and testing (stress testing).

#### **Risk Management Committee Meeting**

During 2023, the Committee held 10 (ten) meetings attended by the following members of the Board of Directors:

Name	Position	Number of Directors' Attendance at Risk Management Committee Meetings
Daisuke Ejima	Committee Chairman*	7
Yasushi Itagaki	Committee Chairman**	3
Honggo Widjojo Kangmasto	Permanent Member	8
Hafid Hadeli	Permanent Member	9
Γhomas Sudarma	Permanent Member	10
Dadi Budiana	Permanent Member	9
Rita Mirasari	Permanent Member	9
Herry Hykmanto	Permanent Member	9
Heriyanto Agung Putra	Permanent Member	2
Naoki Mizoguchi	Permanent Member	10
Muljono Tjandra	Permanent Member	8

nformation:

#### **RISK MANAGEMENT COMMITTEE MEETING IN 2023**

Month	Committee Meeting Date	Agenda
January	January, 19 2023	Updates on matters arising from previous RMC meetings, Risk Management, and Compliance.
February	February 22, 2023	Updates on matters arising from the previous RMC meeting, Risk Management, Consumer and Compliance.
March	March 21, 2023	Updates on matters arising from previous RMC meetings, Risk Management, ADMF, and Compliance.
May	May 22, 2023	Updates on Risk Management and Compliance
June	June 23, 2023	Updates on Risk Management, MUFG Information Sharing Framework, Consumer, SME and Compliance.
July	July 17, 2023	Updates on Risk Management, Information Disclosure and Compliance.
August	August 25, 2023	Updates on matters arising from previous RMC meetings, Risk Management, and Compliance.
September	September 15, 2023	Updates on matters arising from previous RMC meetings, Risk Management, ADMF and Compliance.
October	October 18, 2023	Updates on matters arising from previous RMC meetings, Risk Management, and Compliance.
November	November 20, 2023	Updates on matters arising from the previous RMC meeting, Risk Management, Enterprise Banking and Compliance.

<sup>\*)</sup> Effective as President Director and Committee Chair April 1, 2023.

<sup>\*\*)</sup> Completed term of office on March 31, 2023.



#### **COMMITTEE ASSETS & LIABILITIES (ALCO)**

#### **Structure and Membership**

Chairman	President Director
Alternative Chair	Chief Financial Officer (CFO)
Member	Vice President Director and Director and/or appointed members from the following Divisions/Business Units:  • Sales & Distribution, SME and Consumer Banking  • Risk Management  • Treasury & Capital Market  • Enterprise Banking & Financial Institution  • Transaction Banking

#### **Voting Rights and Decision Making**

The ALCO Committee consists of members who have equal voting rights. If one of the Committee's members is unable to attend the meeting, then they can delegate their voting rights to an appointed representative. The delegation of voting rights must first obtain the approval of the Committee Chairman.

The Committee's decisions are taken based on deliberation to reach consensus. In the event that consensus is not reached, then decisions shall be made through voting.

#### **Duties and Responsibilities**

The Assets & Liabilities Committee has the following duties and responsibilities:

- a. Determine the scope of work of the Committee, meeting procedures, work processes and set up one or more sub-committees to assist it.
- b. Determine policies and guidelines for liquidity risk, interest rate risk, exchange rate risk and capital management of Bank Danamon and its subsidiaries that reflect adequate liquidity and capital, stable and diversified funding, and compliance with all applicable regulations.
- c. Decide on the issuance of securities or other debt instruments in order to provide adequate liquidity and capital for the Bank, as well as a diversified funding structure.
- d. Make evaluations on market conditions and their possible impacts on the Bank's liquidity, NII, and capital conditions, and come to terms on the most appropriate actions.

- e. Review and determine the balance sheet structure to increase bank profitability.
- f. Review the funding composition and approve any changes in funding strategy and alternatives including new institutional/structural funding.
- g. Make a monthly review on:
  - Economic conditions and Market prospects
  - Recent changes in key components of the balance sheet, Yield/COF and NIM
  - Funds Transfer Pricing (FTP)
  - Funding and loan interest rates
  - Market and liquidity risk profiles on the balance sheet, banking book portfolio and trading book
  - Results of monitoring on Emergency Funding Policy (CFP)
  - Capital management and other matters related to ALCO
- h. Periodically, review and approve the following:
  - Limit framework for market and liquidity risks on the balance sheet, AFS portfolio and derivatives for funding.
  - Assumptions for stress testing liquidity and interest rate risks
  - Core balance calculation for liquidity risk, interest rate risk and FTP calculation
  - FTP policy and methodology
  - Emergency Funding Policy
  - Target for the Ratio of Macroprudential Intermediation Ratio (RIM)

#### **Assets & Liabilities Committee Meeting**

During 2023, the Committee held 11 (eleven) meetings attended by the following members:

Name	Position	Number of Member Attendance at ALCO Committee Meetings
Yasushi Itagaki <sup>1)</sup>	Chairman	2
Daisuke Ejima <sup>2)</sup>	Chairman	8
Muljono Tjandra	Alternative Chair	9
Honggo Widjojo Kangmasto	Member	11
Dadi Budiana	Member	10
Hafid Hadeli	Member	10
Thomas Sudarma	Member	11
Andrew Suhandinata	Member	11
Herman Savio	Member	11

<sup>1)</sup> Yasushi Itagaki: Completed term of office on March 31, 2023

#### Work Execution of the Assets & Liabilities Committee in 2023

The Assets & Liabilities Committee held meetings to discuss the following agenda:

- Economic & Market Outlook
- Management of the Bank's Balance Sheet and business direction
- Management of Fund Transfer Pricing (FTP) Rate
- Review of interest rates on loans and third party funds
- Assessment of market and liquidity risks
- Management of Macroprudential Intermediation Ratio (RIM), Liquidity Coverage Ratio (LCR) and Net Stable Funding Ratio (NSFR)
- · Capital assessment
- · Professional Funding Management
- Management of Available for Sale (AFS) portfolios/Fair Value-Other Comprehensive Income (FVOCI) portfolios
- Regulatory changes or new regulations related to liquidity and balance sheets
- Proposals for and management of the Bank's balance sheet limit structure
- Contingency Funding Plan (CFP)

In general, the ALCO discussed the following matters in each of its meeting agenda:

Month	ALCO Meeting *	Agenda
January	February 1, 2023	<ul> <li>Economic &amp; Market Outlook</li> <li>FTP study</li> <li>Review of the proposed ADMF special FTP subsidy • Review of Funding Program proposals</li> <li>Review of 2023 Risk limit</li> <li>Updates on Balance sheet, Market Risk Management and Liquidity.</li> <li>Updates on Market Risk RWA (FRTB)</li> <li>Updates on Reserve Requirement Incentive</li> </ul>
February	February 28, 2023	<ul> <li>Economic &amp; Market Outlook</li> <li>Review of Treasury BSM Limit 2023</li> <li>Review of HTM sales process</li> <li>Study Funding Program</li> <li>Analysis of Balance Sheet Structure Study and Yield/COF Updates on Balance Sheet Market Risk Management and Liquidity.</li> </ul>
March	March 30, 2023	<ul> <li>Economic &amp; Market Outlook</li> <li>USD FTP adjustment</li> <li>Reserve Requirement Charge</li> <li>CFP Liquidity Stage</li> <li>JIBOR Discontinuation</li> <li>Updates on Balance sheet, Market Risk Management and Liquidity.</li> </ul>

<sup>&</sup>lt;sup>2)</sup> Daisuke Ejima: Effective as President Director and Committee Chair on April 1, 2023



Month	ALCO Meeting *	Agenda
April	May 3, 2023	<ul><li>Economic &amp; Market Outlook</li><li>FTP study</li><li>Updates on Balance Sheet, Market Risk Management and Liquidity.</li></ul>
May	May 29, 2023	<ul> <li>Economic &amp; Market Outlook</li> <li>SBDK study</li> <li>Consumer Finance Reform Program</li> <li>Updates on Balance Sheet, Market Risk Management and Liquidity.</li> </ul>
June	July 5, 2023	<ul> <li>Economic &amp; Market Outlook</li> <li>Adjustment to RR Fees</li> <li>Subordinated Loan with MUFG</li> <li>Updates on Consumer Performance Program</li> <li>Issuance of Adira Finance Bonds</li> <li>Updates on MRCC in FRTB</li> <li>Updates on Balance Sheet, Market Risk Management and Liquidity.</li> </ul>
July	July 28, 2023	<ul> <li>Economic &amp; Market Outlook</li> <li>Review of Subsidiary Mortgage Proposals</li> <li>AFS Portfolio Strategy</li> <li>Updates on ADMF FTP Subsidy</li> <li>MRCC on Reducing BA CVA</li> <li>Updates on Balance Sheet, Market Risk Management and Liquidity.</li> </ul>
Agustus	September 6, 2023	<ul> <li>Economic &amp; Market Outlook</li> <li>FTP Study</li> <li>Review of Proposed Liquidity Fees</li> <li>Updates on GWM Incentives</li> <li>Updates on Consumer Funding Program</li> <li>Updates on Balance Sheet Update, Market Risk Management and Liquidity.</li> </ul>
September	September 29, 2023	<ul> <li>Economic &amp; Market Outlook</li> <li>Review of CFP Monitoring Indicators</li> <li>Review of TD Stickiness and LP Incentives</li> <li>Updates on the issuance of Adira Finance Bond</li> <li>Updates on Balance Sheet, Market Risk Management and Liquidity.</li> <li>CFP Monitoring Indicator</li> </ul>
October	October 31, 2023	<ul> <li>Economic &amp; Market Outlook</li> <li>Review of FTP</li> <li>Adjustment to RR Fees</li> <li>Review of proposed Mortgage Subsidy</li> <li>Updates on MLR Policy</li> <li>LCR Peer Comparison</li> <li>Updates on Balance Sheet, Market Risk Management and Liquidity.</li> </ul>
November	November 30, 2023	Economic & Market Outlook     Updates on Balance Sheet, Market Risk Management and Liquidity.
December	December 22, 2023 (circulate e-mail)	<ul><li>Economic &amp; Market Outlook</li><li>Updates on Balance Sheet, Market Risk Management and Liquidity.</li></ul>

<sup>\*</sup> Date of ALCO Meeting in 2023

#### **HUMAN RESOURCES COMMITTEE**

#### **Structure and Membership**

Chairman	Alternative Chair, Secretary	Member
President Director	Chief Human Capital*	<ul> <li>Vice President Director of Enterprise Banking</li> <li>Vice President Director of Consumer, SME &amp; Branch Network</li> <li>Director of Risk Management</li> </ul>

<sup>\*</sup> Appointed as a new member of the Human Resources Committee (HR Committee) effective April 2023

The Human Resources Committee has 3 (three) members who are also members of Board of Directors as shown in the table above. The Human Resources Committee is responsible and regularly reports its activities to the Board of Directors.

#### Status of Voting Rights and Decision Making

Each member of the Committee has the same voting rights. Every decision taken through the HR Committee Meeting must be decided unanimously. In the event that a Decision cannot be reached, then the decision shall be made through voting. The Chairman of the Human Resources Committee has the right to make the final decision.

#### Duties and Responsibilities of the Human Resources Committee

- Provide strategic direction and create general policies on Human Resources along with the changes therein, including (but not limited) to the following areas:
  - Human Resources Strategy
  - General Employment Policy
  - Employment compensation and benefits

- Performance Appraisal Management, including promotions
- Talent Management and Succession Planning
- Organizational structure and rank levels
- Employee Training and Development
- Corporate culture and values and employee engagement
- Development of employee- industry relations
- Alignment of policies with subsidiaries companies
- · Employment Planning
- Organizational Health and Safety
- Employee issues related to the Code of Conduct and discipline through reports from the Disciplinary Committee or other Committees
- 2. From time to time, carry out other duties and responsibilities that may be assigned to the Committee by the Board of Directors.
- 3. The HR Committee can set up a sub-committee to carry out the scope of its duties and responsibilities, including but not limited to the Discipline Committee.
- 4. Negligence in all disciplinary actions, including but not limited to violations of rules and regulations, wrongdoings, negligence, fraud, and other misdemeanors.

#### **Human Resources Committee Meeting**

During 2023, the Committee held 7 (seven) meetings and was attended by members of the Board of Directors as given below:

Name	Position	Total Attendance at Human Resources Committee Meetings
Daisuke Ejima*	Chairman	4
Evi Damayanti**	Alternative Chair, Secretary	4
Honggo Widjojo Kangmasto	Member	6
Hafid Hadeli	Member	6
Dadi Budiana	Member	7

- \* Daisuke Ejima was appointed as Chairman effective April 2023 replacing Yasushi Itagaki
- \*\* Evi Damayanti was appointed as Alternative Chair, Secretary effective April 2023 replacing Heriyanto Agung Putra

The results of the Committee Meeting must be stated in properly documented minutes of the Meeting. A meeting is declared to have a quorum if it is attended by at least 2/3 of the members of the Human Resources Committee.



#### Implementation of Human Resources Committee Work in 2023

The Human Resources Committee has held meetings with the following meeting agenda:

No	Meeting Date	Meeting Agenda
1	January 19, 2023	<ol> <li>Code of Conduct &amp; Disciplinary Action</li> <li>End Year PA 2022 &amp; Promotion 2023</li> </ol>
2	February 14, 2023	Promotion Rate     Update on Danamon Innovation Race (DIR) 2022
3	March 7, 2023	<ol> <li>Promotion Senior Level</li> <li>Update on Recruitment Policy: Family Relation</li> </ol>
4	June 5, 2023	<ol> <li>Manpower Law changes in relation to Omnibus Law</li> <li>Danamon Innovation Race 2023</li> <li>Employee Engagement Survey 4th Roll Out</li> <li>Voice of Internal Customer (VoIC) 3rd Roll out</li> <li>BISA Values Survey</li> </ol>
5	July 21, 2023	<ol> <li>Danamon Leadership Academy</li> <li>Union Proposals and other matters related to employee benefit</li> </ol>
6	September 25, 2023	<ol> <li>Employee Engagement Survey (EES) 2023</li> <li>BISA Values</li> <li>Proposal of Phone Facility</li> <li>Disciplinary Committee</li> </ol>
7	December 18, 2023	<ol> <li>Promotion Plan 2024</li> <li>Performance Distribution Curve</li> <li>Voice of Internal Customer (VoiC) Result</li> <li>Human Capital Policy</li> <li>Carry Forward Leave</li> <li>Maternity / Paternity Leave</li> <li>Executive Car Facility</li> </ol>

#### **INFORMATION TECHNOLOGY (IT) STEERING COMMITTEE**

#### **STRUCTURE AND MEMBERSHIP \***

Chairman	Finance Director	
Members	<ul> <li>Chief Information Technology &amp; Operations Officer</li> <li>Vice President Directors **</li> <li>Risk Management Director</li> <li>Global Alliance Strategy Director</li> <li>Chief Digital Officer</li> </ul>	
Other invitations depend on th	e relevance of each area.	
<ul> <li>BDI Director and Subsidiary</li> <li>BDI Business Head and Subsidiary</li> <li>BDI Head Support Function and Subsidiary</li> <li>President Director</li> </ul>		
Secretary	BPR, PPM, Control & Compliance Head ***	
Note:		

- Committee structure and membership valid as of November 2023
- \*\*) 2 people according to the bank's organizational structure
- \*\*\*) Add ITSC Secretary to ITSC structure

#### **ITSC Charter Update as of November 2023**

To accommodate POJK regulations and organizational changes as following:

- 1. POJK 11/2022 ("IT policies, standards and procedures & Monitoring of IT performance and efforts to improve IT performance") requires banks to have policies, standards, and procedures for IT, as well as monitoring of IT performance as part of ITSC activity.
- 2. POJK 17/2023 ("Evaluasi kinerja kerja ITSC & Periode Review") requires banks to have a performance evaluation process and a review period for ITSC.
- 3. The assignment of ITSC Secretary in the ITSC Charter.
- 4. The ITSC Member changes from Mahesh Ajit Ranade as Chief Information Officer to Yenny Siswanto as Chief Information Technology & Operations Officer.

#### **Status of Voting Rights and Decision Making**

Each Committee member has equal voting rights. Decision making in the Committee meetings is conducted with the aim of reaching consensus. In the event that deliberation does not reach consensus, decision making shall be made through on voting by the affirmative vote of more than 2/3\* of members.

\*) Status of voting rights and decision making valid as of November

#### **Duties and Responsibilities \***

The Committee has duties and responsibilities, among

- a. Periodically review, formulate, and recommend Bank's IT strategic plan, IT policies, standards, and procedures, and ensure alignment of IT projects with the strategic plan by monitoring and improving IT performance. \*\*
- b. Review and recommend IT projects that are aligned with Bank's strategy and proposed as part of IT project prioritization with Capex investment equal to or greater than USD500 thousand, or total cost ownership (TCO) equal to or greater than USD2 million over 5 years, or its equivalent IDR.
- c. Review the execution of strategic projects & benefit realization and its post-implementation cost and benefit. All projects approved through ITSC meeting with investment amount equal to or greater than USD500 thousand or total cost ownership (TCO) equal to or greater than USD2 million over 5 years and currently underway will be tracked by Financial Planning (FP) where the result will be presented by respective user/LoB in ITSC meeting.

- d. Ensure the right and proper allocation of IT resources. In cases that require it to engage a third party's assistance in IT-related project implementation for further application within the Bank, the ITSC must first ensure that policies and procedures that consistent with the Bank's internal policy are in place, and must involve Procurement in relation to third party engagement and IT from the early stages.
- e. Review recommendations from other sub/ working committees for matters related to Information Technology.
- f. Provide recommendations for solving IT related issues that can't be resolved by the working unit of IT users and providers in an effective, efficient, and timely manner.
- g. Perform other duties and responsibilities as may be assigned to the Committee, from time to time, by the BoD.
- h. Prepare committee's activities report every year as an evaluation report on the committee's work performance. \*\*\*
- i. ITSC Secretary is responsible for coordinating the ITSC review, as well as managing documentations, meeting materials and meeting schedule of the committee. \*\*\*\*
- \*) \*\*) Duties and Responsibilities updated as of November 2023
- Updated ITSC member responsibilities to accommodate POJK regulations to be in line with POJK 11/2022
- Updated ITSC member responsibilities to accommodate POJK regulations to comply with POJK 17/2023
- \*\*\*\*) Assignment and responsibilities of ITSC Secretary based on ITSC charter updated in November 2023

#### **IT Steering Committee Meeting**

During 2023, the Committee held 13 (thirteen) meetings. The meetings were attended by the following members of the Board of Directors:

Name	Position	Total Attendance of Members of the Board of Directors in Information Technology Steering Committee Meetings
Muljono Tjandra	Chairman	13
Honggo Widjojo Kangmasto	Member	13
Hafid Hadeli	Member	9
Dadi Budiana	Member	10
Naoki Mizoguchi	Member	12
Yenny Siswanto*	Member	12
Andreas Kurniawan	Member	11
Mahesh Ajit Ranade**	Member	3

Yenny Siswanto joined ITSC as invitee on February 8 & 13, 2023, and joined ITSC as the Chief Information Technology & Operations Officer replacing Mahesh Ajit Ranade and joined ITSC on March 7, 2023

\*\*) Mahesh Ajit Ranade was a member of ITSC until February 13, 2023





#### Implementation of Duties of Information Technology Steering Committee in 2023

The Information Technology Steering Committee held meetings with discussion materials as follow:

No	Date	Agenda
1	January 18, 2023	Cost Benefit Review Q4 2022 for projects: - Payment Improvement (Cash Online) - Streamline End-to-End Consumer Loan Process
2	February 8, 2023	Budget Approval for following projects:  DRC NICE Recording  Branch Router Replacement  Refreshment AS400 Server  New User ID Maintenance System  Upgrade New Collection System  OFSA Replacement  Refreshment Firewall BSD  Refreshment Web Application Firewall & DNS  Upgrade Backup Platform Networker & Drives LTO Quantum Scalar I500  Upgrade & Security Improvement of Active Directory due to EOS
3	February 13, 2023	Budget Approval for following projects: - Squad 01 - E-Channel Services - One Bank Strategy & Seamless Journey - Squad 02 - Payment - Squad 03 - Payment Ecosystem - Squad 04 - Wealth Management - Squad 06 - CC Initiative 2023 - Squad 07 - CC Onboarding - Squad 08 - CX Onboarding/Funding - Squad 09 - ADIRA-BDI Customer Synergy - Squad 10 - CRM Sales Transaction - Squad 11 - CRM Service Enhancement Phase 2
4	March 7, 2023	Budget Approval for following projects:  - CC Conventional Migration to DLoan  - New Branch ATM Remodel - Teller Automated Unit  - MCA Global Debit Card  - QRIS  - Mortgage Seamless & Fast Process  - EOS Trade Finance System (BankTrade, Trade Connect)
5	April 14, 2023	Cost Benefit Review for following projects:  - DCC Completion – Wirecard Quotation  - Scoring Source Data Migration  - Refreshment Unix Consolidate (PRD & DRC)  - Hardware Refreshment – Virtualization Gen8  - Additional Enclosure Disk DD6900 for VTL
6	May 24, 2023	Budget Approval for DC BSD to Colocation project.
7	June 21, 2023	<ul> <li>Budget Approval for following projects:</li> <li>EOS Hardware Bigdata</li> <li>Marketing Orchestration (Data Analytic Platform)</li> <li>Cost Benefit Review for CICD &amp; Dev Ops Implementation project</li> </ul>
8	August 9, 2023	Budget Approval for the following projects: - Ransomware Protection for Laptop & PC (EDR) - ORMS to Governance, Risk, and Compliance (GRC) Phase 1
9	September 1, 2023	Budget Approval for the following projects: - ORMS to Governance, Risk, and Compliance (GRC) - Advance Wealth Management (OEMS)
10	October 2, 2023	Cost Benefit Review for following projects: - IFRS Phase 3 - Hardware Refreshment HSM PS10K
11	October 4, 2023	Project Prioritization 2024-2026
12	November 23, 2023	Budget Approval for the following projects: Endpoint Detection Response (EDR) & Virtual Patch (VP) for Server Multi Factor Authentication Advance Threat Protection Recovery Solution Approval and Acknowledgement for: ITSC Charter 2023 Update RPTI 2024 Submission Update Update PIR Project Q3-2023
13	December 6, 2023	<ul> <li>Cost Benefit Review for Core Banking Infrastructure Readiness for Serving 5 million Customers         Phase 1 project.     </li> <li>Transfer budget approval - Squad 4 to Wealth Management Projects</li> </ul>

#### INTEGRATED RISK MANAGEMENT COMMITTEE

#### **Structure and Membership**

Chairman	Director of Main Entity Risk Management (Danamon)	
Permanent Member	<ul> <li>Compliance Director of Main Entity (Danamon)</li> <li>Director in charge of Credit for SME in Main Entity</li> <li>Appointed Director of Subsidiaries and Related Companies</li> <li>Appointed Division Heads in the Integrated Risk Management Work Unit</li> </ul>	
Permanent Invitation	Chief Internal Auditor of Main Entity (Danamon)	
Alternative Chairman: Refers t	to the circular resolution of the Board of Directors on the duties and responsibilities of members	

of the Board of Directors

#### **Status of Voting Rights and Decision Making**

Committee Meeting decisions shall be made based on deliberation to reach consensus. In the event that a consensus is not reached, then the decisions shall be made through voting where 1 (one) entity counts 1 vote. In the event that the agreeing and dissenting votes are equal, the Committee Chairman or Alternative Chairman (if the Committee Chairman is absent) has the authority to make the final decision.

#### **Duties and responsibilities of the Integrated Risk Management Committee**

The main role of the Integrated Risk Management Committee is to evaluate and give recommendations to the Board of Directors of the Main Entity for:

- a. The preparation of Integrated Risk Management policies, frameworks and guidelines; and periodic improvements based on evaluation results.
- b. The evaluation on the effectiveness of integrated risk management policies, frameworks and guidelines,
- c. The identification of issues that can affect financial, compliance/regulatory, legal and reputation risks to the Financial Conglomerate based on data/

- information provided by members of the Financial Conglomerate.
- d. The escalation of all risk-related matters that require attention of the Board of Directors of the Main Entity or entities in the Financial Conglomeration.
- e. The assessment of the key inherent risks across all entities in the Financial Conglomeration along with the formulation of strategies to overcome existing and future risk issues.
- f. Bi-semester review and approval of integrated risk profile reports
- g. The formulation of integrated capital management policies and strategies for the Financial Conglomerate including reviewing integrated capital reports.
- h. Knowledge/lessons sharing amongst entities in the Financial Conglomeration for more effective integrated risk management.

#### Member Attendance at Integrated Risk Management **Committee Meetings**

During 2023, the Integrated Risk Management Committees held 2 (two) meetings, one in February and the other one in August.

The following is the attendance of committee members at meetings held in 2023:

Name	Position	Attendance of Permanent Committee Members in Integrated Risk Management Committee Meetings
Dadi Budiana	Chairman	2/2
Rita Mirasari	Permanent Member	2/2
Herry Hykmanto	Permanent Member	1/2
I Dewa Made Susila	Permanent Member	2/2
Mahendra Rendiantama	Permanent Member	2/2
Enriko Sutarto	Permanent Member	2/2
Suwandi Kusuma	Permanent Member	2/2
Ari Priyatna	Permanent Member	2/2

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#### MEETINGS AND MEETING AGENDA OF THE INTEGRATED RISK MANAGEMENT COMMITTEE

Meeting Date	Meeting Agenda	
February 14, 2023	Integrated Risk Profile in H2 2022 IRMC Charter MUFG Financial Conglomerate Integrated Risk Management Policy Integrated Capital Adequacy Updates on Adira Finance Adira Finance Compliance Regulatory Parameters Updates on MUFG Bank Jakarta MUFG Self-Identified Issue (SII) Management Framework	
August 14, 2023	<ul> <li>Integrated Risk Profile in H1 2023</li> <li>Integrated Capital Adequacy</li> <li>Updates on Integrated Credit Risk</li> <li>Updates on Integrated Market &amp; Liquidity</li> <li>Updates on IT &amp; Cyber Risk</li> <li>Updates on Risk Management Model</li> <li>Updates on Adira Finance</li> <li>Updates on MUFG Bank Jakarta</li> </ul>	

## **Work Execution of the Integrated Risk Management Committee in 2023**

The Integrated Risk Management Committee carried out the following key activities during 2022:

- a. Reviewed Integrated Risk Profile
- b. Made updates on the MUFG Financial Conglomerate's Integrated Risk Management Policy
- c. Made updates on Subsidiary Company
- d. Made updates on Related Companies
- e. Made updates on Financial Conglomeration
- f. Made updates on the MUFG Self-Identified Issue Management Framework
- g. Made updates on Integrated Capital Adequacy
- h. Made updates on ADMF Compliance Regulatory Parameters
- i. Made updates on ESG Related Matter
- j. Made updates on the Risk Management Model

#### **INTRA-GROUP TRANSACTION POLICY**

Intra-Group Transaction Risk is the risk due to reliance of an entity, either directly or indirectly, on other entities within a Financial Conglomerate in order to meet both written agreements and unwritten agreements, whether or not they are followed by the transfer of funds.

The Management of Intra-Group Transaction Risk is performed with due attention to transaction activities between entities within the Financial Conglomerate. Danamon as the Main Entity has governed and periodically reviewed intra-group transaction risk management in the Intra-Group Transaction Policy. Intra-group transaction limits are set through coordination between Danamon as the Main Entity and Subsidiaries and Related Companies as Members of the Financial Conglomeration.

Intra-Group Transaction Risk Management run through the process of identifying, measuring, monitoring and controlling risks as well as a management information system. Intra-Group Transaction Risks can arise, among others, from:

- Cross ownership between entities in the Financial Conglomeration.
- Centralization of short-term liquidity management.
- Guarantees, loans and commitments given or obtained by an entity from other entities in the Financial Conglomerate.
- Exposure to controlling shareholders, including loan and off-balance sheet exposure such as guarantees and commitments.
- Purchase or sale of assets to other entities within a Financial Conglomeration.
- Risk transfer through reinsurance.
- Transactions to transfer third party risk exposure between entities within one Financial Conglomeration.

#### **SUSTAINABILITY COMMITTEE**

The Sustainability Committee is a committee at the Board of Directors level set up to implement sustainable finance at Danamon in accordance with regulatory provisions. The Sustainability Committee reports to the Board of Directors.

#### **Committee Structure and Membership**

Committee Chair (concurrently permanent member)	President Director
Permanent member	<ul> <li>Vice President Director</li> <li>Director of Sharia &amp; Sustainability Finance</li> <li>Compliance Director</li> <li>Director of Global Alliance Strategy</li> <li>Director of Finance</li> <li>Director of Enterprise Banking &amp; Financial Institutions</li> </ul>
Permanent Invitation	<ul> <li>Director of Risk Management</li> <li>Chief Strategy Officer</li> <li>Head of SME Business</li> <li>Head of Consumer Business Head</li> <li>Chief Human Capital</li> <li>Chief Internal Auditor</li> <li>Executive Officer Business Collaboration</li> <li>EB Business Head (Japanese Corp and MNC)</li> <li>Sustainability Team</li> </ul>
Secretary	Credit & Enterprise Risk Management

The appointment of alternative chairman of the Committee refers to the circular resolution of the Board of Directors regarding the duties and responsibilities of members of the Board of Directors. The Board of Directors reserves the right to change the composition of the Committee members at any time.

#### **Status of Voting Rights and Decision Making**

Committee Meeting decisions shall be made based on deliberation to reach consensus. In the event that a consensus is not reached, then the decisions shall be made through voting where only permanent members have voting rights. In the event that the agreeing and dissenting votes are equal, the Committee Chairman or Alternative Chairman (if the Committee Chair is not present) has the authority to make the final decision.

#### **Duties and Responsibilities**

The Sustainability Committee assists the Board of Directors in meeting its responsibilities for the implementation of Sustainable Finance at the Bank, by:

- a. Reviewing and approving priority issues, action programs and targets related to Sustainability.
- Reviewing the preparation of the Sustainable Financial Action Plan (RAKB) and Sustainability Report.
- c. Monitoring the development of the Bank's performance related to Sustainability, especially the execution of RAKB to ensure it remains consistent with the action program while its achievement with targets.

- d. Reviewing the Sustainability Policy and any changes therein.
- e. Reviewing and approving credit-related sustainability frameworks and guidelines and monitoring their implementation.
- f. Monitoring the implementation of Sustainable Finance training and awareness programs to create a culture where Management and Employees attend to sustainable finance aspects in carrying out business and operational activities.

#### **Sustainability Committee Meeting**

The Sustainability Committee holds regular meetings every quarter and on ad-hoc base. Committee meetings are chaired by the Chairman of the Committee. If the Committee Chair is unable to attend/is absent, the Committee Chairman can be replaced by an Alternative Chair. Each member as an individual or group can request that an extraordinary meeting be held to discuss very important topics/issues with prior notification to the Committee within a period of not less than 1 x 24 hours. Committee meetings can only be held if attended by at least 51% (fifty one percent) of its permanent members (including the Committee Chairman or Alternative Chairman) either physically



and/or virtually. If the meeting does not reach a quorum for attendance with immediate need to discuss meeting agenda, , then the meeting shall be reconvened within 24 hours.

The Committee Chairman of or Alternative Chair should be notified on the meeting agenda. The agenda shall be circulated by the Committee Secretary to all of the Committee's members. The decisions of the Sustainability Committee meeting shall be stated in a properly documented minutes of the meeting signed by all Permanent Members with an attached attendance list. The Secretary shall file the signed minutes of the meeting. Every official decision of the meeting binds all of the Committee's permanent members. The committee can make legal and binding decisions through an internal circular committee memo when it is not possible to hold a meeting but there is an urgent need for decisions making.

During 2023, the Committee held 4 (four) meetings attended by the following Committee Members:

Committee Member	Position	Number of Member Attendance at Committee Meetings
Daisuke Ejima*	Chairman	4
Honggo Widjojo Kangmasto	Permanent Member	4
Hafid Hadeli	Permanent Member	4
Herry Hykmanto	Permanent Member	4
Rita Mirasari	Permanent Member	4
Naoki Mizoguchi	Permanent Member	4
Muljono Tjandra	Permanent Member	4
Thomas Sudarma	Permanent Member	4

<sup>\*</sup> Appointed as President Director of Danamon at the Annual General Meeting of Shareholders on March 31, 2023.

#### **2023 SUSTAINABILITY COMMITTEE'S MEETINGS**

Month	Meeting Date	Meeting Agenda
May	May 5, 2023	<ul> <li>Progress of RAKB</li> <li>Decarbonization Dashboard and Sustainable Finance Portfolio</li> <li>Update on Indonesia Green Taxonomy Implementation</li> </ul>
August	August 4, 2023	<ul> <li>Approval of Sustainability Committee Work Rules Update</li> <li>Progress of RAKB</li> <li>Decarbonization Dashboard and Sustainable Finance Portfolio</li> <li>MUFG Collaboration on Sustainable Finance Framework</li> <li>Update on Indonesia Green Taxonomy Implementation</li> <li>Update on Sustainability-related Standards</li> </ul>
October	October 13, 2023	<ul> <li>Progress of RAKB</li> <li>Decarbonization Dashboard and Sustainable Finance Portfolio</li> <li>Policy Update with MUFG's ES Policy Framework</li> </ul>
November	November 13, 2023	<ul> <li>Approval of Sustainability Committee Work Procedure Manual Update</li> <li>RAKB 2023 Progress</li> <li>Approval of RAKB 2024-2028</li> </ul>

#### **REAL ESTATE COMMITTEE**

Real Estate Committee ("KRE") as Bank Danamon's

senior management committee assigned to assist the Board of Directors in strategic planning and oversight of Real Estate related activities.

