

ACMF	THE ASEAN CORPORATE GOVERNANCE SCORECARD	
	PT Bank Danamon Indonesia, Tbk.	
	Part B	Equitable Treatment of Shareholders
	Bagian B	Perlakuan Setara Terhadap Pemegang Saham

Part B	Equitable Treatment of Shareholders Perlakuan Setara Terhadap Pemegang Saham		Danamon Self Assessment Penilaian Sendiri		Explanation and References Penjelasan dan Referensi (2015 Annual Report/Laporan Tahunan 2015)
		Guiding Reference	Yes	No	
B.1	Shares and voting rights Hak Suara dan Kepemilikan Saham				
B.1.1	Do the company's ordinary or common shares carry one vote for one share? Apakah saham perusahaan biasa atau umum mempunyai hak satu suara untuk satu saham?	OECD Principle III (A) All shareholders of the same series of a class should be treated equally. (1) Within any series of a class, all shares should carry the same rights. All investors should be able to obtain information about the rights attached to all series and classes of shares before they purchase. Any changes in voting rights should be subject to approval by those classes of shares which are negatively affected. ICGN 8.3.1 Unequal voting rights Company's ordinary or common shares should feature one vote for one share. Divergence from a 'one-share, one-vote' standard which gives certain shareholders power which is disproportionate	√		One share entitles the holder to one vote and has the same rights. Satu saham memberikan pemegang saham hak satu suara untuk memilih dan memiliki hak yang sama. Access: <ul style="list-style-type: none"> Company's Articles of Association Articles of Association Good Corporate Governance Manual, Equal Treatments to Shareholders Corporate Governance Manual 2015 Annual Report → 2015 Annual General Meeting of Shareholders (page 274) Corporate Governance
B.1.2	Where the company has more than one class of shares, does the company publicize the voting rights attached to each class of shares (e.g. through the company website/reports/the stock exchange/the regulator's website)?		√		The Company has 2 (two) different series of shares, Series A shares and Series B shares. However, both series have the same treatments and rights. It is publicized in the Annual Report and the Company's website.

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	Apakah perusahaan mempublikasikan hak suara yang melekat pada kelas saham (misalnya melalui website perusahaan atau laporan atau bursa efek atau situs regulator)?	to their equity ownership should be both disclosed and justified.			<p>Perusahaan memiliki 2 (dua) tipe seri saham yang berbeda, Seri A dan Seri B. Namun, kedua seri saham tersebut memiliki kewenangan dan hak yang sama.</p> <p>Access:</p> <ul style="list-style-type: none"> • 2015 Annual General Meeting of Shareholders AGMS Rules of Conduct • Company's Articles of Association Articles of Association • 2015 Annual Report → Share Listing Chronology (page 79) Company Profile • 2015 Annual Report → Rights and Obligations of Shareholders (page 273) Corporate Governance
B.2	Notice of AGM/Circulars Panggilan RUPS				
B.2.1	Does each resolution in the most recent AGM deal with only one item, i.e., there is no bundling of several items into the same resolution? Apakah masing-masing keputusan dalam RUPS berhubungan hanya dengan satu item. Tidak ada bundling beberapa item kedalam keputusan yang sama?	OECD Principle II (C) Shareholders should have the opportunity to participate effectively and vote in general shareholder meetings and should be informed of the rules, including voting procedures, that govern shareholder meetings: (1) Shareholders should be furnished with sufficient and timely information concerning the	√		<p>Each resolution in the most recent AGMS dealt with only one item and no bundling of several items.</p> <p>Setiap keputusan dalam RUPS hanya untuk satu agenda dan tidak ada <i>bundling</i> dengan keputusan/agenda yang lain.</p> <p>Access:</p> <ul style="list-style-type: none"> • 2015 Annual General Meeting of Shareholders <ul style="list-style-type: none"> ○ Announcement of Meeting's Resolution ○ Invitation

