

## Committees of The Board of Directors

### RISK MANAGEMENT COMMITTEE

Maybank Indonesia has established a Risk Management Committee (RMC) to determine and review the implementation, and consistently improve the policies and methodologies used to manage risks. This is inseparable from the Bank's business needs in the rapidly expanding banking industry that requires an effective management of the increasingly complex potential risks.

In line with the rapid development of the financial services industry, especially in banking, and in order to run an effective management of the increasingly complex potential risks, the Board of Directors has established a Risk Management Committee (RMC) to determine, review implementation and continue to improve the policies and methodologies used to manage risk.

### Objectives

The objective of the Risk Management Committee is to assist the Board of Directors in discharging its responsibilities on risk management framework including policies, processes, management, risk profiles and adequacy of risk management functions.

### Structure and Membership

Member	
Chairman	President Director
Vice Chairman	Director of Risk Management
Member	Director of Finance
Member	Director of Global Banking /Alternate
Member	Director of Community Financial Services (CFS) /Alternate
Member	Director of Legal, Compliance & Corporate Secretary / Alternate
Member	Operations Director /Alternate
Member	Human Capital Director /Alternate
Permanent Invitees	
Permanent Invitees	Head, Internal Audit (SKAI)
Permanent Invitees	Head, Information Technology (IT)
Permanent Invitees	Head, Enterprise Risk Management
Permanent Invitees	Head, Credit Risk Management
Permanent Invitees	Head, Retail Credit Portfolio & Policy
Permanent Invitees	Head, Non Retail Credit Policy & Strategic Risk Management
Permanent Invitees	Head, Operational Risk & Business Continuity
Permanent Invitees	Head, Market, Liquidity & Treasury Credit Risk Management
Non-Permanent Invitees	
Non-Permanent Invitees	Internal party of Bank Maybank Indonesia Grup
Secretary	
Secretary	Enterprise Risk Management



Alternate	
1)	Head, Credit Underwriting / Head, Business Planning & Performance Management
2)	Head, CFS Business Process & Approval
3)	Head, Compliance Regulatory Affair (CRA)/ Head, Compliance Monitoring & Training (CMT)/ Head, Financial Crime Compliance (FCC)/ Head General Legal Counsel/Head Litigasi
4)	Head Credit Operations Head, Branch Control Operations
5)	Head, Business Human Capital

#### Duties and Authorities

- Provide recommendations and/or approval of policies, strategies and guidelines for risk management of the Bank and its subsidiaries, including framework strategy, methodology, system and risk management tools comprising contingency plans and ensuring an implementation which encompasses credit risk, operational risk, market risk, liquidity risk, legal risk, reputation risk, strategic risk and compliance risk.
- Provide recommendations on improvement and/or refinement of risk management implementation based on evaluation results of risk management.
- Provide recommendations on matters pertaining to business decisions that deviate from procedure.
- Conduct a thorough review of the Bank's and subsidiaries' portfolios on a regular basis and ensure that risk exposure is well managed.
- Review stress testing scenarios and their risk impacts on capital adequacy, profitability and asset quality; and recommend necessary corrective actions.
- Approve strategic actions arising from external regulations affecting risk management practices.
- Approve remedial measures to address risk issues of concern to Bank Indonesia (BI) and/or the Financial Services Authority (OJK).
- Approve new products and activities referring to terms of product and activity launch.
- Oversee and provide strategic direction for key business and business initiatives and ensuring it obtains the necessary support from all related Units in Maybank Indonesia to align with corporate objectives.
- Approve materials that require ROC recommendations for BoC approval.
- Fulfill other responsibilities delegated by the BoD and BoC

#### Implementation of the Duties of the Risk Management Committee during 2019

Throughout 2019, the Risk Management Committee periodically reviewed and provided recommendations on various matters including:

- Making updates on Risk Management Framework and Policies and their implementation
- Making updates on Credit Policy and its implementation
- Making updates and Monitoring Risk Appetite Statement
- Making updates and Monitoring the Enterprise Risk Dashboard
- Making updates on Embedded Risk Unit (ERU)
- Conducting Stress Tests related to Regulator, Group and internal Bank requests
- Ensured Bank Soundness Level, Risk Profile including Minimum Capital Requirement (KPM) in accordance with the Risk Profile and its reporting to the regulator
- Delivering Report of the Sharia Supervisory Board
- Making updates on Compliance and regulation
- Making updates on follow-up progress on the Regulator's findings
- Making updates on Bank's Recovery Plan that has accommodated the input of the Regulator

## ASSET AND LIABILITIES MANAGEMENT (ALM) AND ASSET AND LIABILITIES MANAGEMENT COMMITTEE (ALCO)

### Assets & Liabilities Management (ALM)

One of the key components in bank management is Assets & Liabilities Management. ALM is a very important discipline of financial and risk management applied to on and off balance sheet positions of banks to maintain a risk-reward profile that will generate the best value-added for shareholders. ALM is a process conducted to manage and control the on and off balance sheet of the Bank by identifying, measuring, and managing the risks contained on and off the balance sheet and income statement.

