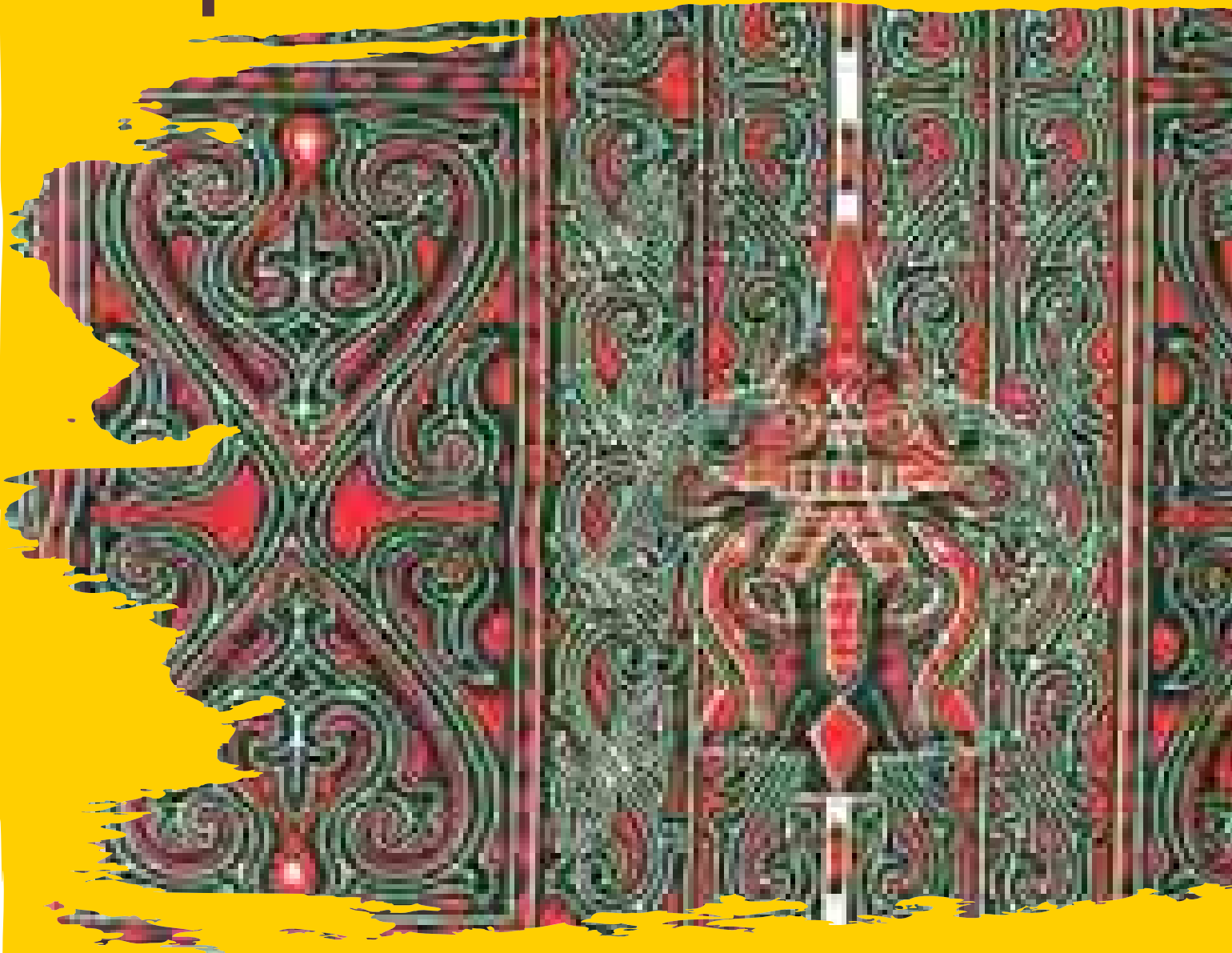


Laporan Tata Kelola Perusahaan

Corporate Governance

Reports



Gorga merupakan ornamentasi tradisi kuno khas Batak yang dapat dijadikan ukiran/ornamen arsitektur dan peralatan selain juga kain batik. Aneka motif gorga memiliki keunikan dan karakter tersendiri yang merupakan simbol budaya dan sarat cerita disetiap bentuk, gambar yang mengandung pesan hasrat dan nasehat yang bersumber dari pengetahuan, harapan, buah pikiran, sikap perilaku, dan keindahan yang hendak dikomunikasikan. Warna gorga bersumber dari alam, dan umumnya ornamen gorga terdiri tiga warna : merah, hitam, dan putih.

Gorga represents ancient tradition ornaments from Batak. In addition to batik material, this motif is also applied in architectural woodcrafts/ornaments and tools. The gorga motif is unique and has its owned character, which symbolises strong culture and story in every shapes, with images full of compassion and advises from knowlege, hope, mind, ethics, and beauty. The color of gorga is derived from nature, and its typically comes in red, black and white.



Mewujudkan visinya “to be leading financial services in Indonesia, driven by passionately committed and innovative people, creating value and serving communities” yang memberikan nilai tambah kepada para pemangku kepentingan dan menyikapi persaingan bisnis yang ketat, BII berkomitmen untuk menerapkan Good Corporate Governance (GCG) atau tata kelola perusahaan yang baik

Realizing its vision “to be leading financial services in Indonesia, driven by passionately committed and innovative people, creating value and serving communities” that brings added value to the stakeholders, and in response of intense business competition, BII is committed to implement and practice Good Corporate Governance



Persahabatan | Friendship
Adi Suryo Djoko - Operational Risk Management

PRINSIP DAN KOMITMEN TATA KELOLA PERUSAHAAN

Penerapan prinsip-prinsip GCG di dalam Perseroan berlandaskan pada komitmen untuk menciptakan perusahaan yang transparan dan terpercaya melalui manajemen bisnis yang dapat dipertanggungjawabkan. Penerapan GCG yang baik akan memperkuat kepercayaan serta meningkatkan nilai bagi pemegang saham dan pemangku kepentingan lainnya.

Dalam menjalankan usahanya, Perseroan menerapkan prinsip-prinsip tata kelola perusahaan yang baik, yaitu dengan berlandaskan dalam lima prinsip GCG. Kelima prinsip itu meliputi:

1. **Transparansi**
Transparansi adalah keterbukaan dalam proses pengambilan keputusan dan keterbukaan dalam mengungkapkan informasi yang relevan mengenai perusahaan. Pengungkapan informasi yang jelas, tepat waktu, memadai, dan dapat diperbandingkan, mencakup informasi mengenai kebijakan keuangan, operasional dan jasa perbankan, pemasaran, teknologi, manajemen sumber daya manusia, pengawasan internal, pengembangan usaha serta keputusan-keputusan penting lain.

PRINCIPLES AND COMMITMENT OF CORPORATE GOVERNANCE

The Bank implements principles of GCG in the organization on the basis of its commitment to create a transparent and trusted company founded upon business management practices that are accountable. Sound implementation of GG will strengthen and increase the trust and value for shareholders and other stakeholders.

In practicing GCG, the Bank applies the five principles of good corporate governance, which are:

1. **Transparency**
The principle of transparency promotes openness in decision making process and disclosure of relevant information of the Bank. Disclosure of information that is clear, timely, sufficient, and comparable includes information on financial policies, operations and banking services, marketing, technology, human capital management, internal control, business development, and other important decisions.

5 Prinsip Good Corporate Governance

5 Principles of Good Corporate Governance

- **Transparansi** Transparency
- **Akuntabilitas** Accountability
- **Pertanggungjawaban** Responsibility
- **Independensi** Independency
- **Kewajaran** Fairness

Laporan Tata Kelola Perusahaan Corporate Governance Report

- 2. Akuntabilitas**
Akuntabilitas merepresentasikan kejelasan fungsi, pelaksanaan dan pertanggungjawaban organisasi sehingga pengelolaan perusahaan terlaksana secara efektif. Menetapkan tugas dan tanggung jawab serta penilaian kinerja secara jelas, baik pada tingkatan pengurus Perseroan maupun elemen organisasi lainnya.
 - 3. Pertanggungjawaban**
Pertanggungjawaban merupakan prinsip yang mengacu pada pengelolaan perusahaan yang sesuai dengan peraturan perundang-undangan yang berlaku dan prinsip-prinsip korporasi yang sehat. Memastikan bahwa Perseroan menerapkan prinsip kehati-hatian, taat pada hukum dan peraturan yang berlaku serta melaksanakan pengendalian.
 - 4. Independensi**
Independensi adalah keadaan dimana perusahaan dikelola secara profesional dengan menghindari benturan kepentingan dan pengaruh/tekanan dari pihak manapun, yang tidak sesuai dengan peraturan perundang-undangan yang berlaku dan prinsip-prinsip korporasi yang sehat.
 - 5. Kewajaran**
Kewajaran merupakan keadilan dan kesetaraan dalam memenuhi hak-hak karyawan dan stakeholder lainnya yang timbul berdasarkan perjanjian dan peraturan perundang-undangan yang berlaku.
- 2. Accountability**
Accountability concerns with clarity of function, implementation, and responsibility in the organization. This principle seeks to ensure effective management of the organization through clear division of tasks and responsibilities as well as performance assessment at management level and throughout all elements of the organization,
 - 3. Responsibility**
This principle concerns with the consistency of the Bank's management with prevailing laws and regulations as well as principles of a healthy corporation. Responsibility principle ensures that the Bank applies prudence, exercises legal compliance, and performs measures of control.
 - 4. Independency**
Independency is a condition where a company is professionally managed, and free from conflict of interests and influence/pressure from any parties that are not in harmony with applicable laws, regulations, and healthy corporation principles.
 - 5. Fairness**
Fairness principle refers to fair and equity of treatment in fulfilling the rights of individuals and stakeholders arising from agreements and prevailing laws and regulations.

KOMITMEN TATA KELOLA PERUSAHAAN

Komitmen penerapan prinsip-prinsip GCG dilakukan dalam upaya untuk meningkatkan nilai-nilai pemegang saham dan menjaga kepentingan para *stakeholder*, serta guna penguatan pelaksanaan GCG baik di tingkat nasional maupun internasional. Komitmen GCG juga didasarkan pada nilai-nilai dan perilaku yang diaplikasikan dalam aktivitas sehari-hari, meliputi transparansi dan *fair dealing*. Penerapan ini juga didasarkan pada komitmen penerapan standar tata kelola yang unggul, sebagai fundamental keberlangsungan usaha dan kinerja Bank. Pelaksanaan GCG juga dilakukan sesuai dengan standar regulator serta ASEAN *Corporate Governance Scorecard*.

CORPORATE GOVERNANCE COMMITMENT

The commitment of GCG principles are enacted to enhance the shareholders' value and maintain the interest of our stakeholders, including the objective to strengthen GCG implementation both nationally as well as internationally. GCG commitment is also implemented based on a set of values and behaviours that underpin daily activities, through transparency and fair dealing. This implementation is also based on the commitment to excellence in governance standards, as the fundamental to the sustainability of the Bank's business and performance. Further, GCG implementation is also carried out based on the regulator's standard and ASEAN Corporate Governance Scorecard.

Penerapan GCG dilakukan secara konsisten dan berkelanjutan serta didukung oleh komitmen yang kuat dari Dewan Komisaris dan Direksi beserta seluruh jenjang organisasi serta didukung dengan adanya berbagai kebijakan dan prosedur kerja yang jelas meliputi:

1. Kebijakan Umum Good Corporate Governance.
2. Pedoman Umum GCG sebagai acuan pelaksanaan GCG.
3. Visi, misi dan nilai-nilai perusahaan.
4. Kebijakan Budaya Kerja.
5. Kode Etik dan pedoman tingkah laku.
6. Pedoman dan tata tertib kerja Dewan Komisaris, Direksi dan Komite-komite.
7. Pedoman Sekretaris Perusahaan.
8. Kebijakan Umum Penanganan Benturan Kepentingan.
9. Kebijakan Whistleblowing System dalam menyampaikan informasi adanya indikasi pelanggaran.
10. Kebijakan Perlindungan Terhadap Konsumen (Nasabah)
11. Kebijakan dan Prosedur Penyelesaian Pengaduan Nasabah.
12. Panduan Transparansi dan Pengungkapan.
13. Ketentuan Pembukaan Rahasia Bank.
14. Kebijakan Strategi Anti Fraud.
15. Kebijakan Disiplin BII.
16. Kebijakan Manajemen Kelangsungan Usaha
17. Kebijakan Produk dan/atau Aktivitas Baru (PAB).
18. Kebijakan dan Prosedur Penerapan Program Anti Pencucian Uang dan Pencegahan Pendanaan Teroris (APU-PPT).
19. Compliance Book dan Compliance Charter.
20. Audit Charter.
21. Panduan Audit Intern (PAI).
22. Kebijakan dan Prosedur Audit Teknologi Sistem Informasi.
23. Sistem Manajemen Mutu Audit Intern.
24. Kebijakan Pengadaan Barang dan Jasa, Kebijakan Manajemen Kinerja, Promosi dan Remunerasi.
25. Perjanjian Kerja Bersama.
26. Program Tanggung Jawab Sosial Perseroan.

The implementation of GCG is conducted consistently and sustainably, as well as strongly committed by the Board of Commissioners and Directors, including all element of organisation, supported by several policies and clear work procedures that cover the following:

1. Good Corporate Governance Policy.
2. GCG Guidelines as a reference of GCG implementation.
3. Vision, mission and corporate values.
4. Work Culture Policy.
5. Code of Ethics and Code of Conduct.
6. Board Manual and Guidelines of the Board of Commissioners, Directors and Committees.
7. Guidelines of Corporate Secretary.
8. General Policy of Conflict of Interests Management;
9. Whistleblowing System Policy in information dissemination on fraud.
10. Customer Protection Policy
11. Customer Complaint Resolution Policy and Procedure.
12. Transparency and Disclosure Guidelines.
13. Bank Confidentiality Disclosure Guidelines.
14. Anti Fraud Strategy.
15. BII Disciplinary Regulations.
16. Business Continuity Management.
17. New Product and/or Activity Policy.
18. Policy and Procedures on Anti Money Laundering and Countering Financial of Terrorism Program Implementation (AML-CFT).
19. Compliance Book and Compliance Charter.
20. Audit Charter.
21. Internal Audit Guidelines.
22. Information System Audit Policy and Procedures.
23. Internal Audit Quality Management System.
24. Goods and Services Procurement Policy.
25. Labor Collective Agreement.
26. Corporate Social Responsibility Program.

Laporan Tata Kelola Perusahaan Corporate Governance Report

TUJUAN PENERAPAN TATA KELOLA PERUSAHAAN

Tujuan penerapan Tata Kelola Perusahaan (GCG) Perseroan meliputi hal-hal berikut:

- Meningkatkan kepercayaan investor serta para pemilik dana;
- Meningkatkan kinerja Perseroan melalui terciptanya proses pengambilan keputusan yang lebih baik,
- Meningkatkan efisiensi operasional Perseroan serta pelayanan kepada pemangku kepentingan;
- Meningkatkan *corporate value*, melalui peningkatan kinerja keuangan dan minimalisasi risiko keputusan investasi yang mengandung benturan kepentingan;
- Mencapai *stakeholder satisfaction* sebagai hasil dari peningkatan *corporate value*
- Meningkatkan pertanggungjawaban pengelolaan Perseroan kepada Pemegang Saham dengan tetap memperhatikan kepentingan para stakeholders;
- Menciptakan kejelasan hubungan kerja antara Perseroan dengan para *stakeholders*; dan
- Mendukung pengembangan usaha, pengelolaan sumber daya perusahaan dan pengelolaan risiko yang efektif sehingga dapat meningkatkan nilai Perseroan.
- Mengoptimalkan nilai BII bagi pemegang saham dan memenuhi standar penerapan GCG di tingkat ASEAN dan internasional. Dengan demikian BII sebagai entitas yang juga diperhitungkan dalam ASEAN Economic Community dan tidak hanya sebagai entitas yang diperhitungkan di tingkat nasional saja.

STRUKTUR DAN HUBUNGAN TATA KELOLA PERUSAHAAN

Di dalam penerapan GCG, Perseroan memiliki struktur tata kelola perusahaan sesuai Undang-undang Republik Indonesia No. 40 tahun 2007 tentang Perseroan Terbatas (UU PT), dengan organ perusahaan yang terdiri dari Rapat Umum Pemegang Saham (RUPS), Dewan Komisaris, Direksi dan Komite-Komite.

Kepengurusan di Perseroan menganut sistem dua badan, yaitu Dewan Komisaris dan Direksi, yang memiliki wewenang dan tanggung jawab yang jelas sesuai fungsi masing-masing sesuai Anggaran Dasar dan peraturan perundang-undangan. Meski demikian, keduanya memiliki tanggung jawab yang sama untuk memelihara keberlanjutan usaha Perseroan di masa mendatang.

GCG IMPLEMENTATION OBJECTIVES

The objectives of GCG implementation of the Bank cover the following:

- Elevating the confidence of investors as well as fund owners;
- Improving the Bank's performance through better decision making process;
- Increasing the Bank's operational efficiency and service quality provided to stakeholders;
- Improving corporate value through sound financial performance and minimized risks associated with investment decisions that carry conflict of interests;
- Achieving stakeholder satisfaction as result of corporate value improvement;
- Improving the accountability of the Bank's management to Shareholders whilst taking into account the interests of stakeholders;
- Creating clear relationship between the Bank and stakeholders; and
- Supporting business development, resources management, and effective risk management to boost the Bank's value.
- Optimising BII's value for the shareholders and to meet GCG implementation standard in ASEAN and international level. Thereby BII will be considered in the level of ASEAN Economic Community and only as national level entity.

STRUCTURE AND RELATIONS OF CORPORATE GOVERNANCE

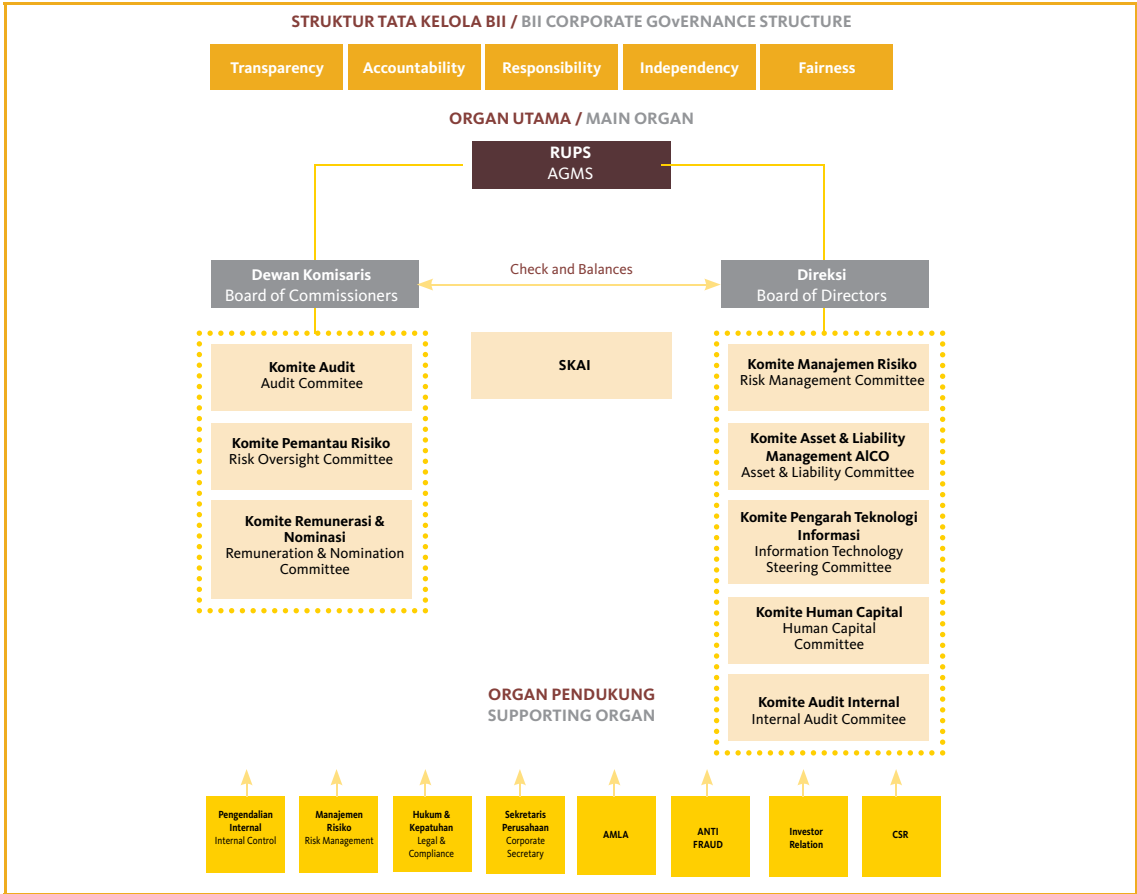
As part of GCG implementation, the Bank has established corporate governance structure pursuant to Law No. 40 of 2007 of the Republic of Indonesia on Limited Liability Company (LLC Law), which governs the structure of company organs consisting of General Meeting of Shareholders (GMS), Board of Commissioners, Board of Directors, and Committees.

The management of the Bank applies two-board system comprising Board of Commissioners and Board of Directors, each tasked with clear and separate authorities and responsibilities according to their functions as delineated in the Bank's Articles of Association and laws and regulations. Nonetheless, the Boards have equal responsibility to maintain the sustainability of the Bank in the future.

Laporan Tata Kelola Perusahaan Corporate Governance Report

Selanjutnya, struktur GCG Perseroan mencakup Dewan Komisaris yang didukung oleh Komite Audit, Komite Pemantau Risiko, Komite Remunerasi & Nominasi. Sedangkan Direksi didukung oleh Komite Manajemen Risiko, ALCO (Assets & Liabilities Management Committee), IT Steering Committee, Komite Human Capital, dan Komite Audit Internal. Direksi juga didukung oleh Satuan Kerja Audit Internal (SKAI) dan Sekretaris Perusahaan.

The structure of the Bank's GCG consists of Board of Commissioners assisted by Audit Committee, Risk Monitoring Committee, and Remuneration & Nomination Committee. Meanwhile, the Board of Directors is assisted by Risk Management Committee, ALCO (Assets & Liabilities Management Committee), IT Steering Committee, Human Capital Committee, and Internal Audit Committee. The Board of Directors is also assisted by Internal Audit Unit and Corporate Secretary.



Laporan Tata Kelola Perusahaan Corporate Governance Report

ROADMAP PELAKSANAAN DAN PENGEMBANGAN GCG DI BII

Penerapan dan pengembangan GCG di BII mengacu pada standar tata kelola di tingkat regional ASEAN dan nasional. BII terus berkomitmen menyempurnakan penerapan pelaksanaan GCG, dan hal ini diterapkan melalui roadmap GCG yang sudah di mulai sejak tahun 2006, sebagai berikut:

BII GCG IMPLEMENTATION AND DEVELOPMENT ROADMAP

The implementation and development of GCG in BII uses corporate governance standard at ASEAN and national levels as benchmarks. BII is committed to continually enhance its GCG practices as reflected from the GCG roadmap that the Bank has formulated since 2006, as follows:

2006

- Dalam upaya menguatkan pengelolaan risiko operasional Bank menerbitkan Kebijakan BII IT *Security Guide*.
 - Menyempurnakan kebijakan Kode Etik dan Pedoman Tingkah Laku.
 - Dalam upaya penerapan ketentuan *Know Your Customer @ Anti Money Laundering* Bank menerbitkan kebijakan perihal Penetapan *Know Your Customer Officer* serta menerbitkan Form Sumber dan Tujuan Penggunaan Dana.
 - Menerbitkan pedoman penyelenggaraan Rapat Umum Pemegang Saham.
 - Menerbitkan kebijakan Pemberian Sanksi.
 - Melakukan *self assesment* dan pembuatan laporan GCG.
- The Bank established the BII Policy on IT Security Guide, in order to strengthen operational risk management.
 - Improved the Code of Conduct and Ethics Policy
 - The Bank issued a policy on the Establishment of Know Your Customer Officer, and published the forms of Funding sources and objectives, all as initiatives in implementing Know Your Customer & Anti Money Laundering.
 - Issued guidelines on organizing AGM.
 - Issued policy on punishments.
 - Conducted self assessment and produced GCG Report.

2007

- Menguatkan pengelolaan risiko likuiditas dengan menerbitkan kebijakan: *Bank Wide Liquidity Risk Management Policies And Guidelines, Liquidity Contingency Plan* dan Pengelolaan Likuiditas.
 - Menyempurnakan kebijakan Audit Internal.
 - Menerbitkan Kebijakan Umum Pengelolaan Batas Maksimum Pemberian Kredit/Penyediaan Dana.
 - Menyempurnakan Kebijakan Pendelegasian Kewenangan.
 - Melakukan *self assesment* dan pembuatan laporan GCG.
- Issued policy of: Bank Wide Liquidity Risk Management Policies and Guidelines, Liquidity Contingency Plan and Liquidity Management, all to strengthen the management of Liquidity Risk.
 - Improved the Internal Audit policy.
 - Issued General Policy on Management of Maximum Credit/Funding Limit.
 - Improved the policy on delegation of Authority.
 - Conducted self assessment and produced GCG report.

2008

- Menyempurnakan Manual GCG
 - Menerbitkan kebijakan internal perihal Standard Operating Prosedur Penyusunan Laporan Tingkat Kesehatan Bank.
 - Melakukan *self assesment* dan pembuatan laporan GCG.
- Improved GCG Manual
 - Issued internal policy on Standard Operating Procedure on Soundness Rating Report Mailing
 - Conducted self assessment and produced GCG Report.

2009

- Menerbitkan Pedoman Penerapan Manajemen Risiko dalam upaya menyesuaikan dengan perkembangan struktur organisasi Bank yang cukup dinamis dan memenuhi ketentuan Bank Indonesia terkait penerapan manajemen risiko dan prinsip kehati-hatian Bank.
 - Menyempurnakan Manual GCG.
 - Melakukan *self assesment* dan pembuatan laporan GCG.
- Issued Guidelines of Risk Management Implementation in order to align with the dynamics of Bank's organizational structure development, as well as to comply with regulation of Bank Indonesia related to the Bank's risk management implementation and prudential policies.
 - Improved GCG Manual.
 - Conducted self-assessment and produced GCG report.

2010

- Menerbitkan kebijakan internal perihal Kewajiban Menyampaikan Informasi Adanya Indikasi Pelanggaran (*Whistleblowing*).
 - Menerbitkan Kebijakan Dan Limit Penyediaan Dana Besar Untuk Debitur Dan Obligor.
 - Menyempurnakan kebijakan perihal manajemen risiko khususnya Lampiran SOP Penyusunan Laporan Profil Risiko Bank Dan Konsolidasi Panduan Manual Judgement.
 - Penyempurnaan kebijakan perihal Pedoman Penerapan Manajemen Risiko.
 - Mengkinikan Kebijakan APU/PPT.
 - Melakukan *self assesment* dan pembuatan laporan GCG.
- Issued internal policy on whistleblowing
 - Issued policy and limits for Provision of Fund to Debtors and Obligors
 - Improved policy of risk management particularly the SOP attachment on Reporting the Bank's Risk Profile and consolidated Manual Judgement.
 - Improved policy regarding Risk Management Implementation Guidelines.
 - Updated policy on Anti Money Laundering and Countering Financial of Terrorism (AML-CFT).
 - Conducted self assessment and produce GCG report.

2011

- Menguatkan pengelolaan risiko operasional melalui penerbitan kebijakan internal perihal Kebijakan Pengamanan Teknologi Informasi.
 - Menyempurnakan kebijakan internal perihal Pelaksanaan Monitoring Batas Maksimum Pemberian Kredit (BMPK) Pihak Terkait Bank.
 - Menyempurnakan kebijakan perihal benturan kepentingan.
 - Menyempurnakan kebijakan perihal Standar Manual Pelayanan Cabang.
 - Menguatkan pengelolaan risiko melalui penerbitan kebijakan internal perihal Pedoman Pelaporan *Risk Control Assessment* (RCSA) dan Key Risk Indicator (KRI).
 - Menerbitkan Kebijakan Umum Penerapan Program Anti Pencucian Uang (APU) Dan Pencegahan Pendanaan Terorisme (PPT).
 - Menguatkan pengelolaan risiko operasional dengan menerbitkan kebijakan perihal ERR (*Event Risk Reporting*) Sebagai Media Pelaporan Kejadian Risiko Operasional.
 - Menerbitkan kebijakan perihal Mengenal Karyawan Anda/Know Your Employee.
 - Menerbitkan kebijakan internal perihal Pedoman Prinsip Mengenal Nasabah (KYC) Kustodian.
 - Menguatkan pengelolaan risiko melalui penerbitan kebijakan Umum Pengelolaan Batas Maksimum Pemberian Kredit/ Penyediaan Dana.
 - Penerbitan ketentuan internal perihal IT Steering Committee.
 - Melakukan *self assesment* dan pembuatan laporan GCG.
- Strengthened the management of operational risk through issuance of internal policy regarding Information Technology Security.
 - Improved internal policy regarding Implementation of Monitoring of Legal Lending Limit to Related Party.
 - Improved policy on conflict of interest.
 - Improved policy on Branch Service Manual Standard.
 - Strengthened risk management through the issuance of internal policy regarding reporting guidelines of Risk Control Assessment (RCSA) and Key Risk Indicator (KRI).
 - Issued the General Policy regarding implementation of Anti Money Laundering and Countering Financial of Terrorism Program Implementation (AML-CFT).
 - Strengthening management of operational risk by issuing policy regarding Event Risk Reporting (ERR) as media to report operational risk events.
 - Issued policy regarding Know Your Employee
 - Issued internal policy regarding Guidelines implementation of Know Your Customer Principles on Custodian.
 - Strengthened risk management through issuance of General Policy on Legal Lending Limit Management.
 - Issued internal regulation on IT Steering Committee.
 - Conducted self assessment and produce GCG report.

2012

- Pembentukan Komite Audit Internal.
 - Menyempurnakan Piagam Komite Remunerasi & Nominasi.
 - Menyempurnakan Pedoman dan Tata Tertib Kerja Dewan Komisaris dan Direksi dalam 2 (dua) versi bahasa, yaitu Bahasa Indonesia dan Inggris.
 - Menyempurnakan ketentuan internal perihal Benturan Kepentingan.
 - Menyempurnakan kebijakan internal perihal Komite Manajemen Risiko.
 - Menyempurnakan kebijakan internal perihal Kerangka dan Prosedur Penyusunan Laporan Tingkat Kesehatan Bank Berdasarkan Risiko (*Risk Based Bank Rating/RBBR*).
 - Penerbitan Kebijakan perihal *Human Capital Policy & Procedure* Alih Daya.
 - Memperkuat pengelolaan risiko operasional melalui penyempurnaan kebijakan Kerangka Kerja Manajemen Risiko Operasional.
 - Menerbitkan kebijakan terkait Human Capital yaitu Performance Improvement Plan.
 - Menerbitkan kebijakan internal perihal Transaksi Afiliasi.
 - Memperkuat pengelolaan risiko operasional melalui penerbitan Kebijakan Keamanan Informasi Dan Standar Keamanan Informasi BII.
 - Penyempurnaan Struktur Organisasi Direktorat Legal & Compliance, Corporate Secretary.
 - Menyempurnakan kebijakan internal perihal IT *Steering Committee*.
 - Menerbitkan modul pembelajaran melalui *e-learning* perihal *Information Security Awareness*.
 - Penyempurnaan kebijakan *Human Capital Policy & Procedure*.
 - Menyempurnakan kebijakan dan pelaksanaan GCG pada Anak Perusahaan.
 - Melakukan *self assesment* dan pembuatan laporan GCG.
-
- Established internal Audit Committee.
 - Improved Remuneration and Nomination Committee Charter.
 - Improved Manuals Board of Commissioners and the Board of Directors in bilingual version: Bahasa Indonesia and English.
 - Improved internal regulations on Conflict of Interest.
 - Improved internal policy regarding Risk Management Committee.
 - Improved internal policy on Framework and Procedures of Reporting of the Bank's risk-based soundness (*Risk Based Bank Rating/RBBR*).
 - Issued policy regarding Human Capital Policy & Procedure on Outsourcing.
 - Strengthened management of operational risk through improvement on policy of Operational Risk Management Framework.
 - Issued policy of Human Capital Performance regarding Performance Improvement Plan.
 - Issued internal policy regarding Affiliated Transactions.
 - Strengthened management of operational risk through the issuance of Information Security Policy and Information Security Standards of BII.
 - Improved Organizational Structure on Legal & Compliance Directorate, Corporate Secretary.
 - Improved internal policy regarding IT Steering Committee.
 - Issued e-Learning modules regarding Information Security Awareness.
 - Improved policy on Human Capital Policy & Procedure.
 - Improved policy and implementation of GCG in subsidiaries.
 - Conducted self assessment and produced GCG report.

2013

- Menyempurnakan Piagam Komite Audit (*Audit Committee Charter*).
 - Menyempurnakan kebijakan internal perihal Komite Manajemen Risiko.
 - Menyempurnakan dan menerbitkan kebijakan internal perihal Kewajiban Menyampaikan Informasi Adanya Indikasi Pelanggaran (*Whistleblowing*).
 - Proses penyempurnaan Manual GCG guna menyelaraskan dengan ketentuan GCG yang terkini.
 - Menyelaraskan GCG BII dengan ASEAN CG Scorecard.
 - Menerbitkan kebijakan internal perihal Implementasi *Shariah Governance Framework* (SGF).
 - Menyempurnakan "BII Portal" sebagai media informasi internal.
 - Menyempurnakan kebijakan internal perihal Kerangka Kerja Dan Kebijakan Manajemen Teknologi Informasi BII guna meningkatkan efektifitas dan kualitas pengelolaan teknologi informasi.
 - Menyempurnakan kebijakan internal perihal Prosedur Peluncuran Produk dan Aktivitas.
 - Melakukan *self assesment* dan pembuatan laporan GCG.
 - Menguatkan pengelolaan risiko melalui penyempurnaan Kebijakan *Risk Control and Self Assessment* (RCSA).
 - Menerbitkan kebijakan perihal Risk Appetite Statement.
 - Menguatkan strategi *anti fraud* melalui penerbitan Kebijakan Dan Prosedur Penerapan Strategi *Anti Fraud*.
 - Penyempurnaan Struktur Organisasi Direktorat *Risk Management*.
 - Menerbitkan manual Penyusunan Otomasi Laporan Profil Risiko Melalui Aplikasi RISKPRO (web based risk profile).
 - Menerbitkan Ketentuan Penggunaan Medium Corporate/Commercial Scorecard.
 - Menerbitkan Ketentuan Penggunaan Non Bank Financial Institutional Scorecard.
 - Menerbitkan ketentuan Pemilihan Scorecard Segment Berdasarkan Bidang Usaha Untuk Debitur Multi Business (Non Retail Portfolio).
 - Menerbitkan Pedoman Penetapan Limit Override Atas Hasil Scorecard (Rating) Untuk Debitur Non-Retail Portfolio.
 - Menerbitkan Kerangka Kerja Validasi Model Risiko Kredit.
 - Menerapkan GCG sebagai salah satu indikator penilaian Laporan Tingkat Kesehatan Bank Berdasarkan Risiko.
-
- Improved Audit Committee Charter.
 - Improved internal policy regarding Risk Management Committee.
 - Improved and issued internal policy regarding Whistleblower.
 - Improved GCG Manual to align with the current GCG regulation.
 - Aligned the BII GCG to ASEAN GCG Scorecard.
 - Issued internal policy regarding implementation of Sharia Governance Framework (SGF).
 - Improved "BII Portal" as internal information media.
 - Improved internal policy regarding Framework and Policy of the Bank's Information Technology Management in order to improve effectiveness and quality of information technology management.
 - Improved internal policy on Product Launching Procedure and Activities.
 - Conducted self assessment and produced GCG reporting.
 - Strengthened risk management through improvements on policy of Risk Control Self Assessment (RCSA).
 - Issued policy regarding Risk Appetite Statement.
 - Strengthened anti-fraud strategy through issuance of Policy and Implementation Procedure of Anti-Fraud Strategy.
 - Improved Organizational Structure in Risk Management Directorate.
 - Published the manual guidelines for Risk Profile Report by using the RISKPRO application (web based risk profile).
 - Issued guidelines on utilization of the Medium Corporate/ Commercial Scorecard.
 - Issued guidance for utilization of Non Bank Financial Institutional Scorecard.
 - Published guidance on choosing the Scorecard Segment based on the client's industry for Multiple Business (Non Retail Portfolio).
 - Issued the guidelines for Limit Override Based on the Scorecard (Rating) for Non-Retail Portfolio clients.
 - Published the framework of Credit Risk Validation Model.
 - Conducted GCG as one of assessment indicators in the Risk Based Bank Rating Report.