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		date, location and agenda of general meetings, as well as full and timely information regarding the issues to be decided at the meeting. (3) Effective shareholder participation in key corporate governance decisions, such as the nomination and election of board members, should be facilitated.			<ul style="list-style-type: none"> o Explanation on Agenda of AGMS o Minutes of Meeting • 2015 Annual Report → Decisions and Results of the 2015 AGMS (page 278) Corporate Governance
B.2.2	<p>Are the company's notices of the most AGM/circulars fully translated into English—and published at the same time as the local-language version?</p> <p>Apakah panggilan mengenai RUPS diterjemahkan ke dalam bahasa Inggris dan diterbitkan bersamaan dengan versi bahasa?</p>	<p>OECD Principle II (A) All shareholders of the same series of a class should be treated equally. (4) Impediments to cross border voting should be eliminated.</p> <p>ICGN 8.3.2 Shareholder participation in governance Shareholders should have the right to participate in key corporate governance decisions, such as the right to nominate, appoint and remove directors in an individual basis and also the right to appoint external auditors.</p>	√		<p>Company's notices of the 2015 Annual General Meeting of Shareholders were available in both English and Bahasa and published at the same time.</p> <p>Panggilan RUPS telah diterjemahkan ke dalam Bahasa Inggris dan versi Bahasa Indonesia dan diterbitkan bersamaan.</p> <p>Access:</p> <ul style="list-style-type: none"> • 2015 Annual General Meeting of Shareholders <ul style="list-style-type: none"> o Announcement o Invitation • 2015 Annual Report → Notices, Announcement, Invitation and Submission of Results 2015 AGMS (page 277) Corporate Governance
	<p>Does the notice of AGM/circulars have the following details: Apakah Panggilan RUPS memiliki rincian sebagai berikut:</p>				
B.2.3	Are the profiles of directors/commissioners (at least age, qualification, date of first appointment,		√		The profiles of directors/commissioners seeking the election/reelection were included in the explanation regarding 2015 AGMS on the website.

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	<p>experience, and directorship in other listed companies) in seeking election/re-election included?</p> <p>Apakah tersedia profil direksi/komisaris (sekurangnya umur, kualifikasi, tanggal pengangkatan pertama, pengalaman, dan hubungan dalam perusahaan terbuka lainnya) dalam pemilihan/pemilihan kembali direksi/komisaris?</p>	<p>ICGN 8.4.1 Shareholder ownership rights</p> <p>The exercise of ownership rights by all shareholders should be facilitated, including giving shareholders timely and adequate notice of all matters proposed for shareholder vote.</p>			<p>Profil Direksi/ Komisaris yang akan dipilih atau dipilih kembali telah tersedia pada penjelasan mengenai RUPS dan diungkapkan dalam situs web perusahaan.</p> <p>Access:</p> <ul style="list-style-type: none"> • 2015 Annual General Meeting of Shareholders <ul style="list-style-type: none"> ○ Profile/Curriculum Vitae of the Candidate Directors of the Company ○ Explanation on Agenda of AGMS 	
B.2.4	<p>Are the auditors seeking appointment/ re-appointment clearly identified?</p> <p>Apakah proses penunjukan/pengangkatan kembali auditor di-identifikasi dengan jelas?</p>			√		<p>The auditors seeking appointment/re-appointment were clearly identified.</p> <p>Penunjukan/pengangkatan kembali auditor public telah diidentifikasi dengan jelas.</p> <p>Access:</p> <ul style="list-style-type: none"> • 2015 Annual GMS <ul style="list-style-type: none"> ○ Profile of the Public Accountant and Public Accountant Firm ○ Explanation on Agenda of AGMS ○ Invitation
B.2.5	<p>Has an explanation of the dividend policy been provided?</p> <p>Apakah terdapat penjelasan mengenai kebijakan dividen?</p>			√		<p>The explanation of Dividend Policy has been provided and is available in the website as well as in the 2015 Annual Report.</p> <p>Penjelasan mengenai Kebijakan Dividen telah tersedia dan diungkapkan dalam situs web dan Laporan Tahunan 2015.</p>

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					<p>Access:</p> <ul style="list-style-type: none"> • 2015 Annual General Meeting of Shareholders <ul style="list-style-type: none"> ○ Explanation on Agenda of AGMS ○ Invitation • Investor Information Dividend Information • 2015 Annual Report → Dividend Policy and The Allocation of Net Income (page 155) Management Discussion and Analysis • Articles of Association Articles of Association
B.2.6	<p>Is the amount payable for final dividends disclosed?</p> <p>Apakah jumlah pembayaran untuk final dividen diungkapkan?</p>		√		<p>The amount payable for final dividends was disclosed in the website.</p> <p>Jumlah pembayaran untuk final dividen telah diungkapkan dalam situs web.</p> <p>Access:</p> <ul style="list-style-type: none"> • 2015 Annual General Meeting of Shareholders for 2014 Dividend Payment Announcement of Dividend Payment • 2015 Annual Report → Allocation of Net Income Management Discussion and Analysis • Investor Information Dividend Information