ALM has focuses on the following areas:

Interest Rate Risk Management	Ensure an optimum and stable flow of net interest income while at the same time controlling interest rate risk on and off the balance sheet.
Liquidity Risk Management	Ensure adequate liquidity is available under normal conditions and crisis conditions, attuned to cost effectiveness.
Capital Management	Ensure that the capital ratio comply with both lowest possible cost and adequate capital to support the Bank's business plans.
Exchange Rate Risk Management	Protect the equity value of investments in foreign currency (including retained earning) against high exchange rate fluctuations.

The following are members of ALCO:

Member	
Chairman	President Director
Vice Chairman	Head, Global Markets & Corporate Treasury
Member	Director of Risk Management/ Alternate <sup>1)</sup>
Member	Director of Global Banking/ Alternate <sup>2)</sup>
Member	Director of Community Financial Services/ Alternate <sup>3)</sup>
Member	Director of Finance/ Alternate <sup>4)</sup>
Member	Director of Operational/ Alternate <sup>5)</sup>

Description:

- 1) Director of Legal, Compliance & Corporate Secretary
- 2) Head, GB Business Planning & Performance Management
- 3) Head, CFS Business Planning & Analytics
- 4) Head, Financial Planning, Performance Management, and Investor Relations (FPPMIR); atau Head, Financial Accounting Division (FAD)
- 5) Head, Operations Processing Centre (OPC)

There are two aspects of the ALM function:

1. Decision making function: Assets & Liabilities Management Committee (ALCO)
2. ALM support function: ALM Working Units

### Assets & Liabilities Management Committee

(ALCO) ALCO is a committee established by the Board of Directors. ALCO is the primary platform for achieving the objectives of ALM and is responsible for the development, implementation, monitoring and evaluation of the Bank's ALM strategy.

### Structure and Membership of ALCO

In order to ensure an effective implementation of ALCO's duties and responsibilities, each of the parties with the largest interest should be a member of ALCO. In relevant cases, other Senior Management may be invited as an invitee.



Corporate  
Governance



Permanent Invitee	
Permanent Invitee	Director of Legal, Compliance & Corporate Secretary
Permanent Invitee	Director of Human Capital
Permanent Invitee	Head, Community Distribution
Permanent Invitee	Head, Economic Research
Permanent Invitee	Head, GM Fixed Income Currencies and Commodities
Permanent Invitee	Head, Corporate Treasury Liquidity Management
Permanent Invitee	Head, Global Market Rates
Permanent Invitee	Head, Market, Liquidity, & Treasury Credit Risk Management
Permanent Invitee	Head, Treasury Trading Risk
Permanent Invitee	Head, Balance Sheet Risk
Permanent Invitee	Head, GB Business Planning & Performance Management and Head, CFS Business Planning & Analytics
Permanent Invitee	Head, Consumer
Permanent Invitee	Head, Syariah Banking
Permanent Invitee	Head, Financial Planning, Performance Management, and Investor Relations

Non-Permanent Invitee	
Non-Permanent Invitee	Working unit other than mentioned above to discuss certain topics (if needed)
Non-Permanent Invitee	Subsidiaries

Secretary	
Secretary	Head, Corporate Finance & Capital Management

#### Duties and Responsibilities of ALCO

The duties and responsibilities of ALCO are to:

- Provide strategic direction of ALM and ensure tactical follow-up to create an ever-expanding balance sheet structure to achieve performance goals within specified risk parameters.
- Review measurement methodologies on the Bank's overall scale in terms of market risk (exchange rate, interest rate and value of securities) and liquidity risk.
- Approve strategies related to interest rate risk management, funding and liquidity, and appropriate asset management and liabilities strategies.
- Approve limits related to market risk and liquidity risk and conduct supervision and approval of exceeding limits in accordance with applicable risk management policies.
- Review and approve frameworks, policies and guidelines for internal transfers pricing.
- Conduct supervision and management on a consolidated basis of liquidity and interest rate risk of the Bank as a whole.
- Determine the interest rate of earning assets and liabilities to ensure that interest rates can promote optimum use of funds and funding costs as well as the fulfilment of liquidity management objectives, and so to obtain a balance sheet structure consistent with ALM strategy.
- Determine a policy on fees charged in various products and types of services.
- Manage the Bank's capital structure and capital use among the various business units.
- Manage the Bank's investment portfolio.
- Approve strategies for hedging invested capital and profits in foreign currencies to mitigate market risk exposures.
- Monitor Bank compliance with regulatory guidelines.
- Approve new products in terms of determining interest rates and matters relating to exposure to market and liquidity risks.
- Formulate and review strategies in managing market risk and liquidity risk related to the Bank's balance sheet profile, capital and funding structure.
- Manage consolidated assets and liabilities from subsidiaries to achieve overall Bank objectives.
- Review and monitor branch operations abroad to ensure compliance with regulatory activities (both local and head office).
- Activate Liquidity Contingency Plan (LCP) in the event of a liquidity crisis; evaluate the effectiveness of the Bank's LCP post crisis, assess the Bank's new position and determine the Bank's balance sheet restructuring strategy.
- Make effective coordination with Credit Committee in credit or financing.

