



BANK DANAMON

RISK MONITORING COMMITTEE CHARTER

(PIAGAM KOMITE PEMANTAU RISIKO)

MAY 2014

PIAGAM KOMITE PEMANTAU RISIKO BANK DANAMON	BANK DANAMON RISK MONITORING COMMITTEE CHARTER
1. TUJUAN <p>Peran Komite Pemantau Risiko PT Bank Danamon Indonesia, Tbk (Danamon) adalah guna mendukung efektivitas pelaksanaan tugas dan tanggung jawab Dewan Komisaris, khususnya adalah memberikan pendapat profesional yang independen kepada Dewan Komisaris untuk menjadi perhatian dan/atau rekomendasi antara lain meliputi:</p> <ul style="list-style-type: none"> a. Kerangka kerja dan kebijakan untuk mengelola risiko yang konsisten dengan <i>risk appetite</i> Danamon. b. Risiko-risiko yang dihadapi oleh Danamon dan pertanggungjawaban Direksi dalam pelaksanaan Kebijakan Manajemen Risiko. 	1. PURPOSE <p><i>The role of the Risk Monitoring Committee (RMC) of PT Bank Danamon Indonesia, Tbk (the Bank) is to support the effectiveness of the implementation of the BoC duties and responsibilities, specifically to provide independent professional opinion to the Board of Commissioners (the BoC) for attention and/or recommendation which amongst others include:</i></p> <ul style="list-style-type: none"> <i>a. The frameworks and policies for managing risks that are consistent with the Bank's risk appetite.</i> <i>b. Risks faced by the Bank and accountability of the Board of Director (the BoD) in Risk Managing Policy implementation.</i>
2. AKUNTABILITAS <p>Komite Pemantau Risiko bertanggung jawab kepada Dewan Komisaris untuk mengawasi:</p> <ul style="list-style-type: none"> a. Efektivitas struktur tata kelola risiko Danamon; b. Efektivitas kerangka kerja, kebijakan dan sumber daya yang digunakan untuk mengidentifikasi, mengelola dan melaporkan risiko-risiko yang terkait dengan kegiatan Danamon; dan c. Efektivitas kebijakan manajemen risiko dan kebijakan mitigasi Danamon. 	2. ACCOUNTABILITY <p><i>The RMC is accountable to the BoC for the oversight of:</i></p> <ul style="list-style-type: none"> <i>a. Effectiveness of the Bank's risk governance structure;</i> <i>b. Effectiveness of the frameworks, policies and resources employed to identify, manage and report risks relating to the Bank's activities; and</i> <i>c. Effectiveness of the Bank's risk management and mitigation policies.</i>
3. STRUKTUR DAN KEANGGOTAAN <ul style="list-style-type: none"> a. Anggota Komite Pemantau Risiko ditunjuk oleh Dewan Komisaris dan diformalkan melalui surat keputusan Direksi. b. Susunan Komite Pemantau Risiko paling sedikit 51% (lima puluh satu persen) terdiri dari: <ul style="list-style-type: none"> 1) Komisaris Independen; 2) Seorang Pihak Independen yang memiliki keahlian di bidang keuangan dan memiliki pengalaman kerja minimal 5 (lima) tahun; dan 3) Seorang Pihak Independen yang 	3. STRUCTURE AND MEMBERSHIP <ul style="list-style-type: none"> <i>a. The Risk Monitoring Committee members are appointed by the BoC and formalized thru the BoD's decision letter.</i> <i>b. The composition of Risk Monitoring Committee at least 51% (fifty one percent) comprise of:</i> <ul style="list-style-type: none"> <i>1) Independent Commissioner(s);</i> <i>2) An Independent Party who has expertise in finance and has work experience of at least 5 (five) years; and</i> <i>3) An independent Party who has expertise</i>