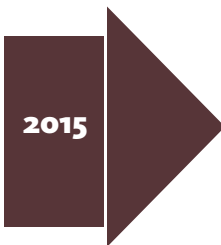
Laporan Tata Kelola Perusahaan Corporate Governance Report

2014

- Menerbitkan Pedoman Penerapan Manajemen Risiko (PPMR) versi 3.
 - Menerbitkan Ketentuan Penggunaan Non Retail Scorecard.
 - Menerbitkan Kerangka Kerja Proses Penilaian Kecukupan Modal Internal (ICAAP) versi 3.
 - Menerbitkan Kebijakan Stress Testing.
 - Melakukan penyesuaian atas Kebijakan Manajemen Risiko Reputasi.
 - Penyempurnaan kebijakan Assets & Liabilities Management dan Assets & Liabilities Management Committee (ALCO).
 - Menerbitkan ketentuan Prinsip Mengenal Nasabah (KYC) Kustodian dalam upaya dan dukungan untuk melakukan pencegahan dan pemberantasan tindak pidana pencucian uang dan pendanaan kegiatan terorisme.
 - Menyempurnakan penerapan GCG BII dengan ASEAN CG Scorecard.
 - Menerbitkan kebijakan perlindungan konsumen (nasabah).
 - Melakukan *self assesment* dan pembuatan laporan GCG.
- Published the 3rd version guidelines/manual for Risk Management Implementation.
 - Issued the user guidelines or manual for Non Retail Scorecard.
 - Issued the 3rd version framework for ICAAP.
 - Published the Stress Testing policy.
 - Adjusted/ adapted the Reputation Risk Management Policy.
 - Policy improved Assets & Liabilities Management and Assets & Liabilities Management Committee (ALCO).
 - Published the custodian Know Your Customer (KYC) policy in order to prevent money laundering and financing terrorism.
 - Refined GCG BII implementation with ASEAN CG Scorecard.
 - Issued consumer (customer) protection policy.
 - Conducted self assessment and produced GCG report.

2015

- Melakukan penyesuaian Kebijakan Kredit sesuai Credit Policy Framework dan Syariah Governance Framework yang berlaku.
 - Menyempurnakan PPMR.
 - Melakukan pencegahan dan pemberantasan tindak pidana pencucian uang dan pendanaan kegiatan terorisme.
 - Melakukan penyesuaian ketentuan pemrosesan permohonan Kredit Pemilikan Properti (KPP) dan Kredit Konsumsi Beragun Properti (KKBP).
 - Melakukan penyesuaian Kebijakan Perkreditan Bank (KPB) .
 - Memperbaharui ketentuan mengenai Assets & Liabilities Management dan Assets & Liabilities Management Committee (ALCO) .
 - Menerbitkan kebijakan terkait assessment terhadap perusahaan penyedia jasa alih daya.
 - Penyempurnaan kebijakan terkait Pedoman Proses Kredit Produk Micro Banking.
 - Menerbitkan kebijakan terkait Trading Book Limit Policy (TBLP).
 - Melakukan penyesuaian ketentuan terkait Kerangka Kerja Proses Penilaian Kecukupan Modal Internal (ICAAP) Versi 3.
 - Melakukan penyesuaian terhadap Kebijakan Manajemen Risiko Reputasi.
 - Menyempurnakan Kebijakan Stress Testing.
 - Menyempurnakan Kebijakan Risk Control and Self Assessment (RCSA).
- Align Credit Policy with applicable Credit Policy Framework and Shariah Governance Framework.
 - Refine Risk Management Implementation Guidelines.
 - Exercise efforts and support to prevent and eradicate crimes of money laundering and terrorism financing.
 - Adjust procedure on Property Ownership Loan and Property-Based Consumer Loan application processing.
 - Adjust Bank Lending Policy.
 - Update policies on Assets & Liabilities Management and Assets & Liabilities Management Committee (ALCO).
 - Issue assessment policy on outsourcing vendors.
 - Refine policy on Micro Banking Credit Processing Guidelines.
 - Issue Trading Book Limit Policy (TBLP).
 - Adjust policies of Internal Capital Adequacy Assessment Process (ICAAP) Version 3.
 - Make adjustments to Reputation Risk Management Policy.
 - Enhance Stress Testing Policy.
 - Refine Risk Control and Self Assessment (RCSA) policy.



- Menyempurnakan kebijakan Incident Management & Data Collection (IMDC).
- Menyempurnakan kebijakan Risk Appetite Statement.
- Menyempurnakan kebijakan Compliance Loan Checklist.
- Menyempurnakan kebijakan Penilaian Risiko Operasional.
- Menerbitkan aturan mengenai Kerangka Kerja dan Kebijakan Tata Kelola Data.
- Menerbitkan ketentuan terkait Kebijakan FATCA.
- Menyempurnakan Kebijakan Komite Manajemen Risiko.
- Menerbitkan kebijakan Pengadaan Sistem Teknologi Informasi dan Pengembangan Sistem Teknologi Informasi.
- Menyempurnakan Kebijakan Risiko Operasional.
- Menerbitkan Kebijakan Penyediaan Dana Besar untuk Non Retail.
- Penyempurnaan Kebijakan Benturan Kepentingan.
- Penyempurnaan Kebijakan Prosedur Penyusunan Laporan Tingkat Kesehatan Bank Berdasarkan Risiko.
- Menyesuaikan ketentuan Pedoman Penyertaan Modal.
- Menyempurnakan Kebijakan Bank Dalam Pengelolaan Risiko Pasar Untuk Anak Perusahaan.
- Menyempurnakan Kebijakan Pemberian Pinjaman Kepada Perusahaan Induk.
- Menyempurnakan kebijakan pedoman pelaksanaan transaksi valas terhadap rupiah dengan pihak asing dan domestik.
- Menyempurnakan Kebijakan Kerangka Kerja Manajemen Teknologi Informasi.
- Menyempurnakan Kebijakan Pengamanan Informasi Perusahaan.
- Menyempurnakan Kebijakan Syariah Governance Framework (SGF).
- Melakukan self assesment dan pembuatan laporan GCG.

- Enhance Incident Management and Data Collection (IMDC) policy.
- Refine Risk Appetite Statement policy.
- Refine Compliance Loan Checklist policy.
- Enhance Operational Risk Assessment policy.
- Issue Data Governance Framework and Policy.
- Issue regulations concerning FATCA Policy.
- Refine Risk Management Committee Policy.
- Issue policy on Information Technology System Procurement and Development.
- Refine Operational Risk Policy.
- Issue Non Retail Large Exposures Policy.
- Enhance Conflict of Interests Policy.
- Refine Risk Based Bank Rating Policy.
- Enhance Capital Participation Guidelines.
- Refine the Banks's Policy on Market Risk Management for Subsidiaries
- Refine Policy on Lending to Holding Company.
- Enhance guidelines on foreign currency transaction to rupiah with foreign and domestic parties.
- Refine IT Management Framework.
- Refine Company Information Security Policy.
- Enhance Syariah Governance Framework (SGF).
- Conduct self assessment and produce GCG report.

ASEAN Corporate Governance Scorecard

Dalam upaya menerapkan ASEAN Corporate Governance (CG) Scorecard, Bank mengukur praktek-praktek GCG dan terus menyelaraskan praktek GCG dengan ASEAN CG Scorecard melalui self assessment. Pada tahun 2014, Bank meraih penghargaan dalam the 6th IICD Corporate Governance Conference, untuk kategori “Best Responsibility of the Board”.

In its effort to implement the ASEAN Corporate Governance (CG) Scorecard, the Bank is benchmarking its GCG practices and continue to align GCG practice with the ASEAN CG Scorecard through self assessment. In 2014, the Bank received an award in the 6th IICD Corporate Governance Conference for the “Best Responsibility of the Board” category.

Kepatuhan terhadap ASEAN Corporate Governance Scorecard Compliance to ASEAN Corporate Governance Scorecard

Index ASEAN GC Scorecard

Berikut *self-assessment* yang diselaraskan antara isi laporan tahunan BII 2014 dengan Index ASEAN GC Scorecard. Format asli mengandung aturan-aturan dan referensi petunjuk, hasil Index berikut kami ringkas, namun sesuai dengan setiap kriteria.

ASEAN GC Scorecard Index

The following index is result of our self-assessment, which had been aligned between the contents of BII 2014 annual report and ASEAN GC Scorecard index. The original format has the rules and guiding reference, this excel summarizes the findings, based on each criteria.

Index	Keterangan Description	Sumber Source	
		Jenis Type	Remark
E.11	Komite Nominasi Nominating Committee		
E.11.1	Does the company have a nominating committee (NC)	Annual Report Pg. 524	Yes
E.11.2	Does the NC comprise of a majority of independent directors/ commissioners?	Annual Report Pg. 525	Yes
E.11.3	Is the chairman of the NC an independent director/ commissioner?	Annual Report Pg. 525	Yes
E.11.4	Does the company disclose the terms of reference/ governance structure/ charter of the NC?	Annual Report Pg. 525	Yes
E.11.5	Does the company disclose the terms of reference/ governance structure/ charter of the NC?	Annual Report Pg. 525	Yes
E.11.6	Did the NC meet at least twice during the year?	Annual Report Pg. 530	Yes
E.11.7	Is the attendance of members at NC meeting disclose	Annual Report Pg. 530	Yes
E.12	Board Appointments and Re-Election		
E.12.1	Does the company disclose the criteria used in selecting new directors/ commissioners?	Annual Report Pg. 540	Yes
E.12.2	Does the company disclose the process followed in appointing new directors/ commissioners?	Annual Report Pg. 540	Yes,
E.12.3	Are all the directors/ commissioners subject to re-election at least once every three years?	Annual Report Pg. 540	Yes
E.13	CEO/Executive Management Appointments and Performance		
E.13.1	Does the company disclose how the board of directors/ commissioners plans for the succession of the CEO/ managing director/president and key management?	Annual Report Pg. 529	yes
E.13.2	Does the board of directors/commissioners conduct an annual performance assessment of the CEO/managing director/president?	Annual Report Pg. 550	Yes
E.14	Board Appraisal		
E.14.1	Is an annual performance assessment conducted of the board of directors/commissioners?	Annual Report Pg. 512, 513, 550	Yes
E.14.2	Does the company disclose the process followed in conducting the board assessment?	Annual Report Pg. 528, 550	Yes
E.14.3	Does the company disclose the criteria used in the board assessment?	Annual Report Pg. 528, 550	Yes
E.15	Director Appraisal		
E.15.1	IS an annual performance assessment conducted of individual director/ commissioner?	Annual Report Pg. 512, 513, 550	Yes
E.15.2	Does the company disclose the process followed in conducting the director/ commissioner assessment?	Annual Report Pg. 528, 550	Yes

Kepatuhan terhadap ASEAN Corporate Governance Scorecard

Compliance to ASEAN Corporate Governance Scorecard

Index	Keterangan Description	Sumber Source	
		Jenis Type	Remark
E.15	Responsibilities of the Board		
E.15.3	Does the company disclose the criteria used in the director/ commissioner assessment?	Annual Report Pg. 524, 528, 547, 550	Yes
E.16	Committee Appraisal		
E.16.1	Is an annual performance assessment conducted of the board of directors/commissioners committees?	Annual Report Pg. 524 - 526, 528, 550	Yes
E.17	Remuneration/ Compensation Committee		
E.17.1	Does the company have a remuneration committee?	Annual Report Pg. 524	Yes
E.17.2	Does the remuneration Committee comprise of a majority of independent directors/ commissioners?	Annual Report Pg. 525	Yes
E.17.3	Is the chairman of the RC an independent director/ commissioner?	Annual Report Pg. 525	Yes
E.17.4	Does the company disclose the terms of reference/ governance structure/ chartered of the RC?	Annual Report Pg. 525	Yes
E.17.5	Does the annual report disclose the number of remuneration committee meetings held?	Annual Report Pg. 530	Yes
E.17	Responsibilities of the Board		
E.17.6	Did the remuneration committee meet at least twice during the year?	Annual Report Pg. 530	yes
E.17.7	IS the attendance of members at Remuneration Committee meetings disclosed?	Annual Report Pg. 530	Yes
E.18	Remuneration Matters		
E.18.1	Does the company disclose its remuneration (Fees, allowance, benefit in kind and other emoluments) policy (i.e. the use of short term and long term incentives and performance measures) for its executive directors and CEO?	Annual Report Pg. 550, 551	Yes
E.18.2	Is there disclosure of the fee structure for non executive directors/ commissioners?	Annual Report Pg. 504, 551	Yes
E.18.3	Do the shareholders of the board of directors approve the remuneration of the executive directors and/or the senior executives?	Annual Report Pg. 550, 551	Yes
E.18.4	Do independent non executive directors/ commissioners receive options, performance shares or bonuses?	Annual Report Pg. 550, 551	Yes
E.19	Audit Committee		
E.19.1	Does the company have an audit committee?	Annual Report Pg. 515	Yes
E.19.2	Does the audit committee comprise entirely of non executive directors/commissioners with a majority of independent directors/commissioners	Annual Report Pg. 515	Yes
E.19.3	Is the chairman of the audit committee an independent director/commissioners?	Annual Report Pg. 515	Yes
E.19.4	Does the company disclose the terms of reference/ governance structure/ charter of the audit committee?	Annual Report Pg. 515	Yes
E.19.5	Does the annual report disclose the profile or qualifications of the audit committee members?	Annual Report Pg. 515	Yes

Kepatuhan terhadap ASEAN Corporate Governance Scorecard Compliance to ASEAN Corporate Governance Scorecard

Index	Keterangan Description	Sumber Source	
		Jenis Type	Remark
E.19.6	Does at least one of the independent directors/commissioners of the committee have accounting expertise (accounting qualification or experience)?	Annual Report Pg. 517	Yes
E.19.7	Does the annual report disclose the number of audit committee meetings held?	Annual Report Pg. 517	Yes
E.19.8	Did the audit committee meet at least four times during the year?	Annual Report Pg. 517	Yes
E.19.9	is the attendance of members at audit committee meetings disclosed?	Annual Report Pg. 517	Yes
E.19.10	Does the audit committee have primary responsibility for recommendation on the appointment, re appointment and removal of the external auditor?	Annual Report Pg. 517	Yes
E.20 Internal Audit			
E.20.1	Does the company have a separate internal audit function?	Annual Report Pg. 608	Yes
E.20.2	Is the head of internal audit identified or if outsourced is the name of the external firm disclosed?	Annual Report Pg. 609	Yes
E.20.3	Does the appointment and removal of the internal auditor require the approval of the audit committee?	Annual Report Pg. 608	Yes
E.21 Risk Oversight			
E.21.1	Does the company disclose the internal control procedures/ risk management systems it has in place?	Annual Report Pg. 204, 207, 517 - 520	Yes
E.21.2	Does the annual report disclose that the board of directors/commissioners has conducted a review of the company's material controls (including operational, finance and compliance controls) and risk management systems?	Annual Report Pg. 204 - 307, 517 -520, 620, 621	Yes
E.21.3	Does the company disclose how key risks are managed?	Annual Report Pg. 207 - 307, 517 - 520, 620, 621	Yes
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?	Annual Report Pg. 21, 22	Yes
D.1.2	Does the company disclose the direct and indirect (deemed) shareholdings of major and/or substantial shareholders?	Annual Report Pg. 21, 22, 128	Yes
D.1.3	Does the company disclose the direct and indirect (deemed) shareholdings of directors/commissioners?	Annual Report Pg. 21, 22, 128, 502-542	Yes
D.1.4	Does the company disclose the direct and indirect (deemed) shareholdings of senior management?	Annual Report Pg. 21, 22, 128	Yes
D.1.5	Does the company disclose details of the parent/ holding company, subsidiaries, associates, joint ventures and special purpose enterprises/ vehicle (SPEs)/ (SPVs)	Annual Report Pg. 21, 22, 128	Yes
D.2 Quality of Annual Report			
D.2.1	Key risks	Annual Report Pg. 204 - 307	Yes
D.2.2	Corporate objectives	Annual Report Pg. 86 - 89	Yes
D.2.3	Financial performance indicators	Annual Report Pg. 13 - 14	Yes
D.2.4	Non Financial Performance Indicators	Annual Report Pg. 132 - 203	Yes
D.2.5	Dividend Policy	Annual Report Pg. 24	Yes

Kepatuhan terhadap ASEAN Corporate Governance Scorecard

Compliance to ASEAN Corporate Governance Scorecard

Index	Keterangan Description	Sumber Source	
		Jenis Type	Remark
D.2.6	Details of whistle blowing policy	Annual Report Pg. 625, 626, 627, 628, 629, 630	Yes
D.2.7	Biographical details (at least age, qualifications, date of first appointment, relevant experience and any other directorships of listed companies) of directors/ commissioners	Annual Report Pg. 116 - 123	Yes
D.2.8	Training and/or continuing education programme attended by each director/ commissioner	Annual Report Pg. 510, 511, 548, 549	Yes
D.2.9	Number of board of directors/ commissioners meetings held during the year	Annual Report Pg. 506, 547	Yes
D.2.10	Attendance details of each director/commissioner in respect of meetings held	Annual Report Pg. 506, 547	Yes
D.2.11	Details of remuneration of the CEO and each member of the board of directors/ commissioners	Annual Report Pg. 505, 550, 551	Yes (We disclose the total remuneration of BOC and BOD Members)
D.2.12	Does the annual report contain a statement confirming the company's full compliance with the code of corporate governance and where there is non compliance, identify and explain reasons for each such issue?	Annual Report Pg. 451, 542, 542	Yes
D.3 Disclosure of related party transactions (RPT)			
D.3.1	Does the company disclose its policy covering the review and approval of material / significant RPTs	Annual Report Pg. 427, 428, 429	Yes
D.3.2	Does the company disclose the name of the related party and relationship for each material/significant RPT	Annual Report Pg. 427, 428, 429	Yes
D.3.3	Does the company disclose the nature and value for each material/ significant RPT?	Annual Report Pg. 427, 428, 429	Yes
D.4 Directors and commissioners dealings in share of the company			
D.4.1	Does the company disclose trading in the company's shares by insiders?	Annual Report Pg. 502, 542	Yes
D.5 External Auditor and Auditor Report			
D.5.1	Are audit fees disclosed?	Annual Report Pg. 618	Yes
D.5.2	Are the non audit fees disclosed?	Annual Report Pg. 618	Yes
D.5.3	Does the non audit fees exceed the audit fees?	Annual Report Pg. 618	No
D.6 Medium of Communications			
D.6.1	Quarterly reporting	Website	Yes
D.6.2	Company website	Website	Yes
D.6.3	Analyst briefing	Website	Yes
D.6.4	Media briefings/press conference	Website	Yes
D.7 Timely filing/release of annual or financial reports			
D.7.1	Is the audited annual financial reports released within 120 days from the financial year end?	Announcement	Yes
D.7.2	Is the audited annual financial report released within 90 days from the financial year end?	Announcement	Yes

Kepatuhan terhadap ASEAN Corporate Governance Scorecard Compliance to ASEAN Corporate Governance Scorecard

Index	Keterangan Description	Sumber Source	
		Jenis Type	Remark
D.7.3	Is the audited annual/financial report released within 60 days from the financial year end?	Announcement	Yes
D.7.4	Is the true and fairness/ fair representation of the annual financial statements / reports affirmed by the board of directors/commissioners and /or relevant officers of the company?	Announcement & Annual Report Pg. 82, 83, 791, 792	Yes
D.8 Company Website			
D.8.1	Business operations	Website	Yes
D.8.2	Financial statements/reports (current and prior years)	Website & Annual Report Pg. 807	Yes
D.8.3	Materials provided in briefings to analysts and media	Website	Yes
D.8.4	Shareholding structure	Website & Annual Report Pg. 128	Yes
D.8.5	Group Corporate structure	Website & Annual Report Pg. 128	Yes
D.8.6	Downloadable annual report	Website	Yes
D.8.7	Notice of AGM and / or EGM	Website & Annual Report Pg. 488	Yes
D.8.8	Company's institutions (company's by laws, memorandum and articles of association)	Website	Yes
D.8.9	All of the above (d.8.1 to d.8.8) are available in english	Website & Annual Report	Yes
D.9 Investor Relations			
D.9.1	Does the company disclose the contacts details (e.g. telephone, fax and email) of the officer responsible for investor relations?	Website & Annual Report Pg. 596	Yes
A Rights of shareholders			
A.1 Basic shareholder rights			
A.1.1(P)	Did the company fail or neglect to offer equal treatment for share repurchases to all shareholders?	No info	N/A
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			
A.2.1 (P)	Is there evidence of barriers that prevent shareholders from communicating or consulting with other shareholders?	No info	N/A
A.3 Right to participate effectively in and vote in general shareholders meetings and should be informed of the rules, including voting procedures that govern general shareholders meeting			
A.3.1.(P)	Did the company include any additional and unannounced agenda item into the notice of AGM/EGM?	Annual Report Pg. 482, 483, 484, 485, 486, 487	Yes
A.4 Capital structures and arrangements that enable certain shareholders to obtain a degree of control disproportionate to their equity ownership should be			
A.4.1.(P)	Shareholders agreement?	No info	N/A
A.4.2.(P)	Voting Cap?	No info	N/A
A.4.3.(P)	Multiple voting rights	No info	N/A

Kepatuhan terhadap ASEAN Corporate Governance Scorecard

Compliance to ASEAN Corporate Governance Scorecard

Index	Keterangan Description	Sumber Source	
		Jenis Type	Remark
A.5	Capital structures and arrangements that enable certain shareholders to obtain a degree of control disproportionate to their equity ownership should be disclosed		
A.5.1(P)	Is a pyramid ownership structure and or cross holding structure apparent?	Annual Report Pg. 128	Yes
B	Equitable treatment of shareholders		
B.1	Insider trading and abusive self dealing should be prohibited		
B.1.1(P)	Has there been any conviction of insider trading involving directors/ commissioners, management and employees in the past three years?	Annual Report Pg. 542	No
B.2	Protecting minority shareholders from abusive actions		
B.2.1(P)	Has there been any cases of non compliance with the laws, rules and regulations pertaining to significant or material related party transactions in the past three years?	No info	N/A
B.3	Insider trading, RPT by Directors, and Protection of Minority Shareholders		
B.3.2	Are the directors/commissioners required to report their dealings in company shares within 3 business days?	Annual Report Pg. 551	Yes
B.4.4	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?	Annual Report Pg. 551	Yes
B.5.1	Were there any RPTs that can be classified as financial assistance to entities other than wholly-owned subsidiary companies?		N/A
B.5.2	Does the company disclose that RPTs are conducted in such a way to ensure that they are fair and at arms' length?	Annual Report Pg. 427, 428, 429	
C	Role of stakeholders		
C.1.1(P)	Has there been any violations of any laws pertaining to labour/ employment/ consumer/ insolvency/commercial/ competition or environmental issues?	No info	N/A
C2	Where stakeholders participate in the corporate governance process, they should have access to relevant, efficient and reliable information on a timely and regular		
C.2.1(P)	Has the company faced any sanctions by regulators for failure to make announcements within the requisite time period for material events?	No info	N/A
D.1.	Sanctions from regulator on financial report		
D.1.1(P)	Did the company receive a 'qualified opinion' in its external audit report?	Annual Report Pg. 805, Financial Statements	Yes
D.1.2(p)	Did the company receive a 'adverse opinion' in its external audit report?	Annual Report Pg. 805, 806	No
D.1.3.(P)	Did the company receive a 'disclaimer opinion' in its external audit report?	Annual Report Pg. 805, 806	No
D.1.4(P)	Has the company in the past year revised its financial statements for reasons other than changes n accounting policies?	Announcement/Annual Report Pg. 805, 806	No (PSAK purposes)

Kepatuhan terhadap ASEAN Corporate Governance Scorecard Compliance to ASEAN Corporate Governance Scorecard

Index	Keterangan Description	Sumber Source	
		Jenis Type	Remark
E	Responsibilities of the board		
E.1	Compliance with listing rules, regulations and applicable laws		
E.1.1(p)	Is there any evidence that the company has not complied with any listing rules and regulations over the past year apart from disclosure rules?	Annual Report Pg. 632	No
E.1.2.(P)	Have there been any instances where non-executive directors/ commissioner have resigned and raised any issues of governance related concern?	Announcement	No
E.1.3(P)	Have there been major corporate scandals that point to weak board of directors/ commissioners oversight?	Announcement	No
E.2.	Board A		
E.2.1.(P)	Does the company have any independent directors/ commissioners who have served for more than nine years?	Annual Report Pg. 498, 537, 540	No
E.2.2(P)	Did the company fail to provide justification and obtain shareholder approval for retaining the independent director/ commissioner beyond nine years?	Annual Report Pg. 498, 537, 540	No
E.2.3.(P)	Did the company fail to disclose the date of first appointment of each independent director/ commissioner?	Annual Report Pg. 498, 537, 540	No
E.2.4(P)	Did the company fail to disclose the identity of the independent director/ commissioners?	Annual Report Pg. 498, 537, 540	No
E.3	External Audit		
E.3.1(P)	Is any of the directors or senior management a former employee or partner of the current external auditor (in the past 2 years?)	Annual Report 537	No
A.1	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		
A.1.1(B)	Does the company allow the use of secure electronic voting in absentia at the general meetings of shareholders?	No info	N/A
B.1	Notice of AGM		
B.1.1(B)	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?	Annual Report Pg. 488	Yes
B.2	Insider trading and abusive self dealing should be prohibited		
B.2.1(B)	Does the company have a policy, requiring directors/ commissioners and key officers to notify the board or its delegate at least one day before they deal in the company shares?	Annual Report Pg. 636	Yes
D.1.	Quality of annual report		
D.1.1(B)	Does the company disclose the identity of advisers/ consultants to the remuneration compensation committee appointed by the board and whether they are deemed independent or they have declared any conflicts of interest?	Annual Report Pg. 624	Yes

Kepatuhan terhadap ASEAN Corporate Governance Scorecard

Compliance to ASEAN Corporate Governance Scorecard

Index	Keterangan Description	Sumber Source	
		Jenis Type	Remark
E.1	Board competencies and diversity		
E.1.1(B)	Does the company have at least one female independent director/ commissioner?	Annual Report Pg. 513, 552	Yes
E.1.5	Corporate Vision Has the board review the vision and mission/strategy in the last financial year?	Annual Report Pg. 106, 107	
E.2.1(B)	Does the nominating committee comprise entirely of independent directors/ commissioners?	Annual Report Pg. 525	Yes
E.2.4	Do independent commissioners make up at least 50% of the BOC?	Annual Report Pg. 525	
E.2.6	Does the company have a term limit of nine years or less for its independent commissioners?	Annual Report Pg. 498	
E.2.7	Has the company set a limit of five board seats that an independent commissioners may hold simultaneously?		N/A
E.2.8	Does the company have any independent commissioners who serve on a total of more than five boards of publicly-listed companies?	Annual Report Pg. 499, 500	
E.2.9	Does the company have any executive directors who serve on more than two boards of listed companies outside of the group?	Annual Report Pg. 543	
E.3	Board Appointments and Re-election		
E.3.1(B)	Does the company compile a board profile when considering candidates to the board (ie. Identify the professional skills and personal characteristics present on the current board; identify the missing skills and characteristics and nominate individuals who could fill possible gaps?)	Annual Report Pg. 543	Yes
E.3.2(B)	Does the company use professional search firms or other external sources of candidates (such as director databases set up by director/ shareholder bodies) when searching for candidates to the board of directors / commissioners?		N/A
E.4	Board structure & composition		
E.4.1(B)	Has the company set a limit of five board seats in PLCs including its unlisted subsidiaries?	Annual Report Pg. 499	No
E.5	Board Appraisal		
E.5.1(B)	Does the company appoint an external consultant to facilitate the board assessment at least once every three years?	Annual Report Pg. 513	Yes
E.6	Risk Oversight		
E.6.1(B) E.3.22	Does the annual 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?	Annual Report Pg. 602	
E.6.1(B)	Does the annual report contain a statement from the BOD / commissioners or audit committee commenting on the adequacy of the company's internal controls/ risk management systems?	Annual Report Pg. 602	Yes

Kepatuhan terhadap ASEAN Corporate Governance Scorecard Compliance to ASEAN Corporate Governance Scorecard

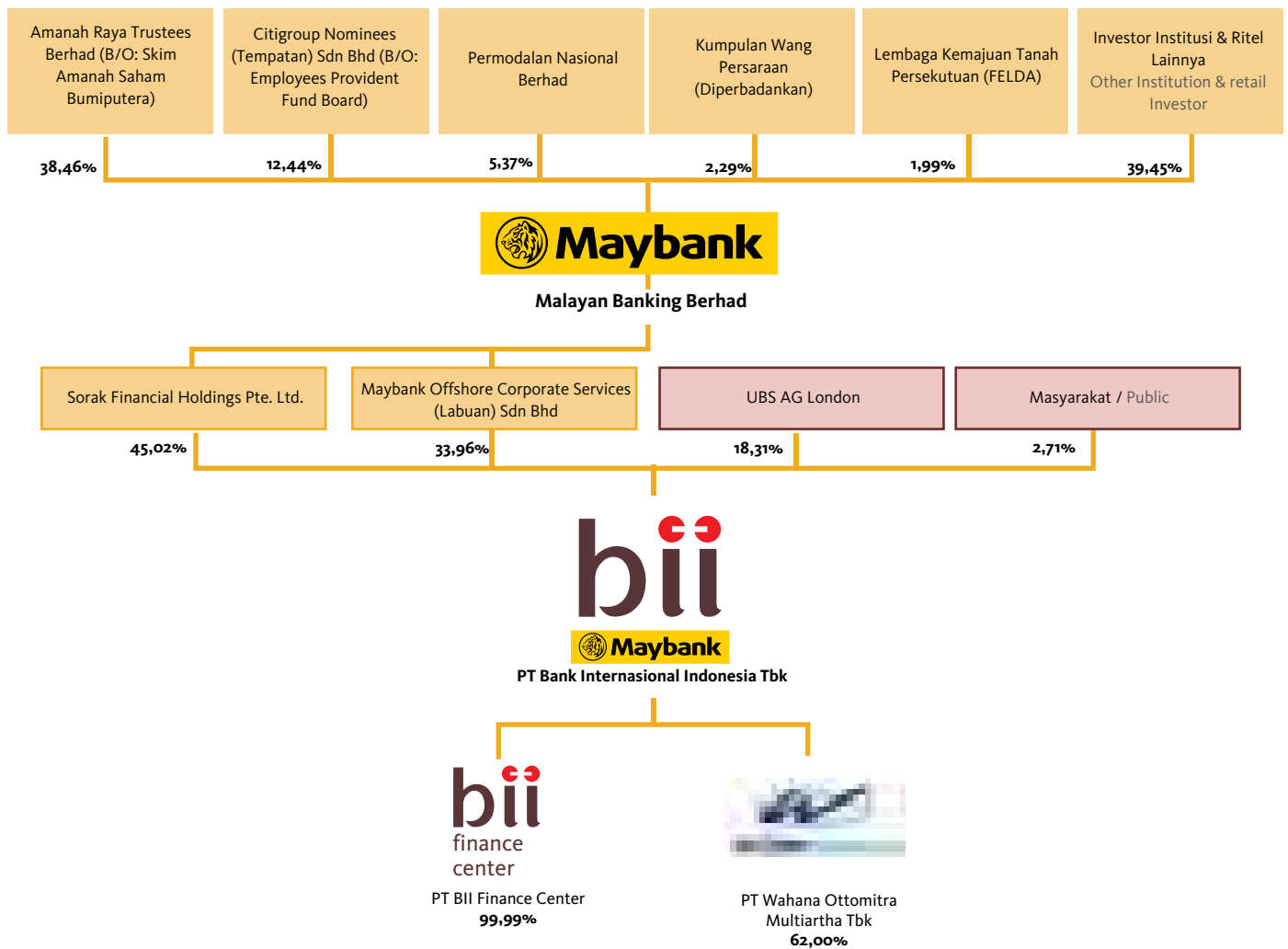
Index	Keterangan Description	Sumber Source	
		Jenis Type	Remark
C.1	The rights of stakeholders that are established by law or through mutual agreements are to be respected		
C.1.1	Stipulates the existence and scope of the companys efforts to address customers health and safety	Annual Report Pg. 701, 703, 704, 705	Yes
C.1.2	Explains supplier / contractor selection practice?	Annual Report Pg. 630	Yes
C.1.3	Describes the companys efforts to ensure that its value chain is environmentally friendly or is consistent with promoting sustainable development?	Annual Report Pg. 702	Yes
C.1.4	Elaborates the companys efforts to interact with the communities in which they operate	Annual Report Pg. 693, 694, 695, 696, 697, 698, 699	Yes
C.1.5	Directs the companys anti corruption programmes and procedures	Annual Report Pg. 587	Yes
C.1.6	Describes how creditors rights are safeguarded		N/A
C.1.7	customer health and safety	Annual Report Pg. 701, 703, 704, 705	Yes
C.1.8	Supplier/ contractor selection and criteria	Annual Report Pg. 630	Yes
c.1.9	Environmentally friendly value chain	Annual Report Pg. 702	Yes
C.1.10	Interaction with the communities	Annual Report Pg. 693, 694, 695, 696, 697, 698, 699	Yes
c.1.11	Anti Corruption programmes and procedures	Annual Report Pg. 587	Yes
C.1.12	Creditors rights		N/A
C.1.13	Does the company have a separate corporate responsibility (CR) report / section or sustainability report / section	Annual Report Pg. 682	Yes
c.2.1	Does the company provide contact details via the companys 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?	Annual Report Pg. 93 & Website	Yes
C.3	Performance enhancing mechanisms for employee participation should be permitted to develop		
C.3.1	Does the company explicitly disclose the health, safety and welfare policy for its employees?	Annual Report Pg.690, 691	Yes
C.3.2	Does the company publish data relating to health, safety and welfare of its employees	Annual Report Pg. 690, 691	Yes
C.3.3	The company have train in and development progames for its employee	Annual Report Pg. 143, 144	Yes
C.3.4	Does the company publish data on training and development programmes for its employees	Annual Report Pg. 143, 144	Yes
C.3.5	Does the company have a reward/ compensation policy that accounts for the performance of the company beyond short term financial measures? (if there is one)		N/A
C.4	Stakeholders including individual employees 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.4.1	Does the company have procedures for complaints by employees concerning illegal (including corruption) and unethical behaviour? (if there is one)	Annual Report Pg. 625, 626	Yes
C.4.2	Does the company have a policy or procedures to protect an employee / person who reveals illegal/ unethical behavior from retaliation? (if there is one)	Annual Report Pg. 627	Yes

Komposisi Pemegang Saham & Struktur Grup Perusahaan

Shareholding Composition & Group Corporate Structure

Komposisi Pemegang Saham & Struktur Grup Perusahaan

Shareholding Composition & Group Corporate Structure



Entitas anak & entitas asosiasi
Subsidiaries & Affiliates

bii



PT Bank Internasional Indonesia Tbk

bii
finance
center

PT BII Finance Center
99,99%



PT Wahana Ottomitra
Multiartha Tbk
62,00%

Perusahaan	Kegiatan Usaha	% Kepemilikan
Entitas Anak/subsidiaries	Business Activity	% Ownership
PT BII Finance Center	Pembiayaan	99.99%
PT Wahana Ottomitra Multiartha Tbk	Pembiayaan	62.00%
Entitas Asosiasi		
PT Penjamin Kredit Pengusaha Indonesia	Jasa Penjaminan	9.83%
PT Sarana Sulsel Ventura	Modal Ventura	9.31%
PT Sarana Sulut Ventura	Modal Ventura	7.14%
PT Sarana Jambi Ventura	Modal Ventura	4.49%
PT Sarana Bali Ventura	Modal Ventura	3.54%
PT Sarana Riau Ventura	Modal Ventura	3.39%
PT Sarana Sumsel Ventura	Modal Ventura	2.55%
PT Sarana Kalbar Ventura	Modal Ventura	2.45%
PT Bhakti Sarana Ventura	Modal Ventura	2.41%
PT Sarana Sumut Ventura	Modal Ventura	2.32%
PT Sarana Lampung Ventura	Modal Ventura	1.69%
PT Sarana Sumbar Ventura	Modal Ventura	1.39%
PT Sarana Bersama Pembiayaan Indonesia	Lembaga Keuangan Non-Bank	0.94%
PT Bank Capital Indonesia Tbk	Bank	0.20%
PT Aplikasi Lintasarta	Sistem Jaringan Komunikasi	0.03%

Laporan Tata Kelola Perusahaan Corporate Governance Reports

PENILAIAN TATA KELOLA PERUSAHAAN

Bank melakukan penilaian sendiri (*self-assessment*) terhadap pelaksanaan GCG sesuai periode penilaian Tingkat Kesehatan Bank yang dilakukan setiap semester untuk posisi akhir bulan Juni dan Desember sebagaimana dimaksud dalam Surat Edaran Bank Indonesia No.15/15/DPNP tanggal 29 April 2013 tentang Pelaksanaan Good Corporate Governance Bagi Bank Umum.