In carrying out its duties and responsibilities, ALCO has the authority to review, analyze and decide when necessary items and ratios, both on and off balance sheets, regarding market risk and liquidity positions, and market indicators such as:

- Market and economic conditions current and forecast.
- The size, structure and behavior of balance sheets in various currencies.
- Net interest income earned.
- Interest rate risk exposure, including the inside limit.
- Exposure to the Bank's overall foreign exchange position (Net Open Position structurally and non-structurally), including limits.
- The position of liquidity risk and concentration risk, including limits.
- Exposure of treasury portfolios to risk.
- That ratios and limits are in accordance with the relevant regulations, including the Risk Based Bank Rating (RBBR) report from OJK - Bank Indonesia.
- Assets based on risk/return on asset/ capital adequacy ratio, other.
- Determination of interest rate of assets and liabilities (including interest rate proposed and referenced).

## INTERNAL AUDIT COMMITTEE

The Bank shall establish an Internal Audit Committee (IAC) in order to ensure that the management has followed up on all audit findings and implemented the recommendations provided by Internal Audit.

### Internal Audit Committee Guidelines and Rules

The Internal Audit Committee Guidelines and Code of Conduct are governed by the Term of Reference (ToR) which was last updated on March 2019.

### Structure and Membership

Structure	Position Assumer
Chairman	Director of Finance
Member	a. Director of Risk Management / Alternate <sup>1</sup> b. Director of Community Financial Services / Alternate <sup>2</sup> c. Director of Legal, Compliance & Corporate Secretary / Alternate <sup>3</sup> d. Director of Human Capital / Alternate <sup>4</sup> e. Director of Operations / Alternate <sup>5</sup> f. Head, Community Distribution / Alternate <sup>6</sup> g. Head, Local Corporate and Multinationals / Alternate <sup>7</sup> h. Chief Technology Officer / Head, Information Technology / Alternate <sup>8</sup>
Permanent Invitee	Head, Internal Audit (SKAI)
Secretary	Internal Audit, Strategy and Planning, Head

1 Head, Operational Risk Management

2 Head, CFS Business Process & Approval

3 Head, Compliance Monitoring & Training/Head, General Legal Counsel

4 Head, Business Human Capital 2

5 Head, Branch Control Operations

6 Head, Branch Management

7 Head, Public Sector & Energy

8 Head, IT Support & Data Warehouse

### Duties and Responsibilities

- Ensure that management has responded to all audit findings and recommendations (including the implications to the Bank).
- Ensure that audit findings and recommendations are acted upon in a timely and effective manner.
- Ensure the effectiveness of follow-ups by the work unit on recommendations provided by internal audits.
- Do other tasks assigned by the Audit Committee.

### Meeting Policy

- Internal Audit Committee will hold regular meetings with schedules in line with the Audit Committee meeting schedule.
- If the Chairman is not able to attend, the Director of Risk Management shall lead the meeting.

### Meeting Quorum

Policy on quorum in the Internal Audit Committee meeting is as follows:

- To fulfill the quorum, every Internal Audit Committee meeting shall be attended by at the minimum 5 (five) members of the committee in which minimum 2 (two) of them are Directors.
- Membership prevails automatically to those holding position of acting executives.

### Internal Audit Committee Meeting 2019

In 2019, the Internal Audit Committee held 11 meetings that met the quorum as stipulated and determined under the Internal Audit Committee Certificate with agenda as follows:

1. Discussion on the result of internal audit report issued within the period of November 2018 to November 2019.
2. Presentation of work units related to follow-up action on Internal Audit recommendation.
3. Monitor the status of follow-up action on Internal Audit findings.
4. Discussion on application of changing of period to fulfill the commitment from Internal Audit submitted by work units.



#### Implementation of Tasks and Work Program Realization 2019

No.	Work Program	Realization
	Internal Audit Committee Meeting	15 January 2019
	Internal Audit Committee Meeting	15 February 2019
	Internal Audit Committee Meeting	19 March 2019
	Internal Audit Committee Meeting	10 April 2019
	Internal Audit Committee Meeting	14 May 2019
	Internal Audit Committee Meeting	9 July 2019
	Internal Audit Committee Meeting	14 August 2019
	Internal Audit Committee Meeting	9 September 2019
	Internal Audit Committee Meeting	15 October 2019
	Internal Audit Committee Meeting	12 November 2019

#### Information Technology Steering Committee

Referring to OJK Regulation No.38/POJK.03/2016 dated December 1 2016 on the Implementation of Risk Management in the Use of Information Technology by Commercial Banks, Banks are required to have IT Information Steering Committee and the Committee must have an Information Technology (IT) Steering Committee Charter.