<p>memiliki keahlian di bidang manajemen risiko dan memiliki pengalaman kerja minimal 5 (lima) tahun.</p> <p>c. Komite Pemantau Risiko diketuai oleh seorang Komisaris Independen.</p> <p>d. Ketua Komite Pemantau Risiko hanya bisa merangkap jabatan sebagai sebagai ketua pada 1 (satu) komite lain.</p> <p>e. Anggota Komite Pemantau Risiko wajib memiliki integritas , akhlak, dan moral yang baik dan wajib memiliki kemampuan, pengetahuan dan pengalaman sesuai dengan bidang pekerjaannya, serta dapat berkomunikasi dengan baik.</p> <p>f. Komisaris Independen adalah:</p> <ol style="list-style-type: none"> 1) anggota Dewan Komisaris yang tidak memiliki hubungan keuangan, kepengurusan, kepemilikan saham dan/atau keluarga, hubungan afiliasi dengan anggota Dewan Komisaris lain, Direksi dan/atau pemegang saham pengendali atau hubungan dengan Danamon, yang dapat mempengaruhi kemampuannya untuk bertindak independen, 2) berasal dari luar Danamon, 3) bukan orang yang bekerja atau mempunyai wewenang dan atau tanggung jawab untuk merencanakan, memimpin, mengendalikan, atau mengawasi aktivitas Danamon dalam periode 1 (satu) tahun terakhir. 4) secara langsung maupun tidak langsung, tidak memiliki saham Danamon. 5) secara langsung maupun tidak langsung, tidak memiliki hubungan bisnis yang terkait dengan kegiatan Danamon. <p>g. Pihak Independen adalah pihak di luar Danamon yang tidak memiliki hubungan keuangan, kepengurusan, kepemilikan saham dan/atau hubungan keluarga dengan Dewan Komisaris, Direksi dan/atau pemegang saham pengendali atau hubungan dengan Danamon yang dapat mempengaruhi kemampuannya untuk</p>	<p><i>in risk management and has work experience of at least 5 (five) years.</i></p> <p>c. <i>The Risk Monitoring Committee is chaired by an Independent Commissioner.</i></p> <p>d. <i>The Chairman of the Risk Monitoring Committee can only assume concurrent office as chairman of another 1 (one) committee.</i></p> <p>e. <i>Members of the Risk Monitoring Committee shall have good integrity, character, and morals and are required to have ability, knowledge, and experience in accordance with their field of work, and can communicate well.</i></p> <p>f. <i>Independent Commissioners are:</i></p> <ol style="list-style-type: none"> <i>1) members of the BoC who do not have the financial, management, ownership of shares and/or family, affiliate relationships with other members of the BoC, the BoD and/or a controlling shareholder or a relationship with the Bank, which may affect his ability to act independently,</i> <i>2) originating from outside of the Bank,</i> <i>3) not persons who work or have the authority and or responsibility for planning, directing, controlling, or supervising the Bank's activities in the last 1 (one) year period,</i> <i>4) either directly or indirectly, cannot own Bank's shares,</i> <i>5) either directly or indirectly, do not have business relation associated with the Bank activities.</i> <p>g. <i>An Independent Party is a party outside the Bank which has no financial, management, ownership of shares and/or family relationships with the BoC, the BoD and/or controlling shareholder or a relationship with the Bank that could affect his ability to act independently.</i></p>
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<p>bertindak independen.</p> <ul style="list-style-type: none"> h. Dalam hal Komisaris Independen dan/atau Pihak Independen memperoleh saham Danamon baik secara langsung maupun tidak langsung sebagai akibat dari peristiwa hukum, saham-saham tersebut wajib dialihkan ke pihak lain dalam jangka waktu maksimum 6 (enam) bulan setelah saham-saham tersebut diperoleh. i. Mantan anggota Direksi atau pejabat eksekutif Danamon atau pihak-pihak yang memiliki hubungan dengan Danamon, yang dapat mempengaruhi kemampuannya untuk bertindak independen tidak dapat menjadi Pihak Independen anggota komite, sebelum menjalani masa tunggu (<i>cooling off period</i>) selama 6 (enam) bulan, namun demikian, ketentuan tersebut tidak berlaku untuk mantan Direksi atau pejabat eksekutif yang menjalankan fungsi pengawasan selama minimal 1 (satu) tahun. j. Anggota Direksi dilarang menjadi anggota Komite Pemantau Risiko. 	<p>h. In the case of any of Independent Commissioners and/or Independent Parties acquire Bank's shares either directly or indirectly as a result of a legal event, those shares shall be transferred to other party with a maximum period of 6 (six) months after those shares acquired.</p> <p>i. Former members of the BoD or executive officers of the Bank or parties who have a relationship with the Bank, which may affect his ability to act independently cannot became an Independent Party member of committee, before undergoing a waiting period (<i>cooling off period</i>) for 6 (six) months. However, this provision does not apply to former Directors or executive officers who perform supervisory functions for at least 1 (one) year.</p> <p>j. Members of the BoD are prohibited from becoming members of the Risk Monitoring Committee.</p>
<p>4. MASA JABATAN</p> <p>Masa jabatan tidak boleh lebih lama dari masa jabatan Dewan Komisaris sebagaimana diatur dalam Anggaran Dasar dan dapat dipilih kembali hanya untuk 1 (satu) periode berikutnya dengan pertimbangan bahwa masa jabatan maksimal Komisaris independen adalah 2 (dua) periode berturut-turut.</p>	<p>4. TERM OF OFFICE</p> <p>The term of offices should not be longer than the term of office of the BoC as regulated in the Articles of Association and can be re-elected only for 1 (one) subsequent period with consideration that the term of office of an Independent Commissioner is 2 (two) consecutive terms at most.</p>
<p>5. TUGAS DAN TANGGUNG JAWAB</p> <p>Komite Pemantau Risiko bertanggungjawab untuk:</p> <ul style="list-style-type: none"> a. Memberikan pendapat profesional yang independen kepada Dewan Komisaris atas laporan atau hal-hal yang disampaikan oleh Direksi kepada Dewan Komisaris serta mengidentifikasi hal yang memerlukan perhatian Dewan Komisaris sehubungan dengan manajemen risiko Danamon. b. Mengevaluasi kebijakan manajemen risiko Danamon dan mengevaluasi kesesuaian 	<p>5. DUTIES AND RESPONSIBILITIES</p> <p>Risk Monitoring Committee is responsible for the followings:</p> <ul style="list-style-type: none"> a. Provide independent professional opinion to the BoC of the reports or matters submitted by the BoD to the BoC as well as to identify issues that require the BoC's attention in relation to the Bank's risk management. b. Evaluate Bank's risk management policies and evaluate the appropriateness of the