Dalam rangka memastikan penerapan 5 (lima) prinsip dasar GCG yaitu transparansi, akuntabilitas, pertanggungjawaban, independensi dan kewajaran, maka Bank melakukan penilaian sendiri (*self-assessment*) secara berkala paling kurang terhadap 11 (sebelas) Faktor Penilaian Pelaksanaan GCG dan informasi lainnya yang terkait penerapan GCG Bank di luar 11 (sebelas) Faktor Penilaian Pelaksanaan GCG.

Kesebelas Faktor Penilaian Pelaksanaan GCG yaitu:

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

Penilaian faktor GCG merupakan penilaian terhadap kualitas manajemen Bank atas pelaksanaan prinsip GCG, dengan memperhatikan signifikansi atau materialitas suatu permasalahan terhadap penerapan GCG pada Bank secara bank-wide, sesuai skala, karakteristik dan kompleksitas usaha Bank. Penilaian tersebut dikelompokkan dalam suatu governance system yang terdiri dari 3 (tiga) aspek governance yaitu governance structure, governance process, dan governance outcome. Penilaian pada governance structure, governance process dan governance outcome merupakan satu rangkaian penilaian yang terintegrasi, komprehensif dan terstruktur.

CORPORATE GOVERNANCE ASSESSMENT

The Bank conducts self-assessment on GCG implementation. The assessment is carried out during Bank Health Level assessment conducted every semester – assessing June and December position – as prescribed in Bank Indonesia Circular Letter No.15/15/DPNP dated 29 April 2013 on Good Corporate Governance Implementation in Commercial Banks.

The self-assessment seeks ensures that all 5 (five) principles of GCG – transparency, accountability, responsibility, independence, and fairness – are enforced and to that end the Bank periodically assesses at least 11 (eleven) GCG Implementation Assessment Items as well as other information related to GCG implementation outside the 11 assessment items.

The eleven GCG Implementation Assessment Items are:

1. Exercise of duties and responsibilities of the Board of Commissioners
2. Exercise of duties and responsibilities of the Board of Directors.
3. Completeness and exercise of duties and responsibilities of Committees.
4. Conflict of interests management
5. Exercise of compliance function
6. Exercise of internal audit function
7. Exercise of external audit function
8. Exercise of risk management including internal control system
9. Fund provision to related parties and large exposures
10. Transparency of Bank's financial and non-financial conditions, GCG implementation report, and internal reporting, and
11. Bank's strategic plan

GCG assessment observes the quality of the Bank's management with respect to GCG principles implementation. The assessment also takes into account the significance or materiality of an issue to GCG implementation bank-wide in accordance with the scale, characteristics, and complexity of Bank's business activities. The assessment is grouped into a governance system comprising 3 (three) governance aspects i.e. governance structure, governance process, and governance outcome. Assessment on these three groups makes up a series of integrated, comprehensive, and structured assessment process.

**LAPORAN HASIL PENILAIAN SENDIRI
PELAKSANAAN GCG**

Posisi Juni 2014

Laporan Penilaian Sendiri (Self Assessment) Pelaksanaan GCG BII 2014 untuk posisi Juni 2014 dan Desember 2014 adalah sebagai berikut:

Posisi: Juni 2014

LAPORAN PENILAIAN SENDIRI (SELF ASSESSMENT) PELAKSANAAN GOOD CORPORATE GOVERNANCE (GCG)		
	Peringkat Rating	Definisi Peringkat Rating Definition
Individual	1	<p>Mencerminkan Manajemen Bank telah melakukan penerapan Good Corporate Governance yang secara umum sangat baik. Hal ini tercermin dari pemenuhan yang sangat memadai atas prinsip-prinsip Good Corporate Governance. Apabila terdapat kelemahan dalam penerapan prinsip Good Corporate Governance, maka secara umum kelemahan tersebut tidak signifikan dan dapat segera dilakukan perbaikan oleh manajemen Bank.</p> <p>Indicates that the Bank's Management has implemented Good Corporate Governance that is generally very good. This is reflected from sufficient fulfillment of Good Corporate Governance principles. Weaknesses in the exercise of Good Corporate Governance principles are generally not significant and can be immediately improved by the Bank's management.</p>
Konsolidasi	1	<p>Mencerminkan Manajemen Perusahaan Anak telah melakukan penerapan Good Corporate Governance yang secara umum sangat baik. Hal ini tercermin dari pemenuhan yang sangat memadai atas prinsip-prinsip Good Corporate Governance. Apabila terdapat kelemahan dalam penerapan prinsip Good Corporate Governance, maka secara umum kelemahan tersebut tidak signifikan dan dapat segera dilakukan perbaikan oleh manajemen Perusahaan Anak.</p> <p>Indicates that the Subsidiaries have implemented Good Corporate Governance that is generally very good. This is reflected from sufficient fulfillment of Good Corporate Governance principles. Weaknesses in the exercise of Good Corporate Governance principles are generally not significant and can be immediately improved by the management of Subsidiaries.</p>

Hasil Penilaian Sendiri atas pelaksanaan GCG untuk posisi Juni 2014 dinilai "sangat baik" dengan "peringkat 1". Apabila terdapat kelemahan dalam penerapan prinsip GCG, maka secara umum kelemahan tersebut tidak signifikan dan dapat segera dilakukan perbaikan oleh manajemen Bank

Hasil Penilaian Sendiri atas pelaksanaan GCG untuk posisi Juni 2014 tersebut berbeda dengan Hasil Penilaian Sendiri yang telah dilakukan oleh Otoritas Jasa Keuangan, dimana berdasarkan Hasil Penilaian Sendiri Otoritas Jasa Keuangan terhadap pelaksanaan GCG BII untuk posisi Juni 2014 dinilai "baik" dengan "peringkat 2".

Atas adanya perbedaan tersebut Bank telah memperoleh pengarahannya dari Otoritas Jasa Keuangan serta melakukan beberapa tindak lanjut yang diperlukan.

GCG SELF-ASSESSMENT REPORT

Rating as of June 2014

BII GCG Self-Assessment Report 2014 for June 2014 and December 2014 positions are as follows:

Result of GCG Self-Assessment as of June 2014 is "very good" and achieves rating "1". Overall, the weaknesses in GCG implementation are not material and can be immediately improved by the Bank's management.

The result of GCG Self-Assessment for June 2014 position differed with Assessment conducted by Financial Services Authority on BII, which gave the Bank "good" and rating "2".

The Bank has been briefed by the Financial Services Authority relating to the dissenting results and has carried out a number of necessary follow-ups.

Laporan Tata Kelola Perusahaan Corporate Governance Reports

Posisi Desember 2014

Berdasarkan Hasil Penilaian Pelaksanaan GCG posisi Juni 2014, Bank melakukan identifikasi permasalahan dan penyebabnya dan menilai kekuatan pelaksanaan GCG yang telah dilaksanakan oleh Bank untuk selanjutnya menjadi tolak ukur dalam penilaian sendiri pelaksanaan GCG untuk posisi Desember 2014.

Laporan Penilaian Sendiri Pelaksanaan GCG BII 2014 untuk posisi Desember 2014 adalah sebagai berikut:

Posisi: Desember
2014

LAPORAN PENILAIAN SENDIRI (SELF ASSESSMENT) PELAKSANAAN GOOD CORPORATE GOVERNANCE (GCG)		
	Peringkat Rating	Definisi Peringkat Rating Definition
Individual	2	<p>Mencerminkan Manajemen Bank telah melakukan penerapan Good Corporate Governance yang secara umum baik. Hal ini tercermin dari pemenuhan yang memadai atas prinsip-prinsip Good Corporate Governance. Apabila terdapat kelemahan dalam penerapan prinsip Good Corporate Governance, maka secara umum kelemahan tersebut kurang signifikan dan dapat diselesaikan dengan tindakan normal oleh manajemen Bank.</p> <p>Indicates that the Bank's Management has implemented Good Corporate Governance that is generally good. This is reflected from sufficient fulfillment of Good Corporate Governance principles. Weaknesses in the exercise of Good Corporate Governance principles are generally not significant and can be immediately improved through regular measures by the Bank's management.</p>
Konsolidasi	2	<p>Mencerminkan Manajemen Perusahaan Anak telah melakukan penerapan Good Corporate Governance yang secara umum baik. Hal ini tercermin dari pemenuhan yang memadai atas prinsip-prinsip Good Corporate Governance. Apabila terdapat kelemahan dalam penerapan prinsip Good Corporate Governance, maka secara umum kelemahan tersebut kurang signifikan dan dapat diselesaikan dengan tindakan normal oleh manajemen Bank dan Perusahaan Anak.</p> <p>Indicates that the Subsidiaries have implemented Good Corporate Governance that is generally good. This is reflected from sufficient fulfillment of Good Corporate Governance principles. Weaknesses in the exercise of Good Corporate Governance principles are generally not significant and can be immediately improved through regular measures by the management of Subsidiaries.</p>

Hasil Penilaian Sendiri atas pelaksanaan GCG untuk posisi Desember 2014 dinilai "baik" dengan "peringkat 2". Apabila terdapat kelemahan dalam penerapan prinsip GCG, maka secara umum kelemahan tersebut kurang signifikan dan dapat diselesaikan dengan tindakan normal oleh manajemen Bank. Bank masih menunggu hasil penilaian dari OJK untuk posisi Desember 2014.

Rating as of December 2014

Based on June 2014 GCG Self-Assessment, the Bank identified weaknesses and causes of weaknesses as well as the strong points of GCG implementation as baseline of GCG self-assessment for December 2014 position.

BII GCG Self-Assessment 2014 for December 2014 position is as follows:

Result of GCG Self-Assessment as of December 2014 is "good" and achieves rating "2". Overall, the weaknesses in GCG implementation are not material and can be immediately improved through regular measures by Bank's management. Bank is still waiting the results of self-assessment from OJK for December 2014 position.

PENYAMPAIAN LAPORAN HASIL PENILAIAN SENDIRI PELAKSANAAN GCG KE REGULATOR

Laporan Hasil Penilaian Sendiri Pelaksanaan GCG baik secara individual maupun secara konsolidasi yang dilengkapi dengan Kertas Kerja Penilaian Sendiri Pelaksanaan GCG untuk posisi Juni 2014 dan Desember 2014 telah disampaikan ke Otoritas Jasa Keuangan bersamaan dengan penyampaian hasil penilaian sendiri Tingkat Kesehatan Bank sesuai dengan ketentuan yang berlaku. Laporan Hasil Penilaian Sendiri Pelaksanaan GCG tersebut ditandatangani oleh Direksi Bank.

GCG SELF-ASSESSMENT REPORTING TO REGULATORS

Individual and consolidated GCG Self-Assessment for June and December 2014 positions have been reported to the Financial Services Authority. Attached to the reports are GCG-Self-Assessment Work Sheets. The documents were submitted concurrently with self-assessment report on Bank Health Level as required by prevailing regulations. GCG Self-Assessment report has been signed by the Bank's Board of Directors.

Matriks Peringkat Faktor GCG

GCG Assessment Items Matrix

Peringkat Rating	Definisi Definition	
1	<p>Mencerminkan Manajemen Bank telah melakukan penerapan Good Corporate Governance yang secara umum sangat baik. Hal ini tercermin dari pemenuhan yang sangat memadai atas prinsip-prinsip Good Corporate Governance. Apabila terdapat kelemahan dalam penerapan prinsip Good Corporate Governance, maka secara umum kelemahan tersebut tidak signifikan dan dapat segera dilakukan perbaikan oleh manajemen Bank</p>	<p>Indicates that the Bank's Management has implemented Good Corporate Governance that is generally very good. This is reflected from sufficient fulfillment of Good Corporate Governance principles. Weaknesses in the exercise of Good Corporate Governance principles are generally not significant and can be immediately improved by the Bank's management.</p>
2	<p>Mencerminkan Manajemen Bank telah melakukan penerapan Good Corporate Governance yang secara umum baik. Hal ini tercermin dari pemenuhan yang memadai atas prinsip-prinsip Good Corporate Governance. Apabila terdapat kelemahan dalam penerapan prinsip Good Corporate Governance, maka secara umum kelemahan tersebut kurang signifikan dan dapat diselesaikan dengan tindakan normal oleh manajemen Bank.</p>	<p>Indicates that the Bank's Management has implemented Good Corporate Governance that is generally good. This is reflected from sufficient fulfillment of Good Corporate Governance principles. Weaknesses in the exercise of Good Corporate Governance principles are generally not significant and can be immediately improved through regular measures by the Bank's management.</p>
3	<p>Mencerminkan Manajemen Bank telah melakukan penerapan Good Corporate Governance yang secara umum cukup baik. Hal ini tercermin dari pemenuhan yang cukup memadai atas prinsip-prinsip Good Corporate Governance. Apabila terdapat kelemahan dalam penerapan prinsip Good Corporate Governance, maka secara umum kelemahan tersebut cukup signifikan dan memerlukan perhatian yang cukup dari manajemen Bank.</p>	<p>Indicates that the Bank's Management has implemented Good Corporate Governance that is generally acceptable. This is reflected from acceptable fulfillment of Good Corporate Governance principles. Weaknesses in the exercise of Good Corporate Governance principles are generally quite significant and require sufficient attention from the Bank's management.</p>
4	<p>Mencerminkan Manajemen Bank telah melakukan penerapan Good Corporate Governance yang secara umum kurang baik. Hal ini tercermin dari pemenuhan yang kurang memadai atas prinsip-prinsip Good Corporate Governance. Terdapat kelemahan dalam penerapan prinsip Good Corporate Governance, maka secara umum kelemahan tersebut signifikan dan memerlukan perbaikan yang menyeluruh oleh manajemen Bank.</p>	<p>Indicates that the Bank's Management has implemented Good Corporate Governance that is generally below average. This is reflected from less sufficient fulfillment of Good Corporate Governance principles. There are weaknesses in the exercise of Good Corporate Governance principles that are generally significant and requires comprehensive improvements by the Bank's management.</p>
5	<p>Mencerminkan Manajemen Bank telah melakukan penerapan Good Corporate Governance yang secara umum tidak baik. Hal ini tercermin dari pemenuhan yang tidak memadai atas prinsip-prinsip Good Corporate Governance. Kelemahan dalam penerapan prinsip Good Corporate Governance, maka secara umum kelemahan tersebut sangat signifikan dan sulit untuk diperbaiki oleh manajemen Bank.</p>	<p>Indicates that the Bank's Management has implemented Good Corporate Governance that is generally poor. This is reflected from insufficient fulfillment of Good Corporate Governance principles. There are weaknesses in the exercise of Good Corporate Governance principles that are generally highly significant and challenging to be improved by the Bank's management.</p>

LEMBAR PERSETUJUAN APPROVAL SHEET

LAPORAN PELAKSANAAN GOOD CORPORATE GOVERNANCE (GCG) TAHUN 2014

Good Corporate Governance (GCG) Report Year 2014
PT Bank Internasional Indonesia Tbk

Dewan Komisaris Board of Commissioners



Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor
Presiden Komisaris
President Commissioner



Datuk Abdul Farid bin Alias
Komisaris
Commissioner



Spencer Lee Tien Chye
Komisaris
Commissioner



Umar Juoro
Komisaris Independen
Independent Commissioner



Budhi Dyah Sitawati
Komisaris Independen
Independent Commissioner

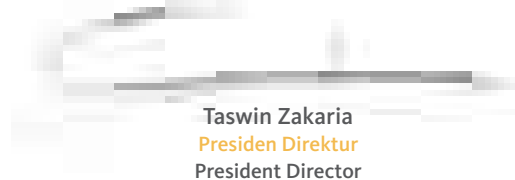


Achjar Iijas
Komisaris Independen
Independent Commissioner


LEMBAR PERSETUJUAN APPROVAL SHEET

LAPORAN PENILAIAN SENDIRI
PELAKSANAAN GOOD CORPORATE GOVERNANCE (GCG) TAHUN 2014
Self Assessment Report
Good Corporate Governance (GCG) Implementation Year 2014
PT Bank Internasional Indonesia Tbk

Direksi Board of Directors



Taswin Zakaria
Presiden Direktur
President Director




Thilagavathy Nadason
Direktur
Director




Dhien Tjahajani
Direktur
Director



Ghazali bin Mohd Rasad
Direktur
Director



Jenny Wriyanto
Direktur
Director



Henky Sulisty
Direktur
Director



Ani Pangestu
Direktur
Director



Lani Darmawan
Direktur
Director

Penerapan prinsip-prinsip GCG dalam organisasi Perseroan berlandaskan pada komitmen untuk menciptakan perusahaan yang transparan dan terpercaya melalui manajemen bisnis yang dapat dipertanggungjawabkan

The Bank implements principles of GCG in the organization on the basis of its commitment to create a transparent and trusted company founded upon business management practices that are accountable



Rapat Umum Pemegang Saham General Meeting of Shareholders

Rapat Umum Pemegang Saham (RUPS) merupakan organ tertinggi dalam Perseroan Terbatas yang memiliki kewenangan penuh yang tidak diberikan kepada Dewan Komisaris atau Direksi, dalam koridor yang ditetapkan Undang-Undang Perseroan Terbatas Republik Indonesia No. 40 tahun 2007, dan/atau Anggaran Dasar.

RUPS memiliki wewenang antara lain untuk mengangkat dan memberhentikan anggota Dewan Komisaris dan Direksi, menyetujui perubahan Anggaran Dasar, menyetujui Laporan Tahunan, menunjuk Auditor Eksternal, menentukan jumlah kompensasi/remunerasi untuk anggota Dewan Komisaris dan Direksi, menetapkan penggunaan laba bersih dan lain-lain sesuai ketentuan peraturan perundang-undangan dan Anggaran Dasar Perseroan.

Pelaksanaan RUPS terdiri dari Rapat Umum Pemegang Saham Tahunan (RUPST) dan Rapat Umum Pemegang Saham Luar Biasa (RUPSLB). RUPST diadakan dalam jangka waktu paling lambat 6 (enam) bulan setelah tahun buku berakhir, sedangkan RUPSLB dapat diadakan setiap waktu berdasarkan kebutuhan untuk kepentingan Perseroan.

Selama 2014, Perseroan telah menyelenggarakan 1 (satu) kali RUPST pada tanggal 28 April 2014, dan 2 (dua) kali RUPSLB, pada tanggal 12 Maret 2014 dan 28 November 2014.

Berikut hasil keputusan RUPST Perseroan yang diselenggarakan pada tanggal 28 April 2014, serta realisasinya:

General Meeting of Shareholders (GMS) is the highest organ in a Limited Liability Company. GMS has full authority that is not granted to the Board of Commissioners or Board of Directors within the boundaries specified by Limited Liability Company Law of the Republic of Indonesia No. 40 of 2007 and/or Articles of Association.

The GMS has the authority to, among others, appoint and terminate members of Board of Commissioners and Directors, approve amendment to Articles of Association, approve Annual Report, appoint External Auditors, determine the amount of compensation/remuneration for the Board of Commissioners and Directors, specify the use of net income, and other matters pursuant to applicable laws and regulations and the Bank's Articles of Association.

GMS consists of Annual General Meeting of Shareholders (AGMS) and Extraordinary General Meeting of Shareholders (EGMS). AGMS is held within at least 6 (six) months after the end of fiscal year while EGMS may be held at any time the Bank deems necessary.

In 2014, the Bank held 1 (one) AGMS on 28 April 2014 and 2 (two) EGMS on 12 March 2014 and 28 November 2014.

Results of the Bank's AGMS on 28 April 2014 and the realization are:

Rapat Umum Pemegang Saham General Meeting of Shareholders

Keputusan RUPST 2014 2014 AGMS Resolutions	Hasil	Resolutions	Realisasi Realization
Agenda Pertama / First Agenda	<ol style="list-style-type: none"> 1. Menerima dan menyetujui Laporan Tahunan Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2013. 2. Menyetujui dan mengesahkan Laporan Posisi Keuangan dan Laporan Laba/Rugi Konsolidasian Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2013, yang telah diaudit oleh Kantor Akuntan Publik "Purwanto, Suherman & Surja" (a member firm of Ernst & Young) dengan pendapat "Wajar Tanpa Pengecualian" sebagaimana tercantum dalam laporannya tertanggal 18 Februari 2014. 3. Memberikan pelunasan dan pembebasan tanggung jawab (acquit et de charge) kepada seluruh Dewan Komisaris dan Direksi Perseroan yang menjabat pada tahun buku 2013 mengenai tindakan pengawasan dan kepengurusannya selama tahun buku 2013 tersebut; sepanjang tindakan pengawasan dan pengurusannya dimaksud tercermin dalam buku dan catatan Perseroan sepanjang tahun buku 2013, serta tidak melanggar praktek perbankan yang sehat (prudential banking) dan tidak pula termasuk dalam kategori tindak pidana. 4. Menerima dan menyetujui Laporan Direksi Perseroan atas penggunaan dana hasil Rights Issue VI, sebagaimana tercantum dalam laporan Direksi Perseroan kepada Otoritas Jasa Keuangan melalui surat bernomor S.2013.576/DIR COMPLIANCE tertanggal 3 Oktober 2013. 	<ol style="list-style-type: none"> 1. Received and approved the Bank's Annual Report for fiscal year ended 31 December 2013 2. Received and ratified Statement of Financial Position and Consolidated Statement of Company's Profit/Loss for fiscal year ended 31 December 2013 audited by Public Accounting Firm "Purwanto, Suherman & Surja" (a member firm of Ernst & Young) with "Unqualified" opinion as stated in the report dated 18 February 2014. 3. Granted full acquittal and discharge of responsibilities (acquit et de charge) to all members of the Board of Commissioners and Directors of the Bank who served in fiscal year 2013 relating to the performance of their supervisory and management duties during the fiscal year; as long as the performance of oversight and management duties have been reflected in the Bank's records and statements throughout 2013 fiscal year and did not violate sound prudential banking principle and were categorized as criminal acts. 4. Received and approved Report from Board of Directors of the Bank on the use of proceeds from Rights Issue VI as stated in the report from Board of Directors of the Bank to Financial Services Authority submitted by virtue of letter number S.2013.576/DIR COMPLIANCE dated 3 October 2013. 	<p>Sudah Terealisasi</p> <p>Has been realized</p>
Agenda Kedua / Second Agenda	<ol style="list-style-type: none"> 1. Menyetujui pencadangan biaya sebelum laba bersih sebesar Rp15.052.000.000 untuk digunakan sebagai pemberian bonus bagi anggota Direksi Perseroan untuk tahun buku 2013 dimana pelaksanaan pembagian termasuk penetapan besarnya bonus masing-masing anggota Direksi, dilakukan dengan mengacu pada rekomendasi dari Komite Remunerasi dan Nominasi Perseroan. 2. Menyetujui penggunaan laba bersih Perseroan sebesar Rp1.545.100.796.676 untuk: <ol style="list-style-type: none"> a. Sebesar Rp77.255.039.834 digunakan sebagai "Cadangan Umum", guna memenuhi ketentuan dalam Pasal 70 ayat 1 Undang-undang Perseroan Terbatas dan pasal 25 Anggaran Dasar Perseroan. b. Sebesar Rp1.467.845.756.842 dimasukkan sebagai "laba ditahan" Perseroan. 3. Menyetujui untuk tidak membagikan dividen kepada Pemegang Saham dari laba bersih tahun buku 2013. 	<ol style="list-style-type: none"> 1. Approved to reserve funds before net income amounting to Rp15,052,000,000 to be appropriated as bonuses for the Bank's Board of Directors for fiscal year 2013. Distribution and determination of bonuses amount received by each member of the Board of Directors referred to recommendations from the Bank's Remuneration and Nomination Committee. 2. Approved the appropriation of the Bank's net income amounting to Rp1,545,100,796,676 as follows: <ol style="list-style-type: none"> a. Rp77,255,039,834 appropriated as "General Reserves" to meet provisions in Article 70 Paragraph 1 of LLC Law and Article 25 of the Bank's Articles of Association b. Rp1,467,845,756,842 appropriated as the Bank's "retained earnings". 3. Approved the decision to not distribute dividend to Shareholders from net income generated in fiscal year 2013. 	<p>Sudah Terealisasi</p> <p>Has been realized</p>

Rapat Umum Pemegang Saham General Meeting of Shareholders

Keputusan RUPST 2014 2014 AGMS Resolutions	Hasil	Resolutions	Realisasi Realization
Agenda Ketiga / Third Agenda	<ol style="list-style-type: none"> Menyetujui penunjukan dan pengangkatan Kantor Akuntan Publik "Purwanto, Suherman & Surja" (a member firm of Ernst & Young) untuk mengaudit laporan keuangan Perseroan tahun buku yang berakhir pada 31 Desember 2014. Menyetujui pelimpahan wewenang kepada Dewan Komisaris untuk menetapkan honorarium bagi Kantor Akuntan Publik tersebut serta persyaratan-persyaratan lain sehubungan dengan penunjukan Kantor Akuntan Publik dimaksud. Memberikan kuasa dan wewenang kepada Dewan Komisaris dan Direksi Perseroan untuk melakukan segala sesuatunya berkenaan dengan penunjukan Kantor Akuntan Publik sesuai dengan ketentuan yang berlaku. 	<ol style="list-style-type: none"> Approved the appointment and assignment of Public Accounting Firm "Purwanto, Suherman & Surja" (a member firm of Ernst & Young) as auditor of the Bank's financial statements for period ended 31 December 2014. Approved the delegation of authority to the Board of Commissioners to determine the amount of fees for the Public Accounting Firm and other terms and conditions concerning the appointment of the Firm. Granted authorization to the Board of Commissioners and Board of directors to take actions relevant to the appointment of Public Accounting Firm in compliance with prevailing regulations. 	<p>Sudah Terealisasi</p> <p>Has been realized</p>
Agenda Keempat / Fourth Agenda	Menyetujui pelimpahan wewenang dan pemberian kuasa kepada Maybank selaku Pemegang Saham Pengendali Perseroan untuk menetapkan honorarium dan/atau tunjangan lainnya bagi Dewan Komisaris untuk tahun buku 2014 dengan memperhatikan usul dan rekomendasi dari Komite Remunerasi dan Nominasi Perseroan. Besarnya honorarium dan/atau tunjangan lainnya bagi anggota Dewan Komisaris dimaksud akan dicantumkan dalam Laporan Tahunan tahun buku 2014.	Approved the delegation of authority and power to Maybank as the Bank's Controlling Shareholder to determine the amount of fees and/or other allowances for the Board of Commissioners for fiscal year 2014 by taking into consideration recommendations from the Bank's Remuneration and Nomination Committee. The amount of fees and/or other allowances for members of the said Board of Commissioners shall be stated in Annual Report of fiscal year 2014.	<p>Sudah Terealisasi</p> <p>Has been realized</p>
Agenda Kelima / Fifth Agenda	<ol style="list-style-type: none"> Menyetujui pelimpahan wewenang kepada Dewan Komisaris untuk menetapkan besarnya gaji dan/atau tunjangan lainnya bagi anggota Direksi untuk tahun buku 2014 dengan memperhatikan usul dan rekomendasi dari Komite Remunerasi dan Nominasi Perseroan. Besarnya gaji dan/atau tunjangan lainnya bagi anggota Direksi dimaksud akan dicantumkan dalam Laporan Tahunan tahun buku 2014. Menyetujui pelimpahan wewenang kepada Dewan Komisaris untuk menetapkan honorarium dan/atau tunjangan lainnya bagi anggota Dewan Pengawas Syariah untuk tahun buku 2014 dengan memperhatikan usul dan rekomendasi dari Komite Remunerasi dan Nominasi Perseroan. Besarnya honorarium dan/atau tunjangan lainnya bagi anggota Dewan Pengawas Syariah dimaksud akan dicantumkan dalam Laporan Tahunan tahun buku 2014. 	<ol style="list-style-type: none"> Approved the granting of authority to Board of Commissioners to determine the amount of salaries and/or other allowances for members of the Board of Directors for fiscal year 2014 by taking into consideration suggestions and recommendations from the Bank's Remuneration and Nomination Committee. The amount of salaries and/or other allowances of members of the said Board of Directors shall be stated in the Annual Report of fiscal year 2014. Approved the granting of authority to Board of Commissioners to determine the amount of fees and/or other allowances for members of the Shariah Supervisory Board for fiscal year 2014 by taking into consideration suggestions and recommendations from the Bank's Remuneration and Nomination Committee. The amount of salaries and/or other allowances of members of the said Shariah Supervisory Board shall be stated in the Annual Report of fiscal year 2014. 	<p>Sudah Terealisasi</p> <p>Has been realized</p>
Agenda Keenam / Sixth Agenda	Menyetujui pembagian tugas dan wewenang diantara anggota Direksi Perseroan untuk tahun buku 2014 ditetapkan oleh Direksi sendiri melalui Keputusan Direksi.	Approved the duties and responsibilities between members of the Board of Directors for fiscal year 2014 that will be specified by the Board of Directors through a decision of Board of Directors.	<p>Sudah Terealisasi</p> <p>Has been realized</p>
Agenda Ketujuh / Seventh Agenda	Menyetujui untuk menunjuk dan mengangkat Ani Pangestu, salah seorang Direktur yang telah menjabat saat ini untuk menjabat sebagai Direktur Independen Perseroan guna memenuhi ketentuan dalam Peraturan Bursa Efek Indonesia No. I-A tentang "Pencatatan Saham dan Efek Bersifat Ekuitas Selain Saham Yang Diterbitkan oleh Perusahaan Tercatat", dengan masa tugas mengikuti masa jabatannya sebagai Direktur Perseroan.	Approved to appoint and assign Ani Pangestu, one of the Directors in office, to serve as the Bank's Independent Director to meet the regulatory requirement of Indonesia Stock Exchange No. I-A on "Listing of Shares and Equity-Type Securities Other than Shares Issued by Listed Company". The period of her tenure shall follow her tenure as Bank's Director.	<p>Sudah Terealisasi</p> <p>Has been realized</p>

Rapat Umum Pemegang Saham General Meeting of Shareholders

Berikut hasil keputusan RUPSLB ke-1 yang diselenggarakan pada tanggal 12 Maret 2014:

The following are resolutions of the first EGMS held on 12 March 2014:

Keputusan RUPSLB 2014 Resolutions of EGMS 2014	Hasil Resolutions
Agenda Pertama/ First Agenda	<p>Menerima dan mengesahkan pengunduran diri Hedy Maria Helena Lopian selaku Direktur Perseroan dan Rahardja Alimhamzah selaku Direktur Perseroan terhitung efektif sejak ditutupnya Rapat Umum Pemegang Saham Tahunan Perseroan tahun 2014, dengan menyampaikan penghargaan dan ucapan terima kasih atas pemikiran, kerja keras serta jasa mereka untuk kemajuan Perseroan. Adapun pemberian pelunasan dan tanggung jawab (acquit et de charge) mereka, akan ditentukan dalam Rapat Umum Pemegang Saham Tahunan yang terkait dengan masa jabatan mereka tersebut.</p> <p>Received and approved the resignation of Hedy Maria Helena Lopian as the Bank's Director and Rahardja Alimhamzah as the Bank's Director starting effectively as of the closing of the Bank's Annual General Meeting of Shareholders in 2014 with acknowledgement and thanks for their thoughts, hardwork, and contributions to the Bank. The granting of acquittal and discharge (acquit et de charge) will be determined during the Annual General Meeting of Shareholders relevant to the end of their period in office.</p>
Agenda Kedua / Second Agenda	<p>Menyetujui pengangkatan Dhien Tjahajani sebagai anggota Direksi Perseroan terhitung sejak ditutupnya RUPSLB ini sampai dengan sisa masa jabatan anggota Direksi lainnya yang masih menjabat, yaitu sampai dengan ditutupnya Rapat Umum Pemegang Saham Tahunan Perseroan pada Tahun 2015.</p> <p>Approved the appointment of Dhien Tjahajani as member of the Bank's Board of Directors starting effectively as of the closing of this EGMS until the end of tenure of other members of the Board of Directors presently in office, specifically until the closing of the Bank's Annual General Meeting of Shareholders of 2015.</p>
Agenda Ketiga / Third Agenda	<p>1. Menetapkan bahwa sejak ditutupnya RUPSLB ini, susunan anggota Dewan Komisaris dan Direksi Perseroan menjadi sebagai berikut:</p> <p>1. Established that as of the closing of this EGMS, the composition of the Bank's Board of Commissioners and Directors are as follows:</p> <p>Dewan Komisaris</p> <ol style="list-style-type: none"> 1. Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor sebagai Presiden Komisaris 2. Datuk Abdul Farid Bin Alias sebagai Komisaris 3. Spencer Lee Tien Chye sebagai Komisaris 4. Umar Juoro sebagai Komisaris Independen 5. Budhi Dyah Sitawati sebagai Komisaris Independen 6. Achjar Iljas sebagai Komisaris Independen <p>Board of Commissioners</p> <ol style="list-style-type: none"> 1. Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor as President Commissioner 2. Datuk Abdul Farid Bin Alias as Commissioner 3. Spencer Lee Tien Chye as Commissioner 4. Umar Juoro as Independent Commissioner 5. Budhi Dyah Sitawati as Independent Commissioner 6. Achjar Iljas as Independent Commissioner <p>Direksi</p> <ol style="list-style-type: none"> 1. Taswin Zakaria sebagai Presiden Direktur 2. Thilagavathy Nadason sebagai Direktur dan Pejabat Sementara Presiden Direktur 3. Ghazali bin Mohd Rasad sebagai Direktur 4. Jenny Wiriyanto sebagai Direktur 5. Ani Pangestu sebagai Direktur dan Pejabat Sementara Direktur yang membawahkan fungsi Kepatuhan merangkap Sekretaris Perusahaan 6. Lani Darmawan sebagai Direktur 7. Dhien Tjahajani sebagai Direktur Yang Membawahkan Fungsi Kepatuhan 8. Hedy Maria Helena Lopian sebagai Direktur 9. Rahardja Alimhamzah sebagai Direktur <p>Board of Directors</p> <ol style="list-style-type: none"> 1. Taswin Zakaria as President Director 2. Thilagavathy Nadason as Director and acting President Director 3. Ghazali bin Mohd Rasad as Director 4. Jenny Wiriyanto as Director 5. Ani Pangestu as Director and acting Director Responsible for Compliance and concurrently as Corporate Secretary 6. Lani Darmawan as Director 7. Dhien Tjahajani as Director Responsible for Compliance 8. Hedy Maria Helena Lopian as Director 9. Rahardja Alimhamzah as Director <p>dengan ketentuan bahwa:</p> <p>i). Khusus untuk masa jabatan Hedy Maria Helena Lopian dan Rahardja Alimhamzah, keduanya selaku Direktur Perseroan akan berakhir sejak ditutupnya Rapat Umum Pemegang Saham Tahunan Perseroan tahun 2014.</p> <p>with observance of the following conditions:</p> <p>i. The term of office of Hedy Mari Helena Lopian and Rahardja Alimhamzah, both as the Bank's Directors, shall end as of the closing of the Bank's Annual General Meeting of Shareholders 2014</p>