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B.2.7	Documents required to be proxy/were the proxy documents made easily available? Apakah dokumen yang diperlukan untuk proxy tersedia dan mudah didapat?		√		Proxy Documents are easily accessible and available on the website. Dokumen yang diperlukan untuk proxy mudah diakses dan tersedia dalam website. Access: <ul style="list-style-type: none"> 2015 Annual General Meeting of Shareholders Explanation on agenda of AGMS 2015 Annual General Meeting of Shareholders 2015 AGMS Documents
B.3	Insider trading and abusive self-dealing should be prohibited Larangan insider trading dan penyalahgunaan transaksi pribadi				
B.3.1	Does the company have policies and/or rules prohibiting directors/commissioners and employees to benefit from knowledge which is not generally available to the market? Apakah perusahaan memiliki kebijakan dan/atau aturan yang melarang Direksi / Komisaris dan karyawan memperoleh manfaat dari informasi yang belum tersedia di pasar secara umum?	OECD Principle III (B) Insider trading and abusive dealing should be prohibited. ICGN 3.5 Employee share dealing Companies should have clear rules regarding any trading by directors and employees in the company's own securities. Among other issues, these must seek to ensure individuals do not benefit from knowledge which is not generally available to the market. ICGN 8.5 Shareholder rights of action	√		The Company has the policies and rules regarding the prohibition of Insider Trading and abusive self-dealing. Perusahaan memiliki kebijakan dan peraturan untuk melarang Insider Training dan Penyalahgunaan Transaksi Pribadi. Access: <ul style="list-style-type: none"> Policy on Corporate Governance Principles of Personal Investment (Insider Trading) Company's Manual of Corporate Governance Good Corporate Governance Manual
B.3.2	Are the directors/commissioners required to report their dealings in company shares within 3 business days?	...Minority shareholders should be afforded protection and	√		Purchase and sale of securities including company shares by members of Board of Commissioners and Board of Directors must be disclosed within 1 (one) business day

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	Apakah direksi/komisaris disyaratkan untuk melaporkan transaksi saham perusahaan dalam 3 hari kerja?	remedies against abusive or oppressive conduct.			<p>after the transaction.</p> <p>Pembelian dan penjualan surat berharga termasuk saham perusahaan oleh anggota Dewan Komisaris dan Direksi wajib diungkapkan dalam jangka waktu 1 hari kerja setelah transaksi.</p> <p>Access:</p> <ul style="list-style-type: none"> • Policy on Corporate Governance Principles of Personal Investment (Insider Trading) • Company's Manual of Corporate Governance Good Corporate Governance Manual • 2015 Annual Report → Relations and Affiliated Party Transactions of the BoC and BoD and Majority Shareholders (page 359-360) Corporate Governance
B.4	Related-party transactions (RPTs) by directors and key executives. Transaksi Pihak Berelasi oleh Dewan Komisaris dan Direksi.				
B.4.1	<p>Does the company have a policy requiring directors/commissioners to disclose their interest in transactions and any other conflict of interest?</p> <p>Apakah perusahaan mempunyai kebijakan yang mensyaratkan Direksi/Dewan Komisaris untuk mengungkapkan kepentingan mereka dalam transaksi dan benturan kepentingan lain?</p>	OECD Principle III (C) Members of the board and key executives should be required to disclose to the board whether they, directly, indirectly or on behalf of third parties, have a material interest in any transaction or matter directly affecting the corporation.	v		<p>Company has a policy requiring members of the Board of Commissioners and Board of Directors to disclose their interests in transactions and any other conflict of interest.</p> <p>Perusahaan memiliki kebijakan yang mewajibkan Dewan Komisaris dan Direksi dalam mengungkapkan kepentingan transaksi dan benturan kepentingan lain.</p>