<p>kebijakan manajemen risiko Danamon dengan pelaksanaannya dalam rangka memberikan rekomendasi kepada Dewan Komisaris, setidaknya sekali setahun.</p> <ul style="list-style-type: none"> c. Memantau dan mengevaluasi Satuan Kerja Manajemen Risiko dan pelaksanaan tugas-tugas komitennya dalam rangka memberikan rekomendasi kepada Dewan Komisaris. d. Melaporkan kepada Dewan Komisaris berbagai risiko yang dihadapi oleh Danamon dan penerapan manajemen risiko oleh Direksi. e. Mengevaluasi pertangungjawaban Direksi atas pelaksanaan kebijakan manajemen risiko setidaknya sekali dalam tiga bulan. f. Mengatur atau memberikan wewenang pelaksanaan penyelidikan dalam ruang lingkupnya. g. Wajib mematuhi kode etik Danamon. h. Dalam melaksanakan tugas dan tanggung jawabnya, Komite Pemantau Risiko bertindak secara independen. i. Menjaga kerahasiaan dokumen, data dan informasi Danamon. j. Menyusun, mengkaji dan memperbarui Piagam Komite Pemantau Risiko secara berkala. Piagam mana tersedia di website Danamon. k. Wajib meningkatkan kompetensi melalui pendidikan dan pelatihan secara terus menerus. <p>6. KEWENANGAN</p> <ul style="list-style-type: none"> a. Komite Pemantau Risiko berwenang mengakses dokumen, data dan informasi Danamon yang diperlukan. b. Terkait dengan pelaksanaan tugas dan tanggung jawab, Komite Pemantau Risiko berwenang untuk berkomunikasi secara langsung dengan karyawan, Direksi dan pihak-pihak lain. c. Jika diperlukan, Komite Pemantau Risiko berwenang untuk melibatkan pihak independen dalam rangka membantu pelaksanaan tugasnya. 	<p><i>Bank's risk management policies and their implementation in order to provide recommendations to the BoC, at least once a year.</i></p> <ul style="list-style-type: none"> c. <i>Monitor and evaluate the Risk Management Working Unit's and its committee's duties implementation in order to provide recommendations to the BoC.</i> d. <i>Report to the BoC of the various risks faced by the Bank and the BoD's risk management implementation.</i> e. <i>Evaluate accountability of the BoD on risk management policy implementation at least quarterly.</i> f. <i>Arrange or authorize the execution of an investigation on matters within its scope.</i> g. <i>Comply with the code of conduct of the Bank.</i> h. <i>In carrying out its duties and responsibilities, the Risk Monitoring Committee is to act independently.</i> i. <i>Maintain the confidentiality of all documents, data and information of the Bank.</i> j. <i>Prepare, review and update Charter of the Risk Monitoring Committee periodically. The charter will be available on the Bank's website.</i> k. <i>Must improve competencies through continual education and training.</i> <p>6. AUTHORITY</p> <ul style="list-style-type: none"> a. <i>The Risk Monitoring Committee is authorized to access documents, data, and information when deemed necessary.</i> b. <i>In connection with duties and responsibilities implementation, the Risk Monitoring Committee is authorized to communicate directly with employees, Directors, and other parties.</i> c. <i>If necessary, the Risk Monitoring Committee is authorized to engage independent party to assist the implementation of its duties.</i>
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<p>d. Komite Pemantau Risiko berwenang untuk melakukan kewenangan lain yang diberikan oleh Dewan Komisaris.</p>	<p>d. <i>The Risk Monitoring Committee is authorized to perform any other authority granted by the BoC.</i></p>