Rapat Umum Pemegang Saham General Meeting of Shareholders

Keputusan RUPSLB 2014 Resolutions of EGMS 2014	Hasil Resolutions	
	<p>ii). Pengangkatan Datuk Abdul Farid Bin Alias, selaku anggota Dewan Komisaris Perseroan, Taswin Zakaria sebagai Presiden Direktur Perseroan dan Dhien Tjahajani selaku Direktur Yang Membawahkan Fungsi Kepatuhan, akan berlaku efektif setelah mendapat persetujuan dari Otoritas Jasa Keuangan. Dengan demikian pengangkatan yang akan berlaku bagi mereka adalah sesuai dengan keputusan dari Otoritas Jasa Keuangan.</p> <p>iii). Penugasan sementara Thilagavathy Nadason sebagai Pejabat Sementara Presiden Direktur akan menjadi berakhir sejak Otoritas Jasa Keuangan menyetujui pengangkatan Taswin Zakaria sebagai Presiden Direktur Perseroan; dan selanjutnya Thilagavathy Nadason akan kembali menjalankan tugas sebagai Direktur Perseroan. Sedangkan penugasan sementara Ani Pangestu sebagai Pejabat Sementara Direktur Kepatuhan akan berakhir sejak Otoritas Jasa Keuangan menyetujui pengangkatan Dhien Tjahajani sebagai Direktur Kepatuhan yang baru, dan Perseroan juga telah menunjuk Sekretaris Perusahaan yang baru. Selanjutnya Ani Pangestu akan kembali menjalankan tugas sebagai Direktur yang membawahkan Human Capital.</p>	<p>ii. The appointment of Datuk Abdul Farid Bin Alias as member of the Bank's Board of Commissioners, Taswin Zakaria as the Bank's President Director, and Dhien Tjahajani as Director Responsible for Compliance shall effective following approval from the Financial Services Authority. Therefore, their valid appointment shall be in accordance with the decision from Financial Services Authority.</p> <p>iii. Temporary assignment of Thilagavathy Nadason as Acting President Director shall end when the Financial Services Authority issues its approval on the appointment of Taswin Zakaria as the Bank's President Director; Thilagavathy Nadason shall resume her duties as the Bank's Director subsequent thereto. Temporary assignment of Ani Pangestu as Acting Compliance Director shall end when the Financial Services Authority issues its approval on the appointment of Dhien Tjahajani as the new Compliance Director, and the Bank has also appointed a new Corporate Secretary. Ani Pangestu shall then resume her duties as Director of Human Capital.</p>
<p>Agenda Keempat / Fourth Agenda</p>	<p>Memberikan wewenang dan kuasa kepada Direksi Perseroan dengan hak substitusi untuk menyatakan dalam akta tersendiri di hadapan Notaris (bilamana perlu), memberitahukan atau mendaftarkan ke instansi yang berwenang sehubungan dengan perubahan susunan anggota Direksi dan/atau Dewan Komisaris dimaksud, dan mengadakan penegasan bilamana diperlukan; singkatnya berhak melakukan segala tindakan yang diperlukan, termasuk dalam hal Perseroan telah memperoleh surat persetujuan dari Otoritas mengenai perubahan susunan Direksi dan/atau Dewan Komisaris tersebut.</p>	<p>Granted authority and power with substitution rights to the Bank's Board of Directors to state in a separate deed before a Notary (if necessary), to inform, or to register to authorized agency the changes of composition of the Board of Directors and/or Board of Commissioners and to conduct necessary reaffirmation; in short, the Board of Directors may take any necessary actions, including regarding letter of approval from the Authority on the changes of the Board of Directors and/or Board of Commissioners.</p>

Berikut hasil keputusan RUPSLB ke-2 yang diselenggarakan pada tanggal 28 November 2014:

The following are resolutions of the first EGMS held on 28 November 2014:

Keputusan RUPSLB 2014 Resolutions of EGMS 2014	Hasil Resolutions	
<p>Agenda Pertama / First Agenda</p>	<p>1. Menyetujui pengeluaran saham Seri D baru Perseroan bernilai nominal Rp22,5 per saham melalui Penawaran Umum Terbatas VII ("PUT VII") sesuai dengan Peraturan Bapepam - LK Nomor: IX.D.1 tentang Hak Memesan Efek Terlebih Dahulu, dengan jumlah total saham yang dikeluarkan sebesar 6.774.684.073 saham, dengan Harga Penawaran sebesar Rp221 per saham; dan jadwal pelaksanaan sebagai berikut:</p>	<p>1. Approved the new issuance of the Bank's Series D stock with par value of Rp22.5 per share through Rights Issue VII ("PUT VII") in compliance with the regulation from Bapepak-LK Number IX.D.1 on Pre-emptive Rights. The total issued shares amounting to 6,774,684,073 with Offering Price at Rp221 per share; the schedule of implementation is as follows:</p>

Rapat Umum Pemegang Saham General Meeting of Shareholders

Keputusan
RUPSLB 2014 |
Resolutions of
EGMS 2014

Hasil | Resolutions

Agenda Pertama / First Agenda

Kegiatan / Activity	Tanggal / Date
- Rapat Umum Pemegang Saham Luar Biasa / Extraordinary General Meeting of Shareholders	28 November 2014 / 28 November 2014
- Pengumuman Jadwal HMETD di Bursa / Announcement of Pre-emptive Rights Schedule at the Stock Exchange	1 Desember 2014 / 1 December 2014
- Perdagangan saham dengan HMETD (Cum-Right) / Share Trading with Pre-emptive Rights (Cum-Right)	
Pasar Reguler & Negosiasi / Regular Market and Negotiation	5 Desember 2014 / 5 December 2014
Pasar Tunai / Cash Market	10 Desember 2014 / 10 December 2014
- Perdagangan saham tanpa HMETD (Ex-Right) / Share Trading without Pre-emptive Rights (Ex-Right)	
Pasar Reguler & Negosiasi / Regular Market and Negotiation	8 Desember 2014 / 8 December 2014
Pasar Tunai / Cash Market	11 Desember 2014 / 11 December 2014
- Tanggal Pencatatan yang berhak HMETD (recording date) / Recording Date of Parties Entitled to Pre-emptive Rights	10 Desember 2014 / 10 December 2014
- Distribusi HMETD / Granting of Pre-emptive rights	11 Desember 2014 / 11 December 2014
- Pencatatan Efek di BEI / Registration with IDX	12 Desember 2014 / 12 December 2014
- Periode Perdagangan HMETD / Trading Period of Pre-emptive Rights	12 Desember 2014 / 12 December 2014 s/d 18 Desember 2014 / 18 December 2014
- Periode Pendaftaran, Pembayaran dan Pelaksanaan HMETD / Period of Registration, Payment, and Exercise of Pre-emptive Rights	12 Desember 2014 / 12 December 2014 s/d 18 Desember 2014 / 18 December 2014
- Periode penyerahan saham hasil pelaksanaan HMETD / Period of Shares delivery resulting from the exercise of Pre-emptive Rights	16 Desember 2014 / 16 December 2014 s/d 22 Desember 2014 / 22 December 2014
- Akhir pembayaran pemesanan saham tambahan / Final payment for additional subscription	22 Desember 2014 / 22 December 2014
- Penjatahan / Allotment	23 Desember 2014 / 23 December 2014
- Pengembalian Kelebihan Uang Pesanan (Refund) / Refund of Excess Money Order (Refund)	29 Desember 2014 / 29 December 2014

Agenda Kedua / Second Agenda

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| 2. | Memberikan wewenang kepada Dewan Komisaris untuk menetapkan jumlah saham Seri D baru Perseroan dari hasil pelaksanaan PUT VII tersebut. | 2. | Granted authority to the Board of Commissioners to determine the number of the Bank's new Series D stock resulting from the exercise of Rights Issue VII. |
| 1. | Menyetujui usulan perubahan pasal-pasal Anggaran Dasar Perseroan, yaitu: <ol style="list-style-type: none"> a. Pasal 4 ayat 2 sebagai realisasi dari peningkatan Modal Ditempatkan dan Disetor Penuh Perseroan melalui PUT VII. b. Pasal 15 ayat 15.3 dan Pasal 15 ayat 15.6 terkait dengan masa jabatan Direksi, Pasal 18 ayat 18.3 dan Pasal 18 ayat 18.5 terkait dengan masa jabatan Dewan Komisaris Perseroan. | 1. | Approved the following amendments to articles of the Bank's Articles of Association: <ol style="list-style-type: none"> a. Article 4 paragraph 2 concerning the increase of the Bank's Issued and Fully Paid Capital resulting from Rights Issue VII. b. Article 15 paragraph 15.3 and Article 15 paragraph 15.6 concerning the term of office of Board of Directors; Article 18 paragraph 18.3 and Article 18 paragraph 18.5 concerning the term of office of Board of Commissioners. |
| 2. | Memberikan kuasa dan wewenang kepada Direksi Perseroan dengan hak substitusi untuk menyatakan kembali dan/atau menegaskan kembali dalam suatu akta Notaris (termasuk mengadakan perubahan dan/atau tambahan) sehubungan dengan perubahan pasal-pasal dalam Anggaran Dasar Perseroan | 2. | Granted authority and power with substitution rights to the Bank's Board of Directors to restate and/or to reaffirm in a Notarial Deed (including to change and/or add) the amendments made to the articles in the Bank's Articles of Association, to inform or to request |

Rapat Umum Pemegang Saham General Meeting of Shareholders

Keputusan RUPSLB 2014 Resolutions of EGMS 2014	Hasil Resolutions	
Agenda Kedua / Second Agenda	tersebut, menyampaikan pemberitahuan atau permohonan persetujuan kepada instansi yang berwenang, dan karenanya berhak pula untuk menandatangani surat-surat dan dokumen-dokumen permohonan lainnya; singkatnya melakukan segala tindakan yang diperlukan sesuai dengan ketentuan Anggaran Dasar dan peraturan perundang-undangan yang berlaku.	
Agenda Ketiga / Third Agenda	<p>1. Menyetujui pengangkatan Henky Sulistyو sebagai anggota baru Direksi Perseroan terhitung sejak ditutupnya RUPSLB dengan tetap memperhatikan persetujuan yang disyaratkan oleh Otoritas Jasa Keuangan atas uji kemampuan dan kepatutan sesuai dengan peraturan perundangan yang berlaku. Pengangkatan tersebut adalah untuk masa jabatan sampai dengan ditutupnya Rapat Umum Pemegang Saham Tahunan Ketiga sejak pengangkatannya tersebut yaitu pada Rapat Umum Pemegang Saham Tahunan Perseroan tahun 2017.</p> <p>2. Menetapkan bahwa sejak ditutupnya RUPSLB ini, susunan anggota Dewan Komisaris dan Direksi Perseroan menjadi sebagai berikut:</p> <p>Dewan Komisaris</p> <ol style="list-style-type: none"> 1. Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor sebagai Presiden Komisaris 2. Datuk Abdul Farid Bin Alias sebagai Komisaris 3. Spencer Lee Tien Chye sebagai Komisaris 4. Umar Juoro sebagai Komisaris Independen 5. Budhi Dyah Sitawati sebagai Komisaris Independen 6. Achjar Iljas sebagai Komisaris Independen <p>Direksi</p> <ol style="list-style-type: none"> 1. Taswin Zakaria sebagai Presiden Direktur 2. Thilagavathy Nadason sebagai Direktur 3. Ghazali bin Mohd Rasad sebagai Direktur 4. Jenny Wiriyanto sebagai Direktur 5. Ani Pangestu sebagai Direktur Independen 6. Lani Darmawan sebagai Direktur 7. Dhien Tjahajani sebagai Direktur yang membawahkan fungsi Kepatuhan dan Corporate Secretary 8. Henky Sulistyو sebagai Direktur <p>dengan ketentuan bahwa pengangkatan Henky Sulistyو, sebagai Direktur Perseroan, akan berlaku efektif setelah mendapat persetujuan dari Otoritas Jasa Keuangan. Dengan demikian pengangkatan yang akan berlaku baginya adalah sesuai dengan keputusan dari Otoritas Jasa Keuangan.</p> <p>3. Memberikan wewenang dan kuasa kepada Direksi Perseroan dengan hak substitusi untuk menyatakan dalam akta tersendiri di hadapan Notaris (bilamana perlu), memberitahukan atau mendaftarkan ke instansi yang berwenang sehubungan dengan perubahan susunan anggota Direksi dimaksud, dan mengadakan penegasan bilamana diperlukan; singkatnya berhak melakukan segala tindakan yang diperlukan, termasuk dalam hal Perseroan telah memperoleh surat persetujuan dari Otoritas mengenai perubahan susunan Direksi tersebut.</p>	<p>approval from authorized agency, and therefore to also sign other letters and documents of requests; in short, the Board of Directors may take all necessary actions in accordance with provisions stipulated in the Articles of Association and prevailing laws and regulations.</p> <p>1. Approved the appointment of Henky Sulistyو as the new member of the Bank's Board of Directors starting effectively as of the closing of EGMS whilst observing the conditionality of approval issued by the Financial Services Authority concerning the fit and proper test as prescribed by prevailing laws and regulations. The appointment shall be valid until the closing of the Third Annual General Meeting of Shareholders since his appointment, i.e. the Bank's Annual General Meeting of Shareholders of 2017.</p> <p>2. Established that as of the closing of this EGMS, the compositions of the Bank's Board of Commissioners and Directors are as follows:</p> <p>Board of Commissioner</p> <ol style="list-style-type: none"> 1. Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor as President Commissioner 2. Datuk Abdul Farid Bin Alias as Commissioner 3. Spencer Lee Tien Chye as Commissioner 4. Umar Juoro as Independent Commissioner 5. Budhi Dyah Sitawati Independent Commissioner 6. Achjar Iljas Independent Commissioner <p>Board of Directors</p> <ol style="list-style-type: none"> 1. Taswin Zakaria as President Director 2. Thilagavathy Nadason as Director 3. Ghazali bin Mohd Rasad as Director 4. Jenny Wiriyanto as Director 5. Ani Pangestu as Independent Director 6. Lani Darmawan as Director 7. Dhien Tjahajani as Director responsible for Compliance and as Corporate Secretary 8. Henky Sulistyو as Director <p>with observance to the condition that the appointment of Henky Sulistyو as the Bank's Director shall be effective after receiving the approval from Financial Services Authority. Therefore, his valid appointment shall be in accordance with the decision from Financial Services Authority.</p> <p>3. Granted authority and power with substitution rights to the Bank's Board of Directors to state in a separate deed before a Notary (if necessary), to inform or to register to authorized agency the changes in the composition of said Board of Directors, and to make reaffirmation if deemed necessary; in short, the Board of Directors may take all necessary actions, including when the Bank has obtained approval letter from the Authority concerning the change in the composition of Board of Directors.</p>

Rapat Umum Pemegang Saham General Meeting of Shareholders

Pemenuhan Prosedur Hukum untuk Penyelenggaraan RUPST & RUPSLB

Pemenuhan Prosedur Hukum untuk Penyelenggaraan RUPST & RUPSLB dapat dilakukan melalui:

1. Perseroan telah menyampaikan pemberitahuan tentang rencana agenda RUPST & RUPSLB kepada Otoritas Jasa Keuangan guna memenuhi Peraturan No.IX.I.1.
2. Dalam iklan pemberitahuan RUPST & RUPSLB telah disampaikan pula ketentuan mengenai pemegang saham yang berhak hadir dalam RUPST & RUPSLB serta ketentuan pemegang saham yang berhak mengusulkan agenda RUPST & RUPSLB.
3. Pemberitahuan awal, Pengumuman, Pemanggilan dan Keputusan RUPST & RUPSLB telah disampaikan melalui surat kabar yang berperedaran nasional dan situs website Bursa Efek dengan alamat www.idx.co.id serta situs website Perseroan dengan alamat www.bii.co.id.
4. Pemberitahuan serta Panggilan RUPST & RUPSLB kepada pemegang saham diiklankan pada 2 (dua) surat kabar berbahasa Indonesia yang berperedaran nasional.

Pemberitahuan, Pengumuman, Pemanggilan, Pelaksanaan dan Penyampaian Hasil RUPST & RUPSLB secara garis besar dapat dilihat pada tabel berikut:

Fulfillment of Legal Procedures for the AGMS & Extraordinary GMS Events

The Fulfillment of Legal Procedures for the AGMS & Extraordinary GMS Events can be held through:

1. Notice of AGMS & Extraordinary agenda plans to the Financial Services Authority to fulfill the Regulation No.IX.I.1 Regulation.
2. To convey the rules of shareholders who have the rights to attend the AGMS & Extraordinary GMS in the notice ads, as well as the shareholders' rules on the right to propose the agenda of AGMS & Extraordinary GMS.
3. The initial notices, Announcements, Invitations, and Resolutions of AGMS & Extraordinary GMS has been submitted through national newspapers and Stock Exchange website: www.idx.co.id as well as the Bank's website: www.bii.co.id.
4. The Notice and Invitation of AGMS & Extraordinary GMS to the shareholders shall be done through 2 advertisements in Indonesian newspaper with nationwide publications.

Notices, Announcements, Invitations, Implementations and Submissions of AGMS & Extraordinary GMS Resolutions, in general can viewed as follows:

Pemberitahuan Notification	Pengumuman (Iklan Pemberitahuan) Announcement	Pemanggilan (Iklan Panggilan) Summon	Pelaksanaan Implementation	Laporan ke Regulator Reporting to Regulator	Hasil Resolution	Publikasi di 2 (dua) Surat Kabar Publications in 2 (two) newspaper
RUPST 28 April 2014						
AGMS April 28, 2014						
19 Maret 2014 Surat Pemberitahuan kepada: · Pengawasan Bank-Otoritas Jasa Keuangan (OJK), Surat No.S.2014.152/Dir Compliance; dan · Pengawas Pasar Modal-OJK serta Bursa Efek Indonesia (IDX), Surat No.S.2014.153/Dir Compliance.	27 Maret 2014 Pemberitahuan melalui "Media Indonesia" dan "Harian Ekonomi Neraca".	11 April 2014 Panggilan melalui "Media Indonesia" dan "Harian Ekonomi Neraca".	Pelaksanaan RUPST tanggal: 28 April 2014 Lokasi: Jakarta 10270	30 April 2014 Hasil RUPST dilaporkan kepada: · Pengawasan Bank-Otoritas Jasa Keuangan (OJK) Surat No.S.2014.247/Dir Compliance; dan · Pengawas Pasar Modal-OJK serta Bursa Efek Indonesia (IDX), Surat No.S.2014.248/Dir Compliance.	30 April 2014 Hasil RUPS Tahunan disampaikan melalui "Media Indonesia" dan "Harian Ekonomi Neraca".	

Rapat Umum Pemegang Saham General Meeting of Shareholders

Pemberitahuan Notification	Pengumuman (Iklan Pemberitahuan) Announcement	Pemanggilan (Iklan Panggilan) Summon	Pelaksanaan Implementation	Hasil Resolution	
				Laporan ke Regulator Reporting to Regulator	Publikasi di 2 (dua) Surat Kabar Publications in 2 (two) newspaper
<p>March 19, 2014</p> <p>Notification Letter to:</p> <ul style="list-style-type: none"> Banking Supervisory-OJK, Letter No.S.2014.153/Dir Compliance; and Capital Market Supervisory-OJK and IDX, Letter No.S.2014.153/Dir Compliance. 	<p>March 27, 2014</p> <p>Announcement on daily newspapers "Media Indonesia" and "Harian Ekonomi Neraca".</p>	<p>April 11, 2014</p> <p>Summon were placed in daily newspapers "Media Indonesia" and "Harian Ekonomi Neraca".</p>	<p>Implementation</p> <p>AGMS date: April 28, 2014</p> <p>Location: Jakarta 10270</p>	<p>April 30, 2014</p> <p>Resolution of the AGMS was reported to :</p> <ul style="list-style-type: none"> Banking Supervisory-OJK, Letter No.S.2014.247/ Dir Compliance; and Capital Market Supervisory-OJK and IDX, Letter No.S.2014.248/ Dir Compliance. 	<p>April 30, 2014</p> <p>The AGMS resolutions were published through daily newspapers "Media Indonesia" and "Harian Ekonomi Neraca".</p>
<p>RUPS Luar Biasa 12 Maret 2014 EGMS March 12, 2014</p>					
<p>30 Januari 2014</p> <p>Surat Pemberitahuan kepada:</p> <ul style="list-style-type: none"> Pengawasan Bank-OJK, Surat No.S.2014.039/Dir Compliance; dan Pengawas Pasar Modal-OJK serta IDX, Surat No.S.2014.040/Dir Compliance. 	<p>10 Februari 2014</p> <p>Pemberitahuan melalui "Investor Daily" dan "Harian Ekonomi Neraca".</p>	<p>25 Februari 2014</p> <p>Panggilan melalui "Media Indonesia" dan "Harian Ekonomi Neraca".</p>	<p>Pelaksanaan RUPS Luar Biasa tanggal: 12 Maret 2014</p> <p>Lokasi: Jakarta 10270</p>	<p>14 Maret 2014</p> <p>Hasil RUPS Luar Biasa dilaporkan kepada:</p> <ul style="list-style-type: none"> Pengawasan Bank-OJK, Surat No.S.2014.118/ Dir Compliance; dan Pengawas Pasar Modal-OJK serta IDX, Surat No.S.2014.119/ Dir Compliance. 	<p>12 Maret 2014</p> <p>Hasil RUPS Luar Biasa disampaikan melalui "Sinar Harapan" dan "Harian Ekonomi Neraca".</p>
<p>January 30, 2014</p> <p>Notification Letter to:</p> <ul style="list-style-type: none"> Banking Supervisory-OJK, Letter No.S.2014.039/Dir Compliance; and Capital Market Supervisory-OJK and IDX Letter No.S.2014.040/Dir Compliance. 	<p>February 10, 2014</p> <p>Announcement on daily newspapers "Media Indonesia" and "Harian Ekonomi Neraca".</p>	<p>February 25, 2014</p> <p>Summon were placed in daily newspapers "Media Indonesia" and "Harian Ekonomi Neraca".</p>	<p>Implementation</p> <p>EGMS date: March 12, 2014</p> <p>Location: Jakarta 10270</p>	<p>March 14, 2014</p> <p>Resolution of the EGMS was reported to:</p> <ul style="list-style-type: none"> Banking Supervisory-OJK, Letter No.S.2014.118/Dir Compliance; and Capital Market Supervisory-OJK and IDX, Letter No.S.2014.119/ Dir Compliance. 	<p>March 12, 2014</p> <p>The EGMS resolutions were published through daily newspapers "Sinar Harapan" and "Harian Ekonomi Neraca".</p>
<p>RUPS Luar Biasa 28 November 2014 EGMS November 28, 2014</p>					
<p>16 Oktober 2014</p> <p>Surat Pemberitahuan kepada:</p> <ul style="list-style-type: none"> Pengawasan Bank-OJK, Surat No.S.2014.627/Dir Compliance; dan Pengawas Pasar Modal-OJK serta IDX, Surat No.S.2014.626/Dir Compliance. 	<p>27 Oktober 2014</p> <p>Pemberitahuan melalui "Media Indonesia" dan "Harian Ekonomi Neraca".</p>	<p>13 November 2014</p> <p>Panggilan melalui "Media Indonesia" dan "Harian Ekonomi Neraca".</p>	<p>Pelaksanaan RUPS Luar Biasa tanggal: 28 November 2014</p> <p>Lokasi: Jakarta 10270</p>	<p>1 Desember 2014</p> <p>Hasil RUPS Luar Biasa dilaporkan kepada:</p> <ul style="list-style-type: none"> Pengawasan Bank-OJK, Surat No.S.2014.872/ Dir Compliance; dan Pengawas Pasar Modal-OJK dan IDX, Surat No.S.2014.873/ Dir Compliance. 	<p>1 Desember 2014</p> <p>Hasil RUPS Luar Biasa disampaikan melalui "Media Indonesia" dan "Harian Ekonomi Neraca".</p>

Rapat Umum Pemegang Saham General Meeting of Shareholders

Pemberitahuan Notification	Pengumuman (Iklan Pemberitahuan) Announcement	Pemanggilan (Iklan Panggilan) Summon	Pelaksanaan Implementation	Hasil Resolution	
				Laporan ke Regulator Reporting to Regulator	Publikasi di 2 (dua) Surat Kabar Publications in 2 (two) newspaper
October 16, 2014 Notification Letter to: · Banking Supervisory-OJK, Letter No.S.2014.627/Dir Compliance; · Capital Market Supervisory- OJK and IDX, Letter No.S.2014.626/Dir Compliance.	October 27, 2014 Announcement on daily newspapers "Media Indonesia" and "Harian Ekonomi Neraca".	November 13, 2014 Summon were placed in daily newspapers "Media Indonesia" and "Harian Ekonomi Neraca".	Implementation EGMS date: November 28, 2014 Location: Jakarta 10270	December 1, 2014 Resolution of the EGMS was reported to: · Banking Supervisory- OJK, Letter No.S.2014.872/Dir Compliance; and · Capital Market Supervisory-OJK and IDX, Letter No.S.2014.873/ Dir Compliance.	December 1, 2014 The EGMS resolutions were published through daily newspapers "Media Indonesia" and "Harian Ekonomi Neraca".

Proses Pemberitahuan, Pengumuman, Pemanggilan, pelaksanaan dan pelaporan Hasil RUPS, baik RUPST maupun RUPSLB telah dilaksanakan sesuai dengan Anggaran Dasar, peraturan OJK dan peraturan Bursa Efek Indonesia, sebagai berikut:

The process of Notices, Announcements, Invitations, Implementations and Resolutions information on both AGMS and Extraordinary GMS has been conducted in accordance with the Articles of Associations, FSA and Indonesian Stock Exchange regulations, as follows:

Pemberitahuan ke regulator Notification to regulator	Pengumuman (Iklan Pemberitahuan) Announcement	Pemanggilan (Iklan Panggilan) Summon	Hasil Resolution	
			Laporan ke Regulator Reporting to Regulator	Publikasi di 2 (dua) Surat Kabar Publications in 2 (two) newspaper
Paling lambat 7 hari kalender sebelum tanggal pemberitahuan di surat kabar. At the latest 7 (seven) days before announcement on newspaper.	Minimal 14 hari kalender sebelum panggilan dengan tidak memperhitungkan tanggal pemberitahuan dan tanggal panggilan. At least 14 calendar days before the notice of the GMS is sent/served excluding the date of notification and the date of summon.	Minimal 14 hari kalender sebelum RUPS dengan tidak memperhitungkan tanggal panggilan dan tanggal RUPS. At least 14 calendar days before the date of the GMS excluding the date of summon and the date of GMS.	Paling lambat 2 hari kerja setelah RUPS. At the latest 2 (two) working days after GMS.	Paling lambat 2 hari kerja setelah RUPS. At the latest 2 (two) working days after GMS.

Rapat Umum Pemegang Saham General Meeting of Shareholders

Pemberitahuan ke regulator Notification to regulator	Pengumuman (Iklan Pemberitahuan) Announcement	Pemanggilan (Iklan Panggilan) Summon	Hasil Resolution	
			Laporan ke Regulator Reporting to Regulator	Publikasi di 2 (dua) Surat Kabar Publications in 2 (two) newspaper
(Pasal 3 Peraturan No. IX.1.1 tentang Rencana dan Pelaksanaan RUPS. Lampiran Keputusan Ketua Bapepam-LK No. Kep-60/PM/1996 tanggal 17-01-1996). (Articles 3 Regulation No IX.1.1 concerning of Planning and Conducting The GMS, attachment of Decision of the Chairman of Bapepam No. Kep-60/PM/1996 Dated on 17-01-1996).	(Pasal 11.2 Anggaran Dasar Perseroan) (Articles 11.2 of Company's Articles of Association)	(Pasal 11.3 Anggaran Dasar Perseroan) (Articles 11.3 of Company's Articles of Association)	(Pasal 4 Peraturan No.IX.1.1 tentang Rencana dan Pelaksanaan RUPS, Lampiran Keputusan Ketua Bapepam-LK No.Kep-60/PM/1996). (Articles 4 Regulation No.IX.1.1 concerning of Planning and Conducting The GMS, attachment of Decision of the Chairman of Bapepam No. Kep-60/PM/1996).	(Pasal 4 Peraturan No.IX.1.1 tentang Rencana dan Pelaksanaan RUPS, Lampiran Keputusan Ketua Bapepam-LK No.Kep-60/PM/1996). (Articles 4 Regulation No.IX.1.1 concerning of Planning and Conducting GMS, attachment of Decision of the Chairman of Bapepam No. Kep-60/PM/1996).

Sehubungan dengan terbitnya peraturan Otoritas Jasa Keuangan Nomor 32/POJK.04/2014 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka tanggal 8 Desember 2014, maka Perseroan akan melakukan penyesuaian Anggaran Dasar.

Pursuant to the decree of Financial Services Authority Number 32/POJK.04/2014 concerning the Plan and Implementation of the General Meeting of Shareholders of the Listed Company dated 8 December 2014, the Bank will conduct an adjustment to its Articles of Association.

REKOMENDASI DEWAN KOMISARIS SELAMA TAHUN 2014

Dalam menjalankan fungsi pengawasan dan pengendalian internal Perseroan, Dewan Komisaris baik melalui rapat-rapat Dewan Komisaris maupun pembahasan-pembahasan dalam Komite-komite yang dimilikinya (Komite Audit, Komite Remunerasi dan Nominasi maupun Komite Pemantau Risiko) berperan aktif memberikan nasihat maupun rekomendasi-rekomendasi bagi kemajuan Perseroan. Beberapa rekomendasi dan masukan penting selama 2014 dapat diringkas sebagai berikut

1. Dalam rangka memastikan pemenuhan Good Corporate Governance, Dewan Komisaris turut mengevaluasi dan memberikan persetujuan atas Laporan GCG Perseroan Tahun 2013, Rencana Bisnis Bank Tahun 2014 dan Revisi Rencana Bisnis Bank Tahun 2014, Rencana Bisnis Bank Tahun 2015, Laporan Keuangan Konsolidasian Perseroan untuk Periode yang berakhir pada 31 Maret 2014, Laporan Keuangan Konsolidasian Perseroan untuk Periode yang berakhir pada 30 Juni 2014 dan Laporan Keuangan Konsolidasian Perseroan untuk Periode yang berakhir pada 30 September 2014.
2. Dewan Komisaris memonitor kinerja Perseroan dari waktu ke waktu melalui laporan Presiden Direktur dan Direktur Keuangan yang merupakan agenda tetap dalam Rapat Dewan Komisaris dan laporan khusus mengenai implementasi strategi dan kinerja masing-masing lini usaha yang disampaikan oleh direktur-direktur bisnis, disamping mengevaluasi pencapaian Balanced Scorecard Direksi dari waktu ke waktu. Dewan Komisaris juga mengikuti perkembangan peraturan di bidang perbankan dan mengevaluasi kepatuhan Bank terhadap hukum dan peraturan yang berlaku melalui laporan berkala oleh Direktur Kepatuhan.
3. Dewan Komisaris memperhatikan dan menyetujui rekomendasi Komite Remunerasi dan Nominasi terkait dengan pergantian anggota Direksi/Dewan Komisaris dan perubahan susunan keanggotaan komite-komite, serta memonitor kemajuan dari inisiatif-inisiatif yang dilakukan untuk meningkatkan Tata Kelola Bank. Dewan Komisaris juga membahas rencana suksesi anggota Direksi didalam rapat Komite Remunerasi dan rapat khusus Dewan Komisaris dengan Presiden Direktur, termasuk mendiskusikan program pengembangan yang diperlukan untuk mempersiapkan suksesi anggota Direksi.

RECOMMENDATION OF THE BOARD OF COMMISSIONERS DURING 2014

In implementing its supervisory and internal control functions in the Bank, the Board of Commissioners through the Board of Commissioners' meeting and discussion during the Committees meetings (Audit Committee, Remuneration and Nomination Committee, and Risk Oversight Committee) has active roles in providing advisory and recommendations for the growth of the Bank. Following are several important recommendations and advised during 2014:

1. To ensure the fulfillment of Good Corporate Governance, the Board of Commissioners has evaluated and approved the Bank's GCG Report Year 2013, Bank Business Plan Year 2014 and Revision of Bank Business Plan Year 2014, Bank Business Plan Year 2015, the Bank's Consolidated Financial Report for the Period ended 31 March 2014, the Bank Consolidated Financial Report for the Period ended 30 June 2014 and the Bank's Consolidated Financial Report for the Period ended 30 September 2014.
2. The Board of Commissioners monitors the Bank's performance from time to time through the report of the President Director and Finance Director, as the fixed agenda in the Board of Commissioners' meeting and specific reports concerning the implementation of strategy and performance of each business lines, which was presented by business directors, in addition to evaluate the achievement of the Directors' Balanced Scorecard from time to time. The Board of Commissioners also monitors the development of banking regulations and evaluates the Bank's compliance towards the applicable laws and legislation through periodical reports by the Compliance Director.
3. The Board of Commissioners reviews and approves the recommendation of the Remuneration and Nomination Committee concerning the replacement of members of the Board of Directors/ Board of Commissioners and the changes of the committees members composition, and monitors the progress of initiatives carried out to enhance the Bank's Corporate Governance. The Board of Commissioners also discussed the succession plan of members of the Board of Directors in the Remuneration Committee's meeting and special meeting of the Board of Commissioners with the President Director, including the discussion of required development program to prepare the Board of Directors' members' succession.

Dewan Komisaris Board of Commissioners

4. Dewan Komisaris melalui Komite Pemantau Risiko senantiasa memonitor dan mengevaluasi profil risiko Bank dan anak perusahaan serta memberikan arahan dan rekomendasi untuk meningkatkan pengendalian risiko Bank, khususnya risiko kredit. Kredit-kredit Korporasi bermasalah yang jumlahnya signifikan dibahas secara khusus untuk mengidentifikasi perbaikan proses dan/atau prosedur yang diperlukan.
 5. Dewan Komisaris memonitor kemajuan tindak lanjut oleh Manajemen terhadap temuan-temuan audit oleh auditor eksternal maupun regulator, dan memberikan rekomendasi-rekomendasi perbaikan, baik didalam rapat-rapat Komite Audit maupun rapat Dewan Komisaris, agar temuan-temuan tersebut tidak berulang di masa mendatang.
 6. Dewan Komisaris mengevaluasi keandalan sistem dan infrastruktur Teknologi Informasi BII dalam mendukung pelayanan kepada nasabah serta memberikan arahan dan masukan mengenai investasi strategis Teknologi Informasi yang akan mempengaruhi kinerja usaha dan pelayanan BII kedepan.
 7. Dewan Komisaris merekomendasikan dan memberikan saran-saran untuk meningkatkan efektifitas program Tanggung Jawab Sosial Perusahaan BII yang kini dikelola oleh Yayasan Maybank BII.
 8. Dewan Komisaris mendorong upaya-upaya yang berkesinambungan untuk meningkatkan produktivitas dan kualitas Sumber Daya Manusia serta menjadikan BII sebagai perusahaan pilihan dalam berkarir. Dewan Komisaris juga memberikan arahan dan masukan terhadap penanganan masalah-masalah ketenagakerjaan yang bersifat strategis.
 9. Dewan Komisaris mengevaluasi perkembangan transaksi nasabah melalui saluran distribusi yang ada, baik melalui cabang maupun saluran distribusi elektronik (e-channel), dan memberikan saran-saran untuk meningkatkan efisiensi serta produktivitas saluran distribusi Bank.
4. Through Risk Oversight Committee, the Board of Commissioners monitors and evaluates the Bank's risk profile as well as its subsidiaries. The Board also provides advisory and recommendation to improve the Bank's risk control, specifically credit risk.
 5. The Board of Commissioners monitors the follow up progress by the Management regarding the audit findings by the external auditor and regulators, including the provision of audit recommendations, both in the Audit Committee's meeting as well as the Board of Commissioners' meeting, so as to prevent the findings to re-occur in the future.
 6. The Board of Commissioners evaluates the Bank's excellent Information Technology Infrastructure and system in supporting the service to the customers, including the provision of advisory and inputs concerning the Information Technology strategic investment, which might affect the Bank's business performance and services in the future.
 7. The Board of Commissioners provides recommendation and advisory to enhance the effectiveness of the Bank's Corporate Social Responsibility programs which currently is managed by the Maybank BII Foundation.
 8. The Board of Commissioners supports the continuous efforts in improving the productivity and quality of Human Capital, and to create the Bank as the company of choice for career development. The Board of Commissioners also provides advisory and feedbacks on the strategic workforce issues' management.
 9. The Board of Commissioners evaluates the development of customers' transactions through existing distribution channels, including e-channel, and provides advisory to improve efficiency and productivity of the Bank's distribution channels.