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		<p>ICGN 2.11.1 Related-party transactions Companies should have a process for reviewing and monitoring any related party transaction. A committee of independent directors should review significant related party transactions to determine whether they are in the best interests of the company and if so to determine what terms are fair.</p> <p>ICGN 2.11.2 Director conflicts of interest Companies should have a process for identifying and managing conflicts of interest directors may have. If a director has an interest in a matter under consideration by the board, then the director should not participate in those discussions and the board should follow any further appropriate processes. Individual directors should be conscious of shareholder and public perceptions and seek to avoid situations where there might be an appearance of a conflict of interest.</p>			<p>Access:</p> <ul style="list-style-type: none"> • Policies on Corporate Governance Affiliated Party Transaction Policy • 2015 Annual Report → Material Information About Transactions that contain Conflict of Interest and/or Related Party Transaction (page 157) Management Discussion and Analysis • 2015 Annual Report → Relations and Affiliated Party Transactions of the BoC and BoD and Majority Shareholders (page 359-360) Corporate Governance
B.4.2	<p>Does the company have a policy requiring a committee of independent directors/commissioners to review material/significant RPTs to determine whether they are in the best interests of the company and shareholders?</p> <p>Apakah perusahaan memiliki kebijakan yang mensyaratkan Komite Independen Dewan Komisaris mengkaji transaksi pihak berelasi yang material/signifikan terlebih dahulu untuk menentukan apakah transaksi tersebut memberikan kepentingan terbaik bagi perusahaan dan pemegang saham?</p>	<p>Companies should have a process for identifying and managing conflicts of interest directors may have. If a director has an interest in a matter under consideration by the board, then the director should not participate in those discussions and the board should follow any further appropriate processes. Individual directors should be conscious of shareholder and public perceptions and seek to avoid situations where there might be an appearance of a conflict of interest.</p>	v		<p>Company has the Affiliated Party Policy requiring the Independent/Compliance Director and the Audit Committee to review the material Related Party Transactions (RPTs).</p> <p>Perusahaan memiliki Kebijakan Pihak Berelasi yang mensyaratkan Direktur Independen/Direktur Kepatuhan dan Komite Audit untuk mengkaji transaksi-transaksi pihak berelasi yang material.</p> <p>Access:</p> <ul style="list-style-type: none"> • Policies on Corporate Governance Affiliated Party Transaction Policy • 2015 Annual Report → Relations and Affiliated Party Transactions of the BoC, BoD and Majority Shareholders (page 359) Corporate Governance

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					<ul style="list-style-type: none"> 2015 Annual Report → Material Information about Transactions that Contain Conflict of Interest and/or Related Party Transactions Corporate Governance
B.4.3	<p>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?</p> <p>Apakah perusahaan memiliki kebijakan yang mensyaratkan anggota dewan (direksi/komisaris) untuk tidak terlibat dalam pembahasan dewan pada agenda tertentu dimana mereka memiliki benturan kepentingan?</p>		√		<p>The Company has policies requiring the member of the Board of Directors and Board of Commissioners to abstain from participating in a discussion if there is conflict of interests.</p> <p>Perusahaan memiliki kebijakan yang mengatur anggota Dewan Komisaris dan Direksi untuk tidak terlibat dalam pembahasan yang mengandung benturan kepentingan.</p> <p>Access:</p> <ul style="list-style-type: none"> Policies regarding the Corporate Governance Affiliated Party Transaction Policy BoC and BoD Charters <ul style="list-style-type: none"> Charter of Board of Commissioners Charter of Board of Directors
B.4.4	<p>Does the company have policies on loans to directors/commissioners either forbidding this practice or ensuring that they are being conducted at arm's length basis and at market rates?</p> <p>Apakah perusahaan memiliki kebijakan mengenai pinjaman kepada direksi/komisaris baik larangan atau memastikan bahwa mereka diberlakukan secara sama dan dengan harga pasar?</p>		√		<p>The Company has the Affiliated Transaction policy and the Related Party Transaction policy which requires such transactions to be conducted at arm's length basis and at market rate.</p> <p>Perusahaan memiliki Kebijakan Transaksi Pihak Terafiliasi dan Kebijakan Transaksi Pihak Terkait yang mewajibkan semua transaksi tersebut dilaksanakan secara <i>arms' length</i> dan sesuai pada persyaratan komersial normal.</p>