Composition of Permanent Members and Invitees of the IT Steering Committee:

##### I. IT Steering Committee Members with voting rights:

1. President Director - Chairman
2. Director, Finance - Co Chairman
3. Director, Risk Management
4. Director, Operations
5. Director, Global Banking
6. Director, Community Financial Services
7. Director, Legal & Compliance, Corporate Secretary
8. Director, Human Capital
9. Head, Information Technology

##### II. Permanent invitee in the IT Steering Committee

1. Chief of SKAI
2. Head, IT Community Financial Services
3. Head, IT Global Banking
4. Head, IT Support & Data Warehouse
5. Head, IT Core Banking
6. Head, IT Infrastructure
7. Head of IT Service Management
8. Head, IT Information Security & Governance
9. Head, IT Embedded Risk Unit (ERU) 10. IT Finance, Manager

In addition to permanent invitees, the IT Steering Committee may invite other key executives in relevant cases discussed in the meeting.

In order to meet the quorum, each IT Steering Committee meeting shall be attended by at least 5 of its members where the Chairman or Co-Chairman, and Head of IT must be present at the meeting.

#### Authority and Responsibilities of the Information Technology Steering Committee

The authority and responsibility of the IT Steering Committee is to provide recommendations to the Board of Directors that cover:

- a. Information Technology Strategic Plan which is in accordance with the Bank's business activity strategic plan. In providing recommendation, the IT Steering Committee emphasizes factors such as efficiency, effectiveness as well as matters such as the following:
  - Road-map to achieve IT requirements to support the Bank's business strategy. The road map consists of current state, future state and steps to achieve future state.
  - Resources needed.
  - Advantages/benefits which will be obtained when the plan is implemented.
  - Obstacles that may stand in the way of IT Strategic Plan execution.
- b. The formulation of major IT policies and procedures such as IT security policy and risk management related to IT utilization in the Bank.
- c. Compatibility of the approved IT projects with the IT Strategic Plan. The IT Steering Committee also determines the IT project priority status which will be deemed critical (has significant impact on the Bank's operational activities) such as the replacement of core banking application, server production and network topology.
- d. Compatibility of the implementation of IT projects with the agreed project plan in the Service Level Agreement. The IT Steering Committee will complete the recommendation with the analysis results from major IT projects thereby allowing the Board of Directors to efficiently make decisions.
- e. IT compatibility with the management information system requirements to support management of the Bank's business activity.



- f. Effectiveness of steps to minimize the risks over the Bank's investment in the IT sector and that these investments contribute towards achievement of the Bank's business objectives.
- g. Monitoring of IT performance and its improvement such as by detecting IT obsolescence and measuring the effectiveness & efficiency of IT security implementation.
- h. Efforts to settle the various issues concerning IT, which cannot be solved by the user work unit and IT work unit. The Committee may facilitate relations between these two work units.
- i. Resources adequacy and allocation by the Bank. If the resources possessed are not adequate and the Bank will use other party's services in implementing IT, then the IT Steering Committee must ensure that the Bank has the related policy and procedures.
- j. Conduct evaluation and approve implementation of IT projects which required an investment over Rp1 billion.

#### Implementation of Duties In 2019

During 2019, the IT Steering Committee discharged its duties as elaborated below:

- Conducted periodic meetings to discuss vital/urgent issues in an effective and efficient manner in accordance with the specified authority and responsibility.
- Provided recommendations to management in regards to determining the Bank's strategic plan concerning IT as in line with the Bank's business plans including the determination of the road map, and resource adequacy needed.
- Provided recommendations to the management in regards to formulating major IT policies and procedures.
- Co-monitor the implementation of the progress and compatibility of IT projects both with the project plan as well as the specified SLA.
- Give advice/views to management related to steps to minimize IT investment risk.

#### INTEGRATED RISK MANAGEMENT COMMITTEE

The Integrated Risk Management Committee is responsible to recommend the integrated framework or policies to identify, measure, monitor, manage and control all significant risk factors to the Bank's Board of Commissioners as the Primary Entity in the context of evaluation and approval.