Dewan Komisaris Board of Commissioners

10. Dewan Komisaris memberikan saran dan rekomendasi mengenai hal-hal yang perlu dilakukan guna memperbaiki efisiensi dan produktivitas Bank dan mendorong pengelolaan biaya secara strategis melalui Strategic Cost Management Program (SCMP) yang merupakan kelanjutan dari program yang sudah dimulai pada tahun sebelumnya.
 11. Dewan Komisaris mengevaluasi kemajuan dari inisiatif-inisiatif yang dicanangkan dalam rangka transformasi BII menjadi leading relationship bank, diantaranya inisiatif-inisiatif dalam program IMPACT dan strategi Syariah First.
 12. Dewan Komisaris memberikan masukan mengenai hal-hal yang perlu menjadi perhatian Direksi dalam pengelolaan anak perusahaan dan cabang BII di luar negeri, dan memberikan masukan serta rekomendasi terhadap opsi-opsi dalam pengelolaan anak perusahaan dan cabang luar negeri BII di masa mendatang.
 13. Dewan Komisaris mengevaluasi dan memberikan arahan maupun persetujuan terhadap usulan-usulan yang akan diajukan oleh Direksi kepada Rapat Umum Pemegang Saham Perseroan, khususnya menyangkut penggunaan laba bersih Perseroan, penunjukan Kantor Akuntan Publik yang akan mengaudit Laporan Keuangan Perseroan, perubahan susunan anggota Direksi/ Dewan Komisaris Perseroan, dan peningkatan permodalan Bank. Dewan Komisaris menyetujui usulan Direksi untuk menerbitkan Obligasi Sukuk Mudharabah dan Obligasi Subordinasi melalui Penawaran Umum Berkelanjutan, serta menerbitkan saham Baru melalui mekanisme Hak Memesan Efek Terlebih Dahulu (HMETD).
10. The Board of Commissioners provides advisory and recommendation concerning any necessary matters in order to manage the Bank's efficiency and productivity, as well as to support in the strategic cost management through Strategic Cost Management Program (SCMP), as the continuation of previous program.
 11. The Board of Commissioners evaluates the progress of initiatives carried out in the framework of the Bank's transformation to become 'leading relationship bank', among others the IMPACT and Shariah First programs.
 12. The Board of Commissioners provides inputs concerning matters to be taken into account by the Board of Directors in the management of the Bank's subsidiaries and overseas branches, including the provision of advisory and recommendation on the opportunities in the management of the Bank's subsidiaries and overseas branches in the future.
 13. The Board of Commissioners evaluates and provides advisory as well as approval on the Board of Directors' proposal presented to the Bank's General Meeting of Shareholders, specifically regarding the usage of the Bank's net profit, the appointment of Public Accounting Firm rendered to audit the Bank's Financial Report, the changes in the composition of the Board of Directors/ Board of Commissioners' members, and the Bank's capital increment. The Board of Commissioners approved the Board of Directors' proposal to issue the Sukuk Mudharabah Bonds and Subordinated Bonds through the Continuous Public Offering, as well as to issue the new shares through Rights Issue.

Dewan Komisaris Board of Commissioners

Dewan Komisaris adalah organ perusahaan yang bertanggung jawab melakukan pengawasan secara umum dan/atau khusus sesuai dengan anggaran dasar perusahaan serta memberikan nasihat terkait pelaksanaan tugas dan tanggung jawab Direksi. Dalam memenuhi tugas dan tanggung jawab itu, Dewan Komisaris wajib bertindak secara independen.

Pengangkatan anggota Dewan Komisaris dilakukan oleh RUPS berdasarkan rekomendasi dari Komite Remunerasi dan Nominasi. Dewan Komisaris beranggotakan para profesional yang berpengalaman dalam industri perbankan. Dewan Komisaris berkomitmen untuk melaksanakan praktik GCG yang baik dan transparan serta menerapkan prinsip-prinsip etika dan moral secara bersungguh-sungguh.

Dewan Komisaris memiliki kewenangan dan tanggung jawab yang jelas sesuai dengan Anggaran Dasar yang merujuk kepada Undang-Undang Perseroan Terbatas, ketentuan Otoritas Jasa Keuangan, ketentuan Bank Indonesia, ketentuan Badan Pengawas Pasar Modal dan Lembaga Keuangan (Bapepam-LK), serta Pedoman dan Tata Tertib Dewan Komisaris. Dalam hal-hal tertentu Dewan Komisaris dapat mendelegasikan kewenangannya kepada Direksi.

Tugas dan Tanggung Jawab Dewan Komisaris

Tugas dan tanggung jawab Dewan Komisaris meliputi sebagai berikut:

1. Dewan Komisaris melakukan pengawasan umum dan/atau khusus sesuai Anggaran Dasar terhadap pelaksanaan tugas dan tanggung jawab Direksi secara berkala, melalui pemberian arahan, nasihat maupun meminta pertanggungjawaban Direksi dalam setiap keputusan yang diambil. Pengawasan tersebut dilaksanakan antara lain melalui rapat berkala Dewan Komisaris dengan Direksi atau melalui laporan-laporan yang disampaikan secara khusus oleh Satuan Kerja Audit Intern (SKAI), Komite Audit, Komite Pemantau Risiko, Komite Remunerasi dan Nominasi, Direktur Kepatuhan atau melalui sarana komunikasi tertulis lainnya.
2. Dalam menjalankan tugas dan tanggung jawabnya, Dewan Komisaris secara aktif memastikan telah diterapkannya prinsip-prinsip GCG yang baik dalam setiap kegiatan usaha di seluruh tingkatan atau jenjang organisasi, yang diwujudkan melalui:
 - a. Pelaksanaan tugas dan tanggung jawab Dewan Komisaris dan Direksi;

Board of Commissioners (BOC) is the Bank's organ that is responsible for general and/or specific oversight in accordance with Articles of Association. BOC also provides advices concerning the implementation of Board of Directors' duties and responsibilities. In the performance of its duties and responsibilities, BOC shall act independently.

The appointment of BOC members is done by GMS based on recommendations from Remuneration and Nomination Committee. BOC consists of experienced professionals in the banking industry. BOC is committed to implement sound and transparent GCG practices and to apply ethical and moral principles.

BOC has clear authority and responsibility in accordance with Articles of Association that observes Limited Liability Company Law, regulations from Financial Services Authority, Bank Indonesia, and Capital Market and Financial Institution Supervisory Body (Bapepam-LK); and BOC Guidelines. In certain cases, BOC may delegate authority to Board of Directors.

Duties and Responsibilities of the Board of Commissioners

BOC has the following duties and responsibilities:

1. BOC exercises general and/or specific and periodic oversight as stipulated by Articles of Association over the implementation of Board of Directors' duties and responsibilities by providing direction, advices, or requesting the accountability of Directors for each decision made. The oversight is carried out through, among others, regular meeting between BOC and the Board of Directors or through reports submitted by SKAI, Audit Committee, Risk Oversight Committee, Remuneration and Nomination Committee, Compliance Director, or through other forms of written communications.
2. In performing its duties and responsibilities, BOC actively ensures that good practices of GCG principles have been embedded across all of the Bank's business activities and at all levels of the organization, including in terms of:
 - a. Performance of duties and responsibilities of BOC and Board of Directors;

Dewan Komisaris Board of Commissioners

- b. Kelengkapan dan pelaksanaan tugas komite-komite dan satuan kerja yang menjalankan fungsi pengendalian intern bank;
 - c. Penerapan fungsi kepatuhan, auditor internal dan auditor eksternal;
 - d. Penerapan manajemen risiko, termasuk sistem pengendalian intern;
 - e. Penyediaan dana kepada pihak terkait dan penyediaan dana besar;
 - f. Rencana strategis Bank;
 - g. Transparansi kondisi keuangan dan non keuangan Bank.
3. Dalam melaksanakan fungsi pengawasan, Dewan Komisaris wajib mengarahkan, memantau dan mengevaluasi pelaksanaan kebijakan strategis Bank.
 4. Dewan Komisaris tidak boleh terlibat dalam pengambilan keputusan terkait dengan kegiatan operasional Bank, kecuali dalam hal penyediaan dana kepada pihak terkait, atau hal-hal lain yang ditetapkan dalam Anggaran Dasar Bank dan/atau peraturan perundang-undangan yang berlaku dalam rangka melaksanakan fungsi pengawasan.
 5. Dewan Komisaris memiliki tanggung jawab untuk menyetujui dan secara berkala meninjau strategi bisnis secara keseluruhan dan kebijakan Bank yang signifikan.
 6. Dewan Komisaris mengevaluasi visi dari manajemen senior dengan melihat arah strategis BII sekarang dan di masa mendatang.
 7. Dewan Komisaris bertanggung jawab untuk memastikan bahwa manajemen senior mempertahankan dan memperbaharui sistem pengendalian internalnya guna memastikan efektivitas dan efisiensi dalam hal pengendalian operasional, keuangan internal dan kepatuhan terhadap hukum dan peraturan.
 8. Dewan Komisaris telah membentuk Komite Audit, Komite Pemantau Risiko, Komite Remunerasi dan Nominasi yang telah menjalankan tugasnya secara efektif, dimana tugas dan tanggung jawabnya akan diuraikan secara khusus dalam laporan ini.
 9. Pengangkatan anggota komite telah dilakukan oleh Direksi berdasarkan keputusan Rapat Dewan Komisaris.
 10. Dewan Komisaris wajib memberitahukan kepada Otoritas Jasa Keuangan (OJK) paling lambat 7 (tujuh) hari kerja sejak ditemukannya:
 - a. Pelanggaran peraturan perundang-undangan di bidang keuangan dan perbankan; dan
 - b. Keadaan atau perkiraan keadaan yang dapat membahayakan kelangsungan usaha Bank.
- b. Completeness and implementation of duties of committees and work units that manage the Bank's internal control function;
 - c. Implementation of compliance function and internal and external audit functions;
 - d. Implementation of risk management including internal control system;
 - e. Provision of funds to related parties and large exposures;
 - f. Bank's strategic plan;
 - g. Transparency of the Bank's financial and non-financial condition.
3. As part of its oversight function, BOC directs, monitors, and evaluates the implementation of Bank's strategic policies.
 4. BOC may not be involved in any decision-making relating to the Bank's operational activities with the exception of fund provision to related parties or other matters stipulated in the Articles of Association and/or applicable laws and regulations in order carry out its oversight function.
 5. BOC is responsible to approve and periodically reviews overall business strategy and the Bank's significant policies.
 6. BOC evaluates vision of senior management against BII's present and future strategic directives.
 7. BOC is responsible to ensure that senior management maintains and updates internal control system to make sure effectiveness and efficiency of operational and financial internal control as well as compliance with laws and regulations.
 8. BOC has formed Audit Committee, Risk Oversight Committee, and Remuneration and Nomination Committee. All committees have effectively carried out their duties and responsibilities, which are specifically described in this report.
 9. Appointment of committee members has been made by Board of Directors based on decisions reached in BOC meetings.
 10. BOC must notify the Financial Services Authority (FSA) no later than 7 (seven) working days should there be findings of:
 - a. Violations against financial and banking laws and regulations; and
 - b. Situations or projection of situations that may put the Bank's sustainability at risk.

Dewan Komisaris Board of Commissioners

11. Melalui Komite Audit, Dewan Komisaris telah memastikan bahwa Direksi telah menindaklanjuti temuan audit dan rekomendasi dari SKAI, auditor eksternal, hasil pengawasan OJK dan atau hasil pengawasan oleh otoritas lainnya.
 12. Dewan Komisaris telah memiliki pedoman dan tata tertib kerja yang telah mencantumkan pengaturan etika kerja, waktu kerja dan mekanisme rapat yang menjadi tolok ukur dalam menilai kinerja.
 13. Dewan Komisaris telah menyediakan waktu yang cukup untuk melaksanakan tugas dan tanggung jawabnya secara optimal.
 14. Dewan Komisaris wajib berpartisipasi dalam program peningkatan kompetensi dan keahlian.
11. Through Audit Committee, BOC has ensured that Board of Directors has followed up audit findings and recommendations from SKAI, external auditors, FSA, and/or other supervisory results from other authorities.
 12. BOC has guidelines and rules that state work ethics, work schedule, and meeting mechanism used as parameters in assessing BOC's performance.
 13. BOC has provided sufficient time to carry out its duties and responsibilities optimally.
 14. BOC shall participate in competence and skill building programs.

Jumlah, Komposisi dan Kriteria Anggota Dewan Komisaris

Berdasarkan peraturan Bank Indonesia tentang Pelaksanaan GCG disebutkan bahwa:

- Jumlah anggota Dewan Komisaris paling kurang terdiri dari 3 (tiga) orang dan paling banyak sama dengan jumlah Direksi.
- Paling kurang 1 (satu) orang anggota Dewan Komisaris harus berdomisili di Indonesia.
- Paling kurang 50% dari jumlah anggota Dewan Komisaris merupakan Komisaris Independen.
- 50% atau lebih dari anggota Dewan Komisaris harus Warga Negara Indonesia.

Dalam hal ini BII telah memenuhi semua peraturan BI tersebut dimana:

- jumlah anggota Dewan Komisaris BII lebih dari 3 (tiga) orang dan tidak melebihi jumlah Direksi. Jumlah anggota Dewan Komisaris BII sejumlah 6 (enam) orang dan jumlah anggota Direksi 8 (delapan) orang.
- Ada 3 (tiga) orang anggota Dewan Komisaris berdomisili di Indonesia yaitu Umar Juoro, Budhi Dyah Sitawati dan Achjar Iljas.
- Ada 3 (tiga) orang anggota Dewan Komisaris yang merupakan Komisaris Independen yaitu Umar Juoro, Budhi Dyah Sitawati dan Achjar Iljas.
- 50% anggota Dewan Komisaris adalah Komisaris yang merupakan Warga Negara Indonesia.

Anggota Dewan Komisaris dipimpin oleh seorang Presiden Komisaris. Adapun susunan Anggota Dewan Komisaris per tanggal 31 Desember 2014 adalah sebagai berikut:

Number, Composition, and Criteria of Board of Commissioners

According on Bank Indonesia regulation on GCG Implementation specifies the following:

- BOC should consist of at least 3 (three) persons and number of BOC members should not exceed the number of Board of Directors.
- At least 1 (one) member of BOC domiciles in Indonesia.
- At least 50% of the BOC members are Independent Commissioner.
- 50% or more members of BOC are Indonesian Citizen.

In view of the above, BII has satisfied all requirements from BI, whereby:

- Number of BII's BOC is members more than 3 (three) persons and not exceed the number of Board of Directors. BII's BOC comprises 6 (six) persons, while the Board of Directors consists of 8 (eight) persons.
- There are 3 (three) members of BOC that reside in Indonesia, namely Umar Juoro, Budhi Dyah Sitawati, and Achjar Iljas.
- BOC has 3 (three) Independent Commissioners, namely Umar Juoro, Budhi Dyah Sitawati dan Achjar Iljas.
- 50% of the BOC are Indonesian Citizens.

Members of BOC are chaired by a President Commissioner. The composition of the BOC as per 31 December 2014 is as follows:

Dewan Komisaris Board of Commissioners

Susunan Anggota Dewan Komisaris

Jabatan	Nama Name	Position
Presiden Komisaris	Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor *)	President Commissioner
Komisaris	Datuk Abdul Farid bin Alias *)	Commissioner
Komisaris	Spencer Lee Tien Chye *)	Commissioner
Komisaris Independen	Umar Juoro **)	Independent Commissioner
Komisaris Independen	Budhi Dyah Sitawati **)	Independent Commissioner
Komisaris Independen	Achjar Iijas **)	Independent Commissioner

*) Anggota Dewan Komisaris yang merupakan tenaga kerja asing, kewarganegaraan Malaysia dan tidak berdomisili di Indonesia.
Member of the Board of Commissioners, foreign worker, Malaysian Citizen and not domiciled in Indonesia.

***) Anggota Dewan Komisaris kewarganegaraan Indonesia dan berdomisili di Indonesia.
Member of the Board of Commissioners, Indonesian Citizen and domiciled in Indonesia.

Penggantian dan/atau pengangkatan anggota Dewan Komisaris telah memperhatikan rekomendasi Komite Remunerasi dan Nominasi.

Replacement and/or appointment of BOC members have taken into account recommendations made by Remuneration and Nomination Committee.

Anggota Dewan Komisaris telah melalui proses seleksi Fit and Proper Test Bank Indonesia dan/atau Otoritas Jasa Keuangan sesuai dengan ketentuan yang berlaku dan telah memenuhi kriteria yaitu memiliki integritas, kompetensi dan reputasi keuangan yang memadai.

Members of BOC have passed Fit and Proper Test process from Bank Indonesia and/or Financial Services Authority as per regulatory requirement. They have also satisfied the applicable criteria of having the integrity, competence, and sound financial reputation.

Pengangkatan dan Masa Jabatan Dewan Komisaris

Penggantian dan/atau pengangkatan anggota Dewan Komisaris telah memperhatikan rekomendasi Komite Remunerasi dan Nominasi serta memperoleh persetujuan dari RUPS.

BOC Appointment and Term of Office

Replacement and/or appointment of BOC members have taken into account recommendations made by Remuneration and Nomination Committee and have been approved by GMS.

Masa Jabatan Dewan Komisaris

Board of Commissioners' Term of Office

No	Name	Position	Appointment Date	Approval Date	Effective Date	Tenure until Masa Jabatan s/d	Periode Pengangkatan	Jumlah Periode Pengangkatan	Domisili
			GMS RUPS	Regulator					
1	Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor	President Commissioner Presiden Komisaris	28 January 2010	1 April 2010	1 April 2010	RUPST 2015	2010-2012 2012-2015	2x	Malaysia
2	Datuk Abdul Farid bin Alias	Commissioner Komisaris	11 November 2013	3 Juni 2014	3 Juni 2014	RUPST 2015	2013-2015	1x	Malaysia
3	Spencer Lee Tien Chye	Commissioner Komisaris	01 December 2008	20 February 2009	20 February 2009	RUPST 2015	2008-2009 2009-2012 2012-2015	3x	Malaysia
4	Umar Juoro	Independent Commissioner Komisaris Independen	05 September 2002	07 November 2002	07 November 2002	RUPST 2015	2002-2004 2004-2006 2006-2009 2009-2012 2012-2015	5x	Indonesia
5	Budhi Dyah Sitawati	Independent Commissioner Komisaris Independen	27 Agustus 2010	1 April 2011	1 April 2011	RUPST 2015	2010-2012 2012-2015	2x	Indonesia
6	Achjar Iijas	Independent Commissioner Komisaris Independen	22 April 2013	18 Februari 2014	20 Februari 2014	RUPST 2015	2013-2015	1x	Indonesia

Rangkap Jabatan Anggota Dewan Komisaris

Sesuai dengan peraturan Bank Indonesia (PBI), anggota Dewan Komisaris hanya dapat merangkap jabatan sebagai anggota Dewan Komisaris, Direksi, ataupun Pejabat Eksekutif pada 1 (satu) lembaga/perusahaan bukan lembaga keuangan, atau anggota Dewan Komisaris, Direksi atau Pejabat Eksekutif yang melaksanakan fungsi pengawasan pada 1 (satu) perusahaan anak bukan Bank yang dikendalikan oleh Bank.

Namun, rangkap jabatan diperbolehkan apabila anggota Dewan Komisaris non-independen menjalankan tugas fungsional dari pemegang saham Perseroan yang berbentuk badan hukum pada kelompok usahanya; dan/atau anggota Dewan Komisaris menduduki jabatan pada organisasi atau lembaga nirlaba, sepanjang yang bersangkutan tidak mengabaikan pelaksanaan tugas dan tanggung jawab sebagai anggota Dewan Komisaris.

Per 31 Desember 2014 tidak ada anggota Dewan Komisaris yang memiliki rangkap jabatan sebagaimana dimaksud dalam PBI. Adapun anggota Dewan Komisaris yang memiliki jabatan lain yang bukan termasuk rangkap jabatan sebagaimana dimaksud dalam PBI GCG adalah sebagai berikut:

Concurrent Positions of the Board of Commissioners

In accordance with Bank Indonesia Regulation, a member of BOC may only concurrently serve as member of BOC, member of Board of Directors, or as Executive Officer in 1 (one) non-financial institution/company, or as member of BOC, member of Board of Directors, or as Executive Officer that carries out oversight function over 1 (one) non-bank subsidiary company controlled by the Bank.

Notwithstanding, concurrent positions are allowed for non-independent members of BOC who carry out functional duties within a business group of the Bank's shareholder that takes form as juristic person; and/or for members of BOC who serve positions in non-profit organizations or institutions insofar as said members do not neglect their duties and responsibilities as members of BOC.

As per 31 December 2014, members of BOC do not serve concurrent positions as defined in Bank Indonesia Regulation. Concurrent positions served by members of BOC that are outside the scope of Bank Indonesia regulation's definition are as follows:

Nama Name	Jabatan Position	Jabatan di Perusahaan/ Organisasi/Lembaga Lain Position at Other Companies/ Organization/ Institution	Perusahaan/ Organisasi/ Lembaga Lain Company/ Organization/ Other Institution
Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor	Presiden Komisaris President Commissioner	Pengurus	Lembaga Pengarah PADU Corporation, Malaysia
		Director	ICLIF Leadership and Governance Center Malaysia
		Chairman	Malayan Banking Berhad
		Chairman	Maybank Investment Bank Berhad
		Pengurus	Financial Services Professional Board
Datuk Abdul Farid bin Alias	Komisaris *) Commissioner	Member	Asian Banker Association (ABA) Policy Advocacy Committee
		Chairman	ASEAN Inter-Regional Relations, ASEAN Banking Council (ABC)
		Director	Maybank Investment Bank Berhad
		President & Chief Executive Officer	Malayan Banking Berhad
		Chairman	The Association of Banks in Malaysia
		Member	Visa Senior Client Council Program
		Member	Investment Panel of Kumpulan Wang Persaraan (Diperbadanan) (KWAP)
		Director	Maybank Ageas Holdings Berhad
		Chairman	Malaysian Electronic Payment System Sdn Bhd (MEPS)
		Vice Chairman	Institut Bank-Bank Malaysia
Member	Emerging Markets Advisory Council, Institute International Finance, London		

Dewan Komisaris Board of Commissioners

Nama Name	Jabatan Position	Jabatan di Perusahaan/ Organisasi/Lembaga Lain Position at Other Companies/ Organization/ Institution	Perusahaan/ Organisasi/ Lembaga Lain Company/ Organization/ Other Institution
Spencer Lee Tien Chye	Komisaris Commissioner	Non-Executive Director	Boardroom Pte. Ltd.
		Non-Executive	Maybank (Cambodia) Plc.
		Trustee	Maybank Foundation
Umar Juoro	Komisaris Independen Independent Commissioner	Ketua	Badan Supervisi Bank Indonesia (BSBI)
		Anggota	Komite Ekonomi Nasional (KEN)
		Senior Fellow	The Habibie Center
Budhi Dyah Sitawati	Komisaris Independen Independent Commissioner	Technical Advisor	PT Prima Wahana Caraka (PwC - Tax, Indonesia)
Achjar Iljas	Komisaris Independen Independent Commissioner	Penasehat	MEK – PP Muhammadiyah
		Penasehat	IAEI
		Penasehat	ASBISINDO

Anggota Dewan Komisaris Berkewarganegaraan Asing

Dari susunan Dewan Komisaris BII, terdapat 3 (tiga) anggota Dewan Komisaris berkewarganegaraan asing yang telah memenuhi persyaratan Bank Indonesia terkait Pemanfaatan Tenaga Kerja Asing, dengan data-data sebagai berikut:

Members of Board of Commissioners with Foreign Citizenship

In the composition of BII BOC, there are 3 (three) members of BOC who holds foreign citizenship and who have met all Bank Indonesia requirements concerning Employment of Foreign Workers. Details of the foreign members are as follows:

Nama Name	Kewarganegaraan Citizenship	KITAS		IMTA		Position Jabatan
		Ijin Kerja Licence	Masa Berlaku Validity	No. Ijin Licence	Masa Berlaku Validity	
Dewan Komisaris						
Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor	Malaysia	Tidak dipersyaratkan untuk memiliki KITAS karena tidak berdomisili di Indonesia A KITAS is not required since these individuals do not reside in Indonesia		KEP.16604/ MEN/P/ IMTA/2014	13 July 2015	Presiden Komisaris President Commissioner
Datuk Abdul Farid bin Alias	Malaysia			KEP.03606/ MEN/P/ IMTA/2015	27 January 2016	Komisaris Commissioner
Spencer Lee Tien Chye	Malaysia			KEP.16603/ MEN/P/ IMTA/2014	19 August 2015	Komisaris Commissioner

Independensi dan Transparansi Anggota Dewan Komisaris

Independensi dan Transparansi Dewan Komisaris sebagaimana yang dinyatakan dalam Surat Pernyataan pribadi dari seluruh anggota Dewan Komisaris posisi Desember 2014.

Komisaris Independen

Komisaris Independen adalah anggota Dewan Komisaris yang tidak memiliki hubungan keuangan, hubungan kepengurusan, hubungan kepemilikan saham, dan/atau hubungan keluarga dengan anggota Dewan Komisaris lainnya, Direksi dan/atau Pemegang Saham Pengendali atau hubungan dengan Bank, yang dapat mempengaruhi kemampuannya untuk bertindak independen.

Kriteria Penentuan Komisaris Independen

Komisaris Independen ditetapkan paling kurang 50% (lima puluh persen) dari jumlah anggota Dewan Komisaris. Dalam pelaksanaan GCG, diperlukan keberadaan Komisaris Independen untuk menghindari benturan kepentingan (conflict of interest) dalam pelaksanaan tugas seluruh tingkatan atau jenjang organisasi Bank, check and balance, serta melindungi kepentingan *stakeholders* khususnya pemilik dana dan pemegang saham minoritas.

Independensi Komisaris Independen

Masing-masing Komisaris Independen menandatangani pernyataan independensi yang dibuat dan diperbaharui secara berkala. Berdasarkan Surat Pernyataan Anggota Dewan Komisaris posisi Desember 2014, tidak ada Komisaris Independen yang memiliki rangkap jabatan kecuali jabatan yang diperkenankan sebagaimana yang telah ditetapkan dalam Peraturan Bank Indonesia tentang Pelaksanaan GCG Bagi Bank Umum.

Transparansi Hubungan Keluarga & Hubungan Keuangan

Semua anggota Dewan Komisaris yang menjabat hingga posisi Desember 2014 tidak saling memiliki hubungan keluarga sampai dengan derajat kedua dengan sesama anggota Dewan Komisaris dan/atau Direksi serta pemegang saham pengendali Bank.

Anggota Dewan Komisaris tidak memanfaatkan Bank untuk kepentingan pribadi, keluarga, dan/atau pihak lain yang dapat merugikan atau mengurangi keuntungan Bank. Anggota Dewan Komisaris tidak mengambil dan/atau menerima keuntungan pribadi dari Bank selain remunerasi dan fasilitas lainnya yang ditetapkan Rapat Umum Pemegang Saham.

Independence and Transparency of Board of Commissioners' Members

The Independence and Transparency of BOC members are stated in a Letter of Personal Statement signed by all members of BOC as of December 2014.

Independent Commissioner

An Independent Commissioner is a member of BOC without financial, management, shareholding, and/or familial relationship with other members of BOC, members of Board of Directors, and/or Controlling Shareholders or any relationship with the Bank that may compromise the Independent Commissioner's ability to maintain impartiality.

Independent Commissioner Criteria

Independent Commissioner shall make up at least 50% (fifty percent) of the total members of BOC. In terms of GCG implementation, the presence of Independent Commissioner is necessary to prevent conflict of interests in the implementation of duties across the Bank's organization levels, to provide checks and balance, and to protect the interests of shareholders particularly minority fund owners and shareholders.

Independency of Independent Commissioner

Each Independent Commissioner signs independence statement letter that is made and regularly updated. Based on the Statement Letters signed by BOC members as of December 2014, Independent Commissioners do not serve concurrent positions other than positions allowed under Bank Indonesia Regulation on GCG Implementation in Commercial Banks.

Transparency on Familial and Financial Relationship

All members of BOC that are in office as of December 2014 do not have familial relationships up to the second degree with fellow members of BOC and/or with members of Board of Directors and the Bank's controlling shareholders.

Members of BOC do not use the Bank to serve their personal and familial interests or interests of any other parties that may detriment or deduct the Bank's profits. Members of BOC do not take and/or receive personal benefits from the Bank other than remuneration and other facilities decided in General Meeting of Shareholders.

Dewan Komisaris Board of Commissioners

Hubungan Afiliasi Dewan Komisaris

Affiliation of the Board of Commissioners

Nama Name	Hubungan Keluarga Dengan Affiliated With						Hubungan Keuangan Dengan Financial Relationship With					
	Dewan Komisaris Board of Commissioners		Direksi Board of Directors		Pemegang Saham Pengendali Controlling Shareholders		Dewan Komisaris Board of Commissioners		Direksi Board of Directors		Pemegang Saham Pengendali Controlling Shareholders	
	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No
Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor	-	v	-	v	-	v	-	v	-	v	v	-
Datuk Abdul Farid bin Alias	-	v	-	v	-	v	-	v	-	v	v	-
Spencer Lee Tien Chye	-	v	-	v	-	v	-	v	-	v	v	-
Umar Juoro	-	v	-	v	-	v	-	v	-	v	-	v
Budhi Dyah Sitawati	-	v	-	v	-	v	-	v	-	v	-	v
Achjar Iljas	-	v	-	v	-	v	-	v	-	v	-	v

Transparansi Kepemilikan Saham

Anggota Dewan Komisaris wajib mengungkapkan kepemilikan saham jika mencapai 5% (lima perseratus) atau lebih dari modal disetor baik pada BII, Bank lain, Lembaga Keuangan Bukan Bank dan perusahaan lainnya, yang berkedudukan di dalam maupun di luar negeri. Pengungkapan tersebut dapat dilihat pada tabel di bawah ini:

Shareholding Disclosure

Members of BOC must disclose their shareholding in BII, other banks, non-bank financial institution, and other companies located in local or overseas if the ownership exceeds 5% (five out of one hundred) or exceeds the amount of paid up capital. The disclosure of shareholding is presented in the following table:

Nama Name	Perusahaan Lainnya Other Company	Bank Lain Other Bank	Lembaga Keuangan Bukan Bank Non-Bank Financial Company	%
Dewan Komisaris Board of Commissioners				
Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor	Tidak ada None	Tidak ada None	Tidak ada None	
Datuk Abdul Farid bin Alias	Tidak ada None	Tidak ada None	Tidak ada None	
Spencer Lee Tien Chye	Tidak ada None	Tidak ada None	Tidak ada None	
Umar Juoro	Tidak ada None	Tidak ada None	Tidak ada None	
Budhi Dyah Sitawati	PT Lintas Jeram Nusantara, Jakarta	Tidak ada None	Tidak ada None	25%
	PT Bangkit Maju Wisata, Purwokerto			55%
	PT Apsara Selaras Investa, Jakarta			25%
	PT Bravo Outdoor Supplies & Services, Jakarta			25%
Achjar Iljas	Tidak ada None	Tidak ada None	Tidak ada None	

Dewan Komisaris tidak menjadi pengurus pada Anak Perusahaan dan Perusahaan Terafiliasi sebagaimana tercantum pada tabel berikut:

Members of BOC do not serve as executives in Subsidiaries and Affiliated Companies as presented in the following table:

Transparansi Hubungan Pengurusan dan Pengawasan Antara Perusahaan Dengan Anak Perusahaan dan Perusahaan Terafiliasi

Disclosure on Management and Oversight Relationship Between the Bank and Subsidiaries and Affiliated Companies

Name Nama	BANK	WOM	BIIF
Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor	Presiden Komisaris President Commissioner	-	-
Datuk Abdul Farid bin Alias	Komisaris Commissioner	-	-
Spencer Lee Tien Chye	Komisaris Commissioner	-	-
Umar Juoro	Komisaris Independen Independent Commissioner	-	-
Budhi Dyah Sitawati	Komisaris Independen Independent Commissioner	-	-
Achjar Iljas	Komisaris Independen Independent Commissioner	-	-

Prosedur Penetapan Remunerasi Anggota Dewan Komisaris

Prosedur Penetapan Remunerasi Anggota Dewan Komisaris dilaksanakan sebagai berikut:

- Komite Remunerasi & Nominasi memberikan rekomendasi dan usulan kepada Dewan Komisaris.
- Dewan Komisaris mengusulkan dan menyampaikan kepada RUPS.
- RUPS memutuskan gaji/honorarium dan tunjangan Dewan Komisaris.

Procedure to Determine the Board of Commissioners' Remuneration

The following are procedures to determine the remuneration of the members of the BOC:

- The Remuneration & Nomination Committee provides recommendation to the BOC.
- The BOC propose and extend the recommendation to the GMS.
- The GMS provide resolution on salary/honorarium and benefits of the BOC.

Dewan Komisaris Board of Commissioners



Uraian Kebijakan Remunerasi Anggota Dewan Komisaris

Kebijakan remunerasi dan fasilitas lain bagi anggota Dewan Komisaris antara lain meliputi:

- a. Remunerasi dalam bentuk non natura, termasuk gaji dan penghasilan tetap lainnya, antara lain tunjangan (*benefit*), kompensasi berbasis saham, tantiem dan bentuk remunerasi lainnya; dan
- b. Fasilitas lain dalam bentuk natura/non natura yaitu penghasilan tidak tetap lainnya, termasuk tunjangan untuk perumahan, transportasi, asuransi kesehatan dan fasilitas lainnya, yang dapat dimiliki maupun tidak dapat dimiliki.

Ketentuan tentang besarnya gaji atau honorarium atau remunerasi dan/atau tunjangan bagi anggota Dewan Komisaris ditetapkan oleh RUPS dengan memperhatikan rekomendasi dari Komite Remunerasi dan Nominasi.

Board of Commissioners Remuneration Policy Description

Policy on remuneration and other facilities provided for members of BOC among others include:

- a. In-kind remuneration, including salaries and other fixed income, including benefits, share-based compensation, bonuses, and other forms of remuneration; and
- b. Other in-cash/in-kind facilities i.e. other non-fixed income including housing allowance, transportation, health insurance, and other facilities that BOC members may and may not own.

The amount of salaries or fees or remuneration and/or benefits for members of BOC is determined by GMS by taking into account recommendations from Remuneration and Nomination Committee.

Dewan Komisaris Board of Commissioners

Jenis Remunerasi dan Fasilitas Lain Type or Remuneration and other Facility	Jumlah Diterima dalam 1 Tahun *) Total Remuneration in 1 Year							
	Dewan Komisaris Board of Commissioners							
	Orang Members				2014	2013	2012	2011
	2014	2013	2012	2011	Jutaan Rupiah Million Rupiah	Jutaan Rupiah Million Rupiah	Jutaan Rupiah Million Rupiah	Jutaan Rupiah Million Rupiah
1 Remunerasi (gaji, bonus, tunjangan rutin, tantiem dan fasilitas lainnya dalam bentuk non natura) Gross remuneration (salary, bonus, benefits regular, bonus and other perks in the form of non natura)	6	7	7	7	11,268	13,152	12,832	12,956
2 Fasilitas lain dalam bentuk natura (perumahan, transportasi, kesehatan dan sebagainya) yang: Other facilities in the forms of (housing, transportation, health and so on) that:					-	-	-	-
• dapat dimiliki be held								
• tidak dapat dimiliki can not be held					817	1,809	441	316
Total					12,085	14,961	13,273	13,272
Keterangan Notes *) Sebelum dipotong pajak Before tax deduction								

Frekuensi Pertemuan dan Tingkat Kehadiran Dewan Komisaris

Frekuensi Rapat

Sampai dengan Desember 2014, Rapat Dewan Komisaris telah diselenggarakan sebanyak 14 (empat belas) kali yang dihadiri secara fisik maupun melalui teknologi telekonferensi, dimana 7 (tujuh) dari 14 (empat belas) kali rapat Dewan Komisaris dihadiri oleh seluruh anggota Dewan Komisaris secara fisik.