#### **Structure and Membership**

Chairman of Committee	President Director
Permanent Member	<ul> <li>Vice President Director</li> <li>Director of Sharia, CREM, SME Credit &amp; SF</li> <li>Director of Finance</li> <li>Director of Legal, Litigation and Compliance</li> </ul>

If the above Director position becomes vacant, the Committee may appoint a replacement as a member with voting

rights until the Director position is filled. The Board of Directors has the right to change the composition of KRE members at any time. Other invitations depend on the relevance of each area/project.

#### **Status of Voting Rights and Decision Making**

Committee Meeting decisions are made with deliberation for consensus. In the event that deliberation for consensus is not reached, then the decision shall be made through voting with affirmative votes of count for more than ½ (half) of the total valid votes at the Meeting.

#### Scope and responsibilities

The KRE Committee has the following duties and responsibilities:

- a. Responsible for planning and supervising Bank Danamon Real Estate Development
- b. Periodically review, recommend and decide on the Bank's Real Estate strategic direction and plans, and ensuring that Real Estate projects are in line with its strategic plans.
- c. Review, recommend and decide on Real Estate policies on purchasing and selling assets, development projects, asset optimization and leasing processes.
- d. Review the development of all Real Estate projects that are consistent with the Bank's strategy or that have a Capex investment value of more than USD1 Million or its equivalence in Rupiah.
- e. Review policies, recommend and decide on operational activities for office and branch buildings related to Occupational Health and Safety.
- f. Periodically review policies and evaluate the implementation of office and branch design standards.
- g. Periodically review Real Estate Risk Management which includes:
  - Ongoing important/strategic projects
  - Work safety and security issues
  - Real Estate audit findings and follow-up for

- improvements.
- Licensing and legal status issues related to Real
- h. Review recommendations from other sub/working committees for matters related to Real Estate.
- i. Carry out other duties and responsibilities that may be assigned by the Board of Directors to the Committee from time to time.
- j. Provide recommendations for resolving problems related to Real Estate/Property that cannot be resolved by the Real Estate user and operator work unit effectively, efficiently and on time.
- k. Prepare annual committee activity reports.

#### **Real Estate Committee Meeting**

KRE holds 2 (two) periodic meetings in 1 (one) year and can also hold other meetings whenever necessary. KRE meetings are chaired by the Chairman of the Committee. If the Chair is unable to attend, then he may appoint an alternative Chair from one of the permanent committee members who has voting rights. A meeting is considered to meet a quorum if attended by the Chairman or an appointed alternative, which is the Director of Sharia, SEMM & CREM and attended by 2/3 of the members.

The results of the KRE Meeting must be stated in a welldocumented Minutes of Meeting. Dissenting opinions during the KRE meetings must be stated clearly in the minutes of the meeting along with the underlying reasons. Minutes of the Meeting will be filed and distributed by the CREM Head to each member and the Bank's Corporate Secretary.

During 2023, the Real Estate Committee held 2 (two) meetings attended by the following Committee members:





Committee Member	Position	Number of Attendance at Meetings Real Estate Committee
Daisuke Ejima (DE)	Chairman*	1
Yasushi Itagaki (YI)	Chairman**	1
Hafid Hadeli (HHI)	Permanent Member	2
Herry Hykmanto (HHY)	Permanent Member	2
Muljono Tjandra (MT)	Permanent Member	1
Naoki Mizoguchi (NM)	Permanent Member***	1
Rita Mirasari (RM)	Permanent Member	2

- Note:

  \* Effective as President Director and Chairman April 1, 2023.

  \*\* Completes term of office on March 31, 2023.

  \*\*\* Due to the review and request concerned to reduce the number of committee members who attended on April 14, 2023

#### **REAL ESTATE COMMITTEE MEETING IN 2023**

Date of Meeting	Meeting Agenda
March 17, 2023	<ol> <li>Presentation on abandoned assets         <ul> <li>Approval of the sale of Lembang Pasar Baru</li> <li>Valuation of abandoned properties with an NJOP above 10 billion must have supporting documents from an independent appraiser besides the internal appraisal team.</li> </ul> </li> <li>Squatters of BDI's land on Jalan Kebagusan have been successfully removed.</li> <li>A more active approach to regain certificates for 9 BLBI assets.</li> <li>Inform the latest progress made in the Jakarta Operation Office Renovation</li> <li>2 (two) proposed options for Abdul Muis Renovation</li> <li>List of Danamon Bank Assets         <ul> <li>206 active assets and 27 non-active assets</li> <li>Ensure that all buildings are protected by insurance</li> <li>Determine a more detailed strategy for the Bank's assets.</li> </ul> </li> </ol>
September 11, 2023	<ol> <li>List of assets under the management of CREM (Active and Inactive Assets).</li> <li>9 (nine) BLBI assets (certificates under the Ministry of Finance) and other assets currently in use but deemed to have potential risks.</li> <li>Propose write-off of book value and handover of buildings for 5 assets with Right to Use status by following the handover schedule made by the local City Government.</li> <li>Proposal for a potential office merger with Adira (ADMF).</li> <li>4 (four) Regional Offices and 1 Branch for office space</li> <li>4 (four) abandoned assets for purchase option</li> <li>Presentation on 26 abandoned assets Proposed approval for the Teluk Betung Ikan Hiu Bay asset offering, and needs assessment from an independent assessment team. CREM and BN need cooperation on asset sales</li> <li>Renovating and tidying up Regional Office</li> <li>Plans to tidy up and renovate 3 regional offices.</li> <li>Placement of information boards for EV Charging, and establishment of programs for Privilege customers.</li> </ol>

# AFFILIATED RELATIONSHIPS AND AFFILIATED TRANSACTIONS FOR THE BOARD OF DIRECTORS, **BOARD OF COMMISSIONERS AND** MAJOR SHAREHOLDERS

The Company's Policy on Transactions with Affiliated Parties governs that all transactions it makes with affiliated parties shall be based on normal and reasonable commercial terms that do not cause harms to the Company's interests nor do they neglect the interest of its minority shareholders.

The Company's Board of Commissioners and Board of Directors have always maintained their independency and refrained from any conflict of interest that may keep them from discharging their duties professionally and objectively.

#### The Board of Directors' affiliated relationships: with fellow members, Board of Commissioners members, and Major and/or Controlling Shareholders

None of members of the Company's Board of Directors has affiliation with their fellow members, members of the Board of Commissioners and with major and/or controlling shareholders.

#### The Board of Commissioners' affiliated relationships: with fellow members, Board of Directors members, and with Major and/or Controlling Shareholders

None of members of the Company's Board of Commissioners has affiliation with their fellow members. There are, 2 (two) Non-Independent Commissioners who have financial relationships with the controlling shareholders: Yasushi Itagaki and Nobuya Kawasaki.

Affiliate relationships between members of the of Director, the Board of Commissioners and/or Controlling Shareholders is given in a financial and family relations table available in the Board of Commissioners' and Board of Directors' sections of this Governance report.

The Company's Policy on Transactions with Affiliated Parties require that members of Board of Commissioners and Board of Directors disclose any affiliated transaction plan to the Corporate Secretary regardless of whether the transactions involve themselves or their families. The Compliance Director will review the plan and report it to the Audit Committee. In cases where conflict interest is inevitable, the involved members of the Board of Directors or Board of Commissioners shall refrain from participating in the process of reviewing and approving the referred transaction.



# CORPORATE **SECRETARY**

The Company's Corporate Secretary is tasked to ensure timely and accurate disclosure of material Company information to all stakeholders. Appointed and dismissed based on the decision of the Board of Directors, the Company's Corporate Secretary plays a significant role to build effective communication between the Company and its shareholders and other groups of stakeholders.

#### **CORPORATE SECRETARY ORGANIZATIONAL STRUCTURE**



#### **Corporate Secretary**

Rita Mirasari is a Company Director who has also served the Corporate Secretary since October 24, 2016 based on decision No.KSR-DIR.Cor.Sec-003 dated October 17, 2016 concerning the Appointment of Corporate Secretary.



Indonesian citizens. Age 54 years. Domiciled in Indonesia.

Completed her education and earned her Bachelor Degree in Law from the University of Indonesia. She launched her banking career in 1991 as a Legal Officer at a local bank. Her extensive experience in legal and compliance include corporate secretary positions at prominent Indonesian banks. Prior to joining the Company she was Director of Regulatory Compliance & Financial Crime Compliance of HSBC, Indonesia. She is concurrently serving as the Compliance Director of the Company in charge of Compliance, Financial Crime Compliance, Corporate Secretary, Law and Litigation.

#### **Duties and Responsibilities of the Corporate Secretary**

- 1. Provide input to the Board of Directors and Board of Commissioners so they can comply with statutory provisions in the capital markets sector.
- 2. Act as a liaison between the Company and shareholders, regulator and other stakeholders.

- 3. Assist the Board of Directors and Board of Commissioners in implementing corporate governance which includes:
  - Transparency of information to the public including the availability of information on the website.
  - Delivery of reports to regulator and other authorities.
  - Organize and document the General Meeting of Shareholders.
  - Organize and document meetings of the Board of Directors and/or Board of Commissioners.
- 4. Participate in being responsible for organizing the Company's Corporate Action.
- 5. Submit reports related to provisions in the Capital Market, both periodic and incidental reports, to regulators in a timely manner.

#### **Corporate Secretary Competency Development**

During 2023, the Corporate Secretary attended the following trainings to improve her competency:

#### LIST OF CORPORATE SECRETARY TRAINING

Training	Organizer	Venue	Date
Manager Forum 2023	Bank Danamon	Offline, Jakarta	February 10 – 11, 2023
Uncovering Cybercrime Through the Power of Collaborations	Perbanas	Online	February 15, 2023
National Seminar on MSME Financing through Multichannel Financing	Bank Indonesia	Online	February 17, 2023
Omnibus Law on Financial Sector: Challenges & Anticipations	Dentons HPRP Law	Online	February 20, 2023
Code of Conduct 2023	Bank Danamon	Online	February 24, 2023
Follow-up of Mutual Evaluation Review (MER) related to Financial Services Sector	ОЈК	Online	March 20, 2023
Intellectual Property as Financing/Credit Collateral	OJK & FESMI	Online	March 29, 2023
MUFG Insight Sharing - Compliance	MUFG	Online, Jakarta	March 30, 2023
Indonesia Green Taxonomy	PERBANAS & OJK		June 5, 2023
Townhall Meeting Hanzawa	BDI & MUFG	Offline, Jakarta	September 4, 2023
Refreshment Risk Management Certification for BOD & BOM	efektifPro Knowledge Source	Offline, Jakarta	September 27, 2023
Partner Bank Compliance Conference	MUFG	Online	October 26, 2023
Dissemination of Financial Integrity Rating on Money Laundering and Terrorist Financing (FIR on ML/TF) Measurement Results in 2023	PPATK	Online	November 2, 2023
OJK 17 of 2023 on the Implementation of Commercial Bank Governance	Bank Danamon	Online	November 15, 2023
Danamon Compliance 2023	Bank Danamon	Online	December 15, 2023
Business E-mail Compromise (BEC)	Bank Danamon	Online	December 15, 2023
AML, ATF & Proliferation of weapons of mass destruction (WMDs)	Bank Danamon	Online	December 15, 2023
e-Learning Customer Centric	Bank Danamon	Online	December 15, 2023
Work Safety in Emergency Conditions	Bank Danamon	Online	December 15, 2023
SEPAKAD (Danamon's Information Security Learning Series) - Series 1	Bank Danamon	Online	December 15, 2023

#### Implementation of the Duties and Responsibilities of the Corporate Secretary in 2023

Throughout 2023, the Corporate Secretary carried out the duties and responsibilities assigned to her with the following activities:

1. Stayed abreast with the latest developments in capital market, especially regulations therein and disclosed all the necessary information about the developments to the Board of Commissioners, Directors and Company stakeholders.



- 2. Organized and documented the General Meeting of Shareholders.
- 3. Fulfilled the provisions of the Indonesian Stock Exchange regarding the Company's Annual Public Expose.
- 4. Organized and attended Board of Commissioners meetings, joint meetings of Boards of Commissioners and Directors and Committee meetings at the Board of Commissioners level as well as compiling and administering the minutes of the meetings.
- 5. Timely delivered reports related to provisions in the Capital Market, both periodic and incidental reports to the OJK and IDX in a timely manner.
- 6. Disclosed information in accordance with applicable laws and regulations.
- 7. Prepared recommendations for changes to the committee work procedures guidelines at the Board of Commissioners and Directors levels pertaining to the implementation of corporate governance.
- 8. Made adjustments to the Articles of Association in accordance with the company's needs as well as newly applicable regulations and legislation.
- 9. Updated/adjusted Charters of the Boards of Directors and Commissioners pursuant to applicable laws and regulations and the implementation of good Bank governance.
- 10. Prepared documentation and assisted candidates for members of the Board of Directors and the Board of Commissioners with their fit and proper tests.

#### **Information Disclosure in 2023**

As a form of information disclosure, the Company has periodically and on different occasions disclosed information to the public through its official website and the Indonesian Stock Exchange website made available in both Indonesian and English.

#### **Periodic Report**

In 2023, the periodic disclosure of information that have been reported by the Company are as follows:

#### **INFORMATION DISCLOSURE**

No	Type Report	Objective	Reporting Period	Total
1	BDMN Securities Holder Registration Monthly Report	OJK and BEI	Monthly	12
2	Consolidated Financial Statements (Unaudited) of the Bank and Subsidiaries	OJK and BEI	Quarterly	3
3	Consolidated Financial Statements (Audited) of the Bank and Subsidiaries	OJK and BEI	Annual	1
4	AGMS	OJK and BEI	Annual	1
5	Annual Report	OJK and BEI	Annual	1
6	Financial Report of Controlling Shareholders	OJK	Semester	2
7	Disclosure of Information on Fulfillment of Mandatory Annual Public Expose	BEI	Annual	1
8	Evaluation report on the implementation of audit services for annual historical financial information by Public Accountant and Accounting Firm	OJK	Annual	1
9	Appointment of Public Accountants and Public Accounting Firms for the 2023 Financial Year	ОЈК	Annual	1

#### **Incidental Report**

In 2023, The Company has disclosed information on 10 (ten) incidental reports to regulators and made it available for the public to access on the Company's official website with the link: <a href="https://www.danamon.co.id/id/Tentang-Danamon/">https://www.danamon.co.id/id/Tentang-Danamon/</a> InvestorInformation/Information-Corporate-Action-and-Information-Disclosure/2023.

# BANK COMPLIANCE FUNCTION

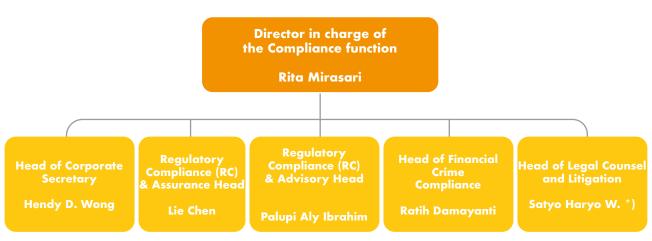
The Compliance Function is a series of preventive (exante) actions or steps to ensure that policies, provisions, systems and procedures as well as business activities carried out by the Bank remain in compliance with OJK provisions and statutory regulations and that the Bank's compliance with commitments made it has made to OJK and/or other authorized Supervisory Authorities.

The implementation of the Compliance Function duties at the Bank is based on 4 (four) main compliance functions as mandated in POJK No.46/POJK.03/2017 dated July, 12 2017 concerning the Implementation of the Compliance Function for Commercial Banks:

- A. Realizing the implementation of compliance culture at all levels of the Bank's organization and business activities.
- B. Managing compliance risk exposure.
- C. Ensuring that policies, provisions, systems and procedures as well as business activities carried out by the Bank remain in compliance with OJK provisions and statutory regulations.
- D. Ensuring the Bank's compliance with all the commitments it has made to the OJK and/or other authorized Supervisory Authorities.

#### **Organizational Structure of the Compliance Work Unit**

The organizational structure of the Compliance Work Unit at Danamon is illustrated below



\*) Effective October 6, 2023, Satyo Haryo W, then previously Head of Legal Counsel, was given new assignment to oversee the Litigation function as the incumbent Cahyanto C. Grahana was approaching retirement as Head of Litigation.

# The role of the Boards of Directors and Commissioners in the Compliance Function

The Board of Directors is obliged to foster and realize a Compliance Culture at all levels of the Bank's organization and business activities. The Board of Directors shall then ensure the implementation of the Bank's Compliance Function.

The Board of Commissioners is obliged to oversee the implementation of the Compliance Function. Active oversight of the Compliance Function is exercised by giving suggestions to improve the quality of the

implementation of the Bank's Compliance Function and evaluating the implementation of the Bank's Compliance Function at least 2 (two) times a year.

#### **Director of Compliance**

Danamon has a Director who directs Compliance Function (Compliance Director), Ms Rita Mirasari. The appointment of the Compliance Director has met the applicable criteria, which is independency, and shall refrain from running other functions that are regulatory not permissible to her.



The appointment Compliance Director has received OJK approval and gone through due process as stipulated therein. The complete profile of the Compliance Director can be seen in the Annual Report Directorate Profile section.

#### **Compliance Work Unit (SKK)**

Since January 2021, SKK has been divided into 2 (two) divisions, where Palupi Aly Ibrahim serves as Head of the Regulatory Compliance & Advisory Division and Lie Chen as the Head of the Regulatory Compliance & Assurance Division. The appointment of both has been informed to the OJK. Both officials have adequate competence and ability in banking and strong commitment to implement and nurture a culture of compliance.

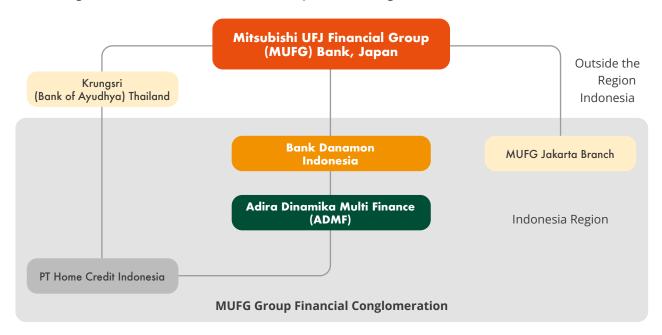
#### **Integrated Compliance Work Unit**

The Bank as the Main Entity in the MUFG Group Financial Conglomerate has an SKKT that is independent from other operational units whose duties and responsibilities are carried out by the Bank's SKK ("Regulatory Compliance"). SKKT reports to

the Bank Director who directs Compliance Function. SKKT is tasked with monitoring and evaluating the implementation of compliance functions in each entity in the Financial Conglomerate. SKKT coordinates with each compliance function of the member entities of the Financial Conglomerate and monitors corrective action on compliance issues faced by each of the members, including follow-ups on the results of the Regulator's audit findings. SKKT conducts self-assessment of the implementation of Compliance Risk Management in accordance with internal regulations and methodology.

PT Home Credit Indonesia (HCI) became a member of the MUFG Group Financial Conglomerate due to MUFG Bank Ltd acquisition of HCI shares through Krungsri (75%), and through PT Adira Dinamika Multi Finance Tbk (9.83%). On December 29, 2023 the Bank already submitted a Report on HCI acquisition and the subsequent changes in membership of the MUFG Group Financial Conglomerate to the Financial Conglomerate Oversight Department of OJK.

hus, the organizational structure of the MUFG Group Financial Conglomeration is illustrated below:



#### **Compliance Function Policy**

The Compliance Work Unit has a Policy for Compliance Function and Compliance Work Unit which covers compliance culture, function, risk management and reporting. This policy offers guidance for implementing the Bank's compliance function.

#### **Duties and Responsibilities of the Compliance Work** Unit

Duties and Responsibilities of the Compliance Work Unit include:

- 1. Creating a compliance program in order to support the creation of a compliance culture in all of Danamon's business activities at every level of its organization:
- 2. Identifying, measuring, monitoring and controlling compliance risk in accordance with risk management implementation for Commercial Banks and Sharia Business Units with Financial Services Authority provisions as references:
- 3. Assessing and evaluating the adequacy and suitability of Danamon's policies, provisions, systems and procedures for implementing provisions from authorities;
- 4. Reviewing and/or recommending updates and improvements to Danamon's policies, provisions, procedural systems to comply with the provisions of authorities, including Sharia principles for Sharia **Business Units**;
- 5. Serving as Danamon's liaison officer with regulators, especially on matters related to the implementation of compliance and the implementation of regulatory audits:
- 6. Organizing training/outreach programs regarding external provisions for Danamon's work units.
- 7. Performing other tasks that bear relation to the compliance function;
- 8. The Integrated Compliance Work Unit also has the task of at least monitoring and evaluating the implementation of compliance functions at each of the Financial Conglomerate's financial services institutions.

#### **Compliance Work Unit Work Plan for 2023**

- 1. Maintain awareness of the importance of Compliance Culture, including the application of APU and PPT to all employees in Head Office, Regional and Branch Office work units, including through the socialization of regulations and the development of e-learning as well as maintaining a regulatory database on compliance portal.
- 2. Conduct compliance reviews on policies, new products, provision of funds to parties related to the Bank and provision of funds to parties not related to the Bank within certain limits.
- 3. Carry out consultative and liaison officer functions.
- 4. Assist in applications for new product approval from regulators.
- 5. Coordinate and monitor compliance with regulations by related work units.
- 6. Monitor the Bank's follow-up commitment to the results of audits from regulators (OJK and BI).
- 7. Align several internal policies with reference to MUFG Global Best Practices.
- 8. Prepare and/or review the Bank's internal policies in accordance with regulatory changes and developments.

#### **Implementation of Compliance Work Functions**

The implementation of the duties and responsibilities of the compliance function during 2023 include:

1. Training and Socialization by SKK

In order to carry out its duties to build a culture of compliance at all levels of the Bank's organization and business activities, SKK organized various training and outreach for all Bank employees. Training methods were delivered directly in classrooms, virtually/online, and through e-learning.

Training and Socialization	As of 31 Dec 2023
E-learning Compliance 2023	In June 2023, SKK published E-Learning Compliance 2023 made mandatory to all Bank Management and Employees.  As of December 2023, the realization of e-learning completion has reached
Training/socialization to work units	<ul> <li>100% (cut off data for employees who joined as of July 2023).</li> <li>Semester 1 - 2023 = 18 training/socialization</li> <li>Semester 2 - 2023 = 19 training/socialization</li> </ul>
Communicating new provisions/regulations material to the relevant work units	<ul> <li>Semester 1 - 2023 = 15 new provisions</li> <li>Semester 2 - 2023 = 42 new provisions</li> </ul>
	The Compliance Work Unit collaborated with related work units to discuss the implementation of compliance with provisions, including matters that must be fulfilled and implementation targets.





#### 2. Compliance Reviews/Quality Assurance

The Compliance Work Unit conducted compliance reviews to ensure that the products, activities and policies issued by Danamon and programs run by Subsidiaries were not in violation of all regulatory provisions. During 2023, the Compliance Work Unit conducted 324 reviews consisting 116 reviews in semester 1 - 2022 and 138 reviews in semester 2 - 2023.

Apart from that, the Compliance Work Unit also carried out Regulatory Compliance & Assurance (testing) activities to monitor Danamon's compliance risks and measure the level of compliance of the work unit in carrying out its activities and its conformity to regulatory provisions.

#### 3. Monitored the Fulfillment of Prudential Requirements

The Compliance Work Unit periodically monitored the fulfillment of Danamon's prudential provisions in the form of main regulatory parameters, namely the LLL ratio, GWM, NPL, PDN, Equity and CAR. Bank Danamon and its Subsidiaries have properly met main regulatory parameters as part of the components in measuring compliance risk. Monitoring Subsidiaries' compliance function is part of the Implementation of the Integrated Compliance Function.

#### **Compliance With Key Regulations 2023**

	Parameter	Compliance
Capital Adequacy Ratio		Comply
Minimum Statutory Reserve (GWM)	Primary (Rp)	Comply
	Primary (USD)	Comply
	Macroprudential Intermediation Ratio (RIM)	Comply
	Secondary/Macroprudential Liquidity Buffer (PLM)	Comply
Non-Performing Loan (NPL)		Comply
Net Open Position (PDN)		Comply
Legal Lending Limit (BMPK) for Related Pa	arties	Comply
Participation Portfolio		Comply
Legal Lending Limit (BMPK) for Not Relate	ed Parties	Comply

#### 4. Compliance Risk Management

Compliance risk management is carried out through the process of identifying, measuring, monitoring and controlling compliance risks in accordance with the implementation of risk management. The compliance risk management strategy is implemented through a 3 (three) line of defence scheme. The Compliance Work Unit analyses the Bank's compliance risks, both as individual and in consolidated manner, as well as integrated compliance risks.

The Compliance risk of the Bank and Subsidiaries were well managed. This is reflected in the compliance risk profile that fell under 2 rating (Inherent Risk at rating 2, or falling under Low to Moderate and the Quality of Risk Management Implementation was rating 2, or falling under Satisfactory).

#### 5. Commitment to Regulators

The Compliance Work Unit periodically monitored and ensured the fulfillment of follow-up commitments related to the results of audit conducted by the regulators. During 2021, all audit result commitments submitted by the regulator were fulfilled and not overdue. The Compliance Work Unit also served as a liaison regarding compliance implementation for internal and external parties.

6. The implementation of the functions of the Integrated Compliance Work Unit is disclosed in the Integrated Governance section.

Sept.

#### **Compliance Work Unit Human Resources Development**

As of December 2023, the Compliance Work Unit had a total of 24 headcounts (including the Head of the Compliance Work Unit) the majority of whom had banking experience of more than 5 years with adequate capacity. Danamon always gives opportunities for Compliance Work Unit employees to increase their knowledge and competence that can help them with their duties. All Compliance Work Unit employees have taken and earned Risk Management certifications. The list blow gives training materials/ coaching/ seminar/ workshops attended by Compliance Work Unit staff, both internal and external:

No	Type of Training/Socialization
Exter	
1	Hearing on Draft OJK Regulations (POJK) concerning Digital Services by Commercial Banks
2	Local Currency Transaction (LCT) Framework Implementation Plan
3	Monitoring Progress of SNAP PJP SM Operational Reporting
4	Danamon Leadership Academy 1
5	Implementation of QRIS Week
6	Get to know more about the provisions of Law No. 4 of 2023 concerning the Development and Strengthening of the Financial Sector in the Context of Strengthening the Capital Markets Sector
7	Socialization of SPRINT Capability and Proper Assessment Module (PKK) for Commercial Banks and Representative Offices of Banks Headquarter Overseas
8	Webinar KADIN: Achieving Exponential Growth with Self-service Digital Transformation
9	Socialization of Preparation for the Central Counter Party Implementation Piloting Program for Over-the-Counter Interest Rate and Exchange Rate Derivative Transactions
10	Socialization of POJK No.9 of 2023 concerning the Use of Public Accounting Services and Public Accounting Firms in Financial Services Activities
11	Socialization of the Role and Support of Bank Indonesia in the Implementation of PP Number 36 of 2023 concerning DHE SDA
12	Webminar, a new style of fraud mode
13	Socialization of PBI No.3 of 2023 concerning Bank Indonesia Consumer Protection
14	Discussion of PKS Addendum on the Appointment of DHE Bank TD Currency Agent
15	Employment Webinar: Prevention & Handling of Sexual Abuse at Workplace
16	DPLK Webinar - Financially Smart, Happy Retirement
17	Danamon Leadership Academy 2
18	Invitation to QnA Session Socialization regarding DHE SDA Provisions
19	Initial Communication of KLM Policy (Macroprudential Liquidity Policy)
20	Introduction to the KPEI System related to the Clearing, Settlement and Risk Management Process for Over the Counter Interest Rate and Exchange Rate Derivative Transactions
21	The establishment of the Self-Regulatory Organization (SRO) of the Indonesian Money Market and Forex Market Association in 2023
22	LBUT KI Coaching Clinic on Daily Finance
23	Socialization of Bank Indonesia Rupiah Securities Regulations
24	National Seminar on Macroprudential Liquidity Incentive Policy (KLM): Incentives for credit/financing in the downstream sector
25	The Execution of Plan for Primary Dealer Implementation in Monetary Operations
26	Internet of Things Webinar in the Financial Services Industry
27	Socialization of certification schemes and assessment processes and certification systems
28	Socialization of Financial Inclusion Month (BIK) 2023
29	Socialization of POJK No. 17 of 2023 concerning Implementation of Governance for Commercial Banks
30	Digital Webinar: Unlocking The Power of ChatGPT
31	Refreshment Risk Management (BSMR)
32	Webinar on Employment: BPJS Employment Programs and Benefits
33	Securing the Future of Digital Ecosystem: Navigating Regulations of Approval Application and Cyber Resilience in Payment System



No	Type of Training/Socialization				
34	KAKI Conference – Business Collective Action Coalition Conference "Strengthening Business Integrity: Creating a sustainable Economic Community in the ASEAN Indo-Pacific Region				
35	Socialization of the Use of Certificates and Digital Signatures in the Banking Industry				
36	Socialization of Murabahah Financing Guidelines				
37	Socialization of Bank Business Plan Report Module				
38	Volcker Rule Policy Workshop				
39	Socialization of PP Premium PRP and RDP RPLPS Premium PRP				
40	LPPI Seminar #94 Supervision of Market Conduct and Consumer Protection in the Financial Services Sector Post Issuance of POJK No.6/POJK.07/2022 and Law No.4 of 2023 concerning Development and Strengthening of the Financial Sector				
41	Socialization of Plans for Issuing Bank Indonesia Foreign Currency Securities (SVBI) and Bank Indonesia Foreign Currency Sukuk (SUVBI)				
42	Perbanas Member FGD - 16 Digit NPWP				
43	Socialization of the Use of the ASPI Service System (SILA)				
44	LPPI Webinar: Carbon Exchange and Its Opportunities for the Financial Sector				
45	Get to know more about the provisions of Law No. 4 of 2023 concerning the Development and Strengthening of the Financial Sector in the Context of Strengthening Literacy, Inclusion and Consumer Protection				
46	RKKNI National Convention for General Banking				
47	Indonesian Sustainable Taxonomy Focus Group Discussion				
48	Socialization of Money Market Regulations by Bank Indonesia				
49	Risk & Governance Summit 2023				
50	OJK Regulation No.21 of 2023 concerning Digital Services by Commercial Banks				
51	Coaching Clinic CCP SBNT BDI				
52	<ol> <li>Socialization of banking provisions</li> <li>SEOJK No.24/SEOJK.03/2023 concerning Assessment of Digital Maturity Levels of Commercial Banks.</li> <li>SEOJK No.16/SEOJK.03/2023 concerning Capital Calculations for Bank Exposure to Central Counter Party Institutions.</li> <li>SEOJK no.17/SEOJK.03/2023 concerning Margin Requirements for Derivative Transactions that are Not Cleared through Centra Counterparty Institutions.</li> <li>SEOJK No.18/SEOJK.03/2023 concerning Procedures for Using the Services of Public Accountants and Public Accounting Firms in Financia Services Activities.</li> <li>POJK No.21 of 2023 concerning Digital Services by Commercial Banks</li> </ol>				
53	Socialization of the Licensing Services Transformation Program in the Financial Services Sector				
54	Health Talk   No Time for Flu: Healthy, Strong, Increased Productivity				
55	Indonesia's Annual Data Protection Submit				
56	EY Indonesia Thought Leadership - Personal Data				
57	Welcoming Crypto Assets to Strengthen the Digital Financial Ecosystem in Indonesia				
Inter	m				
1	Agile Risk Learning Development Session - Digital Product related to Squad Project				
2	Agile Confluence Socialization				
3	Settlement of Forex Transactions Through Close-out Netting Mechanism date. 1 Aug 2023				
4	Socialization and Coordination Meeting of PBI No.7 of 2023 concerning Export Proceeds Foreign Exchange (DHE) and Import Paymen Foreign Exchange (DPI)				
5	E-mail Security Threats Training				
5	Legal Socialization for Agile Squad				
7	Agile - Sharing session APU-PPT				
3	Sharpening Service Insight				
9	Sharing session on Law No.27 of 2022 concerning Personal Data Protection				
10	Sharing Session with Information Technology Risk				
11	Socialization of Bank Indonesia Consumer Protection & Literacy and Inclusion Socialization				
12	Pre-Risk & Compliance Workshop				
13	Agile - Sharing session IT-QM				

No	Type of Training/Socialization
14	Webinar Phishing Awareness
15	Cybersecurity 101: The Key to Everyone's Online Safety
16	Know Your Waste to be Worth: Sustainable Recycling Practice in the Workplace
17	Process Socialization and Approval of Compliance Review Results
18	Workshop Wealth Management
19	Customer Centricity Culture
20	Training on Quality Assurance Examination Techniques
21	Legal Basic Class - Training Basic dan Plain Language
22	Compliance Coaching Clinic Refreshment – OJK Response to Bank Proposal
23	Legal Basic Class - Reading Deeds and Risk-Based Business Licensing
24	Refresher: Enforcement of New Regulations
25	CX Banca Co-Creation Workshop
26	Sharing Session Fraud
27	Compliance Review SOP version 3.0 in 2023
28	E-Learning Danamon Compliance 2023
29	e-Learning APU, PPT & PPPSPM 2023
30	E-Learning Volcker Rule 2023
31	E-Learning Work Safety in Emergency Conditions

The following are the Bank's strategic plans to mitigate compliance risks related to the implementation of the compliance function during 2024:

- Maintain awareness of the importance of Compliance Culture through e.g. the application of APU and PPT to all employees in Head Office, Regional and Branch Office work units, including through socializing regulations and developing e-learning, as well as maintaining a regulatory database on compliance portal.
- Conduct continuous reviews of internal policies/ regulations and work flows including system enhancements (if necessary) to ensure that the provisions regulated and activities carried out by the Bank remain in compliance with regulatory provisions. In 2024, a review of 12 internal policies will be conducted.
- Conduct socialization of new regulations issued by authoritative bodies including BI, OJK, and PPATK by either blasting the regulations and their summaries via e-mail to Bank management, heads of related business units, or by conducting face-to-face meetings with relevant business units.
- Continuously strive to improve digital banking services that provide convenience to customers with priority placed on aspects of information security and consumer protection

- Monitor the Bank's commitment to fulfilling findings from the Authority and the Internal Audit Work Unit.
- Align several internal policies with reference to MUFG Global Best Practices.
- Conduct regular quality assurance for certain work units to ensure that the Bank's business activities in each business line have complied with applicable regulations.
- Monitor the implementation of integrated Compliance Functions and Integrated Governance at Financial Services Institutions (LJK) in the MUFG Group Financial Conglomerate.
- Develop the competency and knowledge of the Compliance Work Unit's Human Resources with an opportunity to attend training/seminars/workshops.
- Carry out regular quality assurance activities for certain work units to ensure that Bank Danamon's business activities have complied with applicable regulations.
- With regards to the implementation of APU, PPT and PPPSPM, the Bank will continuously improve its ability to implement APU, PPT and PPPSPM both related to technology and non-technology, including:



- a. Making system upgrades and system enhancements to improve the capabilities and performance of the AML (Anti Money Laundering) system and surrounding systems related to the AML system.
- b. Developing and improving the quality of customer and transaction screening processes including account opening processes, remittance transactions, trade finance and treasury in order to comply with regulations that apply globally and the need to mitigate APU, PPT and PPPSPM risks in an integrated manner.
- Developing and improving systems and supporting infrastructure to support the implementation of reporting systems by Regulators and Law Enforcement Officials (Apgakum), including:
  - PPATK Go-AML reporting system;
  - PPATK Terrorism Financing System (SIPENDAR).
  - KPK PEDAL
- d. Developing and monitoring system related to the quality of customer KYC data from all Bank onboarding channels.
- e. Preparing and/or conducting reviews and revising the Bank's internal policies and procedures related to APU, PPT and PPPSPM including necessary adjustments to POJK 8 of 2023 on the Implementation of Anti-Money Laundering and Prevention of Terrorism Financing Programs, Prevention of Funding for the Proliferation of Weapons of Mass Destruction in the Financial Services Sector, and adjustments to developments and changes in applicable regulations and developments in Bank products and services.
- f. Participating in the Global Risk Assessment (GRA) project, which is the implementation of inherent risk assessments and quality control over Sanctions, AML and Anti-Bribery and Corruption (ABC) to identify residual risks and follow-up actions that must be taken.
- g. Conducting periodic risk assessments of money laundering and terrorism financing that may occur within the Bank based on a risk-based approach, using the National Risk Assessment (NRA) and Sectoral Risk Assessment (SRA) as the main reference, which is called the Bank Wide Risk Assessment (BWRA).