#### Structure and Membership

Chairman	Risk Management Director of Maybank Indonesia (MBI)
Alternate Chairman	President Director of Maybank Indonesia (MBI) or Director, Maybank Indonesia (MBI) who is appointed by the IRMC Chairman
Member	<p><b>Director Level</b></p> <ol style="list-style-type: none"> <li>1. Maybank Indonesia: President Director (alternate: Global Banking Director)</li> <li>2. Maybank Syariah Indonesia: President Director (alternate: Compliance Director)</li> <li>3. Maybank Kim Eng Securities: President Director (alternate: Operations Director)</li> <li>4. Maybank Asset Management: President Director (alternate: Operations Director)</li> <li>5. Maybank Indonesia Finance: President Director (alternate: Operations Director)</li> <li>6. Wahana Ottomitra Multiartha: President Director (alternate: Risk Management Director)</li> <li>7. Asuransi Etika Internasional Indonesia: President Director (or Director that heads the Risk Management function)</li> </ol> <p><b>Executive Official Level</b></p> <ol style="list-style-type: none"> <li>8. Maybank Indonesia: Head, Enterprise Risk Management</li> <li>9. Maybank Syariah Indonesia: Head, Risk Management (alternate: Head, Compliance)</li> <li>10. Maybank Kim Eng Securities: Head, Risk Management (alternate: Head, Compliance)</li> <li>11. Maybank Asset Management: Head, Risk Management</li> <li>12. Maybank Indonesia Finance: Head, Risk Management (alternate: Head, Legal &amp; Compliance)</li> <li>13. Wahana Ottomitra Multiartha: Head, Risk Management (alternate: Head, Enterprise Risk Management)</li> <li>14. Asuransi Asoka Mas: Head, Finance (or representative from the Directorate/Unit that carries out the Risk Management function)</li> </ol>
Permanent Invitee	<ol style="list-style-type: none"> <li>1. Head, Market, Liquidity &amp; Treasury Credit Risk Management of MBI</li> <li>2. Head, Operational Risk &amp; Business Continuity of MBI</li> <li>3. Head, Credit Risk Management of MBI</li> <li>4. Head, Non Retail Credit Risk Policy, Portfolio &amp; PACR of MBI</li> <li>5. Head, Retail Credit Policy &amp; Portfolio Management of MBI</li> <li>6. Head, Compliance Regulatory Affairs of MBI</li> <li>7. Head, Internal Audit of MBI</li> </ol>
Invitee	Internal parties within the Maybank Indonesia Financial Conglomerate who is requested to attend the Integrated Risk Management Committee meeting.
Quorum	This Committee Meeting can only be convened if it is attended by: <ol style="list-style-type: none"> <li>1. Chairman; and</li> <li>2. At least 8 members/more than 50% of total members</li> </ol>
Meeting Frequency	Quarterly
Secretary	Head, Enterprise Risk Management



### Duties and Responsibilities

#### Duties and responsibility:

1. Review and recommend strategy, governance, framework/policy, risk tolerance, and risk appetite limit related to Integrated Risk Management for the approval of the Primary Entity's Board of Commissioners.
2. Review, provide advice, and evaluate the framework/policy adequacy of Integrated Risk Management in identifying, measuring, monitoring, and controlling the risk as well as its effectiveness.

#### Special Assignments:

1. Review periodic reports on risk exposure, risk portfolio composition, and risk management from the respective entities (Enterprise Risk Dashboard - ERD).
2. Review the risk impact on capital adequacy, profitability, and asset quality under stress scenario, and recommend the follow-up to the Primary Entity's Board of Commissioners.
3. Review and recommend to the Primary Entity's Board of Commissioners on strategic steps arising from regulator policy that will impact integrated risk management.
4. Review and recommend improvement steps to overcome risk issues as submitted by regulators related to integrated risk management.
5. Review and evaluate the adequacy of process, information system and internal control system of the integrated risk management and risk mitigation.
6. Provide strategic oversight and advice for significant risk issues (including but not limited to significant risk due to new product and initiatives) and ensure these duties receive the necessary support and priority throughout the Maybank Indonesia Financial Conglomerate as well as in line with the Maybank Group's direction and objectives.
7. Perform other responsibilities such as improving integrated risk management as periodically delegated to the Integrated Risk Management Committee by the Primary Entity's Board of Commissioners.

### Implementation of Duties in 2019

Various Integrated Risk Management tasks completed throughout 2019 include:

- Periodic review Terms of Reference of the Integrated Risk Management Committee
- Periodic review and monitoring of the Integrated Risk Appetite Statement (RAS)
- Periodic review of the Intragroup Transaction Policy
- Update -AML/CFT Implementation
- Monitoring of the Integrated Enterprise Risk Dashboard (ERD)
- Integrated Risk Profile Evaluation Result including its reporting
- Periodic monitoring and reporting of the Integrated Minimum Capital Requirement
- Integrated Stress Test Simulation
- Update of the Information System Development Plan
- Introduction of the Asoka Mas Insurance

### CREDIT COMMITTEE

The Credit Committee was established in order to support the process of credit lending and program products in due observance of prudential principles which require the implementation of the four eyes principles. The objectives of the establishment of Credit Committee are as follows:

- a. Loan Proposal (either new, additional, or even renewals).
- b. Purchase/Sale Marketable Securities (especially for KK1 and KK2)
- c. Other approval memos (changes of the loan structure; loan amount; tenure, term and condition; collateral/security; pricing; and others).
- d. Interbank Limit (especially for KK 1 and KK 2).
- e. Adjustment over internal rating results.
- f. Post Approval Monitoring. g. Other matters requested by the Audit Committee

### Duties and Responsibilities

- a. The Committee approves or disapproves applications for Nonretail and mortgage segment loans (in accordance with the prevailing mortgage terms).
- b. Comply and follow all Bank Credit Policy (KPB), Credit Policy Level 2 (2a and 2b) both for Global Banking as well as Business Banking, SOP for Credit (Level 3) for Global Banking as well as Business Banking, as well as Circular Letter (SE) as well as, prevailing Bank Indonesia (BI)/OJK regulation and related government regulations.
- c. Coordinate with the Assets and Liabilities Committee in terms of credit funding.