Dengan demikian Rapat Dewan Komisaris telah diselenggarakan secara berkala lebih dari 4 (empat) kali dalam tahun 2014, dan dihadiri secara fisik atau melalui teknologi telekonferensi oleh seluruh anggota Dewan Komisaris lebih dari 2 (dua) kali sepanjang tahun 2014.

Dengan demikian dalam hal penyelenggaraan rapat Dewan Komisaris telah memenuhi Peraturan Bank Indonesia tentang pelaksanaan GCG.

Board of Commissioners' Meeting Frequency and Level of Attendance

Meeting Frequency

Until December 2014, BOC has organized 14 (fourteen) meetings attended in person or via teleconference technology, where 7 (seven) of the 14 (fourteen) BOC meetings were attended in person by all members of BOC.

Hence, BOC meeting has been conducted periodically for over 4 (four) times throughout 2014 and attended in person or via teleconference technology by all members of BOC for 2 (two) times throughout 2014.

Considering the above, BOC meeting has met Bank Indonesia Regulation on GCG Implementation.

Dewan Komisaris Board of Commissioners

Tingkat Kehadiran

Tingkat kehadiran anggota Dewan Komisaris dalam rapat-rapat Dewan Komisaris selama 2014 dapat dilihat pada Tabel dibawah ini:

Tingkat Kehadiran Anggota Dewan Komisaris Dalam Rapat Dewan Komisaris 2014

Nama Name	Jabatan Position	Jumlah Rapat Total Meetings	Jumlah Kehadiran Total Attendance	Jumlah Kehadiran Total Attendance (%)
Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor	Presiden Komisaris President Commissioner	14	14	100%
Datuk Abdul Farid bin Alias	Komisaris Commissioner	14	14	100%
Spencer Lee Tien Chye	Komisaris Commissioner	14	14	100%
Umar Juoro	Komisaris Independen Independent Commissioner	14	13	92,86%
Budhi Dyah Sitawati	Komisaris Independen Independent Commissioner	14	14	100%
Achjar Iljas	Komisaris Independen Independent Commissioner	14	13	92,86%

Level of Attendance

The level of attendance of BOC members in BOC meetings in 2014 is presented in the following table:

Level of Attendance of BOC Members in BOC Meeting 2014

Rapat Anggota Dewan Komisaris 2014 bersama dengan Direksi

Dalam Rapat Dewan Komisaris, ada kalanya anggota Direksi turut menghadiri rapat tersebut apabila terkait dengan agenda pembahasan rapat. Rapat Dewan Komisaris yang dihadiri Direksi dalam pembahasan agenda khusus rapat sebagaimana berikut:

BOC Meetings with Board of Directors in 2014

In certain circumstances relevant to agenda items, members of Board of Directors are invited to attend BOC meeting. BOC meetings that involve the presence of the Board of Directors' members to discuss specific agenda items are as follows:

Nama Name	Jabatan Position	Jumlah Rapat Total Meetings	Jumlah Kehadiran Total Attendance	Jumlah Kehadiran Total Attendance (%)
Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor	Presiden Komisaris President Commissioner	14	14	100%
Datuk Abdul Farid bin Alias	Komisaris Commissioner	14	14	100%
Spencer Lee Tien Chye	Komisaris Commissioner	14	14	100%
Umar Juoro	Komisaris Independen Independent Commissioner	14	13	92,86%
Budhi Dyah Sitawati	Komisaris Independen Independent Commissioner	14	14	100%
Achjar Iljas	Komisaris Independen Independent Commissioner	14	13	92,86%

Dewan Komisaris Board of Commissioners

Nama Name	Jabatan Position	Jumlah Rapat Total Meetings	Jumlah Kehadiran Total Attendance	Jumlah Kehadiran Total Attendance (%)
Anggota Direksi Yang Hadir Dalam Agenda Khusus Rapat Dewan Komisaris Members of the Board of Directors that Present in the Specific Agenda of the Board of Commissioners' Meeting				
Taswin Zakaria	Presiden Direktur President Director	14	14	100%
Thilagavathy Nadason	Direktur Director	14	14	100%
Ghazali bin Mohd Rasad	Direktur Director	12	10	83%
Jenny Wiriyanto	Direktur Director	12	8	67%
Ani Pangestu	Direktur Director	12	10	83%
Lani Darmawan	Direktur Director	12	8	67%
Dhien Tjahajani*)	Direktur Director	8	7	88%
Rahardja Alimhamzah**)	Direktur Director	3	3	100%
Hedy Maria Helena Lopian***)	Direktur Director	2	2	100%
<p>*) Dhien Tjahajani telah lulus fit and proper test dan mendapatkan persetujuan dari Otoritas Jasa Keuangan selaku Direktur Kepatuhan, berlaku efektif tanggal 20 Juni 2014. Bank juga telah menunjuk Dhien Tjahajani sebagai Sekretaris Perusahaan dan berlaku efektif tanggal 18 Juli 2014. Dhien Tjahajani has passed the fit and proper test and received the approval from the Financial Services Authority as the Compliance Director, effective as of 20 June 2014. The Bank has also appointed Dhien Tjahajani as Corporate Secretary, effective of 18 July 2014.</p> <p>***) Hedy Maria Helena Lopian mengundurkan diri sebagai Direktur Manajemen Risiko per tanggal 21 Februari 2014. Masa jabatan Hedy Maria Lopian selaku Direktur Bank akan berakhir sejak ditutupnya RUPST Bank tahun 2014 yaitu pada tanggal 28 April 2014. Hedy Maria Lopian resigned as Risk Management Director as of 21 February 2014. The tenure of Hedy Maria Lopian as the Bank's Director will be terminated by the closing of the Bank's AGMS 2014 on 28 April 2014.</p>				

Mekanisme Pengambilan Keputusan

Pengambilan keputusan rapat Dewan Komisaris telah dilakukan berdasarkan musyawarah mufakat. Segala keputusan rapat Dewan Komisaris bersifat mengikat bagi seluruh anggota Dewan Komisaris. Hasil rapat Dewan Komisaris telah dituangkan dalam risalah rapat dan didokumentasikan secara baik serta tidak pernah ada perbedaan pendapat (*dissenting opinions*) yang terjadi dalam rapat Dewan Komisaris. Dengan demikian dalam hal pengambilan keputusan serta dokumentasi hasil rapat Dewan Komisaris telah dilakukan sesuai dengan peraturan Otoritas Jasa Keuangan.

Decision Making Mechanism

Decision making in BOC meetings is based on amicable consensus and agreement. All decisions of BOC are binding for all members of BOC. Meeting resolutions are recorded into well-documented Minutes of Meeting. There is no dissenting opinion during BOC meetings. Therefore, decision-making and documentation of BOC meeting resolutions have adhered by Financial Services Authority Regulation.

Dewan Komisaris Board of Commissioners

Agenda Rapat

Dewan Komisaris memiliki Agenda Rapat Dewan Komisaris secara tahunan. Agenda tersebut dapat disesuaikan pada Rapat Dewan Komisaris secara bulanan. Secara garis besar Agenda Rapat Dewan Komisaris selama 2014 sebagai berikut:

Meeting Agenda

The BOC has annual BOC Meeting Agenda. The Agenda can be adjusted as necessary for BOC monthly meeting. The Agenda Meeting of the BOC in 2014 is as follows:

No	Tanggal Rapat Date of Meeting	Agenda Rapat Dewan Komisaris Agenda of the Board of Commissioners Meetings
1	27 January 2014	<ol style="list-style-type: none"> 1. No.01/KOM/01.2014 2. Minutes of BOC Meeting held on 27 November 2013 3. Matters Arising from the Minutes of BOC Meeting held on 27 November 2013 4. CEO Update & Review of Group Overall Financial Performance for December'13 5. WOM Update 6. Branch Opening Update 7. Collective Labour Agreement Renewal Update 8. Implementation of Compliance Function 9. BNM CRR Update 10. Report from Chairman of Committees 11. BOC Annual Outline Agenda for the Year 2014
2	12 February 2014	No.02/KOM/02.2014 <ol style="list-style-type: none"> 1. BII's Audited Consolidated Financial Statements for the year ended 31 December 2013
3	18 February 2014	No.03/KOM/02.2014 <ol style="list-style-type: none"> 1. BII's Audited Consolidated Financial Statements for the year ended 31 December 2013
4	28 February 2014	No.04/KOM/02.2014 <ol style="list-style-type: none"> 1. Minutes of BOC Meeting held on 27 January, 12 February and 18 February 2014 2. Matters Arising from the Minutes of BOC Meeting held on 27 January 2014 3. CEO Update & Review of Group Overall Financial Performance for January'14 4. IT Strategy Update 5. Syariah Update 6. Audit Findings on Corporate Accounts 7. Report from Chairman of Committees 8. Other Matters: 9. Revised Minimum Capital Requirements 10. BOC Annual Outline Agenda for the Year 2014
5	28 April 2014	No.06/KOM/03.2014 <ol style="list-style-type: none"> 1. Minutes of BOC Meeting held on 28 March 2014 2. Matters Arising from the Minutes of BOC Meeting held on 28 March 2014 3. CEO Update & Review of Group Overall Financial Performance for March'14 4. 1Q14 Long Form Financial Statement & BI Publication Report 5. Operations Update 6. Human Capital – Attrition 7. CR Update 8. BNM CRR Update 9. Report from Chairman of Committees 10. BOC Meeting Annual Agenda for 2014
6	26 May 2014	No.07/KOM/05.2014 <ol style="list-style-type: none"> 1. Minutes of BOC Meeting held on 28 April 2014 2. Matters Arising from the Minutes of BOC Meeting held on 28 April 2014 3. CEO Update & Review of Group Overall Financial Performance for April'14 4. Retail Banking Update 5. Global Banking Update 6. Global Market Update 7. Report from Chairman of Committees 8. BOC Meeting Annual Agenda for 2014 9. Others – Productivity Update

No	Tanggal Rapat Date of Meeting	Agenda Rapat Dewan Komisaris Agenda of the Board of Commissioners Meetings
7	30 June 2014	No.08/KOM/06.2014 <ol style="list-style-type: none"> 1. Minutes of BOC Meeting held on 26 May 2014 2. Matters Arising from the Minutes of BOC Meeting held on 26 May 2014 3. CEO Update & Review of Group Overall Financial Performance for May 2014 4. Revised RBB 2014 5. Liquidity Management Update 6. Report from Chairman of Committees 7. BOC Meeting Annual Agenda for 2014 8. Others – Group Inclusiveness and Diversity Agenda (GIDA)
8	24 July 2014	No.09/KOM/07.2014 <ol style="list-style-type: none"> 1. 2Q14 Long Form Financial Statement & BI Publication Report
9	25 July 2014	No.10/KOM/07.2014 <ol style="list-style-type: none"> 1. Minutes of BOC Meeting held on 30 June 2014 2. Matters Arising from the Minutes of BOC Meeting held on 30 June 2014 3. CEO Update & Review of Group Overall Financial Performance for June 2014 4. Business Banking Update 5. GCG Self Assessment 6. BNM CRR Update 7. Important New Legislations Update 8. Report from Chairman of Committees 9. BOC Meeting Annual Agenda for 2014 10. Others: CEO Succession Planning
10	22 August 2014	No.11/KOM/08.2014,22 August 2014 <ol style="list-style-type: none"> 1. BNM Composite Risk Rating (CRR)2014 2. BI's Year-end Projections 3. Revised Capital Plan 2014
11	29 September 2014	No.12/KOM/09.2014 <ol style="list-style-type: none"> 1. Minutes of BOC Meeting held on 24 July, 25 July and 22 August 2014. 2. Matters Arising from the Minutes of the BOC Meeting held on 25 July and 22 August 2014. 3. CEO Update & Review of Group Financial Performance for August 2014 4. Preliminary Review of AOP 2015 5. E-Channel Update 6. IT Review 7. Mauritius Branch Progress Update 8. New Regulation Alert – Draft of New Banking Act 9. BNM CRR 2014 – Final Response to BNM Letter 10. Report from Chairman of Committees 11. Others: <ol style="list-style-type: none"> a. BI's RBBR for June 2014 and December 2013 Positions b. BOC Meeting Annual Agenda for 2014
12	21 October 2014	No.13/KOM/10.2014 <ol style="list-style-type: none"> 1. 3Q14 Long Form Financial Statements & BI Publication Report (Audited)
13	31 October 2014	No.14/KOM/10.2014 <ol style="list-style-type: none"> 1. Minutes of BOC Meeting held on 29 September 2014 and 21 October 2014 2. Matters Arising from the Minutes of the BOC Meeting held on 29 September 2014 3. CEO Update & Review of Group Financial Performance for September 2014 4. 2015 AOP 5. Extraordinary General Meeting of Shareholders on 28 November 2014 6. BNM CRR Update 7. Report from Chairman of Committees 8. Others: <ol style="list-style-type: none"> a. AMLA/Counter Terrorism b. BOC Meeting Annual Agenda for 2014

Dewan Komisaris Board of Commissioners

No	Tanggal Rapat Date of Meeting	Agenda Rapat Dewan Komisaris Agenda of the Board of Commissioners Meetings
14	21 November 2014	No.15/KOM/11.2014 Minutes of BOC Meeting held on 31 October 2014 Matters Arising from the Minutes of the BOC Meeting held on 31 October 2014 CEO Update & Review of Group Financial Performance for October 2014 RBB 2015 – 2017 Additional Investment in WOM CEO & BOD Scorecards Micro Banking Update IMPACT 2014 Update and 2015 Plan AML/CFT & Anti Fraud Strategy Legislation/Policies Update Report from Chairman of Committees Others: a. BII's Code of Conduct & Ethic b. Group Data Sharing & Matrix Organization c. BOC Meeting Annual Agenda for 2015

Program Pelatihan Dalam Rangka Peningkatan Kompetensi Dewan Komisaris

Anggota Dewan Komisaris melakukan peningkatan pengetahuan, keahlian, dan kemampuan dalam pengawasan Bank secara berkelanjutan, dalam rangka peningkatan pengetahuan tentang perbankan dan perkembangan terkini terkait bidang keuangan/lainnya yang mendukung pelaksanaan tugas dan tanggung jawab Anggota Dewan Komisaris.

Selama 2014, anggota Dewan Komisaris telah berpartisipasi dalam program peningkatan kompetensi sebagaimana berikut:

Training Program for Board of Commissioners Competency Building

Members of BOC enhance their knowledge, skills, and capacity in conducting sustainable oversight on the Bank to improve their banking knowledge and to have update on latest developments in financial as well as other sectors that would support the performance of BOC duties and responsibilities.

In 2014, members of BOC have participated in the following competence building programs:

Nama	Pelatihan/Seminar/Sertifikasi/ Konferensi/ Workshop	Penyelenggara	Waktu & Tempat Pelaksanaan
Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor	PNB Nominee Directors' Convention 2014	Permodalan Nasional Berhad (PNB)	18 Februari 2014 Kuala Lumpur Malaysia
	Invest ASEAN 2014	Maybank Investment Bank Bhd	1-2 April 2014 Singapore
	Harvard Workshop 2014 Series – Prof Richard Vietor & Assoc Prof Diego Comin	Maybank	17 Juni 2014 Kuala Lumpur Malaysia
	Maybank Annual Risk Workshop	Maybank	22 Juli 2014 Kuala Lumpur Malaysia
	Maybank Board Offsite Session	Maybank	12 September 2014 Bali, Indonesia
	Maybank Law Conference 2014 – Beyond Domestic Laws	Maybank	18 September 2014 Kuala Lumpur Malaysia
	Labuan International Finance Lecture Series 2014	Labuan FSA	26 September 2014 Labuan, Malaysia
	ICLIF Leadership Energy Summit Asia	ICLIF/BNM	1-2 Oktober 2014 Kuala Lumpur
	Anti Money Laundering & Counter Financing Terrorism (AML/CFT) Refresher Session	Maybank/BNM	28 Oktober 2014 Kuala Lumpur Malaysia

Nama	Pelatihan/Seminar/Sertifikasi/ Konferensi/ Workshop	Penyelenggara	Waktu & Tempat Pelaksanaan
Datuk Abdul Farid Bin Alias	Women Directors' Convention 2014 - 2020 Boards Leveraging Diversity for Performance	Ministry of Women, Family & Community Development	9 Desember 2014 Kuala Lumpur Malaysia
	CEO Roundtable/Conference With Philippines-Malaysian Business Council	Philippines-Malaysian Business Council	2 Februari 2014 Kuala Lumpur Malaysia
	National Economic Summit with Malaysian Prime Minister	Malaysian Prime Minister	7 Maret 2014 Kuala Lumpur Malaysia
	InvestAsean 2014 Conference		1 April 2014 Singapore
	Seminar on World Development Report 2014 – Risk & Opportunity by BNM	BNM	29 April 2014 Kuala Lumpur Malaysia
	The Asian Banker Summit 2014		21 Mei 2014 Kuala Lumpur Malaysia
	18th Malaysian Banking Summit by Malaysian Ministry of Finance	Malaysian Ministry of Finance	6 Juni 2014 Kuala Lumpur Malaysia
Spencer Lee Tien Chye	Youth Leadership Talk by UEM	by UEM	16 Agustus 2014 Selangor, Malaysia
	Leadership Energy Summit by BNM	by BNM	1 Oktober 2014 Kuala Lumpur Malaysia
	a Matrix Organization and Collaborating Successfully for Business Success Workshop' and Leaders Teaching Leaders (nara sumber/ speaker)	BII	25-26 September 2014 Jakarta, Indonesia
Umar Juoro	Global CSR Summit and Awards (nara sumber/ speaker)		3-4 April 2014 Bali, Indonesia
	Second Annual G20 Think Thank Summit (nara sumber)		3-4 September 2014 Beijing, RRC
	Finance Meeting EUROFIDAI		18 Desember 2014 Paris, Perancis
Budhi Dyah Sitawati	Seminar Risk Forum Understanding Bank's Enterprise Risk Management to comply with new Bank Indonesia Regulation New Regulation ICAAP and BASEL III	BARA	19-20 Juni 2014 Yogyakarta, Indonesia
	Seminar Shariah Banking for Executive	LPPI	19 Agustus 2014 Jakarta, Indonesia
Achjar Iljas	Seminar Risk Forum Understanding Bank's Enterprise Risk Management to comply with new Bank Indonesia Regulation New Regulation ICAAP and BASEL III	BARA	19-20 Juni 2014 Yogyakarta Indonesia
	Seminar Shariah Banking for Executive	LPPI	19 Agustus 2014 Jakarta, Indonesia

Pedoman & Tata Tertib Kerja Dewan Komisaris (BOC Charter)

Dewan Komisaris telah memiliki Pedoman dan Tata Tertib Kerja sebagai referensi serta pedoman dalam menjalankan tugas secara efektif. Pedoman dan Tata Tertib Kerja Dewan Komisaris tersebut mengatur hal-hal terkait dengan panduan pelaksanaan tugas dan tanggung jawab Dewan Komisaris serta hal-hal lain terkait dengan organisasi, tugas dan tanggung jawab, kewenangan, keterbukaan, etika kerja, pembentukan komite, pengaturan rapat dan kebijakan serta prosedur eksternal dan internal yang relevan.

Board of Commissioners Charter

BOC Charter serves as reference document and guidelines for the BOC to effectively carry out its duties. BOC Charter stipulates matters pertaining to the performance of BOC duties and responsibilities as well as matters pertaining to the organization, duties and responsibilities, authority, transparency, ethics, establishment of committee, meeting arrangement, policies, and relevant external and internal procedures.

Dewan Komisaris Board of Commissioners

Pedoman dan Tata Tertib Kerja tersedia dalam 2 (dua) bahasa yaitu Bahasa Indonesia dan Bahasa Inggris. Pedoman dan Tata Tertib Kerja ini disusun berdasarkan peraturan yang berlaku termasuk peraturan Bank Indonesia dan Otoritas Jasa Keuangan mengenai GCG, serta best practices. Keberadaan Pedoman dan Tata Tertib Kerja tersebut tidak menggantikan hukum atau persyaratan peraturan yang berlaku di Indonesia.

Untuk memastikan bahwa Pedoman dan Tata Tertib Kerja yang ada tetap relevan bagi Dewan Komisaris dan membantu dalam melaksanakan tugas secara efektif maka pembaharuan atas Pedoman dan Tata Tertib Kerja dilakukan dari waktu ke waktu mengikuti perubahan undang-undang dan peraturan yang relevan atau akan ditinjau secara berkala.

Penilaian terhadap Kinerja Anggota Dewan Komisaris

Penilaian terhadap kinerja Anggota Dewan Komisaris dilakukan setiap tahunnya untuk mengevaluasi komposisi keanggotaan Dewan Komisaris dari segi kompetensi dan keahlian/pengalaman, kinerja komite-komite Dewan Komisaris, efektivitas pelaksanaan tanggung jawab Dewan Komisaris dan penilaian mandiri maupun penilaian rekan sejawat terhadap pelaksanaan fungsi pengawasan oleh masing-masing anggota Dewan Komisaris.

Penilaian terhadap kinerja Dewan Komisaris mencakup hal-hal sebagaimana berikut:

1. Evaluasi Pribadi
2. Evaluasi Kompetensi
3. Kinerja Komite-Komite Dewan Komisaris dan rekomendasi perbaikan yang diperlukan (bila ada)
4. Efektivitas Pelaksanaan Tugas dan Tanggung Jawab Dewan Komisaris
5. Efektivitas Rapat Dewan Komisaris
6. Evaluasi diri dan rekan sejawat

Penilaian terhadap kompetensi yang dimiliki oleh Dewan Komisaris mencakup empat aspek utama yaitu:

- a. Keahlian;
- b. Pengalaman;
- c. Sektor Industri; dan
- d. Bahasa yang dikuasai.

Adapun penilaian terhadap pelaksanaan tugas dan tanggung jawab Dewan Komisaris mencakup antara lain:

1. Rencana Strategis
Keterlibatan Dewan Komisaris dalam pengembangan strategi dan penyusunan target Perusahaan.

BOC Charter is made available in 2 (two) languages, Indonesian and English. BOC Charter adopts prevailing laws and regulations, including Bank Indonesia and Financial Services Authority regulations on GCG as well as best practices. BOC Charter does not precede laws and regulations applicable in Indonesia.

To ensure that the content of BOC Charter is always relevant for BOC in order to effectively perform its duties, BOC Charter is regularly updated following changes to laws and regulations reviewed periodically.

Board of Commissioners Performance Assessment

The performance of BOC is assessed on annual basis. The assessment evaluates composition of BOC membership in terms of competence/experience, performance of Committees under BOCA and includes independent review and peer review to the performance of oversight function of each BOC member.

Assessment on BOC performance covers the following:

1. Personal evaluation
2. Competence evaluation
3. Committees under BOC and recommendations for necessary improvement (if any)
4. Effectiveness of BOC Role and Responsibilities
5. Effectiveness of BOC Meeting
6. Self and peers assessment

The assessment on BOC member competence observes the following key aspects:

- a. Expertise;
- b. Experience;
- c. Industry sector; and
- d. Language mastery.

Assessment on the performance of BOC duties and responsibilities covers the following:

1. Strategic Plan
BOC involvement in the development of the Bank's strategies and targets

Dewan Komisaris Board of Commissioners

- | | |
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| <ol style="list-style-type: none">2. Manajemen Risiko
Keterlibatan Dewan Komisaris dalam melakukan kajian terhadap manajemen risiko, kepatuhan dan pengendalian risiko serta etika bisnis Perusahaan3. Pengelolaan Kinerja
Keterlibatan Dewan Komisaris dalam memantau kinerja Direksi dalam pelaksanaan strategi dan pencapaian target serta anggaran yang dicanangkan selama satu tahun.4. Komunikasi
Komunikasi yang terbuka dan partisipasi anggota Dewan Komisaris dalam Rapat Dewan Komisaris, akses ke Presiden Komisaris, Direksi dan Sekretaris Perusahaan, dan tindak lanjut atas hal-hal yang dibahas dalam Rapat Dewan Komisaris.5. Penciptaan Nilai Bagi Pemegang Saham
Keberhasilan dalam memberikan nilai tambah bagi Pemegang Saham dan Pemangku Kepentingan. Penilaian Dewan Komisaris terhadap transaksi yang dapat mempengaruhi posisi dan hak pemegang saham dan bagaimana Dewan Komisaris memastikan adanya kebijakan yang efektif mengenai hubungan dengan investor dan komunikasi kepada pemegang saham/pemangku kepentingan/masyarakat.6. Lainnya
Informasi terkait dengan tingkat kehadiran, efektivitas Rapat Dewan Komisaris dan tindak lanjut oleh Manajemen atas permasalahan yang dibahas didalam Rapat Dewan Komisaris. | <ol style="list-style-type: none">2. Risk Management
BOC involvement in reviewing risk management, compliance, risk control, and business ethics of the Bank3. Performance Management
BOC involvement in monitoring performance of the Board of Directors in implementing corporate strategies, target achievements, and budget allocated for the year4. Communications
Open communications and participation of BOC members in BOC meetings, access to President Commissioner, Board of Directors, and Corporate Secretary; and follow up on matters discussed in BOC meetings5. Shareholders Value Creation
Delivery of value to Shareholders and Stakeholders; assessment of BOC assessment on transactions that may impact positions and rights of shareholders; BOC ensures that effective policy is in place concerning investor relations and communications with shareholders/stakeholders/ public.6. Others
Information on level of attendance, effectiveness of BOC meeting, and follow up by Management on matters discussed in BOC meetings. |
|--|--|

Sedangkan penilaian individual dan rekan sejawat (self & peers assessment) mencakup tiga aspek utama yaitu:

1. Pemahaman anggota Dewan Komisaris terhadap perbedaan antara peran Dewan Komisaris dan Direksi;
2. Kontribusi terhadap interaksi antara anggota Dewan Komisaris dan kualitas dari masukan yang diberikan;
3. Peran dari Presiden Komisaris.

Hasil dari self assessment tersebut akan dijadikan acuan dalam menetapkan langkah yang perbaikan yang perlu dilakukan oleh Dewan Komisaris.

Kebijakan Keberagaman Komposisi Dewan Komisaris

Dalam rangka pelaksanaan tugas dan tanggung jawab Dewan Komisaris untuk melakukan fungsi pengawasan pada Bank, maka Komposisi Dewan Komisaris terdiri dari beragam latar belakang kualifikasi pendidikan, keahlian serta pengalaman kerja profesional, usia, jenis kelamin dan kewarganegaraan. Penetapan keberagaman komposisi Dewan Komisaris tersebut dilakukan dengan mempertimbangkan kebutuhan dan kompleksitas Bank.

Further, self and peer assessment covers three key aspects as follows:

1. Understanding of BOC member on the distinguished roles between BOC and Board of Directors;
2. Contribution of BOC member to interaction between BOC members and the quality of inputs;
3. Role of President Commissioner.

Result of self assessment will be used as reference to determine steps of improvement that BOC might need to perform.

Policy on the Diversity of the Board of Commissioners

In implementing the duties dan responsibilities of the BOC's supervisory functions in the Bank, the BOC's composition comprises the diversity of background that include education qualification, expertise as well as professional experiences, ages, genders and citizenship. The determination of the BOC's composition diversity is conducted by taking into account the Bank's requirements and complexity.

Dewan Komisaris Board of Commissioners

Per 31 Desember 2014, keberagaman komposisi Dewan Komisaris sebagaimana berikut:

- Dari 6 (enam) orang jumlah anggota Dewan Komisaris, terdapat seorang komisaris wanita. Keberagaman gender pada komposisi anggota Dewan Komisaris tersebut menunjukkan bahwa BII mengacu konsep kesetaraan, dengan tidak membedakan antara pria dan wanita untuk menjadi Komisaris.
- Latar belakang kualifikasi pendidikan yang berbeda-beda serta pengalaman dan masa kerja selama lebih dari 15 tahun dari berbagai bidang diharapkan dapat memberikan pengayaan pengalaman bagi masing-masing Anggota Dewan Komisaris untuk saling bertukar keahlian dalam melaksanakan tugas dan tanggung jawabnya.
- Dari 6 (enam) orang jumlah anggota Dewan Komisaris, 3 (tiga) orang berkewarganegaraan Malaysia. Selebihnya berkewarganegaraan Indonesia. Keberagaman komposisi ini memungkinkan anggota Dewan Komisaris untuk saling bertukar pengalaman serta wawasan terkait *best practices* industri perbankan di negara lain.

Pengangkatan anggota Dewan Komisaris dengan keberagaman komposisi tersebut dinyatakan efektif setelah dinyatakan lulus *fit and proper test* sesuai dengan ketentuan yang berlaku.

Rincian kualifikasi anggota Dewan Komisaris disajikan dalam profil singkat Dewan Komisaris pada Laporan Tahunan ini.

KOMITE-KOMITE DI BAWAH DEWAN KOMISARIS

Dewan Komisaris dalam menjalankan tugas dan tanggung jawabnya didukung oleh 3 (tiga) komite, yaitu:

1. Komite Audit
2. Komite Pemantau Risiko
3. Komite Remunerasi & Nominasi

Anggota-anggota Komite diangkat oleh Dewan Komisaris berdasarkan Keputusan Rapat Dewan Komisaris dan Surat Keputusan Direksi. Komite-komite tersebut diketuai oleh Komisaris Independen.

Pelaksanaan tugas dan tanggung jawab komite-komite mengacu pada Pedoman dan Tata Tertib Kerja Komite yang disusun dan ditinjau ulang secara berkala sesuai dengan ketentuan yang berlaku, khususnya ketentuan Bank Indonesia dan Otoritas Jasa Keuangan terkait *Good Corporate Governance* serta *best practices*.

As of 31 December 2014, the following are the diversity of the BOC's composition:

- Out of 6 (six) members of the BOC, there is one female commissioner. The diversity of gender in the member of the BOC's composition represents the concept of equality in BII, without a differentiation between male and female for the position of Commissioner.
- The diversity of the education qualification background followed by over 15 years of experiences and tenures from various fields, are expected to enrich each of the members of the BOC's experience to share their expertise in implementing duties and responsibilities.
- Out of 6 (six) members of the BOC, there are 3 (three) members of Malaysian citizenship, with the rest are Indonesian. This composition diversity will enable the members of the BOC to share its experience and knowledge related to the best practices in the banking industry of other countries.

The appointment of the BOC with the above composition diversity is effective after the approval of fit and proper test in accordance with the applicable regulations.

The details of qualifications of the members of the BOC is presented in the brief profile of the BOC of this Annual Report.

COMMITTEES UNDER THE BOARD OF COMMISSIONERS

In the performance of its duties and responsibilities, BOC is assisted by 3 (three) committees, namely:

1. Audit Committee
2. Risk Oversight Committee
3. Remuneration & Nomination Committee

BOC appoints members of the Committees by virtue of BOC Meeting Resolution and Board of Directors Decree. Independent Commissioners serve as chairs of the committees.

The committees refer to Committee Charters in the performance of their duties and responsibilities; the Charters are formulated and regularly reviewed in accordance with applicable regulations, especially Bank Indonesia and Financial Services Authority regulations on *Good Corporate Governance* and best practices.

Berdasarkan Piagam Komite Audit, Komite Audit bertanggung jawab untuk memberikan pendapat secara profesional dan independen kepada Dewan Komisaris terhadap laporan atau hal-hal yang disampaikan oleh Direksi serta mengidentifikasi hal-hal yang memerlukan perhatian Dewan Komisaris.

As set forth in the Audit Committee Charter, Audit Committee is responsible to provide professional and independent opinion to the BOC relating to reports or other issues addressed by the Board of Directors. Audit Committee also needs to identify issues that require attention from BOC.

Dasar Pembentukan Komite Audit

- Peraturan Bapepam-LK No IX.1.5 tentang Pembentukan dan Pedoman Pelaksanaan Kerja Komite Audit yang merupakan Lampiran Keputusan Ketua Bapepam-LK No. Kep-29/PM/2004 tanggal 24 September 2004 sebagaimana diubah dengan Keputusan Ketua Bapepam-LK No. Kep-643/BL/2012 tanggal 7 Desember 2012.
- Peraturan Bank Indonesia No. 8/4/PBI/2006 tanggal 30 Januari 2006 yang diubah dengan Peraturan Bank Indonesia No.8/14/PBI/2006 tanggal 5 Oktober 2006 beserta Surat Edaran Bank Indonesia No.9/12/DPNP tanggal 30 Mei 2007 tentang Pelaksanaan GCG Bagi Bank Umum, sebagaimana diubah dengan Surat Edaran Bank Indonesia No. 15/15/DPNP tanggal 29 April 2013.

Audit Committee Basis of Establishment

- Bapepam-LK Regulation No IX.1.5 on Establishment and Guidelines of Audit Committee, attachment to Decree of Chairman of Bapepam-LK No. Kep-29/PM/2004 dated 24 September 2004 as amended by Decree of Chairman of Bapepam-LK No. Kep-643/BL/2012 dated 7 December 2012.
- Bank Indonesia Regulation No. 8/4/PBI/2006 dated 30 January 2006 amended by Bank Indonesia Regulation No.8/14/PBI/2006 dated 5 October 2006 and Bank Indonesia Circular Letter No.9/12/DPNP dated 30 May 2007 on Implementation of GCG for Commercial Banks, as amended by Bank Indonesia Circular Letter No. 15/15/DPNP dated 29 April 2013.

Pedoman dan Tata Tertib Kerja Komite Audit

Pedoman dan tata tertib dituangkan dalam Piagam Komite Audit (Audit Committee Charter) yang disetujui oleh Dewan Komisaris pada tanggal 28 Juni 2013. Piagam tersebut memuat antara lain tujuan, wewenang dan keanggotaan komite, tugas dan tanggung jawab, prosedur kerja dan rapat serta ketentuan lain-lain.

Audit Committee Guidelines and Procedure

Guidelines and procedure of the Committee are set down in Audit Committee Charter, approved by BOC on 28 June 2013. The Charter covers, among others, purpose, authority, and committee membership, duties and responsibilities, work procedure, meetings, and other provisions.

Struktur, Keanggotaan dan Keahlian anggota Komite Audit

Nama Name	Jabatan pada Komite Audit Position in Audit Committee	Periode Jabatan Position Period	Keterangan/Keahlian Description/Expertise
Budhi Dyah Sitawati (BDS)	Ketua merangkap Anggota Chairman and Member	2012 -2015	Komisaris Independen Independent Commissioner
Achjar Iljas (AI)	Anggota *) Member *)	2012 – 2015	Komisaris Independen Independent Commissioner
Agus Kretarto (AK)	Anggota Member	2012 – 2015	Pihak Independen – Bidang Akuntansi dan Perbankan Independent Party – Accounting and Banking
Nina Diyanti Anwar (NDA)	Anggota merangkap Sekretaris Member and Secretary	2012 – 2015	Pihak Independen – Bidang Akuntansi dan Perbankan Independent Party – Accounting and Banking
Spencer Lee Tien Chye (SL)	Anggota **) Member **)	2012 – 2015	Komisaris Commissioner

*) Sebagai Anggota Komite Audit sejak 3 Maret 2014 | Serves as Member of Audit Committee since 3 March 2014

***) Tidak lagi sebagai Anggota Komite Audit sejak tanggal 13 Februari 2014 | No longer serves as Member of Audit Committee since 13 February 2014

Composition, Membership, and Expertise of Audit Committee

Komite Audit Audit Committee

Setiap Anggota Komite Audit telah memenuhi ketentuan yang berlaku terkait dengan persyaratan keahlian anggota komite.