- h. Reviewing financial transaction cooperation with third parties that an increase APU, PPT and PPPSPM risks for the Bank.
- i. Continuously increasing the competency and knowledge of Human Resources (HR) from the Financial Crime Compliance Division (FCC) with an opportunity to attend training/seminars/ workshops and conduct knowledge-sharing as a means of sharing information and stimulating individual potential.
- j. Increasing the competency, awareness and knowledge of the Bank's HR by organizing and providing training or outreach related to the implementation of APU, PPT and PPPSPM both face-to-face and through both external and internal e-learning.
- k. As the main entity in a financial conglomerate, ensuring that the implementation of APU, PPT and PPPSPM in subsidiaries is consistent with implementation in the Bank, through e.g.:
  - Review of APU, PPT and PPPSPM program policies.
  - Discussions on the implementation of the APU, PPT and PPPSPM programs periodically.
  - Monitoring the implementation of APU, PPT and PPPSPM in regular quarterly reports.
  - As part of the PPATK CAT (Collaborative Analysis Team) team whose task is to provide data and analysis to parties related to the 2024 simultaneous elections.
- I. As one of the Bank's pilots in the process of identifying and analysing transactions related to Green Financial Crime (GFC) where the Bank is asked to create scripts in the AML system for each typology related to the GFC.

## DISCLOSURE OF ADMINISTRATIVE SANCTIONS BY THE FINANCIAL SERVICES AUTHORITY

In 2023, there was no material administrative sanctions that had an impact on the continuity of the Bank's business nor was there any on members of both the Boards of Directors and Commissioners of the Bank given by the Regulator.

# ANTI-MONEY LAUNDERING (AML), COUNTER THE FINANCING OF TERRORISM (CFT), AND COUNTER-PROLIFERATION FINANCING OF WEAPONS OF MASS DESTRUCTION (CPF) PROGRAM

#### **ORGANIZATION**

To support the Anti-Money Laundering (AML), Counter the Financing of Terrorism (CFT), and Counter-Proliferation Financing of Weapons of Mass Destruction (CPF) program, the Board of Directors and the Board of Commissioners embrace their full commitment to ensure Danamon remain in compliance with the provisions of the Financial Services Authority, PPATK and other relevant regulations.

**IMPLEMENTATION** 

The Board of Commissioners actively oversees the Board of Directors in fulfilling its responsibilities towards implementing AML, CFT, and CPF Program including all the commitments Danamon has made to the Financial Services Authority, PPATK, and on law-abiding reporting to regulators.

The implementation of the AML, CFT, and CPF Program at Danamon is coordinated by the Financial Crime Compliance (FCC) Division which reports directly to the Compliance Director with the following organizational structure:



Danamon consistently strives to improve the quality of the implementation of the AML, CFT, and CPF Program, through active Management oversight, policy improvement, training program as well as information system improvement, and through other initiatives.



The AML, CFT, and CPF Program Implementation Framework is described in the Three Lines of Defense concept as elaborated below:

- 1. First Line of Defense
  - The first line of defense is the most important line of defense in preventing the crime of money laundering, terrorist financing, and financing the proliferation of weapons of mass destruction, detecting the possibility of the referred crime, and identifying weaknesses and vulnerabilities in controlling the implementation of AML, CFT, and CPF. Danamon's front liners are Business/Operational/Control Units that run day-to-day operations.
- 2. Second Line of Defense
  - The second line of defense is carried out by the FCC Work Unit at the Head Office that is responsible and tasked with preparing applicable methods and tools that the first line can use to carry out its duties and responsibilities, prepare adequate policies and procedures, systems and training, and ensure that the first line of defense has performed its function effectively.
- Third Line of Defense
   This function is carried out by internal auditors and external auditors to ensure that the implementation of the AML, CFT, and CPF program in the first line

and second line of defense run effectively.

## Implementation of the AML, CFT, and CPF Program During 2023

- 1. Evaluation of Policies and Procedures
  - a. To comply with the provisions of the Financial Services Authority and other provisions on the implementation of AML, CFT, and CPF, the Bank has made improvements on this subject with the issuance of 14 additional provisions.
  - b. Had a review on as many as 145 draft policies and/or new products and application forms based on requests from work units to ensure their suitability with the implementation of the AML, CFT, and CPF Program.
  - c. Published information about the implementation of the AML, CFT, and CPF program on Danamon official website provides information related to the Bank General Policy, US Patriot Act, Wolfsberg AML Questionnaire.

- 2. Monitoring and Evaluation Process
  - a. Monitoring the Quality of Customer Data
     The quality and adequacy of customer data is
     continuously monitored using several methods
     as joint effort of the First Line of Defense and the
     Second Line of Defense, as given below:
    - Monitored the quality of customer data includes mandatory KYC fields when opening an account.
    - 2. Updated Data as the Bank's Commitment to OJK. As of December 2023, as many as 28,295 CIF data had been updated (100%) of the predetermined target of 28,295 CIF.
    - 3. Monitored customer risk levels through the AML System using Customer Due Diligence (CDD) module: to see if there were significant changes in risk value and when opening high risk-bearing new accounts or PEP. As of December 2023, as many as 16,859 alerts had been monitored for which follow ups had been made with a request for corrections or adequacy of data/information on incomplete /insufficient data.
    - 4. Monitored the results of screening on new customers through the Watch List Filtering (WLF) module in the AML System. This is basically a screening process for the opening of a new CIF against the Bank's PEP and Negative List data, using the World Check database (including OFAC) and DTTOT - WMD Proliferation. As of December 2023, as many as 71,971 alerts on screening result had been analyzed. There were 246 positive hit alerts with PEP data that required Branches or other related work units to make data correction or adjustment, and another 9 alerts related to negative news which had been followed up with further review and analysis and had been escalated to the relevant Regulator.
    - 5. Conducted routine screening on all existing CIFs as one of the methods to monitor customers in order to ensure they were not PEP or fell under the Negative List (DTTOT, WMD Proliferation, Negative News and OFAC). From the results of this screening, by the end of 2023, as many as 77,894 CIF had been identified as CIF hits related to e.g., PEP and

Adverse news related to AML, CFT, CPF, and Sanctions, for which branches, and relevant work units has made data corrections or adjustments and taken necessary follow-up actions.

6. The quality of customer data was also continuously monitored as a follow-up action on the customer transaction monitoring process conducted by the Transaction Monitoring Unit. As of December 2023, as many as 505 CIFs had been requested from branches to update or adjust data so the referred branches can keep the most updated customer data/profiles.

#### b. Quality Assurance

In order to ensure the implementation of the AML, CFT, and CPF program, FCC conducted monitoring & testing in work units in coordination with the Head Office team and the Branch Control Operational team. Branch inspections were then adjusted to the Branch Control Visit Plan Schedule for the refered branches to assess awareness, effectiveness, and data quality on the implementation of the AML, CFT, and CPF Program against the governing provisions.

The implementation of Quality Assurance in 2023 was conducted in 6 (six) high complexity branches in the Jakarta, West Java, East Java, and Sumatra areas. Periodically, FCC conducted inspections which included inspections on reporting to regulators; customer transaction monitoring activities; transaction screening activities and screening for new customer acceptance, as well as List Management activities.

#### c. High Complexity Branches

In order to evaluate the AML, CFT, and CPF risks at each of Danamon's branches while remaining in compliance with OJK regulations on AML, CFT, and CPF, the Bank had identified branches exposed to high complexity. This determination

was made based on several aspects including the number of customers, the number of customers who had high risk and also the historical cash and non-cash transactions made in each branch. The Bank used the results of this determination to determine which branch to visit and as a method of monitoring customer transactions.

#### 3. Training and Socialization

Organized online and offline training program for new and existing employees, including the AML, CFT, and CPF training for Danamon Bankers Trainee, socialization of new policies regarding Financial Services Authority Regulation No. 8 of 2023 concerning AML, CFT, and CPF, and Refreshment procedures KYC and Sanctions for BSM. During 2023, FCC organized 15 training sessions on relevant topics.

FCC created an AML, CFT, and CPF e-learning refreshment and launched it in August 2023. The Bank has made it mandatory for all employees to take AML, CFT, and CPF e-learning (Bank-Wide). As of December 2023, 98.7% of Bank Danamon management and employees had completed e-learning (Employee cut off data as of September 2023).

#### 4. Reporting

Danamon has carried out reporting activities as determined by the Regulations. These reports are the Suspicious Transaction Report (LTKM), Cash Transaction Report (LTKT), Financial Transaction Report from and to Overseas (LTKL/IFTI), and the Integrated Service User Information System Report (SIPESAT). In addition, Danamon has also given responses to requests for data and information from external parties (PPATK, KPK, BI, Police and other third parties).

The following is the number of reports and responses to requests for information from external parties that had been made up to December 2023:





#### **Total Reporting in 2023**

LTKM	LTKT	LTKL	SIPESAT	Responses to External Parties
979	38,931	101,204	1,213,123 CIF	758

#### 5. Management Information System

Danamon has made improvements to the transaction/customer profile monitoring and screening application (AML System) in order to improve control and effectiveness in identifying suspicious transactions using parameters that are adjusted periodically, including:

- SWIFT transactions screening in Trade Operations.
- Upgrades of the NICE-Actimize version as AML System includes 3 modules.

In addition, Danamon has also made improvements to its PPATK reporting platform in order to improve control, accuracy and adequacy of information contained in the reports submitted to PPATK, including:

- The development of the GoAML app to support automation of PPATK STR/SIPENDAR reporting Phase 1, 2 and 3.
- The development of GoAML app to support the automation of ELECTION reporting.

#### 6. Auditing

Since early October 2023 until the end of December 2023, the Internal Audit Working Unit had been examining the implementation of AML, CFT, and CPF for the August 1<sup>st</sup>, 2022, to September 30<sup>th</sup>, 2023, audit period. The audit process has entered the finalization stage and its report results are scheduled for distribution in February 2024.

# INTERNAL AUDIT WORKING UNIT

## STRUCTURE AND POSITION OF INTERNAL AUDIT WORKING UNIT (IIAU)

Internal Audit Working Unit in Bank Danamon is a member of MUFG Group Financial Conglomeration Integrated Internal Audit Working Units (IIAU), where Bank Danamon as the Main Entity. IIAU Danamon is an independent function directly responsible to the President Director. To support independency and monitoring of the implementation of internal audit programs, the Chief Internal Auditor (Head of IIAU) is also directly responsible to the Board of Commissioners through the Audit Committee. IIAU aims to provide independent and objective views in conducting assurance activities and providing consultation services to the Board of Commissioners and Board of Directors, as part of continuous control process and risk management within the company.

IIAU aims to be a business partner that provides added value in fostering a robust control culture to support Danamon and its subsidiaries to achieve their long-term goals by referring to the International Standards for the Professional Practices of Internal Auditing (IPPF) from The Institute of Internal Auditors (IIA), Bank Indonesia regulation, Financial Services Authority/FSA (OJK) regulation, and Company's Code of Conduct. IIAU assists the management in accomplishing its objective by bringing a systematic and disciplined approach to evaluate and improve the effectiveness of

risk management, control, and corporate governance processes.

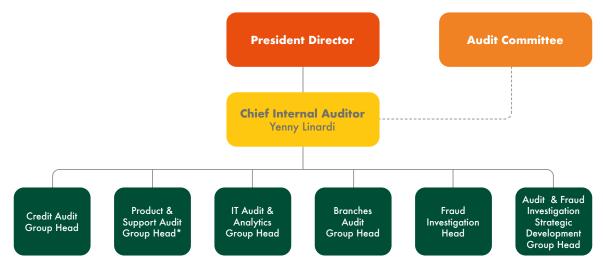
In accordance with the Integrated Internal Audit Charter that has been approved by the President Director and Board of Commissioners, IIAU has access to all Danamon's and Subsidiaries' activities, functions, data, records, property, and personnel by complying with the prevailing laws and regulations, profession confidentiality, and personal rights, and ensure the application of the anti-tipping off principle in auditing Anti-Money Laundering (AML) and Countering Financing of Terrorism (CFT).

IIAU reports audit activities and significant audit findings including recommendations for corrective action that have been submitted to the related units, to the President Director and Board of Commissioners via Audit Committee and Compliance Director.

In addition to complying with the Danamon's Code of Conduct, IIAU is also guided by the Integrated Internal Audit Charter and Auditor's Code of Conduct, which regulate the establishment and function of Integrated Internal Audit Working Unit (IIAU) and include auditor's professional standard as defined in the International Professional Practice Framework by The Institute of Internal Audit (covering the principle of integrity, objectivity, confidentiality, and competency).



#### **IIAU ORGANIZATION STRUCTURE**



<sup>\*</sup> covering Treasury & Operations Audit

#### Appointment, Dismissal, and Legal Basis for Appointment of Head of IIAU

The Head of IIAU is appointed and dismissed by the President Director with the approval from the Board of Commissioners. The appointment and dismissal of the Head of IIAU should be reported to OJK along with by the reasons for appointment/dismissal.

Since August 12, 2019, IIAU has been led by Yenny Linardi as Chief Internal Auditor (Head of IIAU) replacing Nathan Tanuwidjaja as an acting Head of IIAU, based on appointment letter No. B.194/HCKP/0819 and this appointment has been reported to OJK based on Director Letter No. B.748 – DIR dated August 15, 2019 regarding Report on Dismissal of the Acting Head of IIAU and Appointment of the Head of IIAU in PT Bank Danamon Indonesia Tbk (Company).

#### **Chief Internal Audit Profile**



Obtained Bachelor's degree in Economics from Trisakti University, Jakarta. Joined Danamon as Chief Internal Auditor since August 2019. Previously, she worked at DBS Bank for almost 11 years as Chief Internal Auditor. She had worked at Danamon in 2004-2008 with the last position as Head of Branches Audit and previously at BCA (1989 – 2004) with the last position as Head of Analytical Review, Head Office Audit.

#### **Duties and Responsibilities of Integrated Internal Audit Working Unit (IIAU)**

IIAU has duties and responsibilities, among others:

- a. Develop an annual audit plan, budget and resources needed using risk-based methodology and implement the approved annual audit plan, including special tasks/projects;
- b. Review and provide recommendation on the annual audit plan of subsidiaries' Internal Audit;
- c. Improve the adequacy of knowledge, skills, experience, and professional certifications;
- d. Monitor and review the internal audit implementation in subsidiaries;
- e. Prepare and submit reports to OJK in accordance with the prevailing regulations, e.g., Internal Audit realization and summary of audit result report, special report on each audit issue deemed to disrupt the continuity of the bank, report on Quality Assurance Review of IIAU by external party, and report of Information Technology audit;

- f. Communicate with OJK at least once in 1 (one) year;
- g. Convey compliance of sharia principles to Sharia Supervisory Board and appoint at least one (1) IIAU member who has knowledge and/or understanding of sharia banking operations;
- Recommend corrective actions for audit findings to related units, monitor and ensure that management actions have been effectively and efficiently implemented; or Senior Management had accepted risks that could not be mitigated yet;
- i. Conduct regular coordination meetings with the subsidiaries' Internal Audit at least every quarter;
- j. Develop program to evaluate the quality of internal audit activities that have been performed;
- k. Determine the internal audit execution strategy for subsidiaries.

Duties and responsibilities are regulated in the Integrated Internal Audit Charter and stated in the Integrated Corporate Governance Report.

## **2023 Integrated Internal Audit Working Unit** (IIAU) Priorities

IIAU has conducted the following activities to strengthen internal audit functions in 2023:

- a. Continued with audit priorities and perform continuous monitoring on high and medium risk entities, and also with extensive branch network.
- Focus on reviewing emerging risks and risk associated to new/developing bank initiatives and process.
- c. Gradually implement agile audit approach to improve audit process, thus more nimble and iterative.

- d. Continued to increase auditor competency through trainings, knowledge on regulation, product and procedures, as well as risk management and audit process and professional certification.
- e. Continued to develop analytic functions by continuing to develop the scope of the data analytics.
- f. Continued the quality assurance process and improvement program (QAIP) by benchmarking with the internal audit best practices in banking industry (IAU Danamon and MUFG) and financing industry (Internal Audit Unit ADMF).
- g. Performed joint audits with Internal Audit unit of ADMF.
- h. Align audit coverage and methodology with MUFG, specifically in the areas of Sarbanes-Oxley Act (SOX), Financial Reporting Process, and Volcker rules.
- Perform initiative in cyber security audit by joint audit with internal audit team of MUFG regional (Internal Audit Office for Asia/AIAO), which was conducted in the beginning of 2023.
- j. Follow up on improvements, an ongoing basis on the results of the 2022 MUFG (AIAO) audit according to the target date.
- k. Continue to perform its role as main entity IA of the MUFG Group Financial Conglomerate such as conduct regular meeting, monitoring planning, implementation, and evaluation of internal audit function at each entity member, as well as monitoring key internal control gaps & implementation of their resolutions in each entity member.

#### Audit Plan and Realization as of December 31, 2023

In 2023, Integrated Internal Audit Unit (IIAU) has conducted the following internal audit engagements:

1. IIAU Danamon has conducted audit in 182 entities in Danamon:

#### Audit Plan & Realization as of December 31, 2023

Danamon	2023 Audit Plan	2023 Audit Realization
Head Office Audit	36	37*
Regional Office Audit	9	9
Branches Audit	136	136
Total Audit	181	182*

<sup>\*</sup> Including Special Review 'Pre-Implementation Review of QRIS Payment Service using Credit Card' which was not included in 2023 Audit Plan.



2. Internal audit activities in Adira Dinamika Multi Finance (ADMF) were performed by the Internal Audit unit of ADMF or SKAI Danamon, or jointly with IIAU Danamon.

### Audit Plan & Realization as of December 31, 2023

ADMF	2023 Audit Plan	2023 Audit Realization	
Head Office Audit	8	9*	
Regional Office Audit	32	30*	
Branches Audit	128	130*	
Total Audit	168	169*	

<sup>\*</sup> For Head Office audit, the difference between audit realization and audit plan due to audit ADMF Sharia, the audit entity was not included in audit plan. While for Region and Branches audit, the difference due to changes in audit focus based on periodic review on entities' risk level.

### **Development of Human Resources**

As of December 2023, the total number of personnel of IIAU Danamon was 131 personnel residing in the head office and regional audit offices across Jakarta, Surabaya, and Makassar. Moreover, the Internal Audit of ADMF had 57 personnel.

To maintain the standardization of human resource quality, IIAU together with the Human Capital Development Division has developed a competency matrix, which is a roadmap for every auditor and team leader to participate in the trainings and certifications to meet the required competencies at every level.

As of December 31, 2023, the following professional certifications have been obtained by IIAU staff

International Certification	# Person
Certified Internal Auditor (CIA)	7
Certified Fraud Examiner (CFE)	1
Certified Ethical Hacker (CEH)	2
Certified Information System Auditor (CISA)	5
Certified Information System Manager (CISM)	1
Financial Risk Manager (FRM)	1
Certified Anti-Money Laundering Specialist (CAMS)	1
Certified in Risk Management Assurance (CRMA)	1
Commercial Loans to Business (CLB)	23
Financial Accounting for Lenders (FAL)	25
Minimizing Problem Loans (MPL)	2
Certified Anti Fraud Manager (CAFM)	1
Certified Professional Management Accountant (CPMA)	1
Chartered Accountant (CA)	1
Certified ISO 27001:2013 Lead Auditor	1
Certified ISO 27001:2022 Lead Auditor	6
Certified ISO 27001:2022 Lead Implementer	2
Certified ISO 20001-1: 2018 Internal Auditor	2
Certified COBIT 2019 Foundation	1
Certified in Cybersecurity	2
SO/IEC 27001 Information Security Associate Issued	1
Governance, Risk and Compliance Professional (GRCP)	1
Governance Risk Compliance Auditor (GRCA)	1
Certified Information Technology Auditor Professional (CITAP)	1

International Certification	# Person
Data Privacy Solutions Engineer (CDPSE)	1
IBM Certified Advanced Database Administrator	1
IBM Certified System Administrator - WebSphere Application Server Network Development V.8.5.5	1

National Certification	# Person
Qualified Internal Auditor (QIA)	45
Risk Management Certification (SMR), Level I	104
Risk Management Certification (SMR), Level II	46
Risk Management Certification (SMR), Level III	11
Risk Management Certification (SMR), Level IV	1
Bank Internal Audit Certification – Auditor level	2
A to Z Sharia Banking	4
Islamic Banking: Funding & Financing	1
Basic Financing Management Certification (Sertifikasi Dasar Pembiayaan Managerial) by Lembaga Sertifikasi Profesi Pembiayaan Indonesia (SPPI)	8

### 2023 TRAINING AND WORKSHOP

No.	IIAU	#Person YTD Dec 2023	#Training & Workshop	Mandays
1	Internal Audit Unit- Danamon	131 staff	178	11 days
2	Internal Audit Unit-ADMF	57 staff	47	10 days



# COMPANY ACCOUNTANT/ EXTERNAL AUDITOR

### **Appointment of Company Accountant**

The Danamon AGMS held on March 31, 2023 approved the appointment of Elisabeth Imelda as a Public Accountant (AP) and Imelda & Rekan Public Accounting Firm (KAP) (a member firm of Deloitte Touche Tohmatsu Limited) registered at the Indonesian Institute of Public Accountants (IAPI) and the Financial Services Authority to do the audit on Danamon's consolidated financial statements for the 2023 financial year. Pertaining to the appointment, the Bank had considered the recommendations from the Audit Committee to determine the audit fee and other prerequisites.

The appointment of AP and/or KAP who provided audit services for annual historical financial information had been decided by the General Meeting of Shareholders after due consideration on the opinions of the Board of Commissioners.

The appointment of AP and/or KAP as proposed by the Board of Commissioners had also considered recommendations from the Audit Committee, who during the preparations took into account:

- a. Independency of AP, KAP, and the firm's human resources;
- b. Audit scope;
- c. Audit Fee;
- d. Expertise and experience of AP, KAP, and the firm's Audit Team;
- e. Audit methodology, techniques and tools used by KAP:
- f. Benefits of fresh eye perspectives obtained through the replacement of several of the firm's Audit Team members:
- g. Potential risks that might arise from using audit services by the same firm consecutively over a fairly long period of time.

### **Other Services Than Financial Audit**

During 2023, the appointed Public Accounting Firm also provided other services than audit with additional fee not exceeding the audit fee.

### Audit Period and Accountant Fee

The following table gives the list of Public Accountant and/or Public Accounting Firms that provided financial audit services and fees rewarded to them:

FISCAL YEAR	PUBLIC ACCOUNTING FIRM	NAME OF ACCOUNTANT (INDIVIDUAL)	AUDIT FEE
2023	Imelda & Partners (a member firm of Deloitte Touche Tohmatsu Limited)	Elisabeth Imelda	Rp4,350 billion
2022	Imelda & Partners (a member firm of Deloitte Touche Tohmatsu Limited)	Elisabeth Imelda	Rp3,930 billion
2021	Imelda & Partners (a member firm of Deloitte Touche Tohmatsu Limited)	Elisabeth Imelda	Rp3,930 billion
2020	Tanudiredja, Wibisana, Rintis & Rekan (member firm of the PwC global network)	Lucy Luciana Suhenda, S.E.,Ak.,CPA	Rp5,335 billion
2019	Tanudiredja, Wibisana, Rintis & Rekan (member firm of the PwC global network)	Drs. M. Jusuf Wibisana, M.Ec, CPA	Rp4,405 billion

### **External Audit Implementation Effectiveness**

The Audit Committee has reviewed the effectiveness of the audit work, including ensuring its conformity to the applicable audit provisions, professional standards, work agreements scope, and independency. The Audit Committee periodically holds meetings with Public Accountants and/or Public Accountant Firms to discuss progress made in the audit work and how audit matters were being examined.

Audits carried out by a Public Accountant and/or a Public Accounting Firm on Danamon's consolidated financial statements have been carried out independently, professionally and objectively, as elaborated below::

- a. All material accounts have been audited based on applicable Professional Standards for Public Accountants and compliance with applicable Accounting Standards in Indonesia;
- b. The audited consolidated financial statements have been delivered to Management with attached recommendations (if any).

Evaluations on annual historical financial information are made by the Audit Committee for AP and/or KAP through the following:

- 1. The conformity of audit by AP and/or KAP's to all applicable audit standards;
- 2. The adequacy of time for field work;
- 3. Review of the scope of services rendered and the adequacy of samples used; and
- 4. Recommendations for improvement suggested by the AP/KAP.

# Relations Between Bank, Public Accountants and Financial Services Authority

As the audited, Danamon openly provides data and information that the Public Accountants and/or Public Accounting Firms may need in conducting the audit. Auditors (Public Accountants and/or Public Accounting Firms) independently do examinations and give suggestions and recommendations for improvements to Danamon's Management for immediate follow-ups.

The Bank has communicated and cooperated with external auditors on issues on accounting policies pertaining to fair presentation of financial statements. The audit results have been communicated by Public Accountant and/or Public Accounting Firm to Management, the Audit Committee and the Financial Services Authority.



### RISK **MANAGEMENT**

Danamon continuously improves risk management implementation within the Bank and its Subsidiaries to be in line with regulation development, risk and business complexity. Risk management implementation is intended to identify, measure, monitor and control various potential risks in all lines of business and supporting units.

### **Implementation of Risk Management**

The approach taken in supporting the effective implementation of risk management is to carry out a holistic approach to manage Danamon's risks in a comprehensive manner that includes 4 pillars, namely:

- a. Active supervision of Board of Directors and Board of Commissioners
- b. Adequacy of risk management policies and procedures as well as risk limit setup.
- Adequacy of risk identification, measurement, monitoring, and control process as well as risk management information system
- d. Internal Control System

This is in line with the practice in the banking industry and in accordance with prevailing regulation of Financial Services Authority (OJK).

Danamon has a Risk Management function that is centralized and independent from Risk Taking Unit (RTU). The Risk Management function includes the management of the main inherent risks in the Danamon's and Subsidiaries' activities. The implementation of the risk management function is carried out by Risk Management Directorate. Danamon and Subsidiaries, both individually and consolidated, have applied Risk Management consistently to manage risk exposures in their business activities. Specific discussion on the implementation of risk management is disclosed in the Risk Management Operational Review in the Danamon's Annual Report.

### Supervision of Board of Directors and Board of Commissioners

The Board of Commissioners (BOC) and Board of Directors (BOD) actively supervise the implementation of risk management through the committees

### a. Risk Oversight Committee

With the highest authority at the Board of Commissioners level, this committee functions as a supervisory board to monitor and provide recommendations to the Board of Commissioners related to the evaluation of risk management policy and its implementation, evaluate the execution of duties of Board of Directors, Risk Management Committee and risk management working unit. Moreover, the Committee is formed to provide independent professional opinion to the BOC and recommendation actions to the BOD in order to further strengthen the risk management framework.

### b. Risk Management Committee

This committee is at the Board of Directors level and is responsible for evaluating and providing recommendations to the President Director and Board of Directors related to the risk management strategy, policy development, implementation of the overall risk management process, and evaluation of significant risk issues.

Risk Management Committee oversees 2 (two) Sub-Committees as follows:

### Credit Policy Sub-Committee

The main role of Credit Policy Sub-Committee is to review, provide inputs, monitor, and evaluate on matters related to the development and implementation of Credit Risk Policy.

### • Information Disclosure Sub-Committee

Information Disclosure Sub-Committee is established in order to comply with MUFG Bank requirement to ensure that the Sub-Committee has reviewed, deliberated and concluded the accuracy and appropriateness of financial reporting. In addition, the sub-committee need to ensure that the framework for internal control over financial reporting has been properly designed and enhanced.

# PROVISION OF FUNDS TO RELATED PARTIES AND LARGE EXPOSURES

No.	Provision of Funds	Debtors	Nominal (Million Rp)
1	Related Parties	Subsidiaries and Core Management	2,410,203.76
2	Largest Group/Debtor	20 Groups	52,978,044.80

Danamon limits the concentration of loans to individuals, groups or industry sectors in order to reduce Concentration Risk to certain parties which is one of the causes of bank business failure. Provision of funds to related parties and Subsidiaries is carried out at arm's length and in accordance with applicable regulations and must obtain Compliance Review Results (HKK) from the Compliance Working Unit and approval from the Board of Commissioners.

During 2023, there were no violations or exceedances of LLL to Related Parties, Non-Related Parties both Individuals and Borrower Groups and State-Owned Enterprises.

The calculation of LLL refers to OJK Regulation No.32/POJK.03/2018 concerning Maximum Lending Limits and Provision of Large Funds for Commercial Banks and OJK Regulation No.38/POJK.03/2019 concerning Amendments to OJK Regulation No.32/POJK.03/2018 concerning Maximum Lending Limits and Provision of Large Funds for Commercial Banks.

The implementation of Risk Management is described in full in the Management section of this Annual Report.



# INTERNAL CONTROL SYSTEM

Internal Control is an integrated methodology, policy, procedure, and organizational setting that aimed to identify, measure, monitor, and control risks arise from Danamon's and Subsidiaries' activities with a risk-based approach. Danamon's and Subsidiaries' internal control is conducted covering all aspects of business both from the Assets and Liabilities sides.

Risk Management and Internal Control framework in Danamon adopts Three Lines of Defense approach as shown in diagram below:

### THREE LINES OF DEFENSE

Board of Commissioners Supervision					
	Board of Directors Supervision				
First Line of Defense Second Line of Defense Third Line of Defense					
<ul><li>Line of Business</li><li>Operational Working Units</li><li>Other Supporting Working Units</li></ul>	<ul><li>Risk Management Directorate</li><li>Regulatory Compliance Division</li></ul>	Internal Audit Working Unit (SKAI)			
Line of business, operational working units and other supporting working units are the First Line of Defense that responsible to conduct daily risk management in each working unit.	Risk Management Directorate and Regulatory Compliance Division have a role as the Second Line of Defense to perform risk monitoring function independently.	Internal Audit Working Unit has a role as the Third Line of Defense that is responsible for evaluating risk management, internal control, and governance process implementation conducted by the First and Second Line of Defense.			