### Membership and Voting Rights Status of Credit Committee Non-Retail

Structure	Credit Committee (CC) 1	Credit Committee (CC) 2	Credit Committee (CC) 3
Chairman	President Director	Risk Management Director	Head, Credit Risk Management *)
Alternate Chairman	Risk Management Director	Head, Credit Risk Management *)	Head, Credit Review Global Banking **) or Head, Credit Review CFS **)
Member	<ul style="list-style-type: none"> <li>- President Director</li> <li>- Global Banking Director</li> <li>- CFS Director</li> <li>- Risk Management Director</li> <li>- Head, Credit Risk Management</li> <li>- Head of Shariah Banking</li> <li>- Head, related LOB</li> </ul>	<ul style="list-style-type: none"> <li>- Global Banking Director</li> <li>- CFS Director</li> <li>- Risk Management Director</li> <li>- Head, Credit Risk Management, Sharia Banking</li> <li>- Head, related LOB</li> </ul>	<ul style="list-style-type: none"> <li>- CDS Director</li> <li>- Head, related LOB</li> <li>- Head, Credit Risk Management</li> <li>- Head, Credit Review Global Banking</li> <li>- Head of CFS Business Process &amp; Approval or Head, Business Approval</li> <li>- Head of Shariah Banking</li> </ul>
Meeting Quorum	Chairman + 2 Business Directors	Chairman + 2 Business Directors	Chairman + Head, CFS Business Process & Approval or Head, Business Approval + Head, Commercial Banking or Head, SME Banking  Specifically for new or additional proposals with limit amount of Rp. 50 – 100 billion: Chairman + CFS Director CFS + Head, CFS Business Process & Approval or Head, Business Approval
Permanent Invitee	Representative of Business Unit at Director Level		
Non-Permanent Invitee	Based on Committee needs		

Note:

\*) Is Country Credit Officer

\*\*) Is Head, Credit Evaluation

### Implementation of Duties in 2019

During 2019, the Credit Committee performed the following duties:

- Approval or disapproval of applications of Non-retail and mortgage segment loans carried out pursuant to prevailing regulations.
- Ensure that the Bank always complies and follows all Bank Loan Policies (KPB), Credit Policy Level 2 (2a and 2b) both for Global Banking as well as Business Banking, SOP for Credit (Level 3) for Global Banking as well as Business Banking, as well as Circular Letter as well as prevailing Bank Indonesia/OJK regulation and other related laws and regulations.
- Coordinate with the Assets and Liabilities Committee in terms of credit funding aspects.

### CREDIT RESTRUCTURING COMMITTEE

Maybank Indonesia has established a Credit Restructuring Committee to support the credit restructure process and settlement in due observance of the prudent principles and the application of the four-eyes principles.

#### Structure and Membership

Structure	Credit Restructuring Committee (CRC) 1	Credit Restructuring Committee (CRC) 2	Credit Restructuring Committee (CRC) 3
Chairman	President Director	Risk Management Director	Head, Credit Risk Management *)
Alternate Chairman	Risk Management Director	Head, Credit Risk Management *)	Head, Credit Review Global Banking **) atau Head, Credit Review CFS **)
Member	<ul style="list-style-type: none"> <li>- President Director</li> <li>- Risk Management Director</li> <li>- Global Banking Director</li> <li>- CFS Director</li> <li>- Finance (CFO) Director</li> <li>- Head, related LOB or Head, CFS Asset Quality Management or Head, GB Remedial</li> </ul>	<ul style="list-style-type: none"> <li>- Risk Management Director</li> <li>- Global Banking Director</li> <li>- CFS Director</li> <li>- Finance (CFO) Director</li> <li>- Head, Credit Risk Management</li> <li>- Head, related LOB or Head, CFS Asset Quality Management or Head, GB Remedial</li> </ul>	<ul style="list-style-type: none"> <li>- Head, related LOB</li> <li>- Head, Credit Risk Management *)</li> <li>- Head, Credit Review Global Banking **) atau Head, Credit Review CFS **)</li> <li>- Head CFS Business Process &amp; Approval atau Head, Business Approval</li> </ul>



Structure	Credit Restructuring Committee (CRC) 1	Credit Restructuring Committee (CRC) 2	Credit Restructuring Committee (CRC) 3
Meeting Quorum	Chairman + 2 Business Director	Chairman + 2 Business Director	Chairman
Permanent Invitee	Representative of Business Unit 1 level under BoD		Head, CFS Business Process & Approval or Head, Business Approval
			Head, Commercial Banking or Head, SME Banking
Non-Permanent Invitee	Based on Committee needs		

Note:

\*) Is Country Credit Officer

\*\*) Is Head, Credit Evaluation

#### Duties and Responsibilities

- The Committee approves or disapproves applications for settlement as well as credit restructuring /non-performing securities.
- Complies and follows all provisions pertaining to the Bank Credit Policy (KPB), Credit Policy Level 2 both for Global Banking as well as Business Banking, SOP for Credit (Level 3) for Global Banking as well as Business Banking, as well as Circular Letter (SE) as well as Bank Indonesia (BI)/ OJK regulation as well as related government regulations.