Profil singkat anggota Komite Audit disajikan pada bagian Data Perusahaan di Laporan Tahunan

Masa Tugas Anggota Komite Audit

Masa tugas anggota Komite Audit, tidak boleh lebih lama dari masa jabatan Dewan Komisaris sebagaimana diatur dalam anggaran dasar dan dapat dipilih kembali hanya untuk satu periode berikutnya

Each Audit Committee members has fulfilled the requirement in regards to the committee members expertise

Audit Committee Member Profile has stated at Corporate Data section in this Annual Report

Independency of Audit Committee Members

The Audit Committee tenure do not more than from term of office as stated in the article of association and only can replace on one period

Independensi Anggota Komite Audit

No	Kriteria Independensi Independency Criteria	Anggota Komite Audit Audit Committee Member				
		BDS	AI *)	AK	NDA	SL **)
1	Tidak mempunyai saham baik langsung ataupun tidak langsung; jika anggota Komite Audit memperoleh saham akibat suatu peristiwa hukum, maka saham tersebut wajib dialihkan kepada pihak lain dalam jangka waktu paling lama 6 (enam) bulan setelah diperolehnya saham tersebut. Does not have a direct or indirect shareholder; if, due to a legal event a member of Audit Committee be in possession of Company shares, the shares must be transferred to another party no later than 6 (six) months since the possession thereof.	V	V	V	V	V
2	Tidak memiliki hubungan afiliasi dengan anggota Dewan Komisaris, anggota Direksi maupun pemegang saham utama BII. Has no affiliation with members of BOC, Board of Directors, and BII's main shareholders.	V	V	V	V	X
3	Tidak memiliki hubungan usaha baik langsung maupun tidak langsung yang berkaitan dengan kegiatan usaha BII. Has no business relationship directly or indirectly related to the business of BII.	V	V	V	V	V
4	Bukan merupakan orang yang bekerja atau mempunyai wewenang dan tanggung jawab untuk merencanakan, memimpin, mengendalikan atau mengawasi kegiatan BII dalam waktu 6 (enam) bulan terakhir kecuali Komisaris Independen. Does not work or has authority and responsibility to plan, lead, control, or supervise business activities of BII within the last 6 (six) months with the exception of Independent Commissioner.	V	V	V	V	X
5	Bukan merupakan orang dalam Kantor Akuntan Publik, Kantor Konsultan Hukum, Kantor Jasa Penilai Publik atau pihak lain yang memberi jasa assurance, jasa non-assurance, jasa penilai dan/atau jasa konsultasi lain kepada BII dalam waktu 6 (enam) bulan terakhir. Does not represents an internal party of Public Accounting Firm, Legal Consulting Firm, Public Appraisal Firm, or other parties providing assurance, non-assurance, appraisal, and/or other consulting services to BII within the last 6 (six) months.	V	V	V	V	V

Keterangan: | Description:

*) Sebagai Anggota Komite Audit sejak 3 Maret 2014 | Serves as Member of Audit Committee since 3 March 2014

**) Tidak lagi sebagai Anggota Komite Audit sejak tanggal 13 Februari 2014 | No longer serves as Member of Audit Committee since 13 February 2014

Tugas dan tanggung jawab Komite Audit

Tugas Utama dan tanggung jawab Komite Audit meliputi:

1. Membuat rencana kegiatan tahunannya.
2. Menelaah kualitas dan transparansi informasi keuangan yang akan dikeluarkan oleh Bank seperti laporan keuangan, proyeksi dan informasi keuangan lainnya, termasuk menilai kesesuaiannya dengan standar akuntansi yang berlaku.
3. Melakukan penelaahan atas kepatuhan Bank terhadap peraturan perundang-undangan di bidang Pasar Modal dan peraturan perundang-undangan lainnya yang berhubungan dengan kegiatan Bank.

Audit Committee Duties and Responsibilities

The core duties of Audit Committee are:

1. Develop annual activity plan.
2. Review quality and transparency of financial information to be issued by the Bank, such as financial statements, projections and other financial information, including reviewing their compliance with applicable accounting standards.
3. Review the Bank's adherence to laws and regulations in Capital Market and other laws and regulations relevant to the Bank's activities.

Komite Audit Audit Committee

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| <ol style="list-style-type: none"> 4. Melakukan penelaahan berkala terhadap Piagam Audit Intern, rencana kerja tahunan audit intern dan pelaksanaannya oleh Satuan Kerja Audit Intern (SKAI). 5. Memberi masukan dalam proses pemilihan Auditor Ekstern (Auditor Independen) dengan menelaah independensi dan obyektifitas, kualitas pelayanan serta kewajaran imbalan jasa yang diajukan oleh Auditor Ekstern. 6. Melakukan penelaahan dan pemantauan atas tindak-lanjut hasil pemeriksaan SKAI, Auditor Ekstern, Bank Indonesia, serta auditor lainnya (Bank Negara Malaysia/BNM). 7. Melakukan penelaahan atas pengaduan yang berkaitan dengan Bank dan proses akuntansi dan pelaporan keuangan Bank serta adanya potensi benturan kepentingan. | <ol style="list-style-type: none"> 4. Regularly revisit Internal Audit Charter, internal audit annual plan, and plan implementation by Internal Audit Unit (SKAI). 5. Provide input to selection process of External Auditor (Independent Auditor) by reviewing independence, objectivity, service quality, and appropriateness of audit fees proposed by External Auditor. 6. Review and monitor follow-up actions on findings from IAU, External Auditor, Bank Indonesia, and other auditors (Bank Negara Malaysia/BNM). 7. Review complaints related to the Bank, accounting process, the Bank's financial reporting, and potential conflict of interests. |
|--|---|

Frekuensi Rapat dan Tingkat Kehadiran Komite Audit

Frekuensi Rapat Komite Audit

Selama 2014, Komite Audit menyelenggarakan 17 (tujuh belas) kali rapat, yang terdiri dari rapat Komite Audit dengan SKAI & Internal Audit Committee, Auditor Eksternal, Unit kerja Finance & Accounting maupun dengan unit kerja terkait lainnya seperti Kepatuhan dan Anti Fraud.

Rapat Komite Audit diselenggarakan sesuai dengan kebutuhan Bank dan hanya dilaksanakan apabila dihadiri oleh paling kurang 51% (lima puluh satu perseratus) dari jumlah anggota termasuk seorang Komisaris Independen dan Pihak Independen.

Pengambilan keputusan pada rapat komite telah dilakukan berdasarkan musyawarah mufakat atau berdasarkan suara terbanyak.

Tingkat Kehadiran

Tingkat kehadiran masing-masing anggota Komite Audit dalam Rapat Komite Audit tahun 2014 adalah sebagai berikut:

Anggota Member	Jumlah Rapat Total Meetings	Jumlah Kehadiran Total Attendance	Tingkat Kehadiran (%) Attendance Level (%)
Budhi Dyah Sitawati	17	17	100%
Achjar Iljas *)	17	12	100%
Agus Kretarto	17	17	100%
Nina Diyanti Anwar	17	17	100%

Keterangan: | Description:

*) Sebagai anggota Komite Audit sejak 3 Maret 2014 | Serves as member of Audit Committee since 3 March 2014

Audit Committee Meeting Frequency and Level of Attendance

Audit Committee Meeting Frequency

In 2014, Audit Committee held 17 (seventeen) meetings, consisting of Audit Committee meetings with IAU and Internal Audit Committee, External Auditor, Finance & Accounting Unit, and other units such as Compliance and Anti Fraud.

Audit Committee Meeting is held according to the Bank's needs and will only commence if at least 51% (fifty-one out of one hundred) of Committee members attend the meeting, including one Independent Commissioner and Independent Party.

Decisions making in the Audit Committee meetings were by consensus or by voting.

Level of Attendance

Level of attendance of each Audit Committee member in Audit Committee meetings throughout 2014 is as follows:

Komite Audit Audit Committee

Agenda Rapat Komite Audit

Agenda Rapat Komite Audit sepanjang tahun 2014 adalah sebagai berikut:

Audit Committee Meeting Agenda

The following is meeting agenda of Audit Committee in 2014:

Tanggal Rapat Komite Audit Date of the Audit Committee Meeting	Agenda Utama Rapat Komite Audit	Main Agenda of Audit Committee Meeting
21 Jan 2014	Diskusi atas hasil audit atas Laporan Keuangan 31 Desember 2013	Discussion on audit results of Financial Statements for year ended 31 December 2013
23 Jan 2014	Tindak Lanjut atas rekomendasi Komite Audit sebelumnya; Presentasi tentang 'anti money laundering & anti fraud strategy' dari unit AMLA; presentasi dari Internal Audit grup Maybank tentang 'HO Auditor's role in regional system development life cycle; pendekatan Risk-Based di BII	Follow-up actions on previous Audit Committee's recommendations; presentation of 'anti money laundering & anti fraud strategy' from AMLA unit; presentation of 'HO auditor's role in regional system development life cycle'; Risk-based approach at BII
11 Feb 2014	Diskusi dan penelaahan atas Laporan Keuangan 31 Desember 2013	Discussion and review on Financial Statements for year ended 31 December 2013
17 Feb 2014	Diskusi lanjutan atas Laporan Keuangan 31 Desember 2013	Continued discussion on Financial Statements for year ended 31 December 2013
26 Feb 2014	Status terakhir dari hasil eksternal review KPMG; Hasil Audit yang penting; Audit Khusus untuk 4 (empat) Debitur	KPMG External review update status; Highlighted Audit Findings; Special Audit on 4 (four) Debtors
26 Mar 2014	Jangka Waktu penyelesaian Laporan Audit; Perkembangan Profil Risiko dan Penilaian agar sejalan dengan metodologi Grup Audit Maybank; Hasil Audit yang penting (IT Audit – ATM switching systems, integrated audit atas WOM Finance & BII Finance); Audit Khusus untuk debitur tertentu; Hasil Review SKAI atas 2 (dua) Debitur	Turn Around time for internal audit report issuance; Progress on the Risk Profile & Assessment to align with Maybank Group Audit Methodology; Highlighted Audit reports (IT Audit – ATM switching systems, integrated audit on WOM Finance & BII Finance); Special Audit for certain debtors; Internal Audit review results on 2 (two) borrowers
24 Apr 2014	Hasil Audit yang penting (audit IT, audit cabang); Hasil kajian SKAI atas ATM	Highlighted Audit Reports (IT Audit, branch audit); Internal Audit review results on ATM
24 Apr 2014	Penelaahan dan diskusi atas Laporan Keuangan 31 Maret 2014	Review and discussion of Financial Statements as of 31 March 2014
22 Mei 2014	Hasil Audit yang penting (audit IT, audit cabang, audit untuk unit KPR); audit untuk ATM switching; Ringkasan Isu Audit atas 20 debitur inti	Highlighted Audit report (IT audit, branch audit, special audit on mortgage facility); audit on ATM switching; Summary of audit issues on 20 major borrowers
26 Jun 2014	Hasil Audit yang penting dan ringkasan laporan Internal Audit yang sedang berlangsung (audit cabang, transaksi mata uang asing pada Branch Treasury Sales, audit khusus pembiayaan Syariah Murabahah); Ringkasan Isu Audit	Highlighted Audit Issues and summary of Internal Audit Report in progress (branch audit, Foreign exchange transaction on Branch Treasury Sales. Special audit on Shariah Funding Murabahah); Summary of Audit Issues
23 Jul 2014	Diskusi dan penelaahan atas Laporan Keuangan 30 Juni 2014	Discussion and review of Financial Statements as of 30 June 2014
23 Jul 2014	Isu audit yang perlu disoroti (audit cabang, audit kredit atas 20 debitur inti); Ringkasan isu-isu audit atas laporan internal audit dalam proses finalisasi	Highlighted Audit Issues (branch audit, credit audit on 20 major borrowers); Summary of audit issues of internal audit report still in progress
25 Sept 2014	Isu audit yang perlu disoroti (audit cabang, audit IT, audit khusus terhadap beberapa kantor cabang); Kendala penyelesaian laporan audit	Highlighted audit issues (branch audit, IT audit, special audit special audit for specific branches); Obstacles in audit report completion
29 Sept 2014	Diskusi hasil audit atas Laporan Keuangan 30 September 2014	Discussion on audit results of Financial Statements as of 30 September 2014
20 Okt 2014	Diskusi dan penelaahan atas Laporan Keuangan 30 September 2014	Discussion and review on audit of Financial Statements as of 30 September 2014
21 Okt 2014	Temuan yang sering ditemukan pada cabang; Peran SKAI sebagai narasumber; Isu audit yang perlu disoroti (kebijakan dan implementasi pada unit Human Capital); Ringkasan isu-isu audit atas laporan internal audit yang masih dalam proses finalisasi	Common issues in branches; SKAI advisory roles; Highlighted audit issues (policy and implementation for several processes at Human Capital); Summary of audit issues on internal audit report in progress
18 Nov 2014	Rencana Audit 2015; Isu Audit yang perlu disoroti (audit cabang, audit surprise, audit kredit atas syariah dan produk syariah); Post Mortem review atas debitur NPL per 30 Juni 2014; Ringkasan laporan audit yang masih dalam pembuatan; Audit khusus atas debitur NPL tertentu	Audit Plan 2015; Highlighted audit issues (branch audit, surprise audit, credit audit on shariah and shariah product); Post Mortem review on NPL debtor as of 30 June 2014; Summary of audit issues in progress; Special audit on certain NPL debtors

Program Kerja dan Kegiatan Komite Audit

Selama tahun 2014, Komite Audit melaksanakan kegiatan sesuai dengan tugas dan tanggung jawabnya. Hal tersebut dapat dilihat melalui program kerja beserta realisasinya sebagai berikut:

Audit Committee Programs and Activities

In 2014, Audit Committee has carried out activities as required by its duties and responsibilities. The following table elaborates work programs of the Committee and realization of the plan:

No	Program Kerja Work Plan	Realisasi Realisation
1	Melakukan penelaahan dan membahas laporan keuangan triwulanan, semesteran dan tahunan yang akan dipublikasikan Review and discuss quarter, semester, and annual financial statements to be published	Melakukan pembahasan dan penelaahan Laporan Keuangan triwulan 1, 2, 3 dan 4 (tahunan) yang akan dipublikasikan, melalui rapat dengan Direktur Keuangan, Divisi Akuntansi & Keuangan dan/atau Kantor Akuntan Publik (Auditor Independen) Discussed and reviewed Financial Statements quarter 1, 2, 3, and 4 (annual) to be published in meetings with Finance Director, Accounting & Financial Division and/or Public Accounting Firm (Independent Auditor)
2	Turut serta dalam proses pemilihan Auditor Independen tahun buku 2014 Involve in the process of selecting Independent Auditor for fiscal year 2014	Komite Audit telah melakukan evaluasi dan memberikan rekomendasi kepada Dewan Komisaris untuk menunjuk kembali KAP Purwanto, Suherman & Surja (Anggota Ernst & Young Global) untuk melakukan audit atas Laporan Keuangan tahun buku 2014 Audit Committee has evaluated and recommended to BOC to reappoint Public Accounting Firm Purwanto, Suherman & Surja (member firm of Ernst & Young Global) to conduct audit on Financial Statements fiscal year 2014
3	Melakukan kajian atas penyusunan Rencana Bisnis Bank (RBB) dan membantu Dewan Komisaris dalam penyusunan Laporan Pengawasan Pelaksanaan Rencana Bisnis Review Bank Business Plan and assist BOC to formulate Business Plan Implementation Oversight Report	Melakukan review atas Rencana Bisnis Bank dan membantu Dewan Komisaris menyiapkan Laporan Pengawasan Rencana Bisnis semester II tahun 2013 dan semester I tahun 2014 untuk disampaikan kepada OJK Reviewed Bank Business Plan and assisted BOC to develop Business Plan Oversight Report for semester II of 2013 and semester I of 2014 to be submitted to OJK
4	Melakukan evaluasi atas rencana kerja SKAI, efektifitas fungsi audit dan mengkaji laporan & membahas hasil audit SKAI Evaluate IAU's work plan, effectiveness of audit function, and review report and audit findings from IAU	Mengevaluasi rencana audit tahun 2014 sebelum diketahui oleh Dewan Komisaris; melakukan kajian dan pembahasan dengan SKAI atas hasil auditnya Evaluated audit plan 2014 prior to submission to BOC; reviewed and discussed audit findings with IAU
5	Memantau tindak lanjut Manajemen atas rekomendasi dari hasil audit OJK, Eksternal Auditor dan SKAI Monitor Management's follow-up actions on recommendations based on OJK, Auditor External, and IAU's audit results	Membahas dengan SKAI & Internal Audit Committee atas tindak lanjut hasil pemeriksaan Audit Eksternal dan Internal serta memantau tindak lanjut atas rekomendasi OJK Discussed with IAU and Internal Audit Committee the follow-up actions on findings from External and Internal Auditors and follow-up actions on OJK's recommendations

Dasar Pembentukan Komite Pemantau Risiko

- Peraturan Bank Indonesia No.8/4/PBI/2006 tanggal 30 Januari 2006 tentang Pelaksanaan Good Corporate Governance Bagi Bank Umum, sebagaimana dirubah dengan Peraturan Bank Indonesia No.8/14/PBI/2006 tanggal 5 Oktober 2006.
- Surat Edaran Bank Indonesia No.9/12/DPNP tanggal 30 Mei 2007 sebagaimana telah diubah melalui Surat Edaran Bank Indonesia No.15/15/DPNP tanggal 29 April 2013 tentang Pelaksanaan Good Corporate Governance Bagi Bank Umum.

Basis of Risk Oversight Committee Establishment

- Bank Indonesia Regulation No.8/4/PBI/2006 dated 30 January 2006 on Implementation of Good Corporate Governance for Commercial Banks, in lieu of the changes of Bank Indonesia Regulation No.8/14/PBI/2006 dated 5 October 2006.
- Bank Indonesia Circular Letter No.9/12/DPNP dated 30 May 2007 as amended by Bank Indonesia Circular Letter No.15/15/DPNP dated 29 April 2013 on Implementation of Good Corporate Governance for Commercial Banks.

Pedoman dan Tata Tertib Kerja Komite Pemantau Risiko

Pedoman dan tata tertib dituangkan dalam Piagam Komite Pemantau Risiko (Risk Oversight Committee Charter) yang disetujui oleh Dewan Komisaris. Piagam tersebut memuat antara lain struktur dan keanggotaan komite, tujuan dan tugas komite, ruang lingkup tanggung jawab, pengaturan rapat dan ketentuan lain-lain.

Risk Oversight Committee Charter

Guidelines and work procedure of the Committee are set down in Risk Oversight Committee (ROC) Charter approved by BOC. The Charter covers, among others, composition and membership of committee, purpose and duties of the committee, scope of responsibility, meeting arrangement, and other matters.

Struktur, Keanggotaan dan Keahlian anggota Komite Pemantau Risiko

Composition, Membership, and Expertise of Risk Oversight Committee Members

Nama Name	Jabatan Position	Periode Jabatan Period of Position	Keterangan/Keahlian Description/Expertise
Achjar Iljas (AI)	Ketua merangkap Anggota *) Chairman & Member	2012 -2015	Komisaris Independen Independent Commissioner
Budhi Dyah Sitawati (BD)	Anggota **) Member	2012 – 2013	Komisaris Independen Independent Commissioner
Umar Juoro (UJ)	Anggota Member	2012 – 2015	Komisaris Independen Independent Commissioner
Spencer Lee Tien Chye (SL)	Anggota Member	2012 – 2015	Komisaris Commissioner
Farid Harianto (FH)	Anggota Member	2012 – 2015	Pihak Independen – Bidang Manajemen Risiko Independent Party – Risk Management Field
Agus Kretarto (AK)	Sekretaris merangkap Anggota Secretary & Member	2012 – 2015	Pihak Independen – Bidang Keuangan Independent Party – Finance Field

*) Efektif menjadi Ketua Komite Pemantau Risiko tanggal 3 Maret 2014 | Serves as Chairman of ROC effective as of 3 March 2014

***) Bertindak sebagai Ketua Komite Pemantau Risiko sebelum tanggal 3 Maret 2014 | Serves as Chairman of ROC prior to 3 March 2014

Independensi Anggota Komite Pemantau Risiko

Independence of Risk Oversight Committee Members

No	Kriteria Independensi Independency Criteria	Anggota Komite Pemantau Risiko Members of Risk Oversight Committee					
		AI	BD	UJ	SL	FH	AK
1	Tidak memiliki hubungan kepemilikan saham dengan anggota Dewan Komisaris, Direksi dan/atau Pemegang Saham Pengendali atau hubungan dengan Bank, yang dapat mempengaruhi kemampuannya untuk bertindak independen. Has no shareholding relationship with members of the Board of Commissioners, Board of Directors, and/or Controlling Shareholders or with the Bank that may influence impartiality.	V	V	V	V	V	V
2	Tidak memiliki hubungan keuangan dengan anggota Dewan Komisaris, Direksi dan/atau Pemegang Saham Pengendali atau hubungan dengan Bank, yang dapat mempengaruhi kemampuannya untuk bertindak independen. Has no financial relationship with members of the Board of Commissioners, Board of Directors, and/or Controlling Shareholders or with the Bank that may influence impartiality.	V	V	V	X	V	V
3	Tidak memiliki hubungan kepengurusan dengan anggota Dewan Komisaris, Direksi dan/atau Pemegang Saham Pengendali atau hubungan dengan Bank, yang dapat mempengaruhi kemampuannya untuk bertindak independen. Has no management relationship with members of the Board of Commissioners, Board of Directors, and/or Controlling Shareholders or with the Bank that may influence impartiality.	V	V	V	X	V	V
4	Tidak memiliki hubungan keluarga dengan anggota Dewan Komisaris, Direksi dan/atau Pemegang Saham Pengendali atau hubungan dengan Bank, yang dapat mempengaruhi kemampuannya untuk bertindak independen. Has no familial relationship with members of Board of Commissioners, Board of Directors, and/or Controlling Shareholders or with the Bank that may influence impartiality.	V	V	V	V	V	V

Keterangan: | Description: V = Ya | Yes ; X = Tidak | No

Tugas dan tanggung jawab Komite Pemantau Risiko

Berdasarkan Piagam Komite Pemantau Risiko, tugas dan tanggung jawab Komite Pemantau Risiko adalah sebagai berikut:

1. Mengkaji kerangka, kebijakan dan strategi yang dibuat oleh manajemen meliputi:
 - b. Kerangka dan kebijakan Manajemen Risiko Bank secara keseluruhan
 - c. Kebijakan serta limit treasury dan Institusi Keuangan
 - d. Kebijakan manajemen risiko kredit
 - e. Kebijakan manajemen risiko operasional
 - f. Kebijakan manajemen risiko likuiditas
 - g. Kebijakan manajemen risiko pasar
2. Melakukan kajian dan menilai kebijakan dan prosedur untuk melaksanakan program *stress testing*, dan mengkaji efektivitas program *stress testing*.
3. Mengevaluasi implementasi kerangka dan kebijakan manajemen risiko.
4. Memantau dan mengevaluasi pelaksanaan tugas Komite Manajemen Risiko dan Unit-unit Manajemen Risiko.

Duties and Responsibilities of Risk Oversight Committee

Pursuant to ROC Charter, duties and responsibilities of ROC are:

1. Evaluation of framework, policy, and strategy formulated by the management, including:
 - a. Risk Management framework and policy bank-wide
 - b. Treasury policy and limit and Financial Institution
 - c. Credit Risk Management
 - d. Operational Risk Management
 - e. Liquidity Risk Management
 - f. Market Risk Management
2. Review and assessment of stress testing policy and procedure, and review stress testing program effectiveness
3. Evaluation of implementation of risk management framework and policy
4. Monitoring and evaluation of duty implementation of Risk Management Committee and Risk Management Units

Komite Pemantau Risiko Risk Oversight Committee

- | | |
|--|---|
| <p>5. Memberikan saran kepada Dewan Komisaris terkait dengan informasi pemantauan risiko dan pelaksanaan tanggung jawabnya.</p> <p>6. Hal-hal lain yang dipandang perlu oleh Dewan Komisaris ataupun Anggota Komite Pemantau Risiko.</p> | <p>5. Recommendations to BOC concerning risk oversight information and implementation of responsibilities</p> <p>6. Other matters deemed necessary by BOC or members of ROC</p> |
|--|---|

Frekuensi Rapat Komite Pemantau Risiko

Nama Name	Jumlah Rapat Total Meetings	Jumlah Kehadiran Total Attendance	Tingkat Kehadiran (%) Attendance Level (%)
Achjar Iljas	10	10	100%
Budhi Dyah Sitawati	10	10	100%
Umar Juoro	10	10	100%
Spencer Lee Tien Chye	10	10	100%
Farid Harianto	10	7	70%
Agus Kretarto	10	10	100%

Risk Oversight Committee Meeting Frequency

Program dan Kegiatan Komite Pemantau Risiko

Pada dasarnya program Komite Pemantau Risiko adalah mengevaluasi kesesuaian antara kebijakan dan pelaksanaan manajemen risiko, serta memantau dan mengevaluasi pelaksanaan manajemen risiko oleh Komite Manajemen Risiko dan Unit Manajemen Risiko.

Kegiatan utama Komite Pemantau Risiko dilaksanakan dengan rapat-rapat, yang selama tahun 2014 dilakukan sebanyak 10 kali rapat resmi.

Adapun pokok bahasan masing-masing rapat adalah:

Risk Oversight Committee Programs and Activities

Programs of ROC in principle aim to evaluate the consistency between risk management policy and practice, and to monitor and review risk management practices by Risk Management Committee and Risk Management Units.

ROC core activities are carried out through meetings. There were 10 official meetings in 2014.

Items discussed in the meetings are:

Tanggal Date	Pokok Bahasan	Agenda
22 Januari 2014	Enterprise Risk Dashboard (ERD), Risk Heat Map, Profile Risiko dan Tingkat Kesehatan Berdasarkan Risiko (RBBR) Desember 2013 untuk Bank dan anak-anak perusahaan. Portfolio kredit setiap segmen secara bankwide dan per segmen (retail, business dan global). Manajemen risiko pasar dan likuiditas. Dashboard risiko operasional. Update atas temuan BNM. Revisi Kebijakan Perkreditan Bank bab 3.1.2.	Enterprise Risk Dashboard (ERD), Risk Heat Map, Risk Profile and Bank Health Level Based on Risk (RBBR) as of December 2013 for the Bank and subsidiaries Credit portfolio of each segment bankwide and by segment (retail, business and global). Market risk and liquidity risk management. Operational risk dashboard. BNM findings update. Revision on Bank's Credit Policy chapter 3.1.2.
26 Februari 2014	ERD Portfolio kredit setiap segmen termasuk dari anak-anak perusahaan. Manajemen risiko pasar dan likuiditas. Dashboard manajemen risiko operasional. Risk Appetite Statement (RAS) 2014. Melakukan analisa terhadap 25 Obligasi Korporasi Tersedia Untuk Dijual. Update atas Watchlist Account.	ERD Credit portfolio of each segment including subsidiaries. Market risk and liquidity risk management. Operational risk dashboard. Risk Appetite Statement (RAS) 2014. Review 25 Corporate Bonds Available for Sale Watchlist Account update.
26 Maret 2014	ERD Kerangka kerja ICAAP. Kebijakan untuk Stress Test. Pembiayaan Bersama – Non BAU Portfolio kredit setiap segmen dan 25 debitur terbesar Manajemen risiko pasar dan likuiditas. Dashboard manajemen risiko operasional. Rencana Manajemen Risiko 2014 Limit wewenang Komite Kredit	ERD ICAAP Framework. Stress Test Policy Joint Financing – Non BAU Credit portfolio of each segment and 25 largest debtors Market risk and liquidity risk management. Operational risk dashboard. Risk Management Plan 2014 Credit Committee Authority Limit

Komite Pemantau Risiko Risk Oversight Committee

Tanggal Date	Pokok Bahasan	Agenda
2 April 2014	<p>Profil Risiko triwulan I/2014. ERD. Portofolio kredit setiap segmen dan dari anak-anak perusahaan, serta 25 debitur terbesar Early Alert and Watch List Account. Manajemen risiko pasar dan likuiditas. Dashboard manajemen risiko operasional. Kerangka Kerja Manajemen Risiko untuk Trading tahun 2014. Update tentang tindak lanjut temuan BNM. Penguatan Komite Kredit Senior. Rencana Kerja Manajemen Risiko</p>	<p>Quarterly Risk Profile, Quarter I/2014. ERD. Credit portfolio of each segment including subsidiaries and 25 largest debtors Early Alert and Watch List Account. Market risk and liquidity risk management. Operational risk dashboard. Risk Management Framework for Trading in 2014 Update on follow-up on BNM findings Senior Credit Committee Strengthening Risk Management Work Plan</p>
22 Mei 2014	<p>Analisa IRB RWA. ERD. Manajemen risiko pasar dan likuiditas. Kajian Struktur Komite Komite dan Limit Persetujuan. Embedded Risk Unit. Informasi portofolio kredit, 25 debitur terbesar, Early Allert & Watch List</p>	<p>IRB RWA Analysis. ERD. Market risk and liquidity risk management. Review structure of Committees and Limit of approval Embedded Risk Unit. Credit portfolio information, 25 largest debtors, Early Allert & Watch List</p>
26 Juni 2014	<p>Revisi Piagam Komite Pemantau Risiko ERD. Informasi portofolio kredit setiap segmen dan anak-anak perusahaan Manajemen risiko pasar dan likuiditas. Dashboard manajemen risiko operasional. Hasil survey budaya risiko 2014</p>	<p>Revision of ROC Charter ERD. Credit portfolio of each segment including subsidiaries Market risk and liquidity risk management. Operational risk dashboard. Results of Risk culture survey 2014</p>
23 Juli 2014	<p>RBBR dan profil riisiko triwulan II/2014. Revisi Pedoman Penerapan Manajemen Risiko ERD Portofolio kredit setiap segmen dan dari anak-anak perusahaan. Manajemen risiko pasar dan likuiditas. Dashboard manajemen risiko operasional. Update tindak lanjut temuan BNM. Peringkat GCG.</p>	<p>RBBR and quarterly risk profile, quarter II/2014. Risk Management Implementation Guidelines revision ERD Credit portfolio of each segment including subsidiaries. Market risk and liquidity risk management. Operational risk dashboard. Update on follow-up on BNM findings. GCG Rating.</p>
25 September 2014	<p>Finalisasi limit wewenang Komite Kredit ERD. Portofolio kredit setiap segmen dan dari anak-anak perusahaan. Manajemen risiko pasar dan likuiditas. Dashboard manajemen risiko operasional. Penanganan Watch List dan NPL Hasil Stress Test untuk grup. Update tentang BNM CRR, serta RBBR</p>	<p>Finalizing Credit Committee limit authority ERD Credit portfolio of each segment and subsidiaries. Market risk and liquidity risk management. Operational risk dashboard. Watch List and NPL handling Stress Test result group-wide. Update on BNM CRR, RBBR</p>
21 Oktober 2014	<p>ERD Profil Risiko triwulan III/2014. Portofolio kredit setiap segmen dan dari anak-anak perusahaan. Manajemen risiko pasar dan likuiditas. Dashboard manajemen risiko operasional. Kajian terhadap limit industry RAS dan RBB 2015</p>	<p>ERD Quarterly risk profile, quarter III/2014. Credit portfolio of each segment and subsidiaries. Market risk and liquidity risk management. Operational risk dashboard. Industry limit review RAS and RBB 2015</p>
18 November 2013	<p>Kajian Pedoman Penyertaan Modal (Investasi) Kajian Pinjaman Luar Negeri Kajian Kebijakan Validasi Model Risiko Kredit ERD Portofolio kredit setiap segmen dan dari anak-anak perusahaan, serta pemantaun BMPK. Manajemen risiko pasar dan likuiditas. Dashboard manajemen risiko operasional</p>	<p>Investment Guidelines review Foreign Borrowings Review Review on Credit Risk Model Validation Policy ERD Credit portfolio of each segment and subsidiaries, and LLL monitoring. Market risk and liquidity risk management. Operational risk management dashboard</p>

Komite Remunerasi dan Nominasi merupakan Komite di tingkat Dewan Komisaris yang dibentuk untuk mengkaji dan memberikan rekomendasi kepada Dewan Komisaris terkait dengan kebijakan remunerasi BII dan pencalonan nominasi anggota Dewan Komisaris maupun Direksi BII sesuai dengan Anggaran Dasar, peraturan Bank Indonesia, peraturan Otoritas Jasa Keuangan dan peraturan perundang-undangan yang berlaku.

Dasar Pembentukan Komite Remunerasi dan Nominasi

- Peraturan Bank Indonesia No.8/4/PBI/2006 tanggal 30 Januari 2006 tentang Pelaksanaan Good Corporate Governance Bagi Bank Umum.
- Peraturan Bank Indonesia No.8/14/PBI/2006 tanggal 5 Oktober 2006 tentang Perubahan Peraturan Bank Indonesia No.8/4/PBI/2006 tanggal 30 Januari 2006 tentang Pelaksanaan Good Corporate Governance Bagi Bank Umum.
- Surat Edaran Bank Indonesia No.9/12/DPNP tanggal 30 Mei 2007 sebagaimana telah diubah melalui Surat Edaran Bank Indonesia No.15/15/DPNP tanggal 29 April 2013 tentang Pelaksanaan Good Corporate Governance Bagi Bank Umum.
- Piagam Komite Remunerasi & Nominasi (Komite Remunerasi dan Nominasi Charter).
- Surat Keputusan Direksi No.SK.2013.003/Dir Compliance tanggal 16 Mei 2013 tentang Perubahan Atas Susunan Anggota Komite Remunerasi dan Nominasi Periode 2012-2015.
- Surat Keputusan Direksi No.SK.2013.006/Dir Compliance tanggal 1 Juni 2013 tentang Perubahan Atas Susunan Anggota Komite Remunerasi dan Nominasi Periode 2012-2015.
- Akta Risalah Rapat RUPS Nomer 12 tanggal 11 November 2013.
- Surat Keputusan Direksi No.SK.2014.001/Dir HC tanggal 27 Januari 2014 tentang Perubahan Atas Susunan Anggota Komite Remunerasi dan Nominasi Periode 2012-2015.
- Surat Edaran Direksi No.SE.2014.004/Dir HC tanggal 25 April 2014 tentang Struktur Organisasi Human Capital.
- Keputusan Rapat Dewan Komisaris tanggal 30 Juni 2014.
- Surat Keputusan Direksi No.SK.2014.002/Dir HC tanggal 1 Juli 2014 tentang Perubahan Atas Susunan Anggota Komite Remunerasi dan Nominasi Periode 2012-2015.

Remuneration and Nomination Committee (RNC) is a committee under BOC established to review and give recommendations to BOC pertaining BII's remuneration policies and nomination of BOC members and members of BII's Board of Directors in accordance with Articles of Association, Bank Indonesia Regulation, Financial Services Authority Regulation, and other prevailing laws and regulations.

Basis of Establishment of Remuneration and Nomination Committee

- Bank Indonesia Regulation No.8/4/PBI/2006 dated 30 January 2006 on Implementation of Good Corporate Governance for Commercial Banks.
- Bank Indonesia Regulation No.8/14/PBI/2006 dated 5 October 2006 on the Amendment to Bank Indonesia Regulation No.8/4/PBI/2006 dated 30 January 2006 on Implementation of Good Corporate Governance for Commercial Banks.
- Bank Indonesia Circular Letter No.9/12/DPNP dated 30 May 2007 as amended by Bank Indonesia Circular Letter No.15/15/DPNP dated 29 April 2013 Implementation of Good Corporate Governance for Commercial Banks.
- Remuneration and Nomination Committee Charter.
- Board of Directors Decision Letter No.SK.2013.003/Dir Compliance dated 16 May 2013 on Changes to the Composition of Remuneration and Nomination Committee for the Period 2012-2015.
- Board of Directors Decision Letter No.SK.2013.006/Dir Compliance dated 1 June 2013 on Changes to the Composition of Remuneration and Nomination Committee for the Period 2012-2015.
- GMS Minutes of Meeting Number 12 dated 11 November 2013.
- Board of Directors Decision Letter No.SK.2014.001/Dir HC dated 27 January 2014 on Changes to the Composition of Remuneration and Nomination Committee for the Period 2012-2015.
- Board of Directors Circular Letter No.SE.2014.004/Dir HC dated 25 April 2014 on Structure of Human Capital Organization.
- Board of Commissioners Meeting Resolution dated 30 June 2014.
- Board of Directors Decision Letter No.SK.2014.002/Dir HC dated 1 July 2014 on Changes to the Composition of Remuneration and Nomination Committee for the Period 2012-2015.

Komite Remunerasi dan Nominasi Remuneration and Nomination Committee

Pedoman dan Tata Tertib Kerja Komite Remunerasi dan Nominasi

Dalam menjalankan fungsinya, Komite Nominasi dan Remunerasi mengacu pada Pedoman dan Tata Tertib Kerja Komite (RNC Charter) yang mengatur hal-hal terkait dengan pelaksanaan tugas dan tanggung jawab, organisasi, independensi dan pelaksanaan rapat. Pedoman dan Tata Tertib Kerja Komite Nominasi dan Remunerasi ditinjau ulang secara berkala.