All lines of defense should be responsible for the internal control management of each respective working unit in Danamon and Subsidiaries. Furthermore, Quality Assurance function in the first line of defense (business unit/supporting function) has been established to evaluate the implementation of internal control by the unit.

Assessment to each working unit have been carried out periodically. The implementation of quality assurance is regulated in the procedure (SOP) based on Danamon's Quality Assurance Policy/Framework.

Awareness program on internal control in working units has been routinely carried out as well by the Quality Assurance function.

In principle, internal control is not only the task of the Quality Assurance function, but it is the duties and responsibilities of the entire working unit in Danamon.

# Evaluation of Effectiveness Level on Internal Control System

The Internal Audit Working Unit (SKAI) which is part of Internal Control System conducts audits to ensure the effectiveness of Danamon's internal control, through an independent and objective evaluation of the adequacy and compliance with policies, procedures, and systems. The result of evaluation over implementation of internal control system is one of the reference for management to determine the effectiveness of the internal control system implementation and perform improvements, among others, in the form of updating policies/procedures/ systems.

# LEGAL ISSUES AND MATERIAL CASES FACES BY THE COMPANY, ITS SUBSIDIARIES, MEMBERS OF THE BOARD OF DIRECTORS AND/OR COMMISSIONERS

Legal issues both civil and criminal cases faced by Danamon and its Subsidiaries during that reporting year and submitted to the court process.

### **Legal Cases which Involving Danamon**

	Amount of Cases			
Cases Faced by Danamon	Civil	Criminal	Impact on the Condition of Danamon	
Has been settled (valid and binding)	154	19	Case that has no financial impact on Danamon	
In settlement process	173	22	Legal process have not been final thus have not creating any obligation to Danamon	

Note:

All civil and criminal cases faced by Danamon during the reporting year have been been submitted to the court and investigation processes. The recapitulation of total cases in 2023 was the same as data as of per December 2023.

#### Legal issues Involving the Board of Commissioners and the Board of Directors Members

Legal Issues Faced by Members of the Board of	Amount of Cases		
Commissioners and Directors	Civil	Criminal	Impact on the Condition of Danamon
Has been settled (valid and binding)	-	-	None
In settlement process	-	-	None

### **Legal issues Involving Subsidiaries**

Legal issues Involving	Amount of Cases		
PT Adira Dinamika Multi Finance Tbk	Civil	Criminal	Impacts on the Condition of Subsidiary
Has been settled (valid and binding)	-	-	None
In settlement process	-	-	None



# LEGAL CASES AGAINST DANAMON

The following are legal cases against Danamon during 2023. All of these legal cases that continued from the previous years along with their current legal status.

# **Civil Case against Laverde Residence Mortgage Debtor**

The plaintiffs were buyers of houses/shop houses at Laverde Residence (North Serpong, South Tangerang) developed by PT Cowell Development Tbk., as the developer. The plaintiffs were debtors to whom Danamon had issued mortgage facility. The debtors filed a civil lawsuit because the developer did not immediately break the master land certificate for the houses they purchased.

The debtors claimed a total compensation of Rp221,336,339,188 from Danamon and requests for confiscation of collateral for the Bank Danamon head office building in South Jakarta, and Bank Danamon other buildings one in Matraman, East Jakarta and another one in Alam Sutera, South Tangerang.

During the examination process, the District Court and High Court annulled the debtors' lawsuit and until the specified time limit, the debtors had not filed an appeal against the verdicts through cassation. This means that the decision has permanent legal force (in January 2023).

### **Civil Case filed by PT Bidakara Taruma Sakti**

PT Bidakara Taruma Sakti ("Customer") was a customer of Danamon who filed a lawsuit for the damage it claimed to be Danamon;s fault, on the grounds that Danamon had committed an unlawful act due to the negligence of its former employees where a third party was able to withdraw the Customer's funds.

The customer claimed a total compensation of Rp133,941,635,054 and a request for confiscation of collateral for the Danamon head office building in South Jakarta.

The South Jakarta District Court has issued a verdict that rejects all of the Customer's claims. The customer then filed an appeal through the Jakarta High Court where the court ruled in favor of the customer and ordered Danamon to pay a compensation of Rp18,000,000,000. Based on the verdict, Danamon submitted a cassation request, and the Supreme Court issued a verdict in favor of the High Court's decision.

After consideration on input from various parties (including legal advice), Danamon Management decided to implement the verdict at the cassation level.

### **Civil Case against PT Fireworks Ventures Ltd**

The plaintiff (PT Fireworks Ventures Ltd) was the purchaser of the receivables on PT Griya Wijaya Prestige (portion of PDFCI Bank's receivables based on the 1995 syndicated credit agreement) from PT Millennium Atlantic Securities in 2005. Previously, PT Millennium Atlantic Securities purchased the receivables from the National Banking Restructuring Agency ("BPPN") in 2004. Under this syndication agreement, PDFCI Bank also acts as both facility and collateral agents.

PDFCI Bank merged into Danamon in 1998.

PT Fireworks Ventures Ltd filed a lawsuit because Danamon (in its capacity as collateral agent based on the syndicated credit agreement) did not submit a credit guarantee certificate (which was provided by PT Griya Wijaya Prestige) when Danamon's (ex-Bank PDFCI) portion of the bill was transferred to BPPN.

The plaintiff claimed a total compensation of Rp3,415,699,324,000 and a request for confiscation of collateral to be Danamon head office building in South Jakarta.

The South Jakarta District Court in October 2022 issued a verdict stating that the South Jakarta District Court had no authority to put this case on trial. The Jakarta High Court in August 2023 issued a verdict that ruled in favor of the South Jakarta District Court. As of the date of this report, there was still no further information about whether or not the Plaintiff filed an appeal against the verdict of the Jakarta High Court.

# TRANSPARENCY OF BANK'S FINANCIAL AND NON-FINANCIAL CONDITION

Access to company information and data in the form of financial and non-financial condition is regularly disclosed through mass media, public expose and through analyst briefing forums and websites. Reports on financial and non-financial condition are prepared and submitted to regulators and other institutions in accordance with applicable regulations. Reports on financial condition include Quarterly Published Reports, Published Financial Reports, Annual Reports and non-financial reports include Good Corporate Governance report, information on Products/ Services, Branch Networks and other non-financial information.

The following are the reports and information that have been disclosed and accessible via Danamon website (www. danamon.co.id):

Type of Information	Publication	Content				
	Financial Information					
Consolidated Financial Statements	Quarterly	Consolidated Financial Statements in accordance with the standard of Financial Accounting in Indonesia				
Published Financial Statements	Quarterly	Summary of Financial Performance according to OJK				
Analyst Presentation	Quarterly	Key financial and non-financial information				
Annual Report	Annually	Financial and non-financial information, business segments, product information, and profit				
	Non-Financial Ir	nformation				
Product/Service	Ad hoc	Information on products and services offerings				
Branch Network	Ad hoc	Information on Branch Offices				
Management and Ownership	Ad hoc	Information on the management and ownership structure				
GCG related Policies	Ad hoc	Information on corporate governance policies of Danamon				
GCG Report	Annually	Information on corporate governance implementation of Danamon and result of corporate governance assessment				



### REMUNERATION POLICY

### **Remuneration Policy Preparation Process**

Danamon considers it important to apply good remuneration philosophy and principles to keep remuneration levels at Danamon competitive in the market that will motivate employees to make the best contribution to and support Danamon's business continuity and mission to become a leading financial institution in Indonesia.

The remuneration policy aims to regulate the process and approach to determining remuneration for members of the Boards of Directors and Commissioners and employees based on their work, contribution to Danamon, and equality in the market for the same position.

To ensure independency in employee remuneration in the control unit, each of the employees is given Key Performance Indicator (KPI) as a measuring tool for their performance that is not related to KPIs in the working unit they oversee.

# Scope of Remuneration Policy and its implementation

This Remuneration Policy applies to all business units both at the head office and in the regions, including Sharia business units.

### Remuneration is associated with risk

In providing remuneration to employees, the Company considers potential risks that may arise from all types of risks.

In the event that a risk arises as a result of the decision taken, the Company reserves the right to extend the deferral period for the variable given.

# Performance measurement Associated with Remuneration

To provide fair compensation to each employee, Danamon always pays attention and considers the employee work load and skill sets as well as market practices for similar positions.

The following guidelines are used to determine the amount of employee salaries:

- 1. Danamon implements a Clean Wage system where it only rewards employee with one salary without allowances.
- Danamon uses the salary structure as a guide to determine minimum and maximum salaries for a certain level.
- 3. Payment Reference for a position in the market is based on:
  - Company business strategy
  - Benchmark with market for similar positions
- 4. The amount of employee salaries varies depending on:
  - Skill set and competency
  - Performance
  - Experience
  - Scarcity of positions in the market
- 5. The lowest employee salaries are determined with due consideration on the minimum wage set in areas where the employees are stationed.

Based on performance measurements and contributions to Danamon each year, eligible employees will be rewarded with annual performance bonus.

Performance bonuses are intended to motivate and encourage employees to make greater contribution to Danamon.

Danamon uses the following guidelines to determine employee performance bonuses:

- 1. Pool bonuses for employees and senior management are created based on Danamon's performance achievements against predetermined work plans:
  - Key factor in this is Net Profit after Tax (NPAT) before restructuring costs.
  - The second factors include economic condition, government regulations, market, restructuring, etc
- The amount of bonus pool is based on percentage to Net Profit after Tax (NPAT) before restructuring costs
- 3. Any increase or decrease in bonus pool percentage to NPAT must be decided with due consideration on Danamon's performance against plans set at the beginning of the year. Bonus should be distributed based on unit and individual performances.

### Remuneration Adjustments are linked to Performance and Risk

Danamon applies the following provisions OJK regulation No.45/POJK.03/ 2015 under on executives appointed as Material Risk Taker (MRT) due to the significant impacts of their decision-making authority on Danamon's risk profile, to decide on the executives' annual performance bonus

- 1. A portion of the annual performance bonus is deferred for at least a period of 3 years.
- 2. The deferred portion is divided into cash and shares/ share-based instruments.
- 3. If a Danamon key executive (Director/Board of Management) is dismissed by the Company due to other matters than errors, negligence or fraud, payment for the deferred portion remains due but cannot be made any earlier.
- 4. The amount of the deferred portion is differentiated based on office ranks. The higher the position level, the larger the deferred portion. The portion size and deferral schedule are determined by the Nomination and Remuneration Committee.
- 5. If a Danamon key executive (Director/Board of Management) resigns, the deferred portion that has become due is automatically waived.

6. If Danamon executive (Director/Board of Management) is proven to have committed violations such as negligence, fraud, etc. in the previous year only discovered the following year and have received a performance bonus, then the performance bonus can be withdrawn (Claw back).

### **Consultant Regarding Remuneration**

Danamon appoints Willis Towers Watson as the consultant that conducts yearly surveys on salary. The results of the salary survey are used as a reference for determining employee salaries. Danamon also uses the services of the same consultant to assist the Bank in redesigning compensation for employees.

# Position and number of parties who are Material Risk Takers

In implementing Financial Services Authority Regulation No.45/POJK.03/2015 concerning the Implementation of Governance in Providing Remuneration for Commercial Banks, Danamon applies the remuneration precautionary principle regarding risks inherent in the executives who have the authority to make decisions that can have a significant impact on the bank's risk profile. Therefore, the Company has determined that Danamon executives categorized as Material Risk Taker (MRT) shall be members of the Boards of Directors and Management.

# Remuneration of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee consists 4 members of the Board of Commissioners and 1 key executive in charge of the Human Resources division.

The total remuneration paid to all members of the Nomination and Remuneration Committee during 2023 was Rp19.1 billion.

# Remuneration of the Boards of Directors Commissioners

The remuneration and facilities packages received by the Board of Directors and Board of Commissioners include the remuneration structure and details of nominal amounts, as given below:





	Amount Received in 1 (one) Year							
		Directors			Board of Commissioners			
Types of Remuneration and Facility	2023				2023		2022	
	Person	Million Rp	Person	Million Rp	Person	Million Rp	Person	Million Rp
Salaries, bonuses, routine allowances, bonuses and other facilities in the form of non nature	9	119,366	10	97,856	6	25,654	10	22,822
Other facilities in the form of nature (housing, health insurance, etc.) which:								
a. possessable	9	2,735	10	2,610	6	1,375	10	1,466
b. not unpossessable	9	8,184	10	8,034	6	1,587	10	1,610
Total	9	130,285	10	108,500	6	28,616	10	25,898

### Remuneration of Directors and Board of Commissioners Based on Income Level

Remuneration packages are grouped into levels of income received by members of the Boards of Directors and Commissioners in 1 (one) year, as given in the table below:

Amount of Remuneration per Person in 1	Number o	f Directors	Number of Commissioners		
(one) year)	2023	2022	2023	2022	
Above IDR2 billion	9	10	5	5	
Above IDR1 billion to IDR2 billion	-	-	1	3	
Above IDR500 million to IDR1 billion	-	-		2	
IDR500 million and below	-	-	-	-	

### **Variable Remuneration**

Besides fixed remuneration, Danamon also provides variable remuneration to employees in the form of annual performance bonuses intended as a reward for employee performance and contribution each year and as part of the Bank's retention programs or long-term compensation programs that will eventually make the employees as its key executives key companies willing to continue working at Danamon.

Annual performance bonuses are given to the Directors, Commissioners and eligible employees. The amount of bonus may change in every fiscal year depending on Danamon's overall performance, Line of Business/Segment performance and the performance of each employee.

The long-term compensation program is provided very selectively to Directors and Senior employees proven to have outstanding performance and/or hold key positions. Providing long-term compensation programs is the prerogative of the President Director and the Board of Commissioners.

The table below shows the number of Directors, Commissioners and Employees who received variable remuneration for 1 (one) year and total amount given:

					Amou	nt receive	ed in 1 (on	e) year				
Variable	Director			Commisioner			Employees					
Remuneration	ation 2023			2022		2023 2022		22	2023		2022	
	Person	Million (Rp)	Person	Million (Rp)	Person	Million (Rp)	Person	Million (Rp)	Person	Million (Rp)	Person	Million (Rp)
Total:	9	44,560	10	27,802	6	11,669	10	8,578	5,331	291,388	5,157	247,078

### **Variable Remuneration Guaranteed Without Conditions**

Danamon does not provide variable remuneration that is guaranteed without conditions to prospective members of its Board of Directors, Board of Commissioners and/or Employees for the first 1 (one) year.

#### **Deferred variable remuneration**

Deferred variable remuneration package consists of cash and/or shares or share-based instruments as has been implemented pursuant to OJK regulations.

### **Highest to Lowest Salary Ratio**

Salary is employee's right given and expressed in the form of money as a reward from the Company or employer to employees which is determined and paid according to a work agreement, contract or regulatory provisions, including allowances for employees and their immediate families for the work and/or services they provide. The salaries put in comparison in the salary ratio are the compensation received by members of the Boards of Directors and Commissioners and employees.

Salary Ratio	2023	2022
The highest to lowest employee	161.3 x	111.9 x
The highest to lowest Director	2.5 x	2.4 x
The highest to lowest Commissioner	1.28 x	1.3 x
The highest Director to the highest employee	1.5 x	1.7 x

### **Stock Options**

Danamon did not issued a share option program for members of its Boards of Directors and Commissioners or employees throughout 2023.

### **Termination of Employment and Total Nominal Severance Pay Paid**

Employees who are terminated (PHK) are entitled to severance pay. The total nominal severance pay paid is listed in the table below:

Note that the second of the se	Total Employees		
Nominal Amount of Severance Pay Paid per Person in 1 (one) Year	2023	2022	
Above IDR1 billion	34	45	
Above IDR500 million to IDR1 billion	73	57	
IDR500 million and below	657	716	

### Details of the amount of Remuneration given in 1 (one) year

- 1) Fixed Remuneration and Variable Remuneration;
- 2) Deferred and non-deferred remuneration; And
- 3) form of Remuneration given in cash and/or shares or share-based instruments issued by the Bank, as given in the table below:

A. Fixed Remuneration *)					
1. Cash	Rp83,733				
2. Shares/share-based instruments issued by the Bank	N/A				



B. Variable Remuneration*)	Not Deferred	Deferred
1. Cash	Rp55,277	Rp7,329
2. Shares/share-based instruments issued by the Bank	N/A	1,412,301 (shares)

### **Quantitative Information**

- 1) total remaining Remuneration that is still deferred, whether exposed to implicit or explicit adjustments;
- 2) total reduction in Remuneration due to explicit adjustments during the reporting period; And
- 3) total reduction in Remuneration due to implicit adjustments during the reporting period, as given in the table below:

		Total Deductions During the Reporting Period			
Types of Variable Remuneration	Still Deferred *	Due to Adjustment Explicit (A)	Due to Adjustment Implicit (B)	Total (A) + (B)	
1. Cash (in million rupiah)	Rp11,865	-	-	-	
2. Shares/share-based instruments issued by the Bank (in shares and with a nominal value of millions of rupiah which is a conversion of the shares)	2,544,209 shares	-	-	-	

Note: \*) Only for MRT and expressed in million rupiah

Note:
\*) Only for MRT and expressed in million rupiah

# BANK'S SHARES BUY BACK AND BOND BUY BACK

There was no repurchase of both shares and bonds in 2023.

# TRANSACTIONS WITH CONFLICTS OF INTEREST

No conflict of interest transaction was reported during the course of 2023.

Conflict of Interest Transaction is regulated in a Policy for Transactions with Affiliated Parties, Related Parties and Conflict of Interest Transaction. In cases where such transaction is unavoidable, the involved members of the Boards of Directors or the Board of Commissioners must refrain from taking part in the transaction review and approval process.

No	Name and Position of Official involved in Conflict of Interest	Name and Position of the Decision Maker	Type of Transaction	Transaction Value (Millions of Rupiah)	Description	
NIL NIL						

### **POLITICAL DONATION**

Danamon has a policy that restricts itself from getting involved in political activities, including making donations for political purpose of any kind. During 2023, Danamon did not make any donation for political activities.

#### **SOCIAL DONATION**

Danamon's social donation is disclosed in the Corporate Social Responsibility section of this Annual Report.

### BANK'S STRATEGIC PLAN

The Bank's Strategic Plan is described in the Strategic Review section of the Management Discussion & Analysis Chapter in this Annual Report.



### INFORMATION ACCESS

Danamon provides easy access and information to stakeholders about Danamon through communication media such as Press Releases and Analyst Briefing Booklets. In addition, Danamon provides information about products and services, investor information, office networks, financial reports, annual reports, reports and implementation of governance and social activities, corporate actions and others made available on its official website at http://www.danamon.co.id both in Indonesian and English.

In order to improve consumer service and protection, meet the need for information about products and services, and handle customer and/or prospective customer complaints, Danamon operates a designated communication media called Hello Danamon. Hello Danamon can be accessed 24/7 at 1-500-090 and via e-mail: hellodanamon@ danamon.co.id, twitter: @hellodanamon.

### The public can also contact:

Unit	Phone number	E-mail
Corporate Secretary	(021) 80645000 Ext. 8706; 8794	corporate.secretary@danamon.co.id
Investor Relations	(021) 80645000 Ext. 8621; 8611	investor.relations@danamon.co.id
Corporate Communications	(021) 80645000 Ext.8301; 8328	corporate.communications@danamon.co.id

### INVESTOR **RELATIONS**

Investor Relations is under direct supervision of the Chief Strategy Officer. The role of Investor Relations includes the following financial and strategic aspects:

- Deliver regular financial performance updates, business strategies, work plans to the investors/ analysts, other stakeholders (rating agencies, creditors, regulators) in the form of quarterly performance exposures, meetings, conferences, and etc.
- Provide adequate, reliable and timely information about Danamon's corporate actions to each stakeholders.
- Engage in Danamon's strategic projects, including those dealing with independent consultants.

In performing its duties, Investor Relations works closely with the management, the leaders of each business unit, Corporate Communications, Integrated Risk, Corporate Secretary and other relevant Divisions.

Information about Danamon's performance update and strategy can be accessed through the website www. danamon.co.id.

### **PROVISION OF INFORMATION TO INVESTORS DURING 2023**

Media	Frequency	Frequency
Analyst presentation/Public expose	2 times	Public Expose for media, analysts and senior management to provide final information on financial and non-financial conditions
Investor Materials	4 times	Publication of investor material related to quarterly performance uploaded on the company website
Financial Statements	4 times	Publication of quarterly financial statements in accordance with Bapepam-LK requirements as a public company
Financial Statements	1 time	A comprehensive report to the public and stakeholders on Danamon's performance, business and other activities
Roadshow and Conference	1 time	Participation in various deal and non-deal road shows organized by well-known securities companies to give investors, analysts and other stakeholders insight into the latest information on Danamon's performance and strategies, challenges and opportunities
In Person Meetings and Conference Call	19 meetings	Meetings with local/ overseas analysts/ investors to provide information on Danamon's strategy and performance

# CORPORATE COMMUNICATIONS

Corporate Communications Unit is responsible for managing communication between Danamon and public, through mass media. Corporate Communications contributes to the development of effective, accurate, concise, and reliable communications with the following scope of objectives and responsibilities:

- Building and maintaining Danamon's image in society through the function of public relations.
- Carry out the communication function of Danamon's management to public through mass media, both printed and electronic media.
- Perform the external communication function, including creating messages, determining the form of communication, and providing information to third parties.
- Act as the initial point of contact for public who need information about Danamon.

#### **SOCIAL MEDIA**

Danamon's official social media and website are:

• Twitter : @danamon, @HelloDanamon (customer service)

Facebook : Bank DanamonInstagram : @mydanamon

• LinkedIn : PT Bank Danamon Indonesia, Tbk.

YouTube : Bank Danamon
Website : www.danamon.co.id





# SERVICE EXCELLENCE & CUSTOMER CARE

In a Hyper Competitive Industry such as banking, Customer Experience constitutes a business strategy that banks can device with trust and confidence in the importance of Customer Centricity Culture in an organization. Not only does a behavior-changing, customer-oriented organizational culture facilitate product or program development, but also it also serves as one of the strategic pillars on which to create unforgettable moments of end-to-end customer service experience, which then becomes the Top of Mind of customers. A proper implementation of Customer Centricity has a more specific purpose of pursuing sustainable business growth as it helps to build a strong positive branding while maintaining good relationships with the customers that entice them into buying banking products sustainably, and even make the customers a word of mouth amongst their inner circles.

Service transformation with a Customer Centricity mindset encourages Danamon to make continuous customer-aspired innovations in all products and services in line with their evolving needs and expectations and the challenges that come with them and may change customer behavior.

Towards this end, in building synergy and collaboration among Danamoners, Danamon simultaneously holds a Customer Centricity Culture Kick-Off where it invites the entire Top Down to share a commitment to implement Service Excellence at all touch points, with Service Behavior "I-STAR" (Initiative, Service Oriented, Trusty, Accountable & Reliable), to realize Customer Centricity level towards Loyalty & Engagement as a the Bank's business fundamental pillar.

### **Channel Experience Management**

As a form of commitment to build a culture of Customer Centricity to win the hearts of customers and increase business opportunities, the Bank did the following:

 Created special moments for customers with a Customer Month program held in September 2023, where the branch team welcomed customers with a special dress code, greetings, gifts & snacks. Adding to the fanfare was the presence of some of the Bank's Directors who personally greeted the customers and listened to their voices in the Banking Hall in order to build stronger relationships with them and improve service at the branch.

- The "Come to Danamon" event was held to introduce banking services to the schools that were located around the Bank's branches where education on product & service information available at Danamon was given to students, teachers and parents to entice them into making Danamon as a partner in all financial needs.
- As a compliment to joint business agreement, Danamon organized Service Training for Danamoners & Branch Teams that also engaged the Service Excellence & Customer Care Division that contributed by providing Service Training to employees of Danamon's corporate customers operating in the service sector.
- Development Program for frontliners in branches in the form of independent learning with a flexible approach and updated material with the hope that branches would do a lot more than just providing services to meet customer standards or expectations (beyond expectations).

### **Channel Improvement**

In order to increase the effectiveness of CRM (Customer Relationship Management) application used by front liners an enhancement to the application has been made using a more user friendly design that makes it easier for front liners to input information, requests and complaints from customers while also facilitating the back office staffs to follow up on customer requests and complaints.

In addition, the Bank also runs a process of integrating several systems used by front liners into the CRM application, which aims to facilitate front liners in understanding customer profiles and needs and providing them with the right services.

### **Service Achievement**

In 2023, Bank Danamon won several awards in the Service sector which included the following:

No.	Organizer Name	Award Name	Award Category	Rank
1	Marketing Research Indonesia & Infobank	Satisfaction Loyalty and	SLE Index 2023	3
	Indonesia & Infobank	Engagement Award 2023	Loyalty Index 2023	2
			Engagement Index 2023	2
			Marketing Engagement Index 2023	3
			Satisfaction Index 2023	1
			Satisfaction Index 2023 Customer Service	1
			Satisfaction Index 2023 Teller	1
			2023 Branch Office Satisfaction Index	3
			Satisfaction Index 2023 ATM	3
			Satisfaction Index 2023 Mobile Banking	2
2	Marketing Research Indonesia & Infobank	Banking Service Excellence Recognition 2023	10 consecutive years of excellent service	Platinum
	ilidollesia & ililobalik		Performs Teller	2
			Best Sms Banking Performance	1
			Best Performance for Opening an Account via Website	1
			Priority Bank Service Performance	2
			Priority Staff Performance	2
			Best Performance in Convenient Priority Branch	1
3	SWA – Business Digest	SWA – Business Digest Championship	Indonesia Customer Service Champions 2023	Very Good

### **HELLO DANAMON**

As an information service center, Hello Danamon operates 24/7 to answer the needs of each customer, and manages interactions with customers at 1-500-090, Twitter @hellodanamon, e-mail: hellodanamon@danamon.co.id, and live chat information service via WhatsApp at 08581 1500 090.

Hello Danamon is a designated channel for customers where they can get all the information they may need about products & services and voice their complaints. Therefore, to maintain system stability and ensure customer comfort, the system's process is periodically upgraded for more seamless operational process when serving customers through Hello Danamon.

To improve service quality and provide the best customer solutions, the agents of Hello Danamon are given ongoing trainings. Also, to increase their passion and give motivation, an award program is held every month where it selects and puts on the Wallboard a Star of the Month from amongst the Agents and Team Leaders who succeed in delivering their best performance.



The Video Banking service, which helps customers verify account openings online via D-Bank Registration, has made significant improvements to the customer verification process that utilizes the Face Recognition and Liveness Detection feature. It is expected that the improvement can better meet customer expectations as the feature combines speed, security and comfort.

Bank Danamon has gone even further by making improvements to its Autocorrect feature, which aims to provide optimal support to Correspondence Agents and makes typing words a lot easier to improve accuracy in writing e-mails. This is a concrete step that reflects Bank Danamon's commitment to continue improving Agent work tools that make correspondence process even more efficient.

During 2023, Bank Danamon recorded 24,825 customer complaints and 96.19% of these complaints have been resolved in accordance with established standard procedures.

	Types of Financial Transactions	S	ettled	In I		
No		Total	Percentage	Total	Percentage	Total Complaints
1	Fund Raising	1,915	7.71%	2	0.01%	1,917
2	Fund Disbursement	66	0.27%		0.00%	66
3	Cooperation Products	126	0.51%		0.00%	126
4	Payment System	21,773	87.71%	943	3.80%	22,716
	Total	23,880	96.19%	945	3.81%	24,825

### **Total Complaints and Percentage of Settlement**

Year	Number of complaints	Number of Complaints Resolved	Completion Percentage
2023	24,825	23,880	96.19%

### CORPORATE **CULTURE**

Corporate culture is a set of norms that serves as behavior and attitude guidelines for all employees and members of the Boards of Directors and Commissioners of Danamon in discharging their respective duties and responsibilities to realize Danamon's stated Vision and Mission.

"Corporate Values" is a set of values upheld by the Company as it moves forward on a journey towards realizing its stated vision and mission.

Danamon's Corporate Values consist of Collaborating, Integrity, Eager to serve and Adaptive, or BISA in short.

### Collaborate

Aligning diverse sources as a strength to achieve common goals. This involves working towards a common goal with a sense of belonging and mutual respect.

### Integrity

Placing priority on professionalism, transparency, responsibility and ethics as guidelines for consistent performance. This involves acting responsibly, openly, and fairly.

### Eager to Serve

Eager to give fast and the best possible services with great accuracy. This involves customer-oriented and value-adding approaches while always delivering the best.

### Adaptive

Making continuous self-adjustments and selfimprovements in order to be the best. This involves acting responsively, competitively, and innovatively.

Danamon has communicated its corporate values internally through a designated series of outreach programs, from raising employee awareness, describing the expected behaviors and attitude from each of the values, organizing appreciation program for employees who have lived up to the corporate values and become a role model for their fellow employees, incorporating the values into training programs, and onto making the alignments of the Code of Conduct, internal Human Capital provisions on recruitment, performance appraisals, work culture programs, education and training, etc.

To support the outreach programs, the management and all employees put to work their shared commitment to collaborate under the Danamon Rumah Kita umbrella theme. The collaboration has a more specific purpose, which is to bring together all of Diamond's organizational bodies as one solid team where they support each other in applying the corporate values. The Company also hosts Danamon Innovation Race, an internal contest themed 'How to Strengthen Our Corporate Values'. Another corporate culture agenda is the BISA Medal Program that appraises employees who have demonstrated BISA attitudes and behavior in their day-to-day work.

Diamond strengthens its corporate branding with a unique Employee Values Proposition (EVP), which has been specifically developed to manifest its commitment to the employees by giving back values as a reward for their shown contribution to the Company.

The Company's EVP is known as GROW, which simply means "Growing" and stands for:

### 1. Global Exposure

Danamon is committed to offering me global exposure and experience through business collaboration and knowledge sharing on best business practices.

I will use my expertise and skills as an opportunity to drive innovations so I can do my part in supporting the Bank's sustainable growth.

### 2. Rise to Excellence

Danamon has aspirations to build a supportive and collaborative work environment, which in turn inspires me to bring new ideas and make a significant contribution with my outstanding performance.

#### 3. Own Your Future

Danamon encourages me to pursue both my personal and professional growths with various competency development opportunities that support my commitment to build a future career.





### 4. Wellness & Wellbeing (Reach Prosperity)

Danamon is sincerely concerned about my health and wellbeing; and as part of the Danamon family and a manifestation of social responsibility, together we support and protect the social community.

Diamond hopes that both its corporate values and EVP commitment can strengthen employee engagement and increase their productivity while attracting external talents, consistent with Danamon's stated mission of becoming the Top Employer of Choice.

### CODE OF **CONDUCT**

Danamon's Code of Conduct is an ethical value that refers to the vision, mission and values of the corporate culture. The code of conduct becomes a guideline of conduct for all management (Board of Directors, Board of Commissioners, Sharia Supervisory Board, including but not limited to parties outside of Danamon who are members of the Audit committee or Risk Management Committee) and employees in conducting daily tasks and establishing relationship with customers, colleagues and third parties. The code of conduct is expected to support the business continuity and reputation of Danamon.

### The Code of Conduct Statement Applies at All Levels of Corporate Organization

Management and employees without exception, must know, understand, obey, and implement the Danamon Code of Conduct. The Code of Conduct is binding and therefore violation of the Code of Conduct may be subject to sanctions of either administrative, civil or criminal in accordance with the applicable provisions and procedures. Consequences of violation of the Code of Conduct will be sanctioned up to termination of employment.

The Code of Conduct includes behavioral guidelines regarding Anti-Fraud, Conflict of Interest, Information Management, Anti-Money Laundering and Terrorism Financing Prevention, and the Company's Business Ethics. The Code of Conduct is also the basis for the Company in formulating internal provisions and policies.

To ensure the enforcement of the Code of Conduct at all levels, Management and Employees, without exception, are required to know, understand, comply with, and implement Danamon's Code of Conduct. Every year, Management and Employees convey their commitment to the Code of Conduct by filling out an annual statement. Updating the content and implementation of the Code of Conduct is carried out continuously by the Company, both through socialization and periodic review of the contents of the Code of Conduct.

The Code of Conduct is binding and therefore violations of the Code of Conduct may be subject to sanctions either administrative, civil or criminal in accordance with applicable provisions and procedures. In the context of employment, violations of the Code of Conduct have the consequence of sanctions up to termination of employment.

### **SANCTIONS IMPOSED DURING 2023**

Type of Sanctions	Number of Employees
Termination of Employment	49
Warning Letter I	141
Warning Letter II	8
Warning Letter III	40
Reprimand Letter	126
Total	364

# ANTI-BRIBERY AND **ANTI-CORRUPTION POLICY**

In running its banking operations, Danamon is inseparable from the intertwined relationships and interactions with customers and other stakeholders. As a member of the MUFG Financial Group, Danamon has a firm commitment to carry out a transparent and responsible business management that not only adheres to ethical business practices but also complies with all applicable regulatory provisions. Danamon embraces the principles and policies of zero tolerance for acts of bribery and corruption including any ill-intentioned attempt to use gifts, entertainment, hospitality or other inducements to make unmerited gains or practice a dishonest business.