#### Implementation of Duties In 2019

During 2019, the Credit Restructuring Committee implemented the following duties involving the approval or disapproval of applications for settlement or credit restructuring loans/ non-performing securities. The Credit Restructuring Committee also ensures that the Bank comply and follow all Bank Loan Policies (KPB), Credit Policy Level 2 (2a and 2b) both for Global Banking as well as Business Banking, SOP for Credit (Level 3) for Global Banking as well as Business Banking, as well as Circular Letters as well as prevailing Bank Indonesia/OJK regulation and other related laws and regulations.

Moreover, the Credit Restructuring Committee has also conducted evaluation as well as provide decisions on the following matters:

- Loan restructuring for the purpose of credit recovery
- Takeover or hand over of Assets/ Collateral (asset settlement/AYDA).
- Sale/Transfer of Credit, Securities and AYDA (asset disposal).
- Write-off and charge off.
- Update on debtors handled by the Remedial Team or debtors under the credit restructuring program.
- Other approval memos (changes of the loan structure; loan amount, tenor, terms and conditions, collateral; pricing, and others).

#### IMPAIRMENT COMMITTEE

In order to enhance the monitoring process over the loan portfolio and securities that declined in value as well as the impact on the Bank's profit and loss report every period, the Bank believes that is important to establish its own committee to discuss in detail the financial implication from these accounts. The Impairment Committee was approved by the Board of Directors by virtue of the Board of Directors Meeting dated January 21, 2015.

#### Objectives

To determine the financial implication from impairment arising from loan disbursement and securities.

#### Committee Structure and Membership

Member	
Chairman	Finance Director
Member – Business Unit	Global Banking
	Global Banking Director
	Head Business Planning & Performance Management
	Community Financial Services
Member – Risk Management	Community Financial Services Director
	Head Business Process & Approval
	Head Business Planning & Analytic
	Risk Management Director
Member – Finance	Head Retail Credit Policy and Portfolio Management
	Head Global Banking Remedial
	Head Finance & Accounting
	Head Financial Planning, Performance Management and Investor Relation
Permanent Member Per Three Months	
Member – Business Unit	Head Global Market
Secretariat	
Secretariat	Head Accounting Policy and Project

### Duties and Responsibility

1. Conduct a review of the latest accounts particularly with the credit limit above Rp10 billion which potentially will decline in value as well as its necessary corrective measures.
2. Conduct a review as well as evaluate the fairness and adequacy of reserve impairment for loan accounts granted and securities in accordance with PSAK 55, particularly for loans and securities.
3. To authorize the impairment reserve amount established over the loan granted and the impairment of securities.
4. Review other changes related to impairment reserves which would significantly impact financial reporting, such as changes from LGD and PD method as well as LGD to be approved by the Board of Commissioners.
5. Ensure that the impairment reserves are established in accordance with PSAK 55.

### HUMAN CAPITAL COMMITTEE

The Bank has amended the Human Resource (HR) policy on an on-going basis. These amendments are an integral set of policies to support the Bank's transformation in achieving its aspirations for 2020. Furthermore, as part of efforts to promote the implementation of good corporate governance through a control mechanism and implementation of strategic policy in the area of organization, compensation & benefit, and Talent Management, the Bank optimizes its supervisory/advisory function to provide strategic advice and important decision-making as well as new policies towards HR empowerment as well as the completion of key issues in the area of human resources that have financial and/or reputation risk implications of the organization. Pursuant to the consideration on the above matters, the Bank established the Human Capital Committee by Notification No P.2019.223/MBI dated December 17, 2019.

### Objective of The Establishment

1. Establish a Human Capital Committee which aims is to support the Board of Directors to provide strategic advice in the area of HR in MBI as well as its subsidiary, which is among others including but not limited to, the following areas:
  - a) General policy on employment
  - b) Employee compensation and benefit (salary increases, bonuses, retention programs, benefits and others)
  - c) Performance Appraisal Management
  - d) Talent Management (Talent identification, succession planning, talent development program)
  - e) Framework and plan of employee training and development programs
  - f) Organizational structure and rank level
  - g) Develop a favourable working environment
  - h) Develop a corporate culture
  - i) Develop a relation between the employee and the Company
  - j) Appointment and removal of the Executive Officials including any actions that are to be taken in respect to disciplinary actions as well as any violations conducted by Executive Officials
  - k) Harmonization of HR policy and synergy with the subsidiary
2. Human Capital Committee members are all members of the Board of Directors.

### Composition of the Human Capital Committee

- a. President Director as Chairman and concurrent Member
- b. Director of Human Capital as a Member
- c. Director of Retail Banking as a Member
- d. Director of Global Banking as a Member
- e. Director of Business Banking as a Member
- f. Director of Finance as a Member
- g. Director of Operations and IT as a Member
- h. Director of Risk Management as a Member
- i. Director of Legal, Compliance and Corporate Secretary as a Member
- j. MBI Executive, Human Capital as the Secretary/Minutes Taker

### Duties and Responsibilities of the Human Capital Committee

- a) Provide high level advice by taking into consideration of the Human Capital strategic policy and advice to influence within the Bank's and HR organizational activities.
- b) Formulate decisions for Executive Officials and organize the development programs for Executive Officials as well as talent employees.
- c) Provide advice and make strategic decisions on policies related to Human Capital.