Struktur dan Keanggotaan Komite Remunerasi dan Nominasi

Pengangkatan

Pada 2014 terdapat perubahan susunan anggota Komite Remunerasi dan Nominasi. Pengangkatan Anggota Komite Remunerasi dan Nominasi adalah berdasarkan Rapat Dewan Komisaris tanggal 30 Juni 2014 dan ditetapkan melalui Surat Keputusan Direksi No.SK.2014.002/DIR HC tanggal 1 Juli 2014 tentang Perubahan Atas Susunan Anggota Komite Remunerasi dan Nominasi Periode 2012-2015. Terdapat penggantian salah satu anggota Komite Remunerasi dan Nominasi, yaitu dari Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor ke Datuk Abdul Farid bin Alias.

Struktur Anggota Komite Remunerasi dan Nominasi

Keanggotaan Komite Remunerasi dan Nominasi di BII berjumlah 4 (empat) orang, terdiri dari 2 (dua) orang Komisaris Independen, seorang Komisaris dan seorang Pejabat Eksekutif yang membawahi sumberdaya manusia.

Anggota Komite Remunerasi dan Nominasi sesuai Surat Keputusan Direksi No.SK.2014.002/DIR HC sebagai berikut:

Name Nama	Position Jabatan	Note Keterangan
Umar Juoro	Ketua merangkap Anggota Chairman and Member	Komisaris Independen Independent Commissioner
Datuk Abdul Farid bin Alias	Anggota Member	Komisaris Commissioner
Budhi Dyah Sitawati	Anggota Member	Komisaris Independen Independent Commissioner
Yardley Young	Anggota merangkap Sekretaris Eksekutif Member and Executive Secretary	Pejabat Eksekutif dengan jabatan <i>Head of Business Human Capital Corporate Functions @ Global Banking</i> Executive Officer with the position of Head of Business Human Capital Corporate Functions & Global Banking

Remuneration and Nomination Committee Charter

In the exercise of its function, RNC refers to to RNC Charter that covers matters relating to performance of duties and responsibilities, organization, independence, and meetings. RNC Charter is periodically reviewed.

Remuneration and Nomination Committee Composition and Membership

Appointment

There were changes to the composition of RNC in 2014. Appointment of RNC members is based on BOC meeting dated 30 June 2014 and ratified by virtue of Board of Directors Decree No.SK.2014.002/Dir HC dated 1 July 2014 on Changes to the Composition of Remuneration and Nomination Committee for the Period 2012-2015. A member of RNC, Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor, was replaced by Datuk Abdul Farid bin Alias.

Composition of Remuneration and Nomination Committee

RNC in BII consist of 4 (four) persons, consisting of 2 (two) Independent Commissioners, a Commissioner, and an Executive Officer responsible for human capital.

Composition of RNC pursuant to Board of Directors Decision Letter No.SK.2014.002/Dir HC is as follows:

Komite Remunerasi dan Nominasi Remuneration and Nomination Committee

Sesuai dengan ketentuan Bank Indonesia maka Komite Remunerasi dan Nominasi diketuai oleh Komisaris Independen. Dalam struktur keanggotaan komite tidak ada anggota Direksi yang menjadi anggota Komite Remunerasi dan Nominasi. Seluruh anggota Komite Remunerasi dan Nominasi memiliki integritas, akhlak dan moral yang baik.

In accordance with Bank Indonesia policy, RNC is chaired by an Independent Commissioner. Membership of RNC does not include members of Board of Directors. All members of RNC are persons with strong integrity, ethics, and moral values.

Masa Jabatan Anggota Komite Remunerasi dan Nominasi

Masa jabatan dari Ketua dan Anggota Komite tergantung pada masa jabatan dari Dewan Komisaris dan Karyawan Eksekutif yang bersangkutan. Namun, Dewan Komisaris memiliki hak, dari waktu ke waktu untuk mengganti mereka.

Remuneration and Nomination Committee Term of Position

The term of position of Chairperson and Members of RNC follow their terms as Commissioners and Executive Officer. The BOC, however, has the right to replace members of RNC at any time.

Dewan Komisaris wajib mengkaji ulang masa jabatan dan kinerja Komite dan semua anggota Komite minimal satu kali dalam satu tahun untuk menentukan apakah Komite telah menjalankan tugasnya sesuai dengan ketentuan.

BOC must review term of position and performance of RNC as a unit and its members' individual performance at least one time every year to determine whether RNC has performed its duties accordingly with provisions set down in agreement.

Independensi Anggota Komite Remunerasi dan Nominasi

Seluruh Pihak Independen dari anggota Komite Remunerasi dan Nominasi tidak memiliki hubungan keuangan, kepengurusan, kepemilikan saham dan/ atau hubungan keluarga dengan Dewan Komisaris, Direksi dan/atau Pemegang Saham Pengendali atau hubungan dengan Bank, yang dapat mempengaruhi kemampuannya untuk bertindak independen.

Independence of Remuneration and Nomination Committee Members

Independent Parties of RNC do not have financial, management, shareholding and/or familial relationship with BOC, Board of Directors and/or Controlling Shareholders or relationship with the Bank that may influence their impartiality.

Independensi Anggota Komite Remunerasi dan Nominasi

Independency of the Remuneration and Nomination Committee's Members

Kriteria Independensi	Anggota Member				Independency Criteria
	UJ	BDS	DAF	YY	
Tidak memiliki hubungan kepemilikan saham dengan anggota Dewan Komisaris, Direksi dan/ atau Pemegang Saham Pengendali atau hubungan dengan Bank, yang dapat mempengaruhi kemampuannya untuk bertindak independen.	√	√	√	√	Do not have share ownership relationship with members of the Board of Commissioners, Board of Directors and/or controlling shareholders or with the Bank, as this relationship may affect its independency in performing their duties.
Tidak memiliki hubungan keuangan dengan anggota Dewan Komisaris, Direksi dan/atau Pemegang Saham Pengendali atau hubungan dengan Bank, yang dapat mempengaruhi kemampuannya untuk bertindak independen.	√	√	x	√	Do not have financial relationship with members of the Board of Commissioners, Board of Directors and/or controlling shareholders or with the Bank, as this relationship may affect its independency in performing their duties.

Komite Remunerasi dan Nominasi Remuneration and Nomination Committee

Kriteria Independensi	Anggota Member				Independency Criteria
	UJ	BDS	DAF	YY	
Tidak memiliki hubungan kepengurusan dengan anggota Dewan Komisaris, Direksi dan/atau Pemegang Saham Pengendali atau hubungan dengan Bank, yang dapat mempengaruhi kemampuannya untuk bertindak independen.	√	√	x	√	Do not have management relationship with members of the Board of Commissioners, Board of Directors and/or controlling shareholders or with the Bank, as this relationship may affect its independency in performing their duties.
Tidak memiliki hubungan keluarga dengan anggota Dewan Komisaris, Direksi dan/atau Pemegang Saham Pengendali atau hubungan dengan Bank, yang dapat mempengaruhi kemampuannya untuk bertindak independen.	√	√	√	√	Do not have family relationship with members of the Board of Commissioners, Board of Directors and/or controlling shareholders or with the Bank, as this relationship may affect its independency in performing their duties.

Description | Keterangan:

UJ = Umar Juoro; BDS = Budhi Dyah Sitawati; DAF = Datuk Abdul Farid bin Alias; YY = Yardley Young;

√ = Benar; X = Tidak Benar

Tugas dan Tanggung Jawab Komite Remunerasi dan Nominasi

Nominasi

- a. Mengembangkan dan merekomendasikan kepada Dewan Komisaris mengenai kebijakan nominasi dan prosedur untuk penunjukkan dan/atau penggantian Dewan Komisaris, Direksi, Komite Independen, Dewan Pengawas Syariah, dan Executive Vice President untuk diajukan pada Rapat Umum Pemegang Saham.
- b. Memberikan rekomendasi mengenai kandidat untuk mengisi posisi Dewan Komisaris, Direksi, dan Dewan Pengawas Syariah, yang didasarkan pada kompetensi, kemampuan, dan pengalaman masing-masing individu yang dinominasikan, untuk kemudian diajukan pada Rapat Umum Pemegang Saham.
- c. Memberikan rekomendasi kepada Dewan Komisaris mengenai kandidat anggota Komite Independen yang didasarkan pada kompetensi, kemampuan, dan pengalaman dari individu yang dinominasikan.
- d. Mengkaji dan memberikan persetujuan terhadap kandidat yang sesuai untuk menjabat sebagai Executive Vice President berdasarkan dukungan dari Direksi.
- e. Mengevaluasi Dewan Komisaris terkait dengan jumlah, kompetensi, kemampuan, dan keseimbangan (dari status independen dan non-independen).

Duties and Responsibilities of Remuneration and Nomination Committee

Nomination

- a. Develop and make recommendations to BOC concerning nomination policy and procedure to appoint and/or replace members of BOC, Board of Directors, Independent Committees, Shariah Supervisory Board, Executive Vice President, to be proposed to General Meeting of Shareholders.
- b. Recommend candidates to occupy positions in BOC, Board of Directors, and Shariah Supervisory Board based on competence, capability, and experience of each nominated individual, to be proposed to General Meeting of Shareholders.
- c. Recommend to BOC candidates as members of Independent Committees based on competence, capability, and experience of each nominated individual.
- d. Assess and approve suitable candidate as Executive Vice President with support from Board of Directors.
- e. Supervise BOC in terms of composition, competence, capability, and balance (of commissioners with independent and non-independent status).

Komite Remunerasi dan Nominasi

Remuneration and Nomination Committee

- f. Membantu dan/atau merekomendasikan kepada Dewan Komisaris mengenai promosi, konfirmasi dan penghentian masa tugas anggota Direksi.
 - g. Mengkaji kandidat-kandidat potensial-untuk posisi pengganti pada nominasi Presiden Komisaris dan Presiden Direktur bagi anak perusahaan.
- f. Assist and/or recommend to BOC the promotion, confirmation, and termination of Board of Directors members.
 - g. Review potential candidates as replacements in the nomination of President Commissioner and President Director of subsidiaries.

Remunerasi

- a. Melakukan evaluasi terhadap kebijakan remunerasi dan/atau rencana dan syarat dan ketentuan masa tugas bagi Direksi, Komite Independen dan Dewan Pengawas Syariah.
- b. Memberikan rekomendasi kepada Dewan Komisaris sehubungan dengan kebijakan remunerasi bagi anggota Dewan Komisaris dan Direksi, untuk kemudian diajukan pada Rapat Umum Pemegang Saham.
- c. Memberikan rekomendasi kepada Dewan Komisaris sehubungan dengan kebijakan remunerasi bagi Pejabat Eksekutif dan karyawan secara umum, untuk kemudian diajukan kepada Direksi.
- d. Memastikan keselarasan antara keputusan remunerasi dengan kinerja finansial dan hasil pencadangan, hasil penilaian kinerja, kesetaraan dengan kelompok yang setara, dan juga sasaran jangka panjang dan strategi Bank.
- e. Memberikan rekomendasi paket remunerasi bagi anggota Dewan Komisaris kepada pemegang saham mayoritas.
- f. Mengajukan dan merekomendasikan kepada Dewan Komisaris mengenai kepangkatan bagi Direksi.

Manajemen Kinerja

- a. Memberikan rekomendasi kepada Dewan Komisaris mengenai Kerangka Pengelolaan Kinerja dan/atau model yang juga termasuk penentuan sasaran, kriteria keberhasilan, dan juga tolak ukur bagi scorecard Direksi pada tahun berjalan.
- b. Menilai dan melakukan evaluasi terhadap keseluruhan kinerja, pengembangan, dan keefektifan dari anggota Direksi, dan juga prosedur penilaian yang bersangkutan minimal satu kali dalam satu tahun.

Remuneration

- a. Evaluate remuneration policy and/or plan and terms and conditions of Board of Directors, Independent Committees, and Shariah Supervisory Board office term.
- b. Recommend to BOC the remuneration policy for BOC and Board of Directors, to be proposed to General Meeting of Shareholders.
- c. Recommend to BOC the remuneration policy for Executive Officer and employees in general, to be proposed to Board of Directors.
- d. Ensure alignment between remuneration decisions with financial performance and provisioning, performance appraisal results, appropriateness with peers, and Bank's long-term goals and strategy.
- e. Recommend remuneration package for members of BOC to majority shareholders.
- f. Propose and recommend to BOC the rank and banding of Board of Directors.

Performance Management

- a. Recommend to BOC the Performance Management Framework and/or model including goal setting, criteria of accomplishment, and benchmarks for BOD scorecard in each financial year.
- b. Assess and evaluate overall performance, development, and effectiveness of Board of Directors members as well as evaluation procedure at least one time every year.

Komite Remunerasi dan Nominasi Remuneration and Nomination Committee

- c. Melakukan identifikasi dan memberikan rekomendasi terhadap setiap sistem pengukuran terbaru untuk meningkatkan keefektifan dari proses penilaian kinerja Direksi.
- c. Identify and provide recommendations on latest appraisal system to improve effectiveness of Board of Directors performance appraisal process.

Kebijakan Suksesi Direksi dan Pengelolaan Talent

- a. Mengkaji proses pengelolaan Talent, termasuk membuat rencana suksesi dan pengembangan bagi anggota Direksi dan juga proyek-proyek besar lainnya yang berkenaan dengan Human Capital dan/atau inisiatif untuk mendukung pelaksanaan prinsip-prinsip Good Corporate Governance.
- b. Memonitor dan memberikan masukan kepada Direksi sehubungan dengan Kerangka Pengembangan Kepemimpinan, rencana suksesi dan pengembangan bagi Dewan untuk memastikan kelanjutan dari rencana suksesi.
- c. Memastikan agar anggota Dewan Komisaris, Direksi, Komite Independen, Dewan Pengawas Syariah mendapatkan pengembangan yang sesuai dan berkelanjutan serta mengetahui perkembangan terbaru di industri.
- d. Mengawasi kebijakan pengembangan perusahaan untuk memastikan keselarasan dengan sasaran dan strategi keseluruhan Human Capital.

Lain-lain

- a. Menyetujui penunjukan konsultan eksternal dan/atau penasihat yang berkaitan dengan area tanggung jawab Komite.
- b. Melakukan identifikasi dan membuat rekomendasi untuk solusi yang sesuai dalam mengatasi setiap permasalahan dan/atau konflik kepentingan yang mempengaruhi Dewan Komisaris dan Direksi.
- c. Mengimplementasikan tugas dan/atau tanggung jawab lainnya yang dibebankan oleh Dewan Komisaris dari waktu ke waktu.
- d. Mengkaji proyek-proyek besar berkaitan dengan Human Capital atau inisiatif yang mengacu pada prinsip-prinsip Good Corporate Governance.

Pelaksanaan Rapat Komite Remunerasi dan Nominasi

Frekuensi dan Tingkat Kehadiran

Rapat Komite Remunerasi dan Nominasi diadakan sesuai dengan kebutuhan Bank. Sesuai dengan charter komite, komite diwajibkan mengadakan rapat minimal 4 (empat) kali dalam satu tahun. Selama 2014, Rapat Komite Remunerasi dan Nominasi telah diadakan 10 (sepuluh) kali.

Board of Directors Sucession Plan and Talent Management

- a. Review talent management plan, including to develop succession and development plans for Board of Directors and other major projects relating to Human Capital and/or initiative to support the implementation of Good Corporate Governance principles.
- b. Monitor and give input to Board of Directors concerning Leadership Development Framework, and succession and development plan for Board of Directors to ensure the continuity of succession plan.
- c. Ensure that members of BOC, Board of Directors, Independent Committees, Shariah Supervisory Board receive suitable and sustainable development programs, and monitor recent industry updates.
- d. Supervise Bank's development policies to ensure their consistency with Human Capital overall goals and strategi.

Others

- a. Approve appointment of external consultants and/or advisors for matters within the Committee's scope of responsibilities.
- b. Identify and produce recommendations for appropriate solutions to address issues and/or conflict of interests that may affect BOC and Board of Directors.
- c. Implement other duties and/or responsibilities assigned by BOC from time to time.
- d. Review major projects relating to Human Capital or initiatives related to Good Corporate Governance principles.

Remuneration and Nomination Committee Meeting

Frequency and Level of Attendance

RNC Meeting is held according to the Bank's needs. As RNC Charter stipulates, RNC has to hold at least 4 (four) meetings in one year. In 2014, RNC held 10 (ten) meetings.

Komite Remunerasi dan Nominasi Remuneration and Nomination Committee

Kehadiran masing-masing anggota Komite dalam rapat Komite Remunerasi dan Nominasi adalah sebagai berikut:

Attendance of each Committee member in RNC meetings is as follows:

Anggota Member	Jumlah Rapat Total Meetings	Kehadiran Rapat Attendance	Tingkat Kehadiran (%) Attendance Percentage
Umar Juoro	10	10	100%
Budhi Dyah Sitawati	10	9	90%
Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor *)	6	6	100%
Datuk Abdul Farid bin Alias *)	4	3	75%
Yardley Young	10	10	100%

Keterangan: | Description:

*) Terdapat penggantian salah satu anggota Komite Remunerasi dan Nominasi, yaitu dari Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor ke Datuk Abdul Farid bin Alias sesuai Surat Keputusan Direksi No.SK.2014.002/DIR HC tanggal 1 Juli 2014 tentang Perubahan Atas Susunan Anggota Komite Remunerasi dan Nominasi Periode 2012-2015. | The composition of RNC changed following replacement of Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor by Datuk Abdul Farid bin Alias by the Decree of the Board of Directors No.SK.2014.002/DIR HC dated 1 July 2014 on Changes to the Composition of Remuneration and Nomination Committee for the Period of 2012-2015.

Program Kerja Komite Remunerasi Dan Nominasi Beserta Realisasinya

Selama 2014, program kerja beserta realisasi yang telah dilakukan oleh Komite Remunerasi dan Nominasi meliputi:

1. Melakukan evaluasi terhadap kinerja Direksi selama tahun 2013 dalam *Balanced Scorecard* 2013.
2. Memberikan rekomendasi kepada Dewan Komisaris perihal kebijakan remunerasi dan penyalarsan jenjang jabatan di tahun 2014.
3. Memberikan rekomendasi kepada Dewan Komisaris mengenai alokasi pembayaran bonus kinerja dan kenaikan gaji untuk karyawan, anggota Dewan Komisaris dan Direksi.
4. Menetapkan Indikator Pencapaian Kinerja terhadap penilaian kinerja bagi Direksi pada *Balanced Scorecard* 2014.
5. Melakukan kajian atas remunerasi anggota Dewan Komisaris, Komite Independen dan Dewan Pengawas Syariah.
6. Melakukan kajian atas calon suksesi Presiden Direktur beserta rencana pengembangan anggota Direksi.
7. Menominasikan serta memberikan rekomendasi calon Direktur Manajemen Risiko dan Direktur Global Banking kepada Dewan Komisaris untuk disampaikan dan disetujui pada Rapat Umum Pemegang Saham.

Remuneration and Nomination Committee Work Plan and Realization

In 2014, work plan and activities realized by RNC cover:

1. Evaluation and review on Board of Directors performance in 2013 against 2013 *Balanced Scorecard*.
2. Recommendations to BOC on remuneration policy and alignment of position structure for 2014.
3. Recommendations to BOC on allocation of performance bonus payment and salary increase for employees and members of BOC and Board of Directors.
4. Establishment of Performance Achievement Indicators as basis to assess Board of Directors' performance against *Balanced Scorecard* 2014.
5. Review on remuneration for members of BOC, Independent Committees, and Shariah Supervisory Board.
6. Review on proposed candidates as successor to President Director and development plan for members of Board of Directors.
7. Nomination and recommendations of Risk Management Director and Global Banking Director candidates to BOC, to be submitted and approved by General Meeting of Shareholders.

Direksi diangkat oleh RUPS dan bertanggung jawab penuh terhadap pelaksanaan pengurusan Bank serta mempertanggungjawabkan pelaksanaan tugasnya kepada RUPS. Direksi bertanggung jawab terhadap pengembangan dan pengelolaan GCG yang baik di Bank. Keberlangsungan usaha Bank dalam jangka panjang, pencapaian tingkat kinerja yang sesuai dengan target usaha, serta pengelolaan prinsip kehati-hatian Bank demi kepentingan para *stakeholder* secara keseluruhan juga menjadi bagian dari tanggung jawab Direksi.

Direksi memiliki kewenangan dan tanggung jawab yang jelas sesuai dengan Anggaran Dasar yang merujuk kepada Undang-Undang Perseroan Terbatas, ketentuan Bank Indonesia, Otoritas Jasa Keuangan, ketentuan Badan Pengawas Pasar Modal dan Lembaga Keuangan (Bapepam-LK) serta pedoman dan Tata Tertib Kerja Direksi yang selalu dikinikikan secara berkala.

Pelaksanaan pengangkatan Direksi mengikuti tata cara pencalonan, pengangkatan, penggantian dan pemberhentian anggota sebagaimana diatur dalam Anggaran Dasar serta sesuai dengan persyaratan dan ketentuan yang telah ditetapkan oleh peraturan Bank Indonesia, Otoritas Jasa Keuangan dan Undang-Undang yang berlaku.

Tugas dan Tanggung Jawab Direksi

Tugas dan tanggung jawab Direksi adalah sebagai berikut:

1. Direksi bertanggung jawab penuh dalam pengembangan bisnis dan pengelolaan risiko Bank secara profesional dengan mengedepankan prinsip kehati-hatian bank dan prinsip-prinsip tata kelola perusahaan yang baik dalam setiap kegiatan usaha Bank pada seluruh tingkatan atau jenjang organisasi untuk meningkatkan *shareholders value*.
2. Direksi menjalankan tugas dan tanggung jawabnya dalam pengelolaan Bank sesuai dengan kewenangannya sebagaimana diatur dalam Anggaran Dasar serta senantiasa berpedoman pada peraturan perundangundangan dan ketentuan yang berlaku, baik yang diterbitkan oleh Bank Indonesia, Departemen Keuangan, Bapepam-LK dan otoritas lainnya yang berwenang.
3. Direksi menindaklanjuti temuan audit dan rekomendasi dari satuan kerja audit intern Bank, auditor eksternal, hasil pengawasan Bank Indonesia dan/atau hasil pengawasan otoritas lain.
4. Direksi telah membentuk Satuan Kerja Audit Intern (SKAI), Satuan Kerja Manajemen Risiko (SKMR) serta Satuan Kerja Kepatuhan.

Board of Directors (BOD) is appointed by GMS. The Board of Directors is fully responsible for the management of the Bank and is accountable to the GMS. The Board of Directors is also responsible for the sound development and management of GCG in the Bank, the Bank's long-term business continuity, achievement of performance targets consistent with business targets, and management of prudential banking to protect the interests of stakeholders in general.

The authority and responsibilities of the Board of Directors are delineated in the Articles of Association that refers to Limited Liability Company Law, Bank Indonesia and Financial Services Authority Regulations, Capital Market and Financial Institution Supervisory Body regulation, and the Board of Directors Charter that is periodically updated.

Appointment of the Board of Directors follows the procedure of nomination, appointment, replacement, and termination of the Board of Directors members as stipulated by Articles of Association and are aligned with requirements and provisions prescribed in Bank Indonesia, Financial Services Authority, and other prevailing regulations.

Duties and Responsibilities of the Board of Directors

Duties and responsibilities of the Board of Directors are:

1. The Board of Directors is fully responsible for the Bank's professional business development and risk management by promoting prudential banking and GCG principles in all banking activities at all levels of the organization in order to maximize shareholder value.
2. The Board of Directors carries out its duties and responsibilities relating to the Bank's management in accordance with the scope of its authority as stipulated in the Articles of Association and consistently complies with prevailing laws and regulations issued by Bank Indonesia, Ministry of Finance, Bapepam-LK, and other authorities.
3. The Board of Directors is to follow-up on audit findings and recommendations from the Bank's internal audit unit, external auditor, result of Bank Indonesia supervision and/or other authorities.
4. The Board of Directors has formed Internal Audit Unit (IAU), Risk Management Unit, and Compliance Unit.

Direksi Board of Directors

5. Untuk mendukung pelaksanaan tugas dan tanggung jawab Direksi, Perusahaan membentuk komite dibawah Direksi sebagai berikut:
 - a. Komite Manajemen Risiko
 - b. Komite Aset dan Liabilities
 - c. Komite Teknologi Informasi
 - d. Komite Human Capital
 - e. Komite Audit InternInformasi lengkap mengenai komite-komite ini akan dipaparkan pada bagian Komite-Komite.
 6. Direksi telah mempertanggungjawabkan pelaksanaan tugasnya kepada pemegang saham melalui RUPS.
 7. Direksi telah mengungkapkan kebijakan-kebijakan Bank yang bersifat strategis di bidang kepegawaian kepada pegawai menggunakan media yang mudah diakses pegawai.
 8. Direksi tidak menggunakan penasehat perorangan dan/atau jasa profesional sebagai konsultan kecuali untuk proyek yang bersifat khusus, telah didasari oleh kontrak yang jelas meliputi lingkup kerja, tanggung jawab, jangka waktu pekerjaan, dan biaya, serta konsultan yang independen dan memiliki kualifikasi untuk mengerjakan proyek yang bersifat khusus.
 9. Direksi telah menyediakan data dan informasi yang lengkap, akurat, kini dan tepat waktu kepada Dewan Komisaris.
 10. Direksi memiliki pedoman dan tata tertib kerja yang telah mencantumkan pengaturan etika kerja, waktu kerja, dan rapat direksi.
 11. Direksi tidak memberikan kuasa umum kepada pihak lain yang mengakibatkan pengalihan tugas dan fungsi Direksi.
 12. Direksi hanya merangkap jabatan menjadi Dewan Komisaris dalam rangka melaksanakan tugas pengawasan atas penyertaan pada Entitas Anak bukan Bank yang dikendalikan oleh Bank.
 13. Direksi bertanggung jawab atas setiap informasi yang menyangkut Bank yang disampaikan kepada publik oleh Sekretaris Perusahaan.
 14. Direksi wajib:
 - a. Membuat daftar Pemegang Saham, daftar khusus, risalah RUPS dan risalah rapat Direksi.
 - b. Membuat Laporan Tahunan sebagaimana dimaksud dalam pasal 66 UU PT dan dokumen keuangan Bank sebagaimana dimaksud dalam Undang-undang tentang Dokumen Perusahaan.
 - c. Memelihara seluruh daftar, risalah, dan dokumen Bank sebagaimana dimaksud pada huruf a dan huruf b dan dokumen Perusahaan lainnya.
5. To support implementation of the Board of Directors duties and responsibilities, the Bank has established the following committees under the Board of Directors:
 - a. Risk Management Committee
 - b. Asset and Liability Management Committee
 - c. Information Technology Committee
 - d. Human Capital CommitteeDetailed information on the committees is presented in dedicated sections for the committees.
 6. The Board of Directors is accountable to the shareholders through GMS for the performance of its duties.
 7. The Board of Directors discloses the Bank's strategic policies in human capital to its employees through easily accessible media.
 8. The Board of Directors does not use individual advisors and/or professional consultancy services with the exception of specific projects stipulated by a clear contract that includes scope of activities, obligations, period of project, costs, and independent as well as competent consultant to execute the project.
 9. The Board of Directors provides complete, accurate, updated, and timely data and information to the Board of Commissioners.
 10. The Board of Directors has guidelines and procedures that delineate work ethics, work schedules, and the Board of Directors meetings.
 11. The Board of Directors does not delegate duties to other parties that would result in the transfer of duties and functions of the Board of Directors.
 12. The Board of Directors only serves concurrently as the Board of Commissioners for the purpose of oversight implementation on investments in non-bank Subsidiary controlled by the Bank.
 13. The Board of Directors is responsible for information of the Bank disseminated to the public by Corporate Secretary.
 14. The Board of Directors shall:
 - a. Prepare list of Shareholders, Special Register, and Minutes of Meeting of GMS and the Board of Directors Meetings.
 - b. Prepare Annual Report as prescribed in Article 66 of Limited Liability Company Law and the Bank's financial documents as stipulated by the Law on Company Document.
 - c. Maintain all lists, minutes of meeting, and documents of the Bank as stated in point a and point b above as well as other documents of the Bank.

15. Anggota Direksi memiliki kewajiban pelaporan mengenai saham yang dimiliki anggota Direksi yang bersangkutan dan/atau keluarganya dalam Bank dan perseroan lain untuk selanjutnya dicatat dalam daftar khusus.

Kewenangan Direksi

Direksi memiliki kewenangan sebagaimana yang diatur dalam Anggaran Dasar diantaranya sebagai berikut:

1. Direksi berhak mewakili Bank di dalam dan di luar Pengadilan tentang segala hal dan dalam segala kejadian, mengikat Bank dengan pihak lain serta menjalankan segala tindakan, baik yang mengenai kepengurusan maupun kepemilikan, akan tetapi dengan pembatasan bahwa persetujuan Dewan Komisaris diperlukan dalam beberapa hal sebagaimana diatur dalam Anggaran Dasar.

Untuk melakukan tindakan-tindakan tersebut dibawah ini disyaratkan persetujuan dari rapat Dewan Komisaris atau persetujuan tertulis dari seluruh anggota Dewan Komisaris, yakni:

- a. Untuk membeli atau dengan cara lainnya memperoleh/mendapatkan barang-barang tidak bergerak (hak-hak atas tanah dan/atau bangunan) dan/atau perusahaan, yang tidak dalam rangka penyelamatan piutang.
- b. Untuk menjual atau dengan cara lain memindahkan hak barang-barang tidak bergerak (hak-hak atas tanah dan/atau bangunan) dan/atau perusahaan, tidak termasuk penjualan eks agunan dalam rangka penyelamatan piutang.
- c. Untuk membebani hak tanggungan, menggadaikan atau dengan cara lain menjaminkan/mengagunkan kekayaan milik perseroan.
- d. Mengambil bagian atau ikut serta atau melepaskan baik sebagian atau seluruhnya dalam Bank atau badan-badan lain atau menyelenggarakan perusahaan baru yang tidak dalam rangka penyelamatan piutang, sesuai dengan ketentuan yang berlaku.
- e. Untuk meminjam uang atau menerima fasilitas kredit atau fasilitas perbankan lainnya yang bukan merupakan kegiatan usaha sehari-hari Bank dalam jumlah yang ditentukan dari waktu ke waktu oleh Rapat Dewan Komisaris; kecuali ketentuan perundang-undangan menentukan adanya persetujuan Dewan Komisaris.
- f. Untuk melakukan Transaksi Valuta Asing (*Foreign Exchange*) dan derivative yang berbentuk suku bunga atau valuta

15. Members of the Board of Directors shall report the shareholding of their family members and/or the presence of their family members within the Bank and other companies to be recorded in the special register.

The Board of Directors Authority

The Board of Directors has the following authorities as stipulated by Articles of Association:

1. The Board of Directors is entitled to represent the Bank within and outside of the Court for all and any matters and events, bind the Company with other parties, and to take all acts concerning management and ownership, with the condition that approval from the Board of Commissioners is required for certain matters as prescribed in the Articles of Association.

The following actions shall require prior approval from the meetings of the Board of Commissioners or written approval from all members of the Board of Commissioners:

- a. The purchase or in other manner acquire/ obtain immovable objects (rights over lands and/or buildings) and/or companies other than for the purpose of securing receivables.
- b. The sale or in other manner transfer of rights of immovable objects (rights on lands and/or buildings) and/or companies, excluding the sale of ex-collateral, for the purpose of securing receivables.
- c. To put lien, provide as collateral, or in other manner pledge the company's assets.
- d. To subscribe or participate or release some or the entire shares in the Bank or other entities or to incorporate new companies that are not in the purpose of securing receivables, in accordance with prevailing laws and regulations.
- e. To borrow or receive loans or other banking facilities other than the Bank's daily activities in the amount as determined from time to time by the Board of Commissioners meetings; with the exception of laws stipulating approval from the Board of Commissioners.
- f. To perform Foreign Exchange Transactions and derivatives in the form of interest rate or currency with domestic and foreign Banks, where the Bank must be the signatory in agreements such as ISDA (International Swap Dealers Association), ICOM (International Currency Options Market), or other equivalent agreements.

Direksi Board of Directors

- asing dengan Bank-Bank baik di dalam maupun di luar negeri, dimana Bank harus menandatangani perjanjian seperti ISDA (International Swap Dealers Association), ICOM (International Currency Options Market) atau perjanjian lain yang setara.
- g. Untuk meminjamkan uang atau memberikan fasilitas kredit atau fasilitas perbankan lain yang bukan merupakan kegiatan usaha Bank dalam jumlah yang ditentukan dari waktu ke waktu oleh Rapat Dewan Komisaris; kecuali ketentuan perundang-undangan menentukan adanya persetujuan Dewan Komisaris;
 - h. Mengeluarkan surat jaminan bank atau dengan cara lain menjadi penjamin (borg) atau avalis untuk menjamin pembayaran hutang atau kewajiban keuangan orang/pihak lain.
2. Perbuatan hukum untuk mengalihkan, melepaskan hak atau menjadikan jaminan utang seluruh atau lebih dari 50% (lima puluh persen) dari jumlah nilai total kekayaan Bank (setelah dikurangi dengan seluruh kewajiban) sebagaimana dinyatakan dalam neraca Bank yang terakhir yang diaudit oleh kantor akuntan publik baik dalam 1 (satu) transaksi atau beberapa transaksi yang berdiri sendiri maupun yang berkaitan satu sama lain dalam 1 (satu) tahun buku harus mendapat Persetujuan Rapat Umum Pemegang Saham yang dihadiri atau diwakili para pemegang saham yang memiliki sedikitnya $\frac{3}{4}$ (tiga per empat) bagian dari jumlah seluruh saham dengan hak suara yang sah yang telah dikeluarkan oleh Bank dan disetujui oleh sedikitnya $\frac{3}{4}$ (tiga perempat) bagian dari jumlah seluruh suara yang dikeluarkan secara sah dalam Rapat.

Dalam hal korum sebagaimana dimaksud di atas tidak tercapai, maka dalam RUPS kedua keputusan sah apabila dihadiri oleh pemegang saham atau kuasanya yang sah yang mewakili paling sedikit $\frac{2}{3}$ (dua per tiga) bagian dari jumlah seluruh saham dengan hak suara yang sah yang telah dikeluarkan oleh Bank dan disetujui lebih dari $\frac{3}{4}$ (tiga per empat) bagian dari jumlah seluruh suara yang dikeluarkan secara sah dalam Rapat.

Dan dalam hal korum dalam Rapat Umum Pemegang Saham kedua sebagaimana dimaksud diatas tidak tercapai, maka atas permohonan Bank, korum, jumlah suara untuk mengambil keputusan, panggilan dan waktu penyelenggaraan Rapat Umum Pemegang Saham selanjutnya ditetapkan oleh OJK.

- g. To lend money or to provide loan facilities or other banking facilities other than the Bank's business in the amount as determined from time to time by the Board of Commissioners meetings; with the exception of laws stipulating approval from the Board of Commissioners.
- h. To issue letter of guarantee or by other means act as guarantor or avalist to guarantee payment of debt or financial obligations of other persons/parties.

2. The legal action to transfer, release rights, or pledge as collateral the entire or more than 50% (fifty percent) of the total assets of the Bank (less all liabilities) as stated in the Bank's last balance sheet audited by public accounting firm, either in 1 (one) transaction or multiple and separate transactions, or interrelated transactions within 1 (one) fiscal year, must be approved by the General Meeting of Shareholders attended by the shareholders or their proxies that constitute at minimum $\frac{3}{4}$ (three quarter) of the total shares with valid voting rights issued by the Company and approved by at least $\frac{3}{4}$ (three quarter) of the total votes casted legally in the Meeting.

Should the quorum as mentioned above is not met, resolutions in the second GMS are valid if attended by shareholders or their proxies that represent at least $\frac{2}{3}$ (two-third) of the total shares with valid voting rights issued by the Bank and approved by more than $\frac{3}{4}$ (three quarter) of the total votes casted legally in the Meeting.

If the quorum requirement is not met in the second GMS mentioned above, then upon the Bank's request, quorum, total votes required for decision making, notice, and date of the subsequent GMS will be determined by the OJK.

3. Perbuatan hukum untuk mengalihkan atau menjadikan