To support its commitment to anti-bribery and corruption and share insight to the importance of a firm attitude in handling and overcoming acts of bribery and corruption, Danamon has in place an Anti-Bribery and Corruption Policy. This policy has been prepared with reference to Danamon's values and code of conduct, laws and regulation as well as global practices of the MUFG Financial Group.

Danamon's Anti-Bribery and Corruption Policy forbids all forms of bribery and corruption, as described below:

- a. Offering, promise and/or give (anything of value either directly or indirectly to anyone with the intention of making unmerited business gains or benefits.
- b. Requesting and/or receiving anything of value either directly or indirectly from anyone that is intended to persuade Danamon's Management and/or employees to do inappropriate actions on behalf of Danamon.
- c. Forgery or conceal books, records or Danamon's other corporate data about business activities, customers, service providers, vendors, suppliers or other business partners. Every expenditure must be recorded transparently with verifiable supporting documents to prevent misuse of the financial records as a device to conceal acts of bribery and corruption.

- d. Making political contributions on own behalf or on behalf of Danamon.
- e. Providing job offers or job opportunities to candidates with the intention that Danamon can unlawfully obtain business advantage or opportunity.

Danamon has also established a compliance program for the implementation of the Anti-Bribery and Corruption Policy through the following control processes:

- Periodic risk assessment and risk control for acts of bribery and corruption;
- Due diligence and supervision of third-party service providers acting on behalf of Danamon;
- Assessment review of gifts, hospitality, job offers, donations, sponsorships and honorariums;
- Evaluation and management of risks associated with business transactions.

During 2023, Danamon carried out outreach programs periodically for Management and all Employees and made the implementation of the Anti-Bribery and Corruption Policy available on its official website for the public to access.

The Anti-Bribery and Corruption Policy has been accommodated in Danamon's code of conduct to addressthe issue of bribery and corruption. As a commitment to this policy, Danamon makes it compulsory for the management and employees to sign a code of conduct Declaration periodically. Danamon has also optimized its Whistleblowing System as a reporting channel for any alleged violation, including corruption.





### ANTI-FRAUD POLICY

Danamon is committed to upholding a "Zero Tolerance for Fraud" principles. Strict sanctions are administered to perpetrators of fraud in accordance with applicable regulations. Danamon actively participates in upholding an anti-fraud culture with the following principles:

- Management actively watches out for risks of fraud by setting a maximum tolerance threshold for fraud losses in its Risk Appetite Statement parameters, through escalation of information on fraud incidents to the Directors and Commissioners, then the Directors and Commissioners provide direction for handling, mitigation, control and corrective steps followed by regular monitoring through existing committees, namely the Risk Management Committee, Audit Committee, and Risk Oversight Committee, by intensifying anti-fraud awareness campaigns, and by intensifying any strict sanctions for those that have perpetrated fraud.
- All Danamon employees and members of management are required to sign an Anti-Fraud Integrity Pact that is part of an Anti-Fraud Awareness

- electronic learning module that all Danamon employees must partake in.
- Danamon utilizes a Whistleblowing System (WBS) channel provided by an independent party. The identity of the reporter is guaranteed confidentiality. This channel is disseminated every month via e-mail blasts to all Danamon employees.
- All Danamon employees are encouraged to make use of a "Speak-Up" culture and to emmediately speak up if they find evidence, indications, or suspect any kind of fraud, including violations of Danamon's code of conduct, procedures, rules, and regulations.
- Implementing four pillars of anti-fraud strategy, namely: prevention; detection; investigation, reporting, and sanctions; and monitoring, evaluation, and follow-up.
- Strengthening aspects of risk management that focus on fraud control including fraud identification, escalation, mitigation, and handling fraudsters.

### INTERNAL FRAUD

Internal fraud is the fraud carried out by the management, permanent employees, and non-permanent employees (honorary and outsourced personnel) related to work processes and operational activities. The table below is the number of internal fraud cases with financial impact of more than IDR100,000,000 (one hundred million rupiah):

	Total Cases Involving								
Internal Fraud	Management		Permanent Employees		Non-Permanent Employees				
	2023	2022	2021	2023	2022	2021	2023	2022	2021
Total internal fraud	-	-	-	6	7	7	-	-	-
Completed	-	-	-	1	7	7	-	-	-
In Internal Process	-	-	-	5	-	-	-	-	-
Pending Process	-	-	-	-	-	-	-	-	-
Followed up through Legal action	-	-	-	-	-	-	-	-	-

# WHISTLEBLOWING SYSTEM

The Whistleblowing System is a designated communication channel for whistleblowers/ reporters to report incidents or alleged violations such as frauds, policy violations, bribery/borrowing money from customers, sexual harassment, theft/embezzlement, fraudulent financial statements, unlawful actions and other violations of the code of conduct that involve Danamon employees and/or parties related to Danamon where the identity of the whistleblower is kept confidential. The whistleblowing system is a form of Danamon's commitment to support the implementation of good corporate governance and business practices that are characterized with integrity.

In an effort to build a more independent, transparent, easy, confidential, protected and monitored whistleblowing reporting system for the whistleblowers, Danamon engages trustworthy third parties in the Danamon Whistleblowing System (WBS).

All employees can, in an open responsible manner, report any frauds or violations presumed to have been committed without fear or worry because their confidentiality is guaranteed. Danamon will protect and keep the confidentiality of the whistleblower's identity. The reports received along with investigation results will be registered every month and reported to Management and the Audit Committee periodically. Any information received trough the whistleblowing channel will be reviewed and followed up by the Whistleblowing team authorized by Danamon.

### **Whistleblowing Policy**

Danamon has a whistleblower policy that has been communicated internally to all employees through various media such as: e-mail blast, Danamon Portal, and the Danamon website (www.danamon.co.id).

### **How to Submit Violation Reports**

Danamon provides reporting facilities that are easily accessible through several communication channels, as follows:

- E-mail address: danamon-wbs.info@kpmg.com.sg
- Website: https://danamon-wbs.info/
- SMS/Whatsapp: 0811-825-2662

 Postal Address: KPMG Siddharta Advisory – EthicsLine BDI Astra Tower Floor 21, Jl. Jenderal Sudirman 5-6, Jakarta 10220

Danamon provides reporting facilities that are easily accessible through several communication channels, as follows:

- E-mail address: danamon-wbs.info@kpmg.com.sg
- Website: https://danamon-wbs.info/
- SMS/Whatsapp: 0811-825-2662
- Postal Address: KPMG Siddharta Advisory EthicsLine BDI
- Astra Tower Floor 21, Jl. Gen. Sudirman 5-6, Jakarta 10220

# Potential Violations by Members of the Board of Commissioners and Directors

Potential or alleged violations by members of the Board of Commissioners or Directors can be reported via the above communication channels and will be escalated to independent bodies other than the complicit, such as the Chair of the Audit Committee (Independent Commissioner) or the Chair of the Board of Commissioners.

### **Protection for Whistleblowers**

Danamon provides protection to whistleblowers to provide a sense of security for whistleblowers. The protection provided to whistleblowers includes:

- a. Protection of the confidentiality of the whistleblower's identity, including their available contact numbers;
- b. Protection against retaliation from the reported or other complicit parties;
- c. Protection from pressure, rights as an employee, lawsuits, property and even physical abuse;
- d. Protection is not only for the whistleblower but can also be extended to their immediate family members.

Danamon also provides legal protection in line with applicable laws and regulations. This commitment includes protection from criminal and/or civil prosecution, as well as protection of the personal and/or family security of the reporter from physical and/or mental threats.





### Handling Violation Reports, Party Authorized to Manage the Reports, and Imposing Sanctions

Danamon appoints an independent third party to manage Danamon's WBS, including management of follow-up and complaint administration. The appointed third party will forward the report received to the WBS Danamon team for evaluation to see whether or not the report should be processed further to the investigation stage or forwarded to the appropriate party.

Potential violations are investigated by an independent Internal Investigation Team based on the presumption of innocence and objectivity. The investigation results are used as the basis for decisions to take action and/or impose sanctions on the wrongdoers proven to have committed violations in accordance with applicable statutory provisions and regulations and/or in accordance with Danamon's internal regulations.

Investigation Result Reports are reported to the Board of Directors and Audit Committee periodically.

### **Complaint Handling Results in 2023**

Danamon has received 15 (fifteen) complaint reports via WBS. As of 2023, investigations have been completed on 10 (ten) reports, of which 3 (three) reports were proven to be fraud/violation of procedures/code of conduct, 7 (seven) were not proven to be fraud/violation of procedures/code of conduct while the remaining 5 (five) were still under in progress.

		Report	Status	
Total complaints		Set		
received	Total settled	Proven as Fraud/ Violation of Procedures/ Code of Conduct	Not proven as Fraud/ Violation of Procedures/ Code of Conduct	Under investigation process
15	10	3	7	5

# IMPLEMENTATION OF GCG GUIDELINES FOR PUBLIC COMPANIES

The Company continues to implement the Public Company Governance Guidelines, as regulated in POJK No.21/ POJK.04/2015 concerning Implementation of Public Company Governance Guidelines and SEOJK No.32/SEOJK.04/2015 concerning Public Company Governance Guidelines which includes 5 (five) aspects, 8 (eight) principles and 25 (twenty five) recommendations for implementing governance aspects and principles. The details are as follow:

	IMPLEMENTATION OF 25 RECOMMENDATIONS FOR PUBLIC COMPANY GOVERNANCE GUIDELINES								
No.	Principle		Recommendation	Explanation					
A.	Public Company Relation	ns with	Shareholders in Guaranteeing Shareholder I	Rights					
1.	Increasing the Value of Convening a General Meeting of Shareholders (GMS)	1.1.	methods or procedures for voting mechanism, both openly and privately, that	Danamon has in place GMS Rules and Regulations that govern the convention of GMS including voting mechanism, decision making and vote counting that prioritize independency and the interests of shareholders.					
				All GMS procedures and rules are available and can be accessed via the Danamon website (www.danamon.co.id).  Status: Terpenuhi (comply)					
		1.2.	All members of the Board of Directors and members of the Board of Commissioners of	The AGMS held on March 31, 2023 complied with applicable guidelines and procedures.					
			Public Companies should attend the Annual GMS (AGMS).	The AGMS was attended by all members of the Board of Directors and Board of Commissioners with some were present physically and the remaining virtually.					
				Status: comply					
		1.3.	The minutes of GMS should be made available on the Public Company Website for at least 1 (one) year.	Danamon uploaded the Summary of the GMS Minutes on the $2^{\rm nd}$ (second) working day after the GMS was held.					
				A summary of the GMS Minutes from 2010 is still available on the Danamon website, both in Indonesian and English.					
				Status; comply					
2.	Improving the Quality of Communication between Public Listed Companies and Shareholders or Investors	2.1	Public Companies should have a communication policy with shareholders or investors.	Danamon has a communications policy that governs the process of providing information to shareholders and the investment community in a reasonable and timely manner that allow them to assess Danamon's strategy, development, operations and financial performance, and enable shareholders and the investment community to be actively involved with Danamon.					
				Status: comply					
		2.2	Public Companies should disclose their communication policy with shareholders or investors on the Website	The Communication Policy is available to the public, including Danamon Shareholders or Investors, and can be accessed via the Danamon website.					
				Status: comply					





	IMPLEMENT <i>E</i>	ATION	OF 25 RECOMMENDATIONS FOR PUBLIC COM	PANY GOVERNANCE GUIDELINES
No.	Principle		Recommendation	Explanation
В.	Functions and Roles of th	ne Boa	rd of Commissioners	
3.	Strengthening the Membership and Composition of the Board of Commissioners	3.1	number of members of the Board of	The number, composition and structure of the Board of Commissioners have met the provisions and are in accordance with the size and complexity of Danamon's business with due consideration on the provisions of Financial Services Authority Regulation (POJK) No.33/POJK.04/2014 concerning Directors and Board of Commissioners of Issuers or Public Companies and POJK No.34/POJK.04/2014 concerning Nomination and Remuneration Committees for Issuers or Public Companies.
				As of 31 December 2023, Danamon's Board of Commissioners had of 6 (six) members with 50% of the Board of Commissioners being Independent Commissioners. The number of members of the Board of Commissioners did not exceed the number of members of the Board of Directors, which was 9 (nine).  Status: comply
		3.2	Public Companies should determine the member composition of its Board of Commissioners with due consideration on diversity of skills, knowledge and experience required.	Danamon has a diversity composition policy for members of its Board of Commissioners. The composition and structure of Danamon's Board of
4.	Improving the Quality of the Implementation of Duties and Responsibilities of the Board of Commissioners	4.1	The Board of Commissioners should have a self-assessment policy to its own performance.	Status: comply  Danamon has a Policy on Performance Assessment that offers guidance for assessing the Board of Commissioners in carrying out its duties and responsibilities.
		4.2	Dublic Commencies about the confe	Status: comply
		4.2	Public Companies should have the self- assessment policy for assessing the performance of the Board of Commissioners disclosed in its Annual Report	Danamon has a policy for performance assessment of the Board of Commissioners. The performance appraisal policy is disclosed in the Annual Report and made available on the Danamon website.
				Status: comply
		4.3	The Board of Commissioners should have a policy for the resignation of its members if they are involved in financial crimes.	Members of Danamon's Board of Commissioners who are involved in financial crimes shall resign from their positions. This obligation to resign is governed in the Board of Commissioners' Charter.
				Status: comply
		4.4	The Board of Commissioners or the Committee that carries out the Nomination and Remuneration function should prepares a succession policy for the process of nominating members of the Board of Directors.	Danamon's Board of Commissioners has a Nomination Committee and a Remuneration Committee who assist it in carrying out its duties related to the nomination and remuneration of members of the Board of Commissioners and members of the Board of Directors of Danamon.
				Danamon has a Directors Succession Policy to maintain leadership succession in the future.
				Status: comply

C.	Functions and Roles of t			
5.	Strengthening the Membership and Composition of the Board of Directors	5.1	Public Companies should determine the number of members of the Board of Directors with due consideration on its condition and effectiveness in decision making.	The number, composition and structure of the Board of Directors has met the provisions and are in accordance with the size and complexity of Danamon's business.  As of 31 December 2023, Danamon's Board of Directors had 9 (nine) members. The number of members of the Board of Directors is greater than the number of members of the Board of Commissioners.
		5.2	The composition of members of the Board of Directors should be determined with due consideration on the diversity, expertise, knowledge and experience required.	Status: comply  Danamon has a diversity policy for members of the Board of Directors.  The composition and structure of the members of the Board of Directors have been determined with due consideration on the knowledge, expertise and experience in accordance with the Company's needs to optimize decision making and improve performance.
		5.3	Members of the Board of Directors who are in charge of accounting or finance should have expertise and/or knowledge in the field of accounting.	Status: comply  Danamon's Finance Director has a Bachelor's Degree in Accounting and is a Certified Public Accountant - Indonesia.
6.	Improving the Quality of the Implementation of the Duties and Responsibilities of the Board of Directors	6.1	The Board of Directors should have a self-assessment policy to assess its own performance.	Status: comply  Danamon has a performance assessment policy for the Board of Directors as a guideline for assessing the effectiveness of the implementation of its duties and responsibilities.
		6.2	Public Companies should disclose its Board of Directors' self-assessment policy in its annual report.	Status: comply  Danamon has a policy for assessing the performance of the Board of Directors. The performance appraisal policy is disclosed in the Annual Report and made available on the Danamon website.
		6.3	The Board of Directors should have a policy for the resignation of members of its Board of Directors if they are involved in financial crimes.	Status: comply  Members of the Board of Directors who are involved in financial crimes are required to resign. This obligation to resign is govern in the Board of Directors Charter.  Status: comply
D.	Stakeholder Participatio	n		- Compy
7.	Improving Corporate Governance Aspects through Stakeholder Participation	7.1	Public Companies should have policy for insider trading prevention.	In an effort to prevent Insider Trading from occurring, Danamon has a Private Securities Trading Management (PEP) and Material Non-Public Information (IMNP) Policy.
		7.2	Public Companies should have anti-corruption and anti-fraud policies.	management and employees from committing bribery and corruption of any form. Besides, Danamon also has and continually updates its Anti-Bribery and Corruption Policy that governs the prohibition of bribery and corruption for all management and employees.  Bank Danamon has an Anti-Fraud Management Policy
		7.3	Public Companies should have a policy for	which sets out fraud risk management strategies.  Status: comply  Danamon has a Procurement Policy which governs
			the selection and improvement of supplier or vendor capabilities.	restrictions and ethics in dealing with business partners or vendors in the procurement of goods and services. This policy is available and disclosed on the Danamon website.
				Status: comply



	IMPLEMENTATION OF 25 RECOMMENDATIONS FOR PUBLIC COMPANY GOVERNANCE GUIDELINES							
No.	Principle		Recommendation	Explanation				
		7.4	Public Companies should have a policy for fulfilling creditor rights.	The fulfillment of the rights of creditors in the form of depositors (customers who have their fund invested in the company) is regulated through customer protection policy and customer service code of conduct which govern:  - The right to have adequate explanation of the product characteristics The right to access the terms and conditions of fund products.				
				<ul> <li>The convenience of making transactions through branches, e-banking services or other means determined by the Bank.</li> <li>Entitlement to profits/interest in accordance with applicable regulations.</li> <li>Procedures for handling and resolving customer complaints</li> </ul> Status: comply				
		7.5	Public Companies should have a policy for whistleblowing system.	Danamon has an Anti-Fraud Management Policy and Framework as well as a Fraud Handling Policy which govern the whistleblowing system. Danamon's whistleblowing system is managed by a trustworthy third party to ensure independency in its implementation.  Status: comply				
		7.6	Public Companies should have a policy for the provision of long-term incentives for its Board of Directors and employees.	Danamon has a Remuneration Policy. Details on the Remuneration policy are disclosed in this Annual Report.				
E.	Information Disclosure			Status: comply				
8.	Improving the Implementation of Information Disclosure	8.1		Danamon continues to improve information disclosure media, including on the website, to provide opportunities for shareholders and other stakeholders to easily access information about Danamon.				
				Status: comply				
		8.2	Public Companies should have its ultimate beneficial owner share ownership of at least 5% (five percent) disclosed in its Annual Report, in addition to disclosing the ultimate beneficial owner in the Public Company share ownership through the main and controlling					

### **STATEMENT OF IMPLEMENTATION OF GOOD GOVERNANCE PRINCIPLES**

In running its banking business, Danamon has implemented the principles of good corporate governance and stayed committed to continuing to implement good corporate governance practices in a transparent, accountable, responsible, independent manner, with due attention on equality fairness in a just and sustainable manner in order for the Bank to realize its stated banking business plans. During 2023, there were no material violations of applicable laws and regulations.





# REPORT OF INTEGRATED GOVERNANCE IMPLEMENTATION

Danamon implements its Integrated Governance (TKT) based on POJK No.18/ POJK.03/2014 dated November18, 2014 on the Implementation of Integrated Governance for Financial Conglomerates and SEOJK No.15/SEOJK.03/2015 dated May, 25 2015 on the Implementation of Integrated Governance for Financial Conglomerates and POJK No.45/ POJK.03/ 2020 dated October 16, 2020 on Financial Conglomerates. All the provisions govern the formation of a Financial Conglomerate, the appointment of the Main Entity (EU) therein, a comprehensive and effective TKT implementation, and mandatory preparation of Corporate Charter by the Main Entity.

Danamon has been appointed as the Main Entity in the MUFG Group Financial Conglomeration by MUFG Bank, Ltd as Danamon's Controlling Shareholder. As the Main Entity in the MUFG Group Financial Conglomeration, Danamon prepares the TKT Implementation Report as governed in the above provisions.

Danamon always applies the principles of good corporate governance in order to make continuous improvements in the quality of its integrated governance implementation. Adaptation is one of the most important factors in facing various changes within all Financial Services Institutions (LJK) in the MUFG Group Financial Conglomeration. The adaptation process carried out by LJK within the MUFG Group Financial Conglomeration always applies the principles of good corporate governance to ensure continuous improvements in the quality of its integrated governance implementation.

By implementing good TKT, the MUFG Group Financial Conglomeration hopes to increase added value for all stakeholders and all LJKs in the MUFG Group Financial Conglomeration and have strong healthy fundamentals on which to take an active part in the Indonesia' economic recovery.

PRINCIPLES OF INTEGRATED GOVERNANCE OF IMPLEMENTATION OF THE MUFG GROUP FINANCIAL CONGLOMERATION

### **Transparency Principle**

- a. The Main Entity and LJK in the MUFG Group Financial Conglomeration are obliged to disclose material and relevant information in a clear, accurate and timely as well as comparable manner while also easy for the shareholders and stakeholders to access.
- b. The transparency principle adopted by the Main Entity and LJK in the MUFG Group Financial Conglomeration does not reduce the obligation to comply with bank and/or company confidentiality provisions pursuant to applicable laws and regulations, restrictions on position secrecy and personal rights.

### **Principle of Accountability**

- a. The Main Entity and LJK in the MUFG Group Financial Conglomeration shall determine clear responsibilities for each of its organizational bodies consistent with the Company's vision, mission, business targets and strategy, and ensure that all those organizational bodies have competence depending on their respective accountabilities.
- b. The Main Entity and LJK in the MUFG Group Financial Conglomeration shall ensure that there is a check and balance system in Company management. All levels of the company organization have performance measures based on agreed measures, and shall be consistent with corporate values, business targets and Company strategy.

### **Principle of Responsibility**

- a. The Main Entity and LJK in the MUFG Group Financial Conglomeration must adhere to ethical values, prudential principles, and established laws and internal policies in maintaining business continuity.
- b. The Main Entity and LJK in the MUFG Group Financial Conglomeration must act as good corporate citizens in fulfilling its social responsibilities including environmental concerns.

### **Principle of Independency**

- a. The management of the Main Entity and LJK in the MUFG Group Financial Conglomeration shall be carried out professionally and independently, and is free from conflicts of interest, influence or pressure from any party that is in violation of laws and regulations, ethical values and principles healthy business management.
- b. In making decisions, the Main Entity and LJK in the MUFG Group Financial Conglomeration shall act objectively and free from any pressure from any party, and are committed to running their business with a priority placed on professionalism.

#### **Fairness Principle**

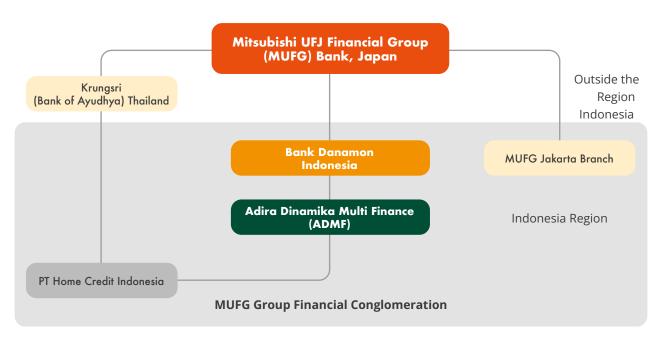
- a. The Main Entity and LJK in the MUFG Group Financial Conglomeration shall always attend to the interests of all stakeholders based on equality and fairness (equal treatment).
- b. The Main Entity and LJK in the MUFG Group Financial Conglomeration shall provide opportunities for all stakeholders to provide input and express opinions in the interests of the Company and have equal access to information in accordance with the principle of transparency.

### **MUFG GROUP FINANCIAL CONGLOMERATION**

### **Structure of the MUFG Group Financial Conglomeration**

PT Home Credit Indonesia (HCI) became a member of the MUFG Group Financial Conglomeration with MUFG Bank Ltd acquisition of HCI shares through Krungsri (75%), and PT Adira Dinamika Multi Finance Tbk (9.83%). Danamon has reported acquisition of HCI to the OJK Financial Conglomeration Supervision Department via letter No.B.693-DIR dated December 29, 2023 regarding the Report on Changes in Members of the MUFG Group Financial Conglomerate.

Thus, the organizational structure of the MUFG Group Financial Conglomeration is as follows:



PT BANK DANAMON INDONESIA TBK 2023 ANNUAL REPORT



### **Membership Structure**

The membership composition of the MUFG Group Financial Conglomeration is as follows.

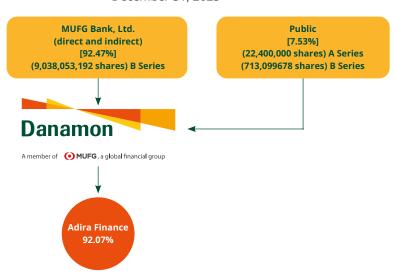
No.	Company	Type of Business	Position of Financial Conglomerate Members	Relationship with Danamon
1	PT Bank Danamon Indonesia Tbk	Bank	Primary Entity	-
2	PT Adira Dinamika Multi Finance, Tbk.	Financing Company	Member	Subsidiary
3	MUFG Bank cabang Jakarta	Bank	Member	Related Company
4	PT Home Credit Indonesia	Financing Company	Member	Related Company

#### **SHARE OWNERSHIP STRUCTURE**

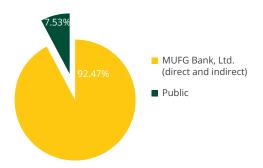
The share ownership structure in the MUFG Group Financial Conglomeration is as follows:

### **SHAREHOLDER STRUCTURE**

December 31, 2023



### Pemegang Saham as per December 31, 2023



### **Shareholder Composition**

Name	Total Shares	%
MUFG Bank, Ltd. (direct and indirect)	9,038,053,192	92.47
Public	735,499,678	7.53
Total	9,773,552,870	100.00

### OWNERSHIP STRUCTURE OF SUBSIDIARY - PT ADIRA DINAMIKA MULTI FINANCE, TBK. ("ADIRA FINANCE")



### Ownership Structure of Related Company - MUFG Bank Jakarta Branch

The Bank is a branch office of MUFG Bank, Ltd. Japan (Head Office) and Mitsubishi UFJ Financial Group, Inc. (MUFG) is the parent entity and main shareholder of the Bank Head Office and subsidiaries.

### **MANAGEMENT STRUCTURE**

All members of the Board of Directors and Board of Commissioners of each MUFG Group Financial Conglomeration entity have met the criteria of integrity, competence and financial reputation.

The following is the management structure of each entity in the MUFG Group Financial Conglomeration as per December 31, 2023:

### **MAIN ENTITY MANAGEMENT STRUCTURE**

#### PT Bank Danamon Indonesia Tbk

The composition of the Main Entity's Board of Commissioners and Directors as of 31 December 2023 is as follows:

	PT Bank Danamon Indonesia Tbk								
	Board of Cor	nmissioners		Board of Directors					
1.	Yasushi Itagaki*)	President Commissioner		Daisuke Ejima <sup>**)</sup>	President Director				
2.	Halim Alamsyah	Vice President Commissioner (Independent)	2.	Honggo Widjojo Kangmasto	Vice President Director				
3.	Peter Benyamin Stok	Independent Commissioner	3.	Hafid Hadeli	Vice President Director				
4.	Nobuya Kawasaki	Commissioner	4.	Herry Hykmanto	Director				
5.	Hedy Maria Helena Lapian	Independent Commissioner	5.	Rita Mirasari	Director				
6.	Dan Harsono	Commissioner	6.	Dadi Budiana	Director				
			7.	Muljono Tjandra	Director				
			8.	Naoki Mizoguchi	Director				
			9.	Thomas Sudarma	Director				

<sup>\*)</sup> Effective January 1, 2024

The composition of the Board of Commissioners, Sharia Supervisory Board and the Board of Directors of Danamon as the Main Entity is as stated in the Company Profile Chapter of this Annual Report.

#### **MANAGEMENT STRUCTURE OF SUBSIDIARY**

### PT Adira Dinamika Multi Finance, Tbk.

The composition of members of the Boards of Commissioners and Directors of PT Adira Dinamika Multi Finance, Tbk. as of 31 December 2023 is as follows:

<sup>\*\*)</sup> Effective April 1, 2023



	PT Adira Dinamika Multi Finance, Tbk.				
Board of Commissioners Board of Directors					
1.	Daisuke Ejima	President Commissioner	1. I Dewa Made Susila President I	Director	
2.	Krisna Wijaya	Independent Commissioner	2. Swandajani Gunadi Director		
3.	Manggi Taruna Habir	Independent Commissioner	3. Niko Kurniawan Bonggowarsito Director		
4.	Eng Heng Nee Philip	Commissioner	4. Jin Yoshida Director		
5.	Congsin Congcar	Commissioner	5. Harry Latif Director		
6.	Hafid Hadeli	Commissioner	6. Denny Riza Farib Director		

#### MANAGEMENT STRUCTURE OF RELATED COMPANY

#### **MUFG Bank Jakarta branch**

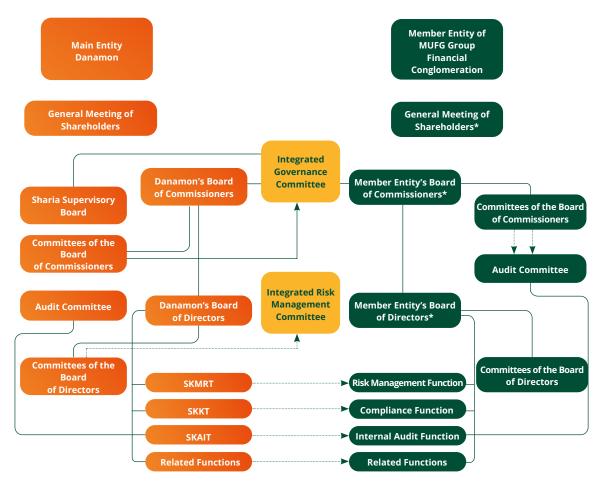
The composition of the members of the Supervisory and Management Board of MUFG Bank Jakarta branch as of 31 December 2023 is as follows:

	MUFG Bank Jakarta Branch					
	Supervisory Board			Management		
1.	Christopher Mark Davies	Managing Director (GM), Regional Chief Compliance Officer for Asia and Head of Compliance Office for Asia (ACO)	1.	Kazushige Nakajima	Country Head of Indonesia	
2.	Andre Painchaud	Managing Director of Asia Internal Audit Office (AIAO)	2.	Mahendra Rendiantama	Head of Risk and Data Management for Indonesia	
3.	Yasuhiko Togo	Managing Director, Head of Risk Management Office for Asia, Chief Risk Officerfor Asia (ARMO)	3.	Dadi Arief Darmawan	Head of HR & Banking Operations for Indonesia	
4.	Yukinobu Saeki	Managing Director, Head of Planning	4.	Yansen Darmaputra	Head of Systems for Indonesia	
	Office t		5.	Tadanobu Hirano	Deputy Head of Japanese Corporate Banking for Indonesia	
			6.	Yuki Hayashi	Head of Corporate Investment Banking & Products for Indonesia	
			7.	Michiyasu Yatabe	Head of Internal Control for Indonesia	
			8.	Myreshka	Head of Treasury for Indonesia	
			9.	Indro Tri Sutanto	Head of Compliance for Indonesia	

#### **INTEGRATED GOVERNANCE ORGAN**

The MUFG Group Financial Conglomerate has built an integrated governance organ to ensure governance principles are implemented properly. The integrated governance organs of the MUFG Group Financial Conglomerate are as follows:

#### INTEGRATED GOVERNANCE ORGAN OF THE MUFG GROUP FINANCIAL CONGLOMERATION



<sup>\*</sup> can be adjusted to the internal organs of the MUFG Group Financial Conglomeration Member Entities with due consideration on the type of LJK, corporate needs, Articles of Association and applicable laws and regulations according to each business sector

#### ----> Coordination and Supervision Function

Notes:

SKMRT: Integrated Risk Management Unit : Integrated Compliance Unit SKAIT : Integrated Internal Audit Unit

The implementation of the governance organs in each LJK in the MUFG Group Financial Conglomeration, including the Board of Commissioners Committee and the Board of Directors Committee, is disclosed in the annual report of each LIK.

#### INTEGRATED GOVERNANCE POLICY

The MUFG Group Financial Conglomerate has a TKT Guideline as a Framework of Reference for the implementation of Governance at Danamon as the Main Entity while also a Framework of Reference for the implementation of Governance for Subsidiaries and Related Companies in the MUFG Group Financial Conglomeration.

The Bank has updated the MUFG Group Financial Conglomerate's Integrated Governance Policy on September 20, 2023. The update was carried out following the completion of the liquidation process of PT Adira Quantum Multifinance that made it no longer listed as a member of the MUFG Group Financial Conglomeration. This Policy Update can be accessed via the Danamon Corporate Website.

In connection with the issuance of POJK No. 17 of 2023 dated September 14, 2023 concerning the Implementation of Governance for Commercial Banks, the Bank is in the process of refining its TKT Policy.





The Integrated Governance Policy is prepared by the Main Entity's Board of Directors and approved by the Main Entity's Board of Commissioners after recommendations from the Governance Committee, Integrated Governance Committee and Main Entity's Board of Commissioners.

#### MAIN ENTITY'S BOARD OF COMMISSIONERS

The Board of Commissioners of the Main Entity, apart from having fulfilled the requirements as a member of the Bank's Board of Commissioners, also has an understanding of the main business activities and its inherent risks in the Financial Conglomeration.

The Board had 6 (six) members as of December 31, 2023, 3 (three) or 50% of whom were Independent Commissioners.

All members of the Main Entity's Board of Commissioners have passed the fit and proper test from the Financial Services Authority.