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					<p>Access:</p> <ul style="list-style-type: none"> 2015 Annual Report → Provision of Funds to Related Parties and Large Exposures (page 377) Corporate Governance 2015 Annual Report → Relations and Affiliated Party Transactions of the Boc and BoD and Majority Shareholders (page 359-360) Corporate Governance Policies on the Corporate Governance Affiliated Party Transaction Policy
B.5	Protecting minority shareholders from abusive actions Melindungi pemegang saham minoritas dari tindakan penyalahgunaan				
B.5.1	<p>Were there any RPTs that can be classified as financial assistance to entities other than wholly-owned subsidiary companies?</p> <p>Apakah terdapat transaksi pihak berelasi yang dapat diklasifikasikan sebagai bantuan keuangan kepada entitas-entitas selain kepada anak perusahaan yang dimiliki secara penuh?</p>	<p>OECD Principle III (A) All shareholders of the same series of a class should be treated equally.</p> <p>(2) Minority shareholders should be protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly, and should have effective means of redress.</p> <p>ICGN 2.11.1 Related party transactions Companies should have a process for reviewing and monitoring any</p>		√	<p>There were no RPTs classified as financial assistance to other entity.</p> <p>Tidak terdapat transaksi Pihak Berelasi yang diklasifikasikan sebagai bantuan keuangan kepada entitas lain.</p> <p>Access:</p> <ul style="list-style-type: none"> Policies on Corporate Governance Related Party Transaction Policy 2015 Annual Report → Material Information About Transactions that contain Conflict of Interest and/or Related Party Transaction (page 157-158) Management Discussion and Analysis

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		related party transaction. A committee of independent directors should review significant related party transactions to determine whether they are in the best interests of the company and if so to determine what terms are fair.			<ul style="list-style-type: none"> 2015 Annual Report → Relations and Affiliated Party Transactions of the BoC and BoD and Majority Shareholders (page 359-360) Corporate Governance
B.5.2	<p>Does the company disclose that RPTs are conducted in such a way to ensure that they are fair and at arms' length?</p> <p>Apakah perusahaan mengungkapkan transaksi pihak berelasi dilakukan sedemikian rupa untuk memastikan transaksi telah dilakukan secara wajar dan arms' length?</p>	<p>ICGN 2.11.2 Director conflicts of interest Companies should have a process for identifying and managing conflicts of interest directors may have. If a director has an interest in a matter under consideration by the board, then the director should not participate in those discussions and the board should follow any further appropriate processes. Individual directors should be conscious of shareholder and public perceptions and seek to avoid situations where there might be an appearance of a conflict of interest.</p> <p>ICGN 8.5 Shareholder rights of action Shareholders should be afforded rights of action and remedies which are readily accessible in order to redress the conduct of a</p>	√		<p>The Company disclosed the Related Parties transactions to ensure the fairness and at arms' length.</p> <p>Perusahaan mengungkapkan transaksi pihak berelasi untuk memastikan telah dilakukan secara wajar dan <i>arms' length</i>.</p> <p>Access:</p> <ul style="list-style-type: none"> 2015 Annual Report → Material Information About Transactions that contain Conflict of Interest and/or Related Party Transaction (page 157-158) Management Discussion and Analysis 2015 Annual Report → Relations and Affiliated Party Transactions of the BoC and BoD and Majority Shareholders (page 359-360) Corporate Governance

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		company which treats them inequitably. Minority shareholders should be afforded protection and remedies against abusive or oppressive conduct.			
B.5.3	<p>In case of related party transactions requiring shareholders' approval, is the decision made by disinterested shareholders?</p> <p>Dalam hal transaksi pihak terkait membutuhkan persetujuan dari Pemegang Saham, apakah keputusan dibuat oleh Pemegang Saham yang tidak berkepentingan?</p>	<p>OECD Principles III. A (2): Minority shareholders must be protected from abusive actions by, or in the interest of controlling shareholders acting either directly or indirectly, and should have effective means of redress.</p>	√		<p>The approval of RPT has been regulated in the Related Party Transaction Policy and Affiliated Party Transaction as well as the Articles of Association which regulated the transactions' types and limits that require shareholders approval.</p> <p>Persetujuan untuk transaksi pihak terkait diatur dalam Kebijakan Transaksi dengan Pihak Terkait, dan Kebijakan Transaksi dengan Pihak Terafiliasi, serta Anggaran Dasar Perusahaan yang mengatur jenis dan batasan transaksi yang memerlukan persetujuan pemegang saham.</p> <p>Access:</p> <ul style="list-style-type: none"> • Company's Articles of Association Articles of Association • Policies on the Corporate Governance <ul style="list-style-type: none"> ○ Affiliated Party Transaction Policy ○ Related Party Transaction Policy

Notes :

- √ : Comply
- X : Not fully comply