<p>7. RAPAT DAN PELAKSANAANNYA</p> <ul style="list-style-type: none"> a. Rapat Komite Pemantau Risiko diselenggarakan sesuai dengan kebutuhan Danamon setidaknya sekali dalam setiap 3 (tiga) bulan. b. Rapat Komite Pemantau Risiko hanya dapat diselenggarakan jika dihadiri oleh paling sedikit 51% (lima puluh satu persen) anggota termasuk Komisaris Independen dan Pihak Independen. c. Keputusan rapat Komite Pemantau Risiko diambil berdasarkan prinsip musyawarah mufakat. d. Dalam hal musyawarah mufakat tidak terjadi, keputusan diambil berdasarkan suara mayoritas. e. Keputusan yang diambil berdasarkan suara mayoritas didasarkan pada prinsip 1 (satu) orang 1 (satu) suara. f. Keputusan rapat Komite Pemantau Risiko wajib dicatat dalam notulen risalah rapat, terdokumentasi dengan baik, ditandatangani oleh seluruh anggota Komite Pemantau Risiko yang hadir, dan disampaikan kepada Dewan Komisaris. g. Perbedaan pendapat (<i>dissenting opinions</i>) dan alasan perbedaan yang terjadi dalam rapat Komite Pemantau Risiko wajib dinyatakan dengan jelas dalam notulen rapat. 	<p>7. MEETING AND PROCEEDINGS</p> <ul style="list-style-type: none"> a. <i>The Risk Monitoring Committee meetings are held in accordance with the Bank's need at least once in every three (3) months.</i> b. <i>The minimum attendance of the Risk Monitoring Committee's meeting (quorum of the meeting) is 51% (fifty one percent) from the members including Independent Commissioner(s) and Independent Party.</i> c. <i>The Risk Monitoring Committee meeting decisions are taken based on consensus principle.</i> d. <i>In the event that consultation for consensus does not happen, decision-making is done by a majority vote.</i> e. <i>Decisions made by a majority vote is based on the principle of 1 (one) person 1 (one) vote.</i> f. <i>Risk Monitoring Committee meeting decisions shall be noted in the minutes of meetings, well documented, signed by all members of the Risk Monitoring in attendance, and submitted to the BoC.</i> g. <i>Differences of opinion (dissenting opinions) that occurs in the Risk Monitoring Committee meetings shall be clearly stated in the minutes of the meeting and the reasons for these differences.</i>
<p>8. PELAPORAN</p> <ul style="list-style-type: none"> a. Komite Pemantau Risiko melaporkan setiap penugasan kepada Dewan Komisaris. b. Komite Pemantau Risiko wajib membuat laporan kegiatan tahunan untuk diungkapkan dalam Laporan Tahunan Danamon. c. Informasi mengenai pengangkatan dan pemberhentian Komite Pemantau Risiko wajib dipublikasikan dalam website Danamon. 	<p>8. REPORTING</p> <ul style="list-style-type: none"> a. <i>The Risk Monitoring Committee reports to the BoC on each assignment.</i> b. <i>The Risk Monitoring Committee shall make yearly activity report to be disclosed in the Bank's Annual Report.</i> c. <i>Information regarding the appointment and dismissal of the Risk Monitoring Committee shall be published in the Bank's website.</i>

Komite Pemantau Risiko/the Risk Monitoring Committee

PT Bank Danamon Indonesia Tbk.

Mei 6 2014/ May 6, 2014

7/6

Manggi T. Habir

Ketua/Chairman

Komisaris Independen/Independent Commissioner

Milan R. Shuster

Anggota/Member

Komisaris Independen/Independent Commissioner

Ernest Wong

Anggota/Member

Komisaris/Commissioner

Gan Chee Yen

Anggota/Member

Komisaris/Commissioner

Harry A.S. Sukadis

Anggota/Member

Komisaris Independen/Independent Commissioner

B. Raksaka Mahi

Anggota/Member

Komisaris/Commissioner

Amir Abadi Jusuf

Anggota/Member

Pihak Independen/Independent Party

Felix Oentoeng Soebagio

Anggota/Member

Pihak Independen/Independent Party