The composition of the Main Entity's Board of Commissioners is as stated in the Company Profile Chapter of this Annual Report.

### Duties and Responsibilities of the Board of Commissioners of the Main Entity

The duties and responsibilities of the Board of Commissioners of the Main Entity in the MUFG Group financial conglomerate are regulated in the Integrated Governance Policy.

The duties and responsibilities of the Main Entity Board of Commissioners include:

- Overseeing the implementation of Integrated Governance with duties and responsibilities of at least:
  - a. Overseeing he implementation of Governance in each Entity to keep it in adherence to the Integrated Governance Policy;
  - Overseeing the implementation of the duties and responsibilities of the Main Entity's Board of Directors, and providing direction or advice to the Main Entity's Board of Directors on the implementation of the Integrated Governance Policy; And
  - c. Evaluating Integrated Governance Policies and directing policy improvements.
- 2. Setting up an Integrated Governance Committee to support the effective implementation of its duties.
- 3. Convening at least 1 (one) regular meeting in every semester with the following conditions:
  - a. Main Entity Board of Commissioners meetings can be held via video conference.

- b. The results of the Main Entity's Board of Commissioners meetings are stated in the minutes of the meeting and are properly documented.
- c. (Dissenting opinions) during meetings of the Main Entity's Board of Commissioners are clearly stated in the minutes of the meeting along with their underlying reasons.

#### Implementation of Duties and Responsibilities of the Board of Commissioners of the Main Entity in 2023

The implementation of the duties of the Main Entity's Board of Commissioners in overseeing the implementation of TKT is assisted by the TKT Committee. The TKT Committee evaluates the implementation of the TKT and reports it to the Board of Commissioners.

During 2023, the Board of Commissioners of the Main Entity held 6 (six) internal meetings and 3 (three) meetings joint meetings the Board of Directors of the Main Entity. There were 2 (two) Main Entity Board of Commissioners meetings with agenda to discuss the Governance Committee report.

#### MAIN ENTITY SHARIA SUPERVISORY BOARD

## Duties and Responsibilities of the Main Entity's Sharia Supervisory Board

- 1. Ensuring that the implementation of integrated governance does not conflict with sharia principles
- Overseeing the activities of financial service institutions to keep them in adherence to sharia principles.

The composition of the Main Entity's Sharia Supervisory Board is as stated in the Company Profile Chapter of this Annual Report.

#### **MAIN ENTITY'S BOARD OF DIRECTORS**

The Main Entity's Board of Directors, apart from having met criteria for members of the Bank's Board of Directors, also have an understanding of the core business and inherent risks of the entities in the Financial Conglomeration. The Board had 9 (nine) members as of December 31, 2023.

The majority of members of the Main Entity's Board of Directors have had careers in the banking sector for more than 25 years in both national and international banks and have at least 5 (five) years of experience as Executive Officers/Directors of companies. All members of the Board of Directors have passed the fit and proper test and have obtained approval from the Financial Services Authority.

The composition of the Main Entity's Board of Directors is as stated in the Company Profile Chapter of this Annual Report.

#### **Duties and Responsibilities of Main Entity's Board** of Directors

The duties and responsibilities of the Main Entity Directors in the MUFG Group financial conglomerate are regulated in the TKT Policy and the Board of Directors Charter.

The duties and responsibilities of the Board of Directors of Danamon as the Main Entity are as follows:

- 1. Ensuring the implementation of Integrated Governance in the Financial Conglomeration with the following duties and responsibilities:
  - a. Preparing Integrated Governance Policies;
  - b. Directing, monitoring and evaluating the implementation of the Integrated Governance Policy; And
  - c. Following up on directions or advices from the Board of Commissioners of the Main Entity in order to improve the Integrated Governance Policy.
- 2. Ensuring that audit findings and recommendations from the Integrated Internal Audit Work Unit, External Auditor, results of supervision by the

- Financial Services Authority and/or results of supervision by other authorities are followed up by Entities in the Financial Conglomeration.
- 3. Taking the responsibility to oversee functions of Entities in the Financial Conglomeration.

#### Implementation of Duties and Responsibilities of **Main Entity Directors in 2023**

The Board of Directors of the Main Entity with input, recommendations and direction from the Board of Commissioners and the TKT Committee updated the MUFG Group Financial Conglomerate TKT Policy. The Board of Directors oversaw functions of entities in the financial conglomerate through reports and meetings held throughout 2023.

The Board of Directors, through reports and meetings held, also ensured follow-ups on and improvements to audit findings and recommendations from the Integrated Internal Audit Work Unit, External Auditors, and results of oversight by the Financial Services Authority and/or other authorities.

During 2023, none of the follows up on audit results from the regulator exceeded the agreed deadline.

To support the effectiveness of its oversight duties, the Board of Directors of the Main Entity also sit as members of the Board of Commissioners in subsidiaries, as given below:

Name	Position in Main Entity (Danamon)	Position in Subsidiary of Financial Conglomerates
Daisuke Ejima	President Director	President Commissioner of PT Adira Dinamika Multi Finance, Tbk.
Hafid Hadeli	Vice President Director	Commissioner of PT Adira Dinamika Multi Finance, Tbk.

#### **INTEGRATED GOVERNANCE COMMITTEE**

Danamon as the Main Entity has formed a TKT Committee pursuant to POJK No. 18/POJK.03/2014 on the TKT Implementation for Financial Conglomerates, SEOJK No.15/SEOJK.03/2015 dated May 25, 2015 on TKT Implementation for Financial Conglomerates and POJK No. 45/POJK.03/ 2020 on Financial Conglomerates.

The TKT Committee was formed to support an effective implementation of the duties of the Main Entity's Board of Commissioners and assist the Board with their oversight over the implementation of integrated governance within the MUFG Group Financial Conglomeration.

Further details on the Integrated Governance Committee's Charter, Duties, Responsibilities, Authority, Structure, Membership, Expertise and Legal Basis for Appointment, Member Independency, Term of Office, Policies and Convention of Integrated Governance Committee Meetings, and Implementation of Duties of the Integrated Governance Committee in 2023 can be seen in the Corporate Governance Implementation Report in the Integrated Governance Committee section.

#### **CORPORATE CHARTER**

Bank Danamon as the Main Entity has the MUFG Group Financial Conglomeration Corporate Charter as regulated in POJK No.45/POJK.03/2020 concerning Financial Conglomeration.





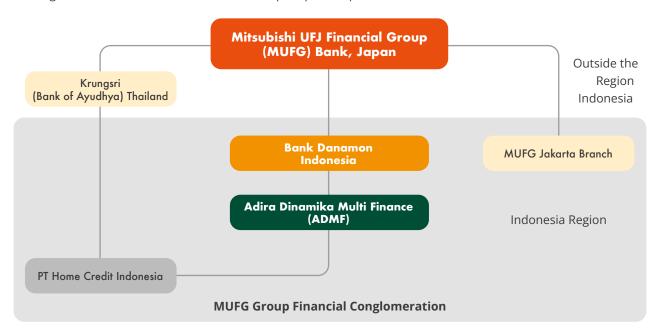
# INTEGRATED COMPLIANCE WORK UNIT

Danamon as the Main Entity within the MUFG Group Financial Conglomeration (KK) has an Integrated Compliance Work Unit (SKKT) which is independent from other operational units. The duties and responsibilities of SKKT is performed by the existing Danamon Compliance Work Unit (SKK) who reports to the Bank Director who directs the Compliance Function of the Main Entity.

SKKT coordinates with each compliance function of the KK members and monitors corrective action on compliance issues faced by each of the members, including follow-ups made on the Regulator's audit findings.

MUFG Bank Ltd has recently acquired the shares of HCI through Krungsri (75%), and trough PT Adira Dinamika Multi Finance, Tbk. (9.83%). With regards to the acquisition of HCI, on December 29, 2023 the Bank submitted a Report on Changes in KK MUFG Group Members (adding HCI as a member of KK MUFG Group) to the KK Supervision Department.

The organizational structure of the MUFG Group KK post acquit ion is as follows:



#### **SKKT Duties and Responsibilities**

SKKT is tasked with at least monitoring and evaluating the implementation of compliance functions in every entity operating under the KK.

#### **Implementation of SKKT Duties and Responsibilities in 2023**

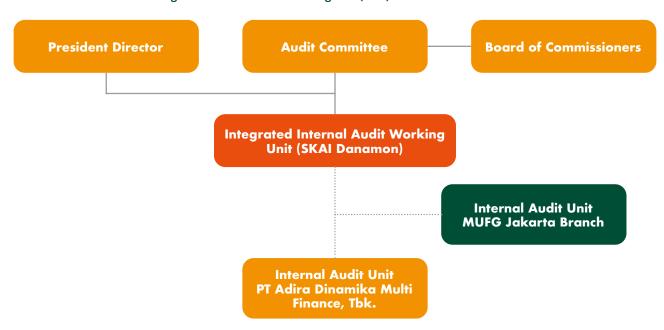
- 1. Ensured that the compliance function in each LJK in the MUFG Group KK had been set independently and supported by adequate compliance policies or guidelines.
- 2. Coordinated and monitored the implementation of Subsidiaries' compliance function, including serving as consultative function on compliance.
- 3. Periodically ensured the Subsidiaries' compliance with regulatory parameters.
- 4. Reviewed reports on the implementation of compliance functions submitted by Subsidiaries on a quarterly basis.



- 5. Coordinated and reported changes in financial conglomerate members to the Financial Services Authority.
- 6. Informed all new relevant regulations to Subsidiaries.
- 7. Periodically monitored the implementation of the Related Companies' compliance functions based on reports submitted to the Main Entity Compliance Work Unit.
- 8. Monitored follow-up/commitment to improve the results of audit conducted by the Financial Services Authority.
- 9. Conducted an integrated compliance risk assessment and prepared an integrated compliance risk profile report.
- 10. Coordinated assessments and compiled the results of integrated governance self-assessments on a semi-annual hasis

# INTEGRATED INTERNAL AUDIT WORKING UNIT

Structure and Position of Integrated Internal Audit Working Unit (IIAU)



Bank Danamon (Danamon) as the main entity in MUFG Group Financial Conglomerate has an Integrated Internal Audit Working Unit (IIAU), an independent unit from other operating units, which the implementation of its duties and responsibilities carried out by IIAU Danamon. IIAU reports to Bank Danamon President Director and Board of Commissioner via Audit Committee, and monitors the implementation of internal audit of each entity in Financial Conglomerate.

Since August 12, 2019, Integrated Internal Audit Working Unit (IIAU) has been led by Yenny Linardi as Chief Internal Auditor (Head of SKAI) replacing Nathan Tanuwidjaja as an acting Head of SKAI, based on appointment letter No.

B.194/HCKP/0819. This appointment has been reported to OJK based on Director Letter No. B.748 – DIR dated August 15, 2019 regarding Report on Dismissal of the Acting Head of SKAI and Appointment of the Head of SKAI PT Bank Danamon Indonesia Tbk (Company).

Further details of IIAU including duties and responsibilities, 2023 internal audit priorities as well as plans and realization of audits as of December 31, 2023 can be seen in the Corporate Governance Report in the part Internal Audit Unit (SKAI).



# IMPLEMENTATION OF INTEGRATED RISK MANAGEMENT

## MUFG Group Financial Conglomerate Integrated Risk Management Policy and its Implementation

Danamon as the Main Entity has an Integrated Risk Management Policy for the MUFG Group Financial Conglomerate, which has been prepared and reviewed periodically based on the applicable provisions of the Financial Services Authority. The MUFG Group Financial Conglomerate's Integrated Risk Management Policy serves as the umbrella policy covering a risk management framework that offers guidance for integrated risk management within the MUFG Group Financial Conglomeration. Danamon's Risk Management Directorate is responsible for developing an overall risk management strategy that covers policies, methodology, framework, limits and procedures and regular controls. In 2023, a review of this Integrated Risk Management policy has been conducted.

Implementation of Integrated Risk Management is carried out as follows:

- a. Active Oversight of the Main Entity's Boards of Directors and Commissioners Implementation of Integrated Risk Management involves active oversight of the Board of Directors and Board of Commissioners of Danamon as the Main Entity. In supporting the effective integrated risk management implementation, Main Entity's BOD and BOC should understand the risks in the Financial Conglomeration, develop risk culture and ensure each FSI in Financial Conglomeration implement the risk management. In practice, an Integrated Risk Management Committee is formed in the Financial Conglomerate.
- b. Integrated Risk Management Organization In order to have a more comprehensive and effective Integrated Risk Management, the Main Entity has set up an Integrated Risk Management Committee and an Integrated Risk Management Work Unit.

1) Integrated Risk Management Committee
The Integrated Risk Management Committee has
as its members the Main Entity Risk Management
Director, Compliance Director, SME Credit Director,
Directors of Subsidiaries and Related Companies,
as well as appointed relevant Executive Officers.
In charge as Chair of the Committee is the Risk
Management Director of the Main Entity.

The Integrated Risk Management Committee holds meetings periodically and at least once every 6 months. Each member as an individual or group can request other meetings to discuss very important topics/issues. The meetings are chaired by the Chairman of the Committee.

2) Integrated Risk Management Work Unit
Danamon as the Main Entity has set up a Risk
Management Directorate as a Risk Management
Work Unit that has role and responsibilities to run
an effective risk management at Danamon and its
Subsidiaries both individually and in a consolidatedly,
and serves an Integrated Risk Management Work
Unit that runs integrated risk management across
the Financial Conglomerate.

The Risk Management Directorate is an independent unit from the risk taking unit and reports to the Risk Management Director who reports directly to the President Director.

In carrying out its function as an Integrated Risk Management Work Unit, the Danamon Risk Management Directorate coordinates with the Risk Management work unit in each entity in the Financial Conglomeration. The authority and responsibilities assigned to the Integrated Risk Management Work Unit include:

 Providing inputs to the Board of Directors of the Main Entity and the Integrated Risk Management Committee in the formulation and improvement of the Integrated Risk Management Policy.

- Monitoring the implementation of the Integrated Risk Management Policy including developing procedures and tools for risk identification, measurement, monitoring and control.
- Monitoring risks in the Financial Conglomeration by monitoring the risk profile of each entity in the Financial Conglomeration, both individually and integratedly, including the level of risk for each type of risk in an integrated manner.
- Conducting individual stress testing on the Main Entity and/or coordinating the implementation of consolidated stress testing with Subsidiaries that are consolidated in the Main Entity (Vertical Financial Conglomeration/Controlling shareholder).
- Periodically reviewing risk assessment methods, the adequacy of management information system, and the accuracy of integrated policies, procedures and risk limits.

- Reviewing proposed new strategic business lines that have large risk exposure on the Financial Conglomerate. A new business line can take the form of the entry of any of the entities under the Financial Conglomerate into a new market segment that may increase the Conglomerate's risk exposure
- Providing information to the Integrated Risk Management Committee regarding matters that need to be followed up regarding the evaluation of the implementation of Integrated Risk Management.
- Formulating and periodically submitting integrated risk profile reports to Risk Management Director and the Integrated Risk Management Committee.

Further details on the Implementation of Risk Management can be seen in the Annual Report regarding the discussion of Risk Management.

# SELF-ASSESSMENT OF THE IMPLEMENTATION OF INTEGRATED GOVERNANCE IN 2023

Pursuant to SEOJK No. 15/SEOJK.03/2015 concerning the Implementation of Integrated Governance for Financial Conglomerates, Danamon as the Main Entity conducts self-assessment on the implementation of governance in Financial Conglomerates and submits assessment reports in every semester for the end of June and end of December positions.

The self-assessment of the 2023 TKT implementation was conducted on 3 (three) aspects of TKT, namely Structure, Process and Results on 7 (seven) assessment factors.

The assessment of the TKT structure aims to assess the adequacy of the TKT structure to ensure TKT implementation process produces results that meet stakeholder expectations. The purpose of TKT assessment process is to assess the effectiveness of the TKT implementation process which is supported by adequate structure to produce results that meet stakeholder expectations.

TKT purpose of assessment results is to assess the quality of results that meet stakeholder expectations both qualitatively and quantitatively.

TKT self-assessment of TKT includes at least 7 (seven) TKT assessment factors, as listed below:

- 1. The implementation of the duties and responsibilities of the Main Entity's Board of Directors.
- 2. The implementation of the duties and responsibilities of the Main Entity's Board of Commissioners.
- 3. The duties and responsibilities of the Integrated Governance Committee.



- 4. The duties and responsibilities of the Integrated Compliance Unit.
- 5. The duties and responsibilities of the Integrated Internal Audit Unit.
- 6. The implementation of Integrated Risk Management.
- 7. The preparation and implementation of Integrated Governance Guidelines.

TKT self-assessment process is run by members of the TKT Committee by evaluating the adequacy of the TKT structure, process and results for each assessment factor with due attention to other significant and relevant information.

#### **RESULTS OF SELF-ASSESSMENT OF THE IMPLEMENTATION OF INTEGRATED GOVERNANCE IN 2023**

The following are the results of the self-assessment of TKT implementation in the 1st and 2nd semesters of 2023:

Results of	Results of Self-Assessment on the Implementation of Integrated Governance for June and December 2023		
Rating Definition			
2 (GOOD)	The Financial Conglomeration is generally considered to have implemented sound Integrated Governance. This is reflected in adequate fulfillment of the implementation of Integrated Governance principles. Weaknesses therein are in general considered less significant and can be resolved with normal actions by the Main Entity and/or LJK.		

Based on the results of 7 (seven) assessment factors, the MUFG Group Financial Conglomerate has adequate governance structures and infrastructure that support an effective process and quality of TKT principle implementation that can meet the expectations of stakeholders, which eventually resulted in sound TKT implementation within MUFG Group Financial Conglomeration.

# CORPORATE DATA

# IMPLEMENTATION OF THE ASEAN CORPORATE GOVERNANCE SCORECARD

No	Principles and Recommendations	Page	
Α	RIGHTS AND EQUITABLE TREATMENT OF SHAREHOLDERS		
A.1	BASIC SHAREHOLDER RIGHTS		
A.1.1	Does the company pay (interim and final/annual) dividends in an equitable and timely manner; that is, all shareholders are treated equally and paid within 30 days after being (i) declared for interim dividends and (ii) approved by shareholders at general meetings for final dividends? In case the company has offered Scrip dividend, did the company paid the dividend within 60 days.	155	
A.2	RIGHT TO PARTICIPATE EFFECTIVELY IN AND VOTE IN GENERAL SHAREHOLDER MEETINGS AND SHOULD BE INFORMED OF THE RULES, INCLUDING VOTING PROCEDURES, THAT GOVERN GENERAL SHAREHOLDER MEETINGS.		
A.2.1	Do shareholders have the opportunity, evidenced by an agenda item, to approve remuneration (fees, allowances, benefit-in-kind and other emoluments) or any increases in remuneration for the non-executive directors/commissioners?	349	
A.2.2	Does the company provide non-controlling shareholders a right to nominate candidates for board of directors/commissioners?	345, 349-350	
A.2.3	Does the company allow shareholders to elect directors/commissioners individually?	345	
A.2.4	Does the company disclose the voting procedures used before the start of meeting?	346	
A.2.5	Do the minutes of the most recent AGM record that the shareholders were given the opportunity to ask questions and the questions raised by shareholders and answers given recorded?	https://www.danamon. co.id/id/Tentang-Danamon/ Informasilnvestor/RUPS/ Ringkasan Risalah_bhs Final.pdf	
A.2.6	Does the company disclose the voting results including approving, dissenting, and abstaining votes for all resolutions/each agenda item for the most recent AGM?	348-353	
A.2.7	Does the company disclose the list of board members who attended the most recent AGM?	347	
A.2.8	Does the company disclose that all board members and the CEO (if he is not a board member) attended the most recent AGM?	347	
A.2.9	Does the company allow voting in absentia?	https://www.danamon. co.id/id/Tentang-Danamon/ Informasilnvestor/RUPS/ Tata Tertib.pdf	
A.2.10	Did the company vote by poll (as opposed to by show of hands) for all resolutions at the most recent AGM?	346	
A.2.11	Does the company disclose that it has appointed an independent party (scrutineers/inspectors) to count and/or validate the votes at the AGM?	347	
A.2.12	Does the company make publicly available by the next working day the result of the votes taken during the most recent AGM/EGM for all resolutions?	https://www.danamon. co.id/id/Tentang-Danamon/ Informasilnvestor/RUPS/ Ringkasan Risalah_bhs Final.pdf	
A.2.13	Does the company provide at least 21 days notice for all AGMs and EGMs?	348, https://www.danamon. co.id/id/Tentang-Danamon/ Informasilnvestor/RUPS/ Ringkasan Risalah_bhs Final.pdf	
A.2.14	Does the company provide the rationale and explanation for each agenda item which require shareholders' approval in the notice of AGM/circulars and/or the accompanying statement?	345-346	
A.2.15	Does the company give the opportunity for shareholders to place item/s on the agenda of general meetings and/or to request for general meetings subject to a certain percentage?	345-346	
A.3	MARKETS FOR CORPORATE CONTROL SHOULD BE ALLOWED TO FUNCTION IN AN EFFICIENT AND TRANSPARENT MANNER.		
A.3.1	In cases of mergers, acquisitions and/or takeovers requiring shareholders' approval, does the board of directors/commissioners of the company appoint an independent party to evaluate the fairness of the transaction price?	Yes. However, there is no acquisition process conducted by Danamon in 2023.	



No	Principles and Recommendations	Page
A.4	THE EXERCISE OF OWNERSHIP RIGHTS BY ALL SHAREHOLDERS, INCLUDING INSTITUTIONAL INVESTORS, SHOULD BE FACILITATED.	
A.4.1	Does the company disclose its practices to encourage shareholders to engage with the company beyond general meetings?	345-346
A.5	SHARES AND VOTING RIGHTS	
A.5.1	Where the company has more than one class of shares, does the company publicise the voting rights attached to each class of shares (e.g. through the company website / reports/ the stock exchange/ the regulator's website)?	Yes. https://www.danamon. co.id/-/media/ALL- CONTENT-ABOUT- DANAMON/RUPS/2023/ Tata-Tertib.pdf
A.6	NOTICE OF AGM	
A.6.1	Does each of the resolutions tabled at the most recent annual general meeting deal with only one item, i.e., there is no bundling of several items into the same resolution?	348-353
A.6.2	Are the company's notice of the most recent AGM/circulars fully translated into English and published on the same date as the local-language version?	348, https://www.danamon. co.id/id/Tentang-Danamon/ Informasilnvestor/RUPS/ Ringkasan Risalah_bhs Final.pdf
	Does the notice of AGM/circulars have the following details:	
A.6.3	Are the profiles of directors/commissioners (at least age, academic qualification, date of first appointment, experience, and directorships in other listed companies) in seeking election/re-election included?	76-90
A.6.4	Are the auditors seeking appointment/re-appointment clearly identified?	106, 442-443
A.6.5	Were the proxy documents made easily available?	https://www. danamon.co.id/
A.7	INSIDER TRADING AND ABUSIVE SELF-DEALING SHOULD BE PROHIBITED.	
A.7.1	Are the directors / commissioners required to report their dealings in company shares within 3 business days?	Yes. Directors/Commissioners are required to report their transactions in the company's shares as required.
A.8	RELATED PARTY TRANSACTIONS BY DIRECTORS AND KEY EXECUTIVES.	
A.8.1	Does the company have a policy requiring a committee of independent directors/commissioners to review material RPTs to determine whether they are in the best interests of the company and shareholders?	Yes. The company has a policy regarding this.
A.8.2	Does the company have a policy requiring board members (directors/commissioners) to abstain from participating in the board discussion on a particular agenda when they are conflicted?	Yes. The company has a policy regarding this.
A.8.3	Does the company have policies on loans to directors and commissioners either forbidding this practice or ensuring that they are being conducted at arm's length basis and at market rates?	Yes. The company has a policy regarding this.
A.9	PROTECTING MINORITY SHAREHOLDERS FROM ABUSIVE ACTIONS	
A.9.1	Does the company disclose that RPTs are conducted in such a way to ensure that they are fair and at arms' length?	445
A.9.2	In case of related party transactions requiring shareholders' approval, is the decision made by disinterested shareholders?	Yes
С	Sustainability and Resilience	
C.1	SUSTAINABILITY-RELATED DISCLOSURE SHOULD BE CONSISTENT, COMPARABLE AND RELIABLE, AND INCLUDE RETROSPECTIVE AND FORWARD-LOOKING MATERIAL INFORMATION THAT A REASONABLE INVESTOR WOULD CONSIDER IMPORTANT IN MAKING AN INVESTMENT OR VOTING DECISION	
	Material Sustainability-related information should be specified	
C.1.1	Does the company identify/report ESG topics that are material to the organization's strategy?	SR: 15-17
C.1.2	Does the company identify climate change as an issue?	SR: 54, 70-71
C.1.3	Does the company adopt an internationally recognized reporting framework or standard for sustainability (i.e. GRI, Integrated Reporting, SASB, IFRS Sustainability Disclosure Standards)?	SR: 48, 120-129
	IF A COMPANY PUBLICLY SETS A SUSTAINABILITY-RELATED GOAL OR TARGET, THE DISCLOSURE FRAMEWORK SHOULD PROVIDE THAT RELIABLE METRICS ARE REGULARLY DISCLOSED IN AN EASILY ACCESSIBLE FORM	
C.1.4	Does the company disclose quantitative sustainability target?	SR
C.1.5	Does the company disclose sustainability-related performance progress in relation to its previously set targets?	SR
C.1.6	Does the company confirm that its Sustainability Report / Reporting is reviewed and /or approved by the Board or Board Committee?	SR

No	Principles and Recommendations	Page
C.2	CORPORATE GOVERNANCE FRAMEWORKS SHOULD ALLOW FOR DIALOGUE BETWEEN A COMPANY, ITS SHAREHOLDERS AND STAKEHOLDERS TO EXCHANGE VIEWS ON SUSTAINABILITY MATTERS	
C.2.1	Does the company engage internal stakeholders to exchange views and gather feedback on sustainability matters that are material to the business of the company?	SR: 49-51
C.2.2	Does the company engage external stakeholders to exchange views and gather feedback on sustainability matters that are material to the business of the company?	SR: 49-51
C.3	THE CORPORATE GOVERNANCE FRAMEWORK SHOULD ENSURE THAT BOARDS ADEQUATELY CONSIDER MATERIAL SUSTAINABILITY RISKS AND OPPORTUNITIES WHEN FULFILLING THEIR KEY FUNCTIONS IN REVIEWING, MONITORING AND GUIDING GOVERNANCE PRACTICES, DISCLOSURE, STRATEGY, RISK MANAGEMENT AND INTERNAL CONTROL SYSTEMS, INCLUDING WITH RESPECT TO CLIMATE-RELATED PHYSICAL AND TRANSITION RISKS	
	Boards should assess whether the company's capital structure is compatible with its strategic goals and its associated risk appetite to ensure it is resilient to different scenarios	
C.3.1	Does the company disclose that the board reviews on an annual basis that the company's capital and debt structure is compatible with its strategic goals and its associated risk appetite?	154, 166-170
C.4	THE CORPORATE GOVERNANCE FRAMEWORK SHOULD RECOGNIZE THE RIGHTS OF STAKEHOLDERS ESTABLISHED BY LAW OR THROUGH MUTUAL AGREEMENTS AND ENCOURAGE ACTIVE COOPERATION BETWEEN CORPORATIONS AND STAKEHOLDERS IN CREATING WEALTH, JOBS, AND THE SUSTAINABILITY OF FINANCIALLY SOUND ENTERPRISES.	
	Does the company disclose a policy and practices that address :	
C.4.1	The existence and scope of the company's efforts to address customers' welfare?	SR: 57, 106-116
C.4.2	Supplier/contractor selection procedures?	SR: 30-31
C.4.3	The company's efforts to ensure that its value chain is environmentally friendly or is consistent with promoting sustainable development?	SR: 30-31
C.4.4	The company's efforts to interact with the communities in which they operate?	SR: 86-90
C.4.5	The company's anti-corruption programmes and procedures?	463
C.4.6	How creditors' rights are safeguarded?	470
C.4.7	Does the company have a separate report/section that discusses its efforts on environment/economy and social issues?	SR: 53-117; https://www.danamon. co.id/id/Tentang-Danamon/ TanggungJawabSosial
C.5	WHERE STAKEHOLDER INTERESTS ARE PROTECTED BY LAW, STAKEHOLDERS SHOULD HAVE THE OPPORTUNITY TO OBTAIN EFFECTIVE REDRESS FOR VIOLATION OF THEIR RIGHTS.	
C.5.1	Does the company provide contact details via the company's website or Annual Report which stakeholders (e.g. customers, suppliers, general public etc.) can use to voice their concerns and/or complaints for possible violation of their rights?	55, 456, SR
C.6	MECHANISMS FOR EMPLOYEE PARTICIPATION SHOULD BE PERMITTED TO DEVELOP.	
C.6.1	Does the company explicitly disclose the policies and practices on health, safety and welfare for its employees?	AR: 322-324, SR: 95-105
C.6.2	Does the company explicitly disclose the policies and practices on training and development programmes for its employees?	323
C.6.3	Does the company have a reward/compensation policy that accounts for the performance of the company beyond short-term financial measures?	AR: 322-323, SR: 102
C.7	STAKEHOLDERS INCLUDING INDIVIDUAL EMPLOYEE AND THEIR REPRESENTATIVE BODIES, SHOULD BE ABLE TO FREELY COMMUNICATE THEIR CONCERNS ABOUT ILLEGAL OR UNETHICAL PRACTICES TO THE BOARD AND THEIR RIGHTS SHOULD NOT BE COMPROMISED FOR DOING THIS.	
C.7.1	Does the company have a whistle blowing policy which includes procedures for complaints by employees and other stakeholders concerning alleged illegal and unethical behavior and provide contact details via the company's website or annual report?	465-466
C.7.2	Does the company have a policy or procedures to protect an employee/person who reveals alleged illegal/unethical behavior from retaliation?	465
D	DISCLOSURE AND TRANSPARENCY	
D.1	TRANSPARENT OWNERSHIP STRUCTURE	
D.1.1	Does the information on shareholdings reveal the identity of beneficial owners, holding 5% shareholding or more?	98-99
D.1.2	Does the company disclose the direct and indirect (deemed) shareholdings of major and/or substantial shareholders?	98-99
D.1.3	Does the company disclose the direct and indirect (deemed) shareholdings of directors (commissioners)?	98
D.1.4	Does the company disclose the direct and indirect (deemed) shareholdings of senior management?	98
D.1.5	Does the company disclose details of the parent/holding company, subsidiaries, associates, joint ventures and special purpose enterprises/ vehicles (SPEs)/ (SPVs)?	100, 104-105



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D.2	QUALITY OF ANNUAL REPORT	
<i>D.</i> 2	Does the company's annual report disclose the following items:	
D.2.1	Corporate objectives	62-64
D.2.2	Financial performance indicators	8-17
D.2.3	Non-financial performance indicators	120-137
D.2.4	Dividend policy	155
D.2.5	Biographical details (at least age, academic qualifications, date of first appointment, relevant experience, and any other directorships of listed companies) of all directors/commissioners	76-90
	Corporate Governance Confirmation Statement	
D.2.6	Does the Annual Report contain a statement confirming the company's full compliance with the code of corporate governance and where there is noncompliance, identify and explain reasons for each such issue?	335-344
D.3	REMUNERATION OF MEMBERS OF THE BOARD AND KEY EXECUTIVES	
D.3.1	Is there disclosure of the fee structure for non-executive directors/commissioners?	452-454
D.3.2	Does the company publicly disclose [i.e. annual report or other publicly disclosed documents] details of remuneration of each non-executive director/commissioner?	452-454
D.3.3	Does the company disclose its remuneration (fees, allowances, benefit-in-kind and other emoluments) policy/practices (i.e. the use of short term and long term incentives and performance measures) for its executive directors and CEO?	450-454
D.3.4	Does the company publicly disclose [i.e. annual report or other publicly disclosed documents] the details of remuneration of each of the executive directors and CEO [if he/she is not a member of the Board]?	452-454
D4	DISCLOSURE OF RELATED PARTY TRANSACTIONS (RPT)	
D.4.1	Does the company disclose its policy covering the review and approval of material RPTs?	455
D.4.2	Does the company disclose the name, relationship, nature and value for each material RPTs?	455
D.5	DIRECTORS AND COMMISSIONERS DEALINGS IN SHARES OF THE COMPANY	
D.5.1	Does the company disclose trading in the company's shares by insiders?	464
D.6	EXTERNAL AUDITOR AND AUDITOR REPORT	
	Where the same audit firm is engaged for both audit and non-audit services	
D.6.1	Are the audit and non-audit fees disclosed?	442
D.6.2	Does the non-audit fee exceed the audit fees?	442
D.7	MEDIUM OF COMMUNICATIONS	•
	Does the company use the following modes of communication?	
D.7.1	Quarterly reporting	424, 449, 456-457
D.7.2	Company website	111, 424, 449, 456-457
D.7.3	Analyst briefing	424, 449, 456-457
D.7.4	Media briefings/press conferences	424, 449, 456-457
D.8	TIMELY FILING/RELEASE OF ANNUAL/FINANCIAL REPORTS	
D.8.1	Are the audited annual financial report / statement released within 120 days from the financial year end?	548, 557
D.8.2	Is the annual report released within 120 days from the financial year end?	48-49
D.8.3	Is the true and fairness/fair representation of the annual financial statement/reports affirmed by the board of directors/commissioners and/or the relevant officers of the company?	48-49
D.9	COMPANY WEBSITE	
	Does the company have a website disclosing up-to-date information on the following:	
D.9.1	Financial statements/reports (latest quarterly)	https://www.danamon. co.id/id/Tentang-Danamon/ Informasilnvestor/ Informasi-Keuangan/ Laporan-Triwulanan
D.9.2	Materials provided in briefings to analysts and media	https://www.danamon. co.id/id/Tentang-Danamon/ Informasilnvestor/Materi- Investor/Analyst-Briefing
D.9.3	Downloadable annual report	https://www.danamon. co.id/id/Tentang-Danamon/ Informasilnvestor/ Informasi-Keuangan/ Laporan-Tahunan
D.9.4	Notice of AGM and/or EGM	https://www.danamon. co.id/id/Tentang-Danamon/ InformasiInvestor/RUPS
D.9.5	Minutes of AGM and/or EGM	https://www.danamon. co.id/id/Tentang-Danamon/ InformasiInvestor/RUPS