### PERSONNEL COMMITTEE

The Personnel Committee is a committee established to conduct reviews and provide recommendations regarding the provision of sanctions, which relate to violations/errors as stipulated in the provisions regulating the imposition of sanctions and/or fraud and/or other offenses/violations that have not been regulated or require expert opinions (resource) to employees at all levels and/or positions.

The recommendations of the Committee of Personnel are collective and collegial, and are binding and must be carried out in a truthful manner by the relevant work unit.

### Structure and Membership

Structure and Membership of the Personnel Committee are as follows:

- Chairman: Director of Human Capital
- Secretary: Head of Employee Relations & Health Safety
- Permanent members:
  - Employee Relations, Head
  - Related Business Unit
  - Head of Business Human Capital
- Resource and/or invitee:
  - Financial Crime Compliance & National Anti Fraud Work Unit;
  - Internal Audit Unit
  - Operation Risk & Business Continuity Unit;
  - General Legal Counsel Unit;
  - Compliance Monitoring & Training Unit;
  - Other needed Work Units



#### Duties and Responsibilities of the Personnel Committee

- Make an analysis/review of the plan to impose sanctions on employees proven to have committed violations or fraud, based on i.e. an investigation report from the Financial Crime Compliance & National Anti Fraud Unit or an audit report from SKAI.
- Make decisions on related work units, in the form of sanctions that will be imposed on employees who have committed violations.
- Monitor and make evaluation of the follow-ups on the implementation of any decision that has been made.
- Submit periodic monitoring and evaluation results to the Board of Directors.
- Make quarterly reviews of violations and sanctions imposed on employees in a given period.

#### Authority

- In providing recommendations for the types of sanctions, the Personnel Committee must always refer to all applicable provisions/regulations. The following are the referred applicable laws and regulations and internal company policies:

1.	Law No.13 of 2003 on Employment
2.	Law No. 7 of 1992 as amended with Law No. 10 of 1998 on Banking
3.	BI Regulation No.14/27/PBI/2012 dated December 28 2012 and BI Circular No.15/21/DPNP dated June 14, 2013 one the Implementation of the Anti Money Laundering and Prevention of Money Laundering Program Terrorism Funding (PPT) for Commercial Banks;
4.	BI Circular Letter No.13/28/DPNP dated December 9, 2011 on the Implementation of AntiFraud Strategy for Commercial Banks
5.	Collective Labor Agreement of PT Bank Maybank Indonesia, Tbk. for the 2019-2021 period
6.	BoD Regulation No.PER.DIR.2018.002/DIR HC on Disciplinary Actions on Employees (including Amendments)
7.	Directors' Circular Letter No.SE.2017.003/DIR COMPLIANCE on the Obligation to Submit Information on Indications of Violation (Whistleblowing) (including amendments)
8.	BoD Circular Letter No.SE.2017.005/DIR HC dated May 10, 2017 on Knowing Your Employees (including Amendments)
9.	BoD Circular Letter No.SE.2016.002/PRESDIR on the Code of Ethics and Code of Conduct of Maybank Indonesia (including amendments)
10.	BoD Circular Letter No.SE.2016.006/PRESDIR dated March 28, 2016 on Policies and Procedures for Implementing Anti-Fraud Strategies (including amendments)

- The Personnel Committee may give a warning to either the relevant work units or to the Human Capital - Employee Relations & Health Safety who fail to follow up on any decision that has been made, and attach the warning in the report of monitoring and evaluation that will be submitted to the BOD.

#### Imposing Sanctions

- Sanctions or other actions decided by the Personnel Committee shall be imposed no later than 7 (seven) working days after the Personnel Committee's decision as outlined in the Minute of Meeting (MoM) is signed.
- Related Business Human Capital must immediately coordinate with the Head of the Work Unit to impose sanctions based on the results of the Personnel Committee's decision against employees who are proven to have committed violations, except for Termination of Employment where Business Human Capital must first coordinate with Human Capital - Employee Relations & Health Safety related to this type of sanction.

- If possible, Minutes of Committee Meetings (MoM) must be signed by all participants of the same meeting.
- In a more specific case, the decided sanctions may be changed through an approval mechanism for the changes.
- The following are how sanctions can be changed:
  - a. The Committee Member submits the proposed change to the Chairman of the Personnel Committee with an attached reasoning for the change.
  - b. The change in sanction may be proposed to the Chairman of the Personnel Committee in a meeting (face-to-face) or written notice (including e-mail).
  - c. The Chairman of the Personnel Committee and the Secretary and the Related PUK shall decide whether to approve or to reject the proposed change in sanctions.
  - d. The approval or rejection of the proposed change in sanction shall be notified to all permanent members/employment expert / invitees of meetings of relevant committees.

#### Personnel Committee Meeting in 2019

During 2019, the Personnel Committee convened 6 (six) meetings to discuss 11 (eleven) cases.