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D.9.6	Company's constitution (company's by-laws, memorandum and articles of association)	https://www.danamon. co.id/id/Tentang-Danamon/
D.10	INVESTOR RELATIONS	TataKelola/Anggaran-Dasar
D.10.1	Does the company disclose the contact details (e.g. telephone, fax, and e-mail) of the officer / office responsible for investor relations?	55, 456
E	RESPONSIBILITIES OF THE BOARD	
E.1	BOARD DUTIES AND RESPONSIBILITIES	
	Clearly defined board responsibilities and corporate governance policy	
E.1.1	Does the company disclose its corporate governance policy / board charter?	354
E.1.2	Are the types of decisions requiring board of directors/commissioners' approval disclosed ?	355
E.1.3	Are the roles and responsibilities of the board of directors/commissioners clearly stated?	355-356
	CORPORATE VISION/MISSION	
E.1.4	Does the company have an updated vision and mission statement?	62-63
E.1.5	Does the board of directors play a leading role in the process of developing and reviewing the company's strategy at least annually?	38-41, 391-392
E.1.6	Does the board of directors have a process to review, monitor and oversee the implementation of the corporate strategy?	38-39
E.2	BOARD STRUCTURE	
	Code of Ethics or Conduct	
E.2.1	Are the details of the code of ethics or conduct disclosed?	462
E.2.2	Are all directors/commissioners, senior management and employees required to comply with the code/s?	462
E.2.3	Does the company have a process to implement and monitor compliance with the code/s of ethics or conduct?	462
	Board Structure & Composition	
E.2.4	Do independent directors/commissioners make up at least 50% of the board of directors/commissioners?	356, 393
E.2.5	Does the company have a term limit of nine years or less or 2 terms of five years 1 each for its independent directors/ commissioners?	357-359
E.2.6	Has the company set a limit of five board seats that an individual independent/non-executive director/commissioner may hold simultaneously?	357-359
E.2.7	Does the company have any executive directors who serve on more than two boards of listed companies outside of the group?	395-396
	Nominating Committee	
E.2.8	Does the company have a Nominating Committee?	
E.2.9	Is the Nominating Committee comprised of a majority of independent directors/commissioners?	383-384
E.2.10	Is the chairman of the Nominating Committee an independent director/commissioner?	384
E.2.11	Does the company disclose the terms of reference/ governance structure/charter of the Nominating Committee?	382-383
E.2.12	Is the meeting attendance of the Nominating Committee disclosed and if so, did the Nominating Committee meet at least twice during the year?	384-385
	Remuneration Committee / Compensation Committee	
E.2.13	Does the company have a Remuneration Committee?	382-385
E.2.14	Is the Remuneration Committee comprised entirely of non-executive directors/commissioners with a majority of independent directors/commissioners?	383-384
E.2.15	Is the chairman of the Remuneration Committee an independent director/commissioner?	384
E.2.16	Does the company disclose the terms of reference/ governance structure/ charter of the Remuneration Committee?	382-383
E.2.17	Is the meeting attendance of the Remuneration Committee disclosed and, if so, did the Remuneration Committee meet at least twice during the year?	384-385
	Audit Committee	
E.2.18	Does the company have an Audit Committee?	374-378
E.2.19	Is the Audit Committee comprised entirely of non-executive directors/commissioners with a majority of independent directors/commissioners?	376
E.2.20	Is the chairman of the Audit Committee an independent director/commissioner?	376
E.2.21	Does the company disclose the terms of reference/governance structure/charter of the Audit Committee?	374-376
E.2.22	Does at least one of the independent directors/commissioners of the committee have accounting expertise (accounting qualification or experience)?	376



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E.2.23	Is the meeting attendance of the Audit Committee disclosed and, if so, did the Audit Committee meet at least four times during the year?	377-378
E.2.24	Does the Audit Committee have primary responsibility for recommendation on the appointment, and removal of the external auditor?	374
E.3	BOARD PROCESSES	
	Board meetings and attendance	
E.3.1	Are the board of directors meeting scheduled before the start of financial year?	397-398
E.3.2	Does the board of directors/commissioners meet at least six times during the year?	363, 398
E.3.3	Has each of the directors/commissioners attended at least 75% of all the board meetings held during the year?	364, 401
E.3.4	Does the company require a minimum quorum of at least 2/3 for board decisions?	363, 397
E.3.5	Did the non-executive directors/commissioners of the company meet separately at least once during the year without any executives present?	363
	Access to information	
E.3.6	Are board papers for board of directors/commissioners meetings provided to the board at least five business days in advance of the board meeting?	423-424
E.3.7	Does the company secretary play a significant role in supporting the board in discharging its responsibilities?	423-424
E.3.8	Is the company secretary trained in legal, accountancy or company secretarial practices and has kept abreast on relevant developments?	423
	Board Appointments and Re-Election	
E.3.9	Does the company disclose the criteria used in selecting new directors/commissioners?	354, 382-383, 390
E.3.10	Did the company describe the process followed in appointing new directors/commissioners?	354, 382, 393
E.3.11	Are all directors/commissioners subject to re-election every 3 years; or 5 years for listed companies in countries whose legislation prescribes a term of 5 years each?	356-357, 393-394
	Remuneration Matters	
E.3.12	Do the shareholders or the Board of Directors approve the remuneration of the executive directors and/or the senior executives?	352, 450-454
E.3.13	Does the company have measurable standards to align the performance-based remuneration of the executive directors and senior executives with long-term interests of the company, such as claw back provision and deferred bonuses?	383, 450-454
	Internal Audit	
E.3.14	Does the company have a separate internal audit function?	437-441
E.3.15	Is the head of internal audit identified or, if outsourced, is the name of the external firm disclosed?	438
E.3.16	Does the appointment and removal of the internal auditor require the approval of the Audit Committee?	438
	Risk Oversight	
E.3.17	Does the company establish a sound internal control procedures/risk management framework and periodically review the effectiveness of that framework?	356, 393
E.3.18	Does the Annual Report/Annual CG Report disclose that the board of directors/commissioners has conducted a review of the company's material controls (including operational, financial and compliance controls) and risk management systems?	356
E.3.19	Does the company disclose the key risks to which the company is materially exposed to (i.e. financial, operational including IT, environmental, social, economic)?	395-396
E.3.20	Does the Annual Report/Annual CG Report contain a statement from the board of directors/commissioners or Audit Committee commenting on the adequacy of the company's internal controls/risk management systems?	355
E.4	PEOPLE ON THE BOARD	
	Board Chairman	
E.4.1	Do different persons assume the roles of chairman and CEO?	356, 393
E.4.2	Is the chairman an independent director/commissioner?	356
E.4.3	Is any of the directors a former CEO of the company in the past 2 years?	395-396
E.4.4	Are the roles and responsibilities of the chairman disclosed?	355
	Lead Independent Director	
E.4.5	If the Chairman is not independent, has the Board appointed a Lead/Senior Independent Director and has his/her role been defined?	356-359
	Skills and Competencies	
E.4.6	Does at least one non-executive director/commissioner have prior working experience in the major sector that the company is operating in?	361, 392

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E.5	Board Performance	
	Directors Development	
E.5.1	Does the company have orientation programmes for new directors/commissioners?	364, 402
E.5.2	Does the company have a policy and actual practice and programs that encourages directors/commissioners to attend on-going or continuous professional education programmes?	365, 402-405
	CEO/Executive Management Appointments and Performance	
E.5.3	Does the company disclose the process on how the board of directors/commissioners plans for the succession of the CEO/Managing Director/President and key management?	393
E.5.4	Does the board of directors/commissioners conduct an annual performance assessment of the CEO/ Managing Director/President?	401-402
	Board Appraisal	
E.5.5	Did the company conduct an annual performance assessment of the board of directors/commissioners and disclose the criteria and process followed for the assessment?	364, 401
	Director Appraisal	
E.5.6	Did the company conduct an annual performance assessment of the individual directors/commissioners and disclose the criteria and process followed for the assessment?	364, 401
	Committee Appraisal	
E.5.7	Did the company conduct an annual performance assessment of the board committees and disclose the criteria and process followed for the assessment?	366

#### **Level 2 BONUS ITEMS**

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(B)A.	RIGHTS OF SHAREHOLDERS	
(B)A.1	Right to participate effectively in and vote in general shareholders meeting and should be informed of voting procedures, that govern general shareholders meeting.	f the rules, including
(B)A.1.1	Does the company practice real time secure electronic voting in absentia at general meetings of shareholders?	https://www.danamon. co.id/id/Tentang-Danamon/ Informasilnvestor/RUPS/ Tata Tertib.pdf
(B)B.	EQUITABLE TREATMENT OF SHAREHOLDERS	
(B)B.1	Notice of AGM	
(B)B.1.1	Does the company release its notice of AGM (with detailed agendas and explanatory circulars), as announced to the Exchange, at least 28 days before the date of the meeting?	348
(B)C.	SUSTAINABILITY AND RESILIENCE	
(B)C.1		
(B).C.1.1	Does the company disclose how it manages climate-related risks and opportunities?	SR: 70-71
(B).C.1.2	Does the company disclose that its Sustainability Report / Sustainability Reporting is externally assured?	SR: 48
(B).C.1.3	Does the company disclose the engagement channel with stakeholder groups and how the company responds to stakeholders' ESG concerns?	SR: 49-52
(B).C.1.4	Does the company have a unit / division / committee who is specifically responsible to manage the sustainability matters?	SR: 32-33
(B).C.1.5	Does the company disclose board of directors/commissioners' oversight of sustainability-related risks and opportunities?	SR: 35-36
(B).C.1.6	Does the company disclose the linkage between executive directors and senior management remuneration and sustainability performance for the previous year?	396-397, 450-454
(B).C.1.7	Is the company's Whistle Blowing System managed by independent parties / institutions?	466
(B)D.	DISCLOSURE AND TRANSPARENCY	
(B)D.1	Quality of Annual Report	
(B)D.1.1	Are the audited annual financial report /statement released within 60 days from the financial year end?	348, 557
(B)E.	RESPONSIBILITIES OF THE BOARD	
(B)E.1	Board Competencies and Diversity	
(B)E.1.1	Does the company have at least one female independent director/commissioner?	356



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(B)E.1.2	Does the company have a policy and disclose measurable objectives for implementing its board diversity and report on progress in achieving its objectives?	361, 392
(B)E.2	Board Structure	
(B)E.2.1	Is the Nominating Committee comprise entirely of independent directors/commissioners?	384
(B)E.2.2	Does the Nominating Committee undertake the process of identifying the quality of directors aligned with the company's strategic directions?	382-383
(B)E.3	Board Appointments and Re-Election	
(B)E.3.1	Does the company use professional search firms or other external sources of candidates (such as director databases set up by director or shareholder bodies) when searching for candidates to the board of directors/commissioners?	354, 390, 393
(B)E.4	Board Structure & Composition	
(B)E.4.1	Do independent non-executive directors/commissioners make up more than 50% of the board of directors/commissioners for a company with independent chairman?	356, 393
(B)E.5	Risk Oversight	
(B)E.5.1	Does the company disclose that its Board identified key risk in relation to information technology including disruption, cyber security, and disaster recovery, to ensure that such risks are managed and integrated into the overall risk management framework?	444
(B)E.6	Board Performance	
(B)E.6.1	Does the company have a separate board level Risk Committee?	378-381, 406-407, 415- 416, 444

No	Principles and Recommendations	Page		
(P)A	RIGHTS OF SHAREHOLDERS			
(P)A.1	Basic shareholder rights			
(P)A.1.1	Did the company fail or neglect to offer equal treatment for share repurchases to all shareholders?	455		
(P)A.2	Shareholders, including institutional shareholders, should be allowed to consult with each other on issues concerning their basic shareholder rights as defined in the Principles, subject to exceptions to prevent abuse.			
(P) A.2.1	Is there evidence of barriers that prevent shareholders from communicating or consulting with other shareholders?	No		
(P)A.3	Right to participate effectively in and vote in general shareholders meeting and should be informed of the rules, including voting procedures, that govern general shareholders meeting.			
(P) A.3.1	Did the company include any additional and unannounced agenda item into the notice of AGM/EGM?	No The Company will include additional agenda (if any) after prior notification to OJK		
(P) A.3.2	Was the Chairman of the Board and the Chairmen of all Board Committees and the CEO absent from the most recent General Meeting?	347		
(P) A.4	Capital structures and arrangements that enable certain shareholders to obtain a degree of control disproportionate to their equity ownership should be disclosed.			
	Did the company fail to disclose the existence of:			
(P) A.4.1	Shareholders agreement?	No		
(P)A.4.2	Voting cap?	No		
(P) A.4.3	Multiple voting rights?	No		
(P) A.5	Capital structures and arrangements that enable certain shareholders to obtain a degree of control disproportionate to their equity ownership should be disclosed.			
(P) A.5.1	Is a pyramid ownership structure and/ or cross holding structure apparent?	100		
(P) B	EQUITABLE TREATMENT OF SHAREHOLDERS			
(P) B.1	Insider trading and abusive self-dealing should be prohibited.			
(P) B.1.1	Has there been any conviction of insider trading involving directors/commissioners, management and employees in the past three years?	No		

No	Principles and Recommendations	Page			
(P) B.2	Protecting minority shareholders from abusive action				
(P) B.2.1	Has there been any cases of non compliance with the laws, rules and regulations pertaining to material related party transactions in the past three years?	No			
(P) B.2.2	Were there any RPTs that can be classified as financial assistance (i.e not conducted at arms length) to entities other than wholly-owned subsidiary companies?	No			
(P) C	ROLE OF STAKEHOLDERS				
(P) C.1	The rights of stakeholders that are established by law or through mutual agreements are to be respected.				
(P) C.1.1	Have there been any violations of any laws pertaining to labour/employment/ consumer/insolvency/ commercial/competition or environmental issues?	447-448			
(P) C.2	Where stakeholders participate in the corporate governance process, they should have access to relevant, sufficient and reliable information on a timely and regular basis.				
(P) C.2.1	Has the company faced any sanctions by regulators for failure to make announcements within the requisite time period for material events?	No			
(P) C.2.2	Is there any evidence that the company is engaging in greenwashing activities?	No			
(P) D	DISCLOSURE AND TRANSPARENCY				
(P) D.1	Sanctions from regulator on financial reports				
(P) D.1.1	Did the company receive a "qualified opinion" in its external audit report?	No			
(P) D.1.2	Did the company receive an "adverse opinion" in its external audit report?				
(P) D.1.3	Did the company receive a "disclaimer opinion" in its external audit report?	No			
(P) D.1.4	Has the company in the past year revised its financial statements for reasons other than changes in accounting policies?	No			
(P) E	RESPONSIBILITIES OF THE BOARD				
(P) E.1	Compliance with listing rules, regulations and applicable laws				
(P) E.1.1	Is there any evidence that the company has not complied with any listing rules and regulations apart from disclosure rules over the past year?	No			
(P)E.1.2	Have there been any instances where non-executive directors/commissioner have resigned and raised any issues of governance-related concerns?	No			
(P) E.2	Board structure				
(P) E.2.1	Does the Company have any independent directors/commissioners who have served for more than nine years or two terms of five years each (which ever is higher) in the same capacity?	357, 394			
	1 The five years term must be required by legislation which pre-existed before the introduction of the ASEAN Corporate Governance Scorecard in 2011	337, 334			
(P) E.2.2	Did the company fail to correctly identify the description of all their directors as independent, non-executive, and executive?	357, 394			
(P) E.2.3	Does the company have any independent directors/non- executive/commissioners who serve on a total of more than five boards of publicly-listed companies?	359-360, 395-396			
(P) E.3	External Audit				
(P) E.3.1	Is any of the directors or senior management a former employee or partner of the current external auditor (in the past 2 years)?	No			
(P) E.4	Board structure and composition				
(P) E.4.1	Has the chairman been the company CEO in the last three years?	76, 360			
	Do non-executive directors/commissioners receive options, performance shares or bonuses?	156, 452-453			



# SHARIA BUSINESS UNIT (UUS) GOVERNANCE

#### **INTRODUCTION**

Danamon's Sharia Business Unit (UUS Danamon) implements Corporate Governance based on the following 5 (five) basic principles of Good Corporate Governance (GCG):

- 1. Transparency: Being transparent in material and relevant information disclosure, as well as in the decision-making process.
- 2. Accountability: A clarity of functions and accountability for the Bank's organs to run an effective management.
- 3. Responsibility: Ensuring the Bank's management conforms to applicable laws and regulations, and to the principles of healthy bank management.
- Professional: Having the competence and ability to act objectively and free from the influence of any party and staying true to the commitment to the development of Danamon's Sharia banking business.
- 5. Fairness: Specifically, fairness and equality in fulfilling the rights of stakeholders based on agreements and applicable laws and regulations.

All company organs are committed to implementing these GCG principles to assist the company in making improvements and delivering better. These principles are also implemented to help protect the interests of stakeholders with due attention to Sharia principles (sharia compliance) when carrying out business activities.

Testament to the Company's consistency in implementing GCG is its compliance with laws and regulations, sound risk management, internal control improvement across work units, and optimized performance of its UUS.

## INITIATIVES OF DANAMON'S SHARIA BUSINESS UNIT (UUS DANAMON)

In line with the parent bank strategy and in accordance with the Financial Services Authority (OJK) directions to boost the growth of the Sharia banking industry

with more aggressive approach and better quality, UUS Danamon continues to strive to improve its business performance and growth by implementing a averaging strategy to optimize usage of the Bank's infrastructure and office networks (office channelling). By implementing the parent bank's leveraging strategy through resource optimization, UUS Danamon can run a more efficient and sustainable sharia business activities, services and operations.

Several important steps that have been taken towards this end since 2023 and will continue in 2024 are as follows:

- a. Strengthening cooperation with the parent bank and MUFG group including PT Adira Dinamika Multi Finance (ADMF) Syariah through collaboration and synergy strategies in business and service development.
- b. Developing a more customer-centric sales and distribution model rather than just on products (product centric) alone.
- c. Strengthening the funding structure through the development of "Granular Funding" through the community and also developing Hajj and Umrah business and services
- d. UUS Danamon's collaboration with BPKH by i.e. continuing to carry out its 4 main functions as a Bank authorized to receive deposits for Hajj Pilgrimage Costs (BPS BPIH), and as placement, investment partner and benefit value management banks.
- e. Focusing on socializing UUS Danamon's superior products, namely Sharia Leasing, TRH (Hajj Planning Savings), RTJH (Hajj Planning Savings Account), Social Banking Services, Umrah Savings, sharia insurance products namely Proteksi Prima Amanah and Qurban Savings throughout the new distribution network including the addition of the latest services for Wealth Management, which is the sale of Sharia Mutual Funds and Bancassurance, as well as the development of Hajj services through special Hajj financing, sharia financing cards and also digital Hajj registration services.
- f. Making alignment of information technology and operational functions with the parent bank to develop a more effective and efficient process while



- supporting the development of digital banking services. To meet community needs, Syariah also offers comprehensive solutions through Digital platforms with Sharia Planning Savings (Hajj, Umrah, Qurban and others)
- g. Optimizing sales through the parent bank's office network e.g sharia services, campaign programs with events and marcomm activities.
- h. UUS Danamon focuses on continuing digital cash waqf services through Social Banking after earning a permit as an LKS-PWU (Sharia Financial Institution Receiving Cash Waqf) from the Ministry of Religion as a form of responsibility and concern for the community.
- Development of sustainable financing ("Sustainable Finance"), namely Solar Panel financing and electric vehicle financing through cooperation with third parties and in collaboration with ADMF.
- j. Increasing productivity and developing human resources whole increasing knowledge and capabilities of sharia banking through training, socialization and awareness programs. Supporting the Danamon Bankers Trainee (DBT) program to prepare Sharia officers and intensive socialization of sharia products.
- Embracing the principle of prudence in safeguarding asset quality with a focus on maintaining financing quality through strict monitoring and collection criteria, and through law-abiding relaxation of restructuring.

I. Continuing to improve risk management and corporate governance through improving policies and other supporting systems.

In order to provide the customers and the public with more education on sharia financial literacy, Danamon is running various relevant programs. During the 2023 period, UUS Danamon organized 13 (thirteen) programs both offline or online to support sharia financial literacy. Details of the schedule and program can be seen in Appendix 1.

#### 1. SHARIA SUPERVISORY BOARD (SSB)

### 1.1 Sharia Supervisory Board Composition and Members

In 2023, UUS Danamon's Sharia Supervisory Board had 3 (three) members. The composition of this SSB is as follows:

- a. Prof. DR. H. M. Din Syamsuddin, MA. (Chairman)
- b. Dr. Hasanudin, M.Ag. (Member)
- c. Dr. Asep Supyadillah, M.Ag. (Member)

### 1.2 Concurrent Positions of SSB Members in Other Islamic Financial Institutions

All SSB members have fulfilled concurrent position requirements that have been outlined in Bank Indonesia Regulation No. 11/10/PBI/2009 concerning Sharia Business Units (repealed July 12, 2023) and Financial Services Authority Regulation (POJK) No. 12 of 2023 concerning Sharia Business Units (valid from July 12, 2023). The concurrent positions of SSB members are as follows:

Name	Position at Other Company	Name of Company		
Prof. DR. H. M. Din Syamsuddin, MA. (Ketua)	-	-		
Dr. Hasanudin, M.Ag. (Anggota)	Chairman of SSB	Bank Syariah Indonesia (BSI)		
	Chairman of SSB	Toyota Astra Finance Services Syariah		
	Chairman of SSB	PT Sarana Multigriya Finansial (UUS)		
	Chairman of SSB	PT Trimegah Asset Management (UUS)		
Dr. Asep Supyadillah, M.Ag. (Anggota)	Chairman of SSB	PT Capital Life Syariah		
	Chairman of SSB	PT Asuransi Jiwa Generali Indonesia (UUS)		
	Member of SSB	PT Fintek Karya Nusantara (Link Aja Syariah)		

#### 1.3 SSB Work Program in 2023

- In 2023, UUS Danamon's Sharia Supervisory Board had the following work programs:
- a) Holding meetings at least 12 (twelve) times a year to discuss issues regarding sharia principles, to submit new products, or to request opinions on several conditions that have occurred in the field.
- b) Conducting regular reviews, including monitoring the fulfillment of Sharia principles on the mechanisms for raising funds and channelling funds as well as UUS services by means of sampling both funding-based customers and financing customers.
- c) Establishing good cooperation with Sharia & CREM Assurance - UUS Danamon in carrying out all UUS Danamon's SSB activities (such as SSB Opinion Requests), and examining and requesting clarification from authorized UUS Danamon officials regarding matters deemed necessary.

- d) Generating a SSB Supervision Report every 6 (six) months to be submitted to the OJK with copies to send to DSN-MUI, the Board of Commissioners, the UUS Danamon Board of Directors, the Internal Audit Work Unit, and the Compliance Division.
- e) Gaining information/knowledge about Sharia and banking by continuously optimizing the potential of the Sharia Supervisory Board through various training and workshop activities for the development and progress of UUS Danamon.
- f) Providing advice and recommendations to the Board of Directors of UUS Danamon in particular and the management of Danamon in general. The types of advice and recommendations include topics involving improvement, compliance with sharia principles, and the development and growth of UUS Danamon.

#### 1.4 SSB Work Realization in 2023

a) SSB held 15 (fifteen) routine meetings in 2023. Details for the time, place, meeting agenda, and attendance for each of these meetings can be seen in Appendix 2. The attendance rates of each SSB member are as follows:

Name	Total attendance
1. Prof. Dr. H. M. Din Syamsuddin, MA.	13
2. Dr. Hasanudin, M.Ag.	15
3. Dr. Asep Supyadillah, M.Ag.	15

SSB meetings held throughout 2023 have complied with Bank Indonesia and OJK regulations. Decisions throughout SSB meetings are made based on deliberation for consensus. The resolutions of these meetings have been recorded in Minutes of Meetings and have been fully documented and submitted to the Board of Directors and/or the Bank management for implementation.

b) In order to evaluate compliance with sharia principles periodically throughout 2023, of the data presented on 247 customers, SSB has conducted sampling tests on 135 funding and financing customers with the following details:

Presented Customer Data	Sampled Customer Data
155 Funding customers;	65 Funding customers;
Financing:	Financing:
8 Employee Cooperative Customers;	6 Employee Cooperative Customers;
30 SME Customers;	17 SME Customers;
4 Islamic People's Financing Bank (BPRS) customer;	2, Islamic People's Financing Bank (BPRS) customer;
4 Enterprise Banking (EB) Customers	3 Enterprise Banking (EB) Customers
14 Consumer Customers	10 Consumer Customers
32 Adira Joint Financing (JF) customers	32 Adira Joint Financing (JF) customers

c. Throughout 2023, SSB has coordinated with Sharia & CREM Assurance - UUS Danamon to support its function as a Sharia Supervisory Board. It has issued 25 (twenty five) SSB Opinions, the details of which are as follows:

No	ISSUES/TOPIC
1	Sharia Opinion on the D-Bank Pro TPS Program
2	Sharia Opinion on 2023 Sharia Day Event Activities
3	Sharia Opinion on Marketing Programs for Special Hajj Deposit Payment & Repayment Services for Partners/Travel Bureaus and Special Hajj Pilgrim Customers
4	Sharia Opinion on PPR Danamon Lebih Syariah under Wadiah Agreement
5	Sharia Opinion on the 2023 Deepening Program Alignment
6	Sharia Opinion on Replanting Investment Financing Scheme with an MMQ Agreement & Rental Payments during the Construction Period using Bailout Funds
7	Sharia Opinion on Sharia Customer Foreign Currency Buying and Selling Services using Parent Bank Treasury Services (Conventional Treasury)
8	Sharia Opinion on the Alignment of the 2023 NTB Acquisition Program
9	Sharia Opinion on Sharia Digital Banking Services Community Platform (Community Platform)
10	Sharia Opinion on Dirham Card Reissuance
11	Sharia Opinion on Sharia Distributor Financing (DF)
12	Sharia Opinion on the Danamon Lebih Syariah Home Ownership Financing (PPR)
13	Sharia Opinion on the Danamon 67 <sup>th</sup> Anniversary Program
14	Sharia Opinion on the Hajj Savings Acquisition Program for Umrah & Hajj Associations
15	Sharia Opinion on the Top Up Balance Program
16	Sharia Opinion on Draft Clauses related to Foreign Exchange Buying and Selling in the General Terms and Conditions of Sharia Banking Accounts & Services
17	Sharia Opinion on the iB Hajjj Savings Plan (TRH) Reward Program
18	Sharia Opinion on the Telesales Championship Program
19	Sharia Opinion on the Process of Opening a Danamon Adira iB Savings Account
20	Sharia Opinion on the Use of Conventional Insurance to cover life insurance risks for employee cooperative financing (Kopkar) under take over scheme
21	Sharia Opinion on Changes in Product Features of the iB Hajj Savings Plan (TRH iB)
22	Sharia Opinion on the 2023 Waqf Program Product Extension Draft
23	Sharia Opinion on the the 2023 Benevolent Fund SOP Draft Extension
24	Sharia Opinion on Sharia Corporate Dirham Cards – UUS Danamon
25	Sharia Opinion on the Naming of Applications for Digital Banking Services Sharia Community Platform

- d) Reporting the results of DPS supervision every 6 (six) months to OJK with a copy to DSN-MUI, the Board of Commissioners, UUS Danamon's Director, the Internal Audit Work Unit, and Danamon Compliance
- e) The SSB of UUS Danamon in 2023 has attended various training activities/ workshops to develop/optimize its potential as a Sharia Supervisory Board. The details of these activities are in the following table:

No	TRAINING/WORKSHOP
1	Pre-ljtima' Sanawi Workshop (Annual Meeting) DPS VIII 2023 on Sharia Commercial Banks and Sharia Business Units on August 10 2023 at the Mercure Hotel Jakarta Batavia, Jl. Kali Besar Barat No.44 Roa Malaka Tambora, West Jakarta 11230
2	Ijtima' Sanawi (Annual Meeting) DPS XIX 2023 on September 21, 2023 at the Grand Sahid Jaya Hotel, Jl. Jenderal Sudirman No. 86 Jakarta 10220

f) Providing advice and recommendations to the Director of UUS Danamon during SSB monthly meetings or on certain occasions on topics that involve improvement, compliance with Sharia principles, and the development and growth of UUS Danamon.

#### 1.5 SSB Supervision

SSB supervision results are reported to OJK with copies to the Compliance Division, Internal Audit Work Unit, the Board of Directors and Board of Commissioners of PT Bank Danamon Indonesia Tbk and the National Sharia Board-Indonesian Council of Ulama (DSN-MUI) through the publication of DPS Supervision Reports for 2 (two) specific periods: the Mid-Year and End of 2023 Supervision Reports (LHP) that consist of:

- Reports on finances, branch or office networks, products, human resources, and regular meetings with UUS Danamon management during the supervision period.
- Reports on the implementation of follow-ups on the conformity of bank products and services with DSN-MUI fatwas
- Working papers for supervising bank activities and product development.
- The Sharia Supervisory Board Opinion issued during the supervision period.

In addition to supervising, SSB also gives recommendations, suggestions, and advice to the Board of Directors of PT Bank Danamon Indonesia Tbk and to UUS Danamon management in the form of DPS Opinions issued according to specific management needs.

#### 1.6 SSB Work Guidelines and Rules

The Sharia Supervisory Board uses the Sharia Supervisory Board Guidelines and Work Procedures, both of which are reviewed periodically. UUS Danamon always aligns its Sharia Supervisory Board Guidelines and Work Procedures in accordance with developments in applicable rules and regulations.

#### 1.7 SSB Remuneration

Remuneration and other facilities for UUS Danamon SSB members are proposed by the Danamon Nomination and Remuneration Committee and determined at the Danamon General Meeting of Shareholders. The amount of remuneration and other facilities given out in 2023 were as follows:

	Received amount in 1 year (gross)			
Total Remuneration and Other Facilities	People	Rupiah		
1. Remuneration	3	1,670,083,305		
2. Other Facilities	3	Health Insurance including for immediate family		

Total Remuneration per person in 1 year	Total SSB
Above 2 billion Rupiah	-
Between 1 billion to 2 billion Rupiah	-
Above 500 million Rupiah up to 1 billion Rupiah	1
Under 500 million Rupiah	2

#### 2. DIRECTOR OF UUS

#### The Director of UUS Danamon has done the following to implement GCG:

- a) Coordinate with all levels of the organization in UUS Danamon to carry out recommendations or input from the SSB generated from the results of routine meetings and SSB Supervision Reports.
- b) Coordinate with all directorate levels at the Parent Bank for UUS Danamon business development and improvement, including operational coordination and the marketing of sharia products through Sharia Services at the parent bank branches.
- c) Ensure that the soundness level of UUS Danamon is in accordance with OJK regulations.
- d) Coordinate with Bank Indonesia and OJK.
- e) Is a member of the Risk Management Committee.

#### 3. LIST OF CONSULTANTS AND LEGAL ADVISORS

Throughout the 2023 period, no consultant service and legal advice were rendered.

#### 4. INTERNAL FRAUD

There were no cases of internal fraud at UUS Danamon throughout 2023.

Legal Case	Total		
	Civil	Criminal	
Resolved (the case has a legally binding judgement)	Nil	Nil	
In settlement process	Nil	Nil	
Total	Nil	Nil	

	Number of Cases Committed by					
Internal Fraud in 1 year	Members of the Board of Commissioners/ Directors		Permanent employees		Temporary employees	
	2022	2023	2022	2023	2022	2023
Total Fraud	Nil	Nil	Nil	Nil	Nil	Nil
Settled	Nil	Nil	Nil	Nil	Nil	Nil
In internal settlement process	Nil	Nil	Nil	Nil	Nil	Nil
No settlement effort has been made	Nil	Nil	Nil	Nil	Nil	Nil
Has been followed up through the legal process	Nil	Nil	Nil	Nil	Nil	Nil

#### **5. LEGAL ISSUES**

The following is the status of legal issues at UUS Danamon in 2023:

Legal Case	Total	
10	Civil	Criminal
Resolved (the case has a legally binding judgement)	Nil	Nil
In settlement process	Nil	Nil
Total	Nil	Nil

#### 6. ACTIVITIES OF UUS DANAMON

UUS Danamon's activities consist of 2 (two) things: the distribution of welfare funds for social activities and receiving awards in Indonesian banking. The following are the details:

#### 6.1 Distribution of Welfare Funds for Social Activities

This is done with reference to Law Number 21 of 2008 concerning Islamic Banking Chapter II concerning Principles, Objectives, and Functions. Islamic banks also carry out social functions as stated in Article 4, paragraph 2, which reads: "Sharia banks and UUS can carry out social functions in the form of baitul mal institutions. It can do this by receiving funds originating from zakat, infaq, alms, grants, or other social funds and distributing such funds to zakat management organizations." It also operates based on DSN MUI Fatwa Number 123/DSN-MUI/XI/2018 concerning the Use of Funds That May Not Be Recognized as Income for Islamic Financial Institutions, Islamic Business Institutions, and Islamic Economic Institutions. In relation to this function, UUS Danamon carried out 45 distributions throughout 2023 to institutions, foundations, mosques/mushollas, and eligible individuals, for a total of Rp652,252,000.00 The details of these activities can be seen in Appendix Table 3.

#### **6.2 UUS Danamon Awards**

The following are the awards received by UUS Danamon in 2023:

- 1st Place Sharia Business Unit Category Conventional Commercial Bank Assets Rp5 T 10 T, Infobank Digital Brand Award.
- Golden Recognition 5 consecutive years in Service excellence for Sharia Business Unit, Infobank-MRI Banking Service Excellent 2023.
- Rank 1 Sharia Business Unit in Best Teller, Infobank-MRI Banking Service Excellent 2023.
- Excellence Financial Performance Islamic Banking Unit of Commercial Banking in 2022 (Asset Class IDR5 <10Trillion)
- 3rd Place Sharia Business Unit in Banking Service Excellence Award, Infobank-MRI Banking Service Excellent 2023.
- 3rd Place Sharia Business Unit in Best Walk-in Channel in Service Excellence, Infobank-MRI Banking Service Excellent 2023.
- Rank 3 Sharia Business Unit in Best Walk-in Channel &; Digital Channel in Service Excellence, Infobank-MRI Banking Service Excellent 2023.
- Certificate of Appreciation from Infobank The Asian Post in Infobank 12th Sharia Award 2023.

#### 7. NON-HALAL INCOME AND ITS USAGE

UUS Danamon did not generate any non-halal income throughout 2023.

#### 8. UUS DANAMON'S GCG SELF-ASSESSMENT RESULTS 2023

Based on the working papers related to the self-assessment of UUS Danamon's 2023 GCG implementation, we would like to present a summary of the calculation of the 2023 composite score and the results of the 2023 UUS Danamon GCG self-assessment:

#### **TABLE OF COMPOSITE VALUE CALCULATION SUMMARY IN 2023**

No	Factor	Rating (a)	Weight (b)	Score (a) x (b)
1	Implementation of the duties and responsibilities of the UUS Director	2	35.00%	0.70
2	Implementation of duties and responsibilities of the SSB	2	20.00%	0.40
3	Implementation of sharia principles in fund collection and distribution activities as well as service delivery	2	10.00%	0.20
4	Distribution of funds to core financing customers and saving of funds by core depositors	2	10.00%	0.20
5	Transparency of financial and non-financial conditions, GCG implementation reports and internal reporting	1	25.00%	0.25
	Mark Composite		100%	1.75

Predicates: Very Good/Good/Fairly Good/Poor/Not Good

#### **TABLE OF UUS DANAMON'S GCG SELF-ASSESSMENT RESULTS 2023**

No	Factor	Rank (a)	Weight (b)	Mark (a) x (b)	Predicate
1	Implementation of the duties and responsibilities of the UUS Director     The Director of UUS Danamon passed Bl's fit & proper test, is independent, has no conflict of interest & his appointment has been reported to Bl.     The Director of UUS Danamon is responsible for managing UUS Danamon, following up on SSB recommendations & providing data for SSB supervision.	2	35%	0.70	Good
2	<ul> <li>Implementation of DPS duties and responsibilities</li> <li>3 (three) SSB members, who have adequate integrity, competence and financial reputation, are appointed through the GMS based on the recommendations of the Nomination Committee and recommendations of the DSN-MUI with a term of office not exceeding that of the Directors/ Board of Commissioners. The dual positions of SSB members are in accordance with Bank Indonesia regulations.</li> <li>SSB has assessed and ensured compliance with sharia principles for UUS Danamon products and operational guidelines and submitted supervisory reports in accordance with Bank Indonesia regulations.</li> <li>SSB held 15 (fifteen) meetings during 2023. Meeting decisions are based on deliberation and consensus, are well documented and submitted as recommendations for follow-up by UUS Danamon management</li> <li>Concurrent positions as SSB members at other sharia financial institutions as well as DPS remuneration/other facilities have been reported in the GCG Implementation Report. SSB members do not hold concurrent positions as consultants in all Danamon BUS/UUS. In accordance with the SSB Work Guidelines and Rules, SSB members do not use UUS Danamon for personal interests.</li> </ul>	2	20%	0.40	Good

No	Factor	Rank (a)	Weight (b)	Mark (a) x (b)	Predicate
3	Implementation of sharia principles in fund collection and distribution activities as well as service delivery.  • Every product that will be issued by UUS Danamon is reviewed by the Sharia Assurance Unit, Bank Danamon Compliance Division and a SSB opinion is requested to ensure the product's conformity with the DSN - MUI Fatwa.  • UUS Danamon in implementing fund collection products, distribution of funds and services is in accordance with the DSN-MUI Fatwa and OJK/BI regulations, including by conducting periodic reviews of product policies & carrying out an internal audit process.	2	10%	0.20	Good
4	Distribution of funds to core financing customers and storage of funds by core depositors.  • UUS Danamon has implemented the principle of prudence in providing funds, especially to Core Customers by always referring to OJK/BI regulations.  • UUS Danamon does not provide special treatment for Core Financing Customers and Core Depositors so that treatment of core customers follows the general policy of UUS Danamon.  • Danamon's UUS fund provision program products have been reviewed periodically in accordance with Bank regulations.  • A detailed list of Core Financing Customers and Core Depositor Customers has been submitted to the Financial Services Authority in accordance with applicable regulations.	2	10%	0.20	Good
5	Transparency of financial and non-financial conditions, GCG implementation reports and internal reporting.  • UUS Danamon has prepared Quarterly Published Financial Reports and announced them in national newspapers and websites in accordance with OJK/BI regulations.  • UUS Danamon has conveyed the targets, strategies and development policies of UUS Danamon in the Bank Business Plan (RBB) and submitted information on UUS business development in the RBB Realization Report and the Bank's Annual Report.  • UUS Danamon has carried out a GCG Self-Assessment, prepared a GCG Implementation Report in accordance with OJK/BI regulations.  • UUS Danamon has good internal reporting and is able to present data/information from the core system and supporting systems. The reporting system is supported by human resources who have training and experience as well as an adequate IT security system in accordance with Bank Danamon's IT Security procedures.	1	25%	0.25	Very Good
	Mark		100%	1.75	Good

Predicates: Very Good/Good/Fairly Good/Poor/Not Good

#### **GENERAL CONCLUSIONS**

Based on the results of its GCG self-assessment for 2023, UUS Danamon earned a composite score of 1.75 or falling under the "Good" rating.

GCG implementation at UUS Danamon in 2023 has complied with several provisions involving GCG, specifically:

- 1. It remains in strict compliance with applicable regulations and in the implementation of sharia principles in fundraising activities and the channelling of funds, as well as sharia unit services.
- 2. It boosts its third-party funds by optimizing the functions of its Sharia branch office network and Sharia services through its main bank office network while continuing to apply the principle of prudence and boosting the knowledge of its human resources regarding Sharia principles.
- 3. Fund channeling, customer financing, and fundraising activities remained consistent by applying the principles of prudence and independence based on Sharia principles.
- 4. Financial and non-financial conditions remained transparent. GCG implementation reports and internal reports were carried out regularly and transparently in accordance with applicable regulations.
- 5. The Sharia Director of UUS Danamon has met the required criteria, including competence in the field of Sharia, and is fully committed in developing UUS Danamon, following up on recommendations from the SSB, and providing data regarding the growth and condition of UUS Danamon every month through regular SSB meetings.
- 6. The SSB of UUS Danamon has carried out its duties and responsibilities. This includes ensuring that all of its members have good reputations and competence. It also includes holding regular SSB meetings, providing opinions, recommendations, and reviews on UUS Danamon products and generating a SSB Supervision Report every semester.

UUS Danamon will continue in a sustainable manner to make improvements by boosting the productivity of its human resources. The Board will do this while also increasing knowledge and capabilities regarding Sharia banking. The Board will also provide a more effective information management system, improve work processes and procedures, and optimize all potential that exists in the main bank office network (office channeling) in order to achieve performance according to predetermined targets, which will eventually benefit all stakeholders and protect their interests.

We made the above improvement efforts with priority placed on GCG principles and prudential principles while optimizing our performance in implementing Sharia Principles. We have achieved all of this while building more effective communication with SSB and the Director of UUS Danamon by improving compliance function, risk management, and internal audit.

Not least of all, thanks to the support of Danamon, its strong infrastructure, extensive service network, and good brand awareness, we have been able to make positive impacts and will deliver even more as we compete healthily for UUS Danamon in the Sharia banking industry while remaining consistent in implementing sharia principles in banking activities.

#### **Sharia Business Unit**

PT Bank Danamon Indonesia Tbk

Herry Hykmanto

Sharia Director

**APPENDIX 1**TABLE OF DETAILS OF THE SCHEDULE AND SHARIA FINANCIAL LITERACY PROGRAM 2023

No.	Implementation Schedule	Name of Activity	Form of Implementation	Subject	Target	Implementation Area	Party Name
1	January 21, 2023	Financial & Digital Literacy for MM2100 Vocational School Students	Online / Webinars	Financial Planning & Investment for Millennials	Vocational School Students, Teachers, Parents of Students	The Greater Jakarta Area	Industrial Partner Vocational School
2	June 16, 2023	Sharia Banking Literacy	Presentation of material (Offline)	Sharia Banking Financial Literacy	Academic Staff, Faculty Members	Jatinangor	Faculty of Cultural Sciences, Padjadjaran University
3	June 19, 2023	Sharia Banking Literacy	Presentation of material (Offline)	Sharia Banking Financial Literacy	Student	The City of Bogor	Empang Elementary School, Bogor City
4	June 19, 2023	Sharia Banking Literacy	Presentation of material (Offline)	Sharia Banking Financial Literacy	Principals, Teachers, Academic Staff throughout the city of Bogor	The City of Bogor	One of the elementary schools in Bogor City
5	July 12, 2023	Public Lecture on " Smart Finance Management	Presentation of material (Offline)	Smart Finance Management for 12th Graders of Vocational School	Student	Cikarang	MM2100 Industrial Partner Vocational School
6	July 26, 2023	Public Lecture on "Smart Finance Management	Presentation of material (Offline)	Smart Finance Management for 11th Graders of Vocational School	Student	Cikarang	MM2100 Industrial Partner Vocational School
7	August 9, 2023	Public Lecture on Smart Finance Management	Presentation of material (Offline)	Smart Finance Management for 10th Graders of Vocational School	Student	Cikarang	MM2100 Industrial Partner Vocational School
8	August 16, 2023	Public Lecture on "Millennial Style Investment"	Presentation of material (Offline)	Millennial-Style Investment for 12th Graders of Vocational School	Student	Cikarang	MM2100 Industrial Partner Vocational School
9	August 23, 2023	;Public Lecture on "Millennial Style Investment"	Presentation of material (Offline)	Millennial-Style Investment for 11th Graders of Vocational School students	Student	Cikarang	MM2100 Industrial Partner Vocational School
10	August 30, 2023	Public Lecture on "Millennial Style Investment"	Presentation of material (Offline)	Millennial-Style Investment for 10th Graders of Vocational School	Student	Cikarang	MM2100 Industrial Partner Vocational School
11	September 7, 2023	Public Lecture on "Millennial Style Investment"	Presentation of material (Offline)	Millennial-Style Investment for 10th Graders of Vocational School	Student	Cikarang	MM2100 Industrial Partner Vocational School
12	October 15, 2023	Sharia banking for daily transactions	Presentation of material (Offline)	Sharia banking for daily transactions	Community of Indonesian Muslim Women Entrepreneurs	South Jakarta	Jakarta Ministry of Cooperatives Buildin
13	December 13, 2023	Sharia banking for financial planning	Presentation of material (Offline)	Sharia banking for financial planning	Elementary School Students, Teachers, Parents of Student	City of Bogor	Empang Elementary School, Bogor City

## **APPENDIX 2**TABLE OF DETAILS FOR THE TIME, PLACE, AND AGENDA OF SSB MEETING in 2023

No	Day, Date & Place	Agenda	Participant	Units
1	Monday, January 10, 2023 Virtual Meeting by MS Teams	D-Bank Pro TPS Program     Community Educational Ecosystem     Program	1. Prof. Dr. H. M. Din Syamsuddin, MA. 2. Dr. Hasanudin, M.Ag 3. Dr. Asep Supyadillah, M.Ag 4. Dadan Setiawan 5. Dedy Setiadi 6. Niken Indah Tri P 7. Siti Chodidjah 8. Sara Zathira S. 9. Merisa Ardini 10. Albi Ariza	SSB SSB SSB UUS UUS UUS UUS UUS UUS UUS
2	Thursday, January 26, 2023 DSN-MUI Office	1. Opinion (Continued) on benefit calculations for Sharia Home Ownership Financing (PPR) 2. Case of Refinancing / Reinstatement of IMBT CV Gema Nusa Financing 3. Sampling Pick Test Semester II 2022 for Customers I Gusti Putu Ismawan and Auliyarioati	1. Dr. Hasanudin, M.Ag. 2. Dr. Asep Supyadillah, M.Ag. 3. Dadan Setiawan 4. Sutarto Anto 5. Merisa Ardini	SSB SSB UUS UUS UUS
	Selasa, 14 Februari 2023 Virtual Meeting by MS Teams	1. Opinion (Continued) on Sharia Home Ownership Financing (PPR) with Wadiah Agreement 2. Marketing Program for Special Hajj Deposit Payment & Repayment Services for Partners/Travel Bureaus and Special Hajj Pilgrim Customers 3. Sharia Opinion on Biodiesel Financing	1. Prof. Dr. H. M. Din Syamsuddin, MA. 2. Dr. Hasanudin, M.Ag 3. Dr. Asep Supyadillah, M.Ag 4. Dadan Setiawan 5. Sutarto Anto 6. Merisa Ardini 7. Hendy Saputra 8. Nia Febriyanti 9. Nabila Sanira 10. Siti Chodidjah	SSB SSB UUS UUS UUS UUS UUS UUS UUS UUS
	Tuesday, February 14, 2023 Virtual Meeting by MS Teams	1. Investment financing for Replanting with MMQ Scheme & Lease Payments during construction period using bailout funds. 2. Sharia Customer Forex Sale and Purchase Service using Parent Bank Treasury Service (Conventional) 3. Marketing Program Funding 2023 Aligment dengan konven: a. Program Deepening, b. Program Akusisi, c. Proposed program Danamon Lebih Pro iB (Multi Currency Account)	1. Prof. Dr. H. M. Din Syamsuddin, MA. 2. Dr. Hasanudin, M.Ag 3. Dr. Asep Supyadillah, M.Ag 4. Dadan Setiawan 5. Dedy Setiadi 6. Niken Indah Tri P 7. Dwi Rachmawati 8. Sutarto Anto 9. Hendy S 10. Albi Ariza 11. Raga Dedja A. 12. Mery Agestiani	SSB SSB SSB UUS UUS UUS UUS UUS UUS UUS
	Friday, March 17, 2023 Virtual Meeting by MS Teams	1. Musyarakah Financing Scheme for the Batang Integrated Industrial Area 2. Danamon Lebih Syariah PPR (request for continued SSB Opinion) 3. Proteksi Prima Perlindungan Utama Products	1. Prof. Dr. H. M. Din Syamsuddin, MA. 2. Dr. Hasanudin, M.Ag 3. Dr. Asep Supyadillah, M.Ag 4. Yatno Sukendar 5. Dadan Setiawan 6. Dedy Setiadi 7. Siti Chodidjah 8. Merisa Ardini 9. Niken Indah Tri P 10. Muhammad Fadli Nugraha 11. Sutarto Anto 12. Nabila Sanira 13. Nia Febriyanti 14. Kasso Hamka 15. Lukman Hakim Burhan 16. Hendy Saputra 17. Raga Dedja A.	SSB SSB/ SSB UUS UUS UUS UUS UUS UUS UUS UUS UUS

No	Day, Date & Place	Agenda	Participant	Units
6	Friday, April 14, 2023 Virtual Meeting by MS Teams	Financial Overview – YTD Mar 2023     Sharia Distributor Financing     Program cooperation scheme	1. Prof. Dr. H. M. Din Syamsuddin, MA. 2. Dr. Hasanudin, M.Ag 3. Dr. Asep Supyadillah, M.Ag 4. Refita Rulli Arief 5. Yatno Sukendar 6. Yusuf Pratama 7. Sutarto Anto 8. Dwi Rachmawati 9. Sari Utami 10. Achmadijan Firdaus 11. Masnun Nadia 12. Siska Haibah 13. Rezeki Syawalia Asri L 14. Siti Chodidjah 15. Dadan Setiawan 16. Dedy Setiadi 17. Niken Indah 18. Muhammad Fadli Nugraha 19. Merisa Ardini	SSB SSB DPS SSB UUS UUS UUS UUS UUS UUS UUS UUS UU
7	Tuesday, May 30, 2023 Virtual Meeting by MS Teams	1. Use of sharia accounts for derivative transactions 2. Sharia Distribution Financing (Case study: Kabulinco) 3. ECS financing with the Hawalah Bil Ujroh agreement 4. PPR insurance (case study: Ciputra developer collaboration) 5. PKS referrals and collective account opening via community platform	1. Prof. Dr. H. M. Din Syamsuddin, MA. 2. Dr. Hasanudin, M.Ag 3. Dr. Asep Supyadillah, M.Ag 4. Yatno Sukendar 5. Christina Batubara 6. Raditi Ariestarini 7. Sutarto Anto 8. Dwi Rachmawati 9. Diah Natalin Saragih 10. Vivian Dolorosa P.M 11. Masnun Nadia 12. Hendy Saputra 13. Siska Haibah 14. Rezeki Syawalia Asri L 15. Siti Chodidjah 16. Dadan Setiawan 17. Niken Indah 18. Merisa Ardini	SSB SSB UUS Legal Counsel Legal Counsel UUS UUS Compliance Compliance UUS UUS UUS UUS UUS UUS UUS UUS UUS UU
8	Monday, June 19, 2023 Virtual Meeting by MS Teams	Distributor Debt Repayment by Principal in Distributor Financing     Reissuance of Dirham Card	1. Prof. Dr. H. M. Din Syamsuddin, MA. 2. Dr. Hasanudin, M.Ag 3. Dr. Asep Supyadillah, M.Ag 4. Dadan Setiawan 5. Sutarto Anto 6. Dwi Rachmawati 7. Dedy Setiadi 8. Siska Haibah 9. Rahlati Fatwa Dewi 10. Siti Chodidjah 11. Niken Indah 12. Merisa Ardini	SSB SSB SSB UUS UUS UUS UUS UUS UUS UUS
9	Monday, July 3, 2023 Virtual Meeting by MS Teams	1. Sharia Opinion on the Hajj Savings Acquisition Program for Umrah & Hajj Associations 2. Sharia Opinion on the Danamon 67th Anniversary Program 3. Sharia Opinion on the Topup Balance Program 4. Following up on sharia opinion on the use of sharia accounts for purchasing conventional investment products (suggestion of follow-up questions from the Wealth Management Team)	1. Prof. Dr. H. M. Din Syamsuddin, MA. 2. Dr. Hasanudin, M.Ag 3. Dr. Asep Supyadillah, M.Ag 4. Dadan Setiawan 5. Dedy Setiadi 5. Sara Zathira S 6. Retno Kusuma Suryantami 7. Mery Agestiani	SSB SSB SSB UUS UUS WUS Wealth Mgt UUS
10	Friday, July 28, 2023 Virtual Meeting by MS Teams	1. Sharia Opinion on Sales of Sharia Bond Products – Cash Waqf Linked Retail Sukuk (Retail CWLS) 2. Implementation of Al-Sharf (currency buying and selling) in Forex Products 3. Addendum to Sharia Services & Product Program Syartum	1. Prof. Dr. H. M. Din Syamsuddin, MA. 2. Dr. Hasanudin, M.Ag 3. Dr. Asep Supyadillah, M.Ag 4. Yatno Sukendar 5. Dadan Setiawan 6. Dedy Setiadi 7. Mery Agestiani 8. Siti Chodidjah 9. Niken Indah Tri P 10. Merisa Ardini	SSB SSB SSB UUS UUS UUS UUS UUS UUS UUS

No	Day, Date & Place	Agenda	Participant	Units
11	Friday, August 4, 2023 Virtual Meeting by MS Teams	Sharia Opinion on the Digital     Community Platform Acquisition     Program     Syirkah Financing Products	1. Prof. Dr. H. M. Din Syamsuddin, MA. 2. Dr. Hasanudin, M.Ag 3. Dr. Asep Supyadillah, M.Ag 4. Yatno Sukendar 5. Dedy Setiadi 6. Niken Indah Tri P 7. Sutarto 8. Dwi Rachmawati 9. Sari Utami 10. Sara Zathira Siregar 11. Nia Febriyanti 12. Rizky Dinar Kusumadewi 13. Merisa Ardini	SSB SSB SSB UUS UUS UUS UUS UUS UUS UUS
12	Monday, September 18, 2023 Virtual Meeting by MS Teams	Dirham Card product features     Marketing program to support marketing of Dirham Card products     Review Marketing collateral for Card products (application, Summary of Product and Service Information (RIPLAY) including Product Terms and Conditions	<ol> <li>Dr. Hasanudin, M.Ag</li> <li>Dr. Asep Supyadillah, M.Ag</li> <li>Dadan Setiawan</li> <li>Niken Indah Tri P</li> <li>Siti Chodidjah</li> <li>Dwi Rachmawati</li> <li>Rahlati Fatwa Dewi</li> <li>Rizky Dinar Kusumadewi</li> <li>Merisa Ardini</li> </ol>	SSB SSB UUS UUS UUS UUS UUS UUS UUS UUS
13	Tuesday, October 10, 2023 Virtual Meeting by MS Teams	Sharia Opinion on the TRH iB Reward Program     Sharia Opinion on the Telesales Championship Program     Sharia Opinion on the Process of Opening a Danamon Adira iB Savings Account	1. Prof. Dr. H. M. Din Syamsuddin, MA. 2. Dr. Hasanudin, M.Ag 3. Dr. Asep Supyadillah, M.Ag 4. Dadan Setiawan 5. Niken Indah Tri P 6. Siti Chodidjah 7. Merisa Ardini 8. Sara Zathira Siregar 9. Masnun Nadia 10. Rizky Dinar Kusumadewi	SSB SSB SSB UUS UUS UUS UUS UUS UUS UUS
14	Tuesday, November 14, 2023 Virtual Meeting by MS Teams	Sharia Opinion regarding Extension of the Term of IMBT (Bullet Payment) Facilities	1. Prof. Dr. H. M. Din Syamsuddin, MA. 2. Dr. Hasanudin, M.Ag 3. Dr. Asep Supyadillah, M.Ag 4. Niken Indah Tri P 5. Sutarto Anto 6. Kasso Hamka 7. Merisa Ardini	SSB SSB SSB UUS UUS UUS UUS
15	Friday, December 15, 2023 Virtual Meeting by MS Teams	<ol> <li>Sharia Opinion on the 2023 Waqf Product Program (PP) Extension</li> <li>Sharia Opinion on Changes to Product Features of the Hajj Ib Savings Plan (TRH iB)</li> <li>Proposed additions / Addendum to MoM 18 September 2023 regarding Dirham Card - Corporate Card Agreement</li> </ol>	1. Prof. Dr. H. M. Din Syamsuddin, MA. 2. Dr. Hasanudin, M.Ag 3. Dr. Asep Supyadillah, M.Ag 4. Sutarto Anto 5. Dwi Rachmawati 6. Rahlati Fatwa Dewi 7. Syifa Rizkia Nurfitriani 8. Hendy Saputra 9. Dedy Setiadi 10. Rezeki Syawalia Asri Lazuardi 11. Niken Indah Tri P 12. Dedy Setiadi 13. Siti Chodidjah 14. Merisa Ardini	SSB SSB UUS UUS UUS UUS UUS UUS UUS UUS

#### **APPENDIX 3**

#### **TABLE OF DISTRIBUTION OF UUS DANAMON'S VIRTUE FUND 2023**

No	Date	Name of Beneficiary	Purpose	Nominal
1	January 3, 2023	UUS Danamon	Sharia Financial Literacy Fund Assistance organized by Youth Islamic Association (Persis)	10,000,000,00
2	January 20, 2023	Ahmad Chairul Syah	Financial assistance for the school needs of orphaned/dhuafa children under the guidance of Chairul	5,339,000,00
3	February 6, 2023	Partner Vocational Schools of MM2100 Industrial Zone	Scholarship funding assistance to underprivileged students of Partner Vocational Schools of MM2100 Mitra Industrial Area	20,000,000,00
4	February 7, 2023	LWP PBNU	Funding assistance for the assignment of NU preachers and waqf ambassadors to introduce Islamic religious literacy, especially waqf to the community (fii sabilillah assistance)	50,000,000,00
5	March 2, 2023	Mosque Prosperity Lovers Community	Assistance with compensation funds for poor orphans by the Mosque Prosperity Lovers Community, Bekasi Region	10,100,000,00
	March 2, 2023	Mosque Prosperity Lovers Community	Financial assistance for circumcision of converts by by the Mosque Prosperity Lovers Community, Bekasi Region	9,900,000,00
6	March 14, 2023	BDS Palembang	Financial assistance to purchase Al Qur'an for Tahfidz students at the Hidayatullah Mubtadin Islamic Boarding School, Palembang	3,000,000,00
7	March 14, 2023	BDI Tanjung Morawa	Financial assistance to purchase prayer equipment (mukena) for converts/dhuafa/orphans/orphans through Pemuda Hidayatullah, North Sumatra	2,000,000,00
8	March 28, 2023	Al Barokah Prayer Room (Bank Danamon Tower)	Financial assistance for Ramadhan activities at the MBD prayer room on floor B1	13,600,000,00
9	March 28, 2023	BDS Lapangan Ros	Financial assistance for the distribution of basic necessities to the needy residing near the Lapangan Ros Sharia Branch Office	15,000,000,00
10	March 31, 2023	Daarut Tauhiid Care Foundation	Funding assistance for poor orphans, Daarut Tauhid Peduli Foundation, Bandung	15,000,000,00
11	March 31, 2023	Sharia Economic Society (MES)	Funding assistance for Ramadhan 1444 H activities for the costs of lecturers & distribution of takjil	13,600,000,00
12	April 3, 2023	UUS Danamon	Sharia economic and financial inclusion-literacy assistance through the Sharia Economic Community (MES) 1444 H Ramadhan blessing program	20,000,000,00
13	April 4, 2023	BDS Ciracas	Financial assistance for distributing basic necessities to the needy residing near BDS Ciracas	15,000,000,00
14	April 5, 2023	Al Ishlah Kiwi Bintaro Foundation	Ramadhan 1444 H financial assistance for orphans & underprivileged children at the Al Ishlah Kiwi Bintaro Foundation	10,000,000,00
15	April 17, 2023	Ishlahul Ummah Islamic Boarding School	Funding assistance for the renovation of ablution places and toilets for students at the Ishlahul Ummah Islamic Boarding School, Tasikmalaya	20,000,000,00
16	April 14, 2023	Daarut Tauhiid Waqf Institution	Financial assistance for waqf literacy activities with DT waqf	50,000,000,00
17	April 13, 2023	Lulu Qiroatun Quran Foundation	Assistance with compensation funds for orphans and the needy living in the Lulu Qiroatul Quran Foundation, Depok	20,000,000,00
18	April 13, 2023	Rodhiyatul Jannah Surabaya Orphanage Foundation	Assistance with compensation funds for orphans at the Rodhiyatul Jannah Orphanage Foundation, Surabaya	10,000,000,00

No	Date	Name of Beneficiary	Purpose	Nominal
19	April 13, 2023	UUS Bank Danamon Head Office	Compensation Fund Assistance for Orphans at UUS Head Office	6,550,000,00
20	April 13, 2023	Asy Syukri Jami Mosque	Funding assistance for the construction of the Asy Syukri Jami Mosque, Jatinangor Sumedang	5,000,000,00
21	May 19, 2023	Yahya Ependi	Financial assistance for the construction of clean water wells in Ciharak Lebak Village, Banten	15,000,000,00
22	May 19, 2023	BDS Banda Aceh Safiatudin	Compensation fund for orphans cared for by Darul Mukarramah	20,000,000,00
23	May 26, 2023	UUS Bank Danamon Head Office	Assistance with compensation funds for orphans under the guidanace of Al Banna Islamic boarding school foundation	5,000,000,00
24	June 8, 2023	Darul Fawwaz Foundation	Funding assistance for the construction of the UMMI Muslim Children's Nursery School building, 2nd floor, Tasikmalaya, West Java	10,000,000,00
25	June 16, 2023	Muara Ukhuwah Qur'an House	Financial assistance for the construction of a prayer room and qur'an house in Muara Ukhuwah	15,000,000,00
26	June 21, 2023	SDN Empang 1 Bogor Bogor 1 Public Elementary School	Sharia financial literacy funding assistance at SDN 1 Empang Bogor	3,000,000,00
27	June 21, 2023	House of Tahfifzh Al Quran Halaqoh Assembly	Financial assistance for the renovation of the tahfifzh house of the Al Qur'an halaqah assembly, Depok	15,000,000,00
28	July 13, 2023	Ahmad Chairul Syah	Financial assistance for the school needs of orphaned/dhuafa children under the guidance of Chairul	20,000,000,00
29	July 20, 2023	Al Fath Qiroatun Nazwa Foundation	Assistance from the Al Fath Qiroatun Nazwa Bogor Foundation for orphans	10,000,000,00
30	July 28, 2023	Baitul Maal Adz Zikra Mosque	Basic food infaq assistance to the poor at Baitul Maal Mosque Adz Dzikra Depok	5,000,000,00
31	July 28, 2023	KBIHU Mirfat	Assistance with compensation funds for orphans and walimatul qodum KBIHU Mirfat Rangkas Bitung	3,000,000,00
32	August 23, 2023	Central Bogor School Principals Working Group (K3S).	Sharia financial literacy funding assistance to elementary schools across Central Bogor	10,000,000,00
33	September 13, 2023	Al Barokah Prayer Room (Bank Danamon Tower)	Financial assistance for preacher fees for taklim & tahsin activities at the Al Barokah MBD Musholla lt B1	17,400,000,00
34	September 25, 2023	Ma'arif Syaichona Moh Cholil Foundation	Assistance for the renovation of the Syaichona Moh Cholil Musholla at the Ma'arif Syaichona Moh Cholil Foundation, Bangkalan, East Java	50,000,000,00
35	September 25, 2023	Baiturrohman prayer room	Assistance for the construction of the Pondok Aren Baiturrohman Mushollah, South Tangerang, Banten	15,000,000,00
36	October 30, 2023	Al Fatih Bintaro Bilistiwa Foundation	Assistance for Kuttab Al Fath Class Construction, South Tangerang BANTEN	10,000,000,00
37	October 27, 2023	BDS Langsa Teuku Umar	Compensation assistance for orphans at the commemoration of the Prophet's Birthday 1443 H by IPHI Langsa, Aceh	2,000,000,00
38	November 6, 2023	UUS Bank Danamon Head Office	Compensation assistance for 20 orphans @ Rp500,000 at Hotel Ascent Malang	10,000,000,00
39	November 16, 2023	Tahfidz Sulaimaniyah Islamic boarding school	Financial assistance for auto purchase for da'wah for the ustadz to the students/tahfidz of Sulaimaniyah Islamic Boarding School, Semarang, JATENG	40,000,000,00

No	Date	Name of Beneficiary	Purpose	Nominal
40	December 11, 2023	Al Barokah Prayer Room (Bank Danamon Tower)	Financial assistance for lecturer costs for Taklim & Tahsindi Mushollah Albarokah MBD activities, floor B1	17,400,000,00
41	December 14, 2023	Ahmad Chairul Syah	Financial assistance for the school needs of orphaned/dhuafa children for the odd and even semesters of the 2023-2024 academic year under the guidance of Achmad Chairul Syah	4,763,000,00
42	December 14, 2023	SDN Empang 1 Bogor	Sharia financial literacy funding assistance at SD Empang 01 Bogor	3,500,000,00
43	December 14, 2023	Pandansari Village Government	Assistance with compensation funds for orphans in Pandansari Ciawi District, Bogor	5,600,000,00
44	December 18, 2023	DKM Baitusaalam PT Bridgestone Tire Indonesia	Financil asstance for mass circumcision for underprivileged communities in the surrounding area at DKM Baitusaalam PT Brigestone Tire Indonesia, Bekasi JABAR	20,000,000,00
45	December 21, 2023	Kemenag Rembang	Infaq & Sodakoh fund assistance to the needy, poor, dhuafa and orphans in the Ministry of Religion, Rembang, JATIM	1,500,000,00
		Total		652,252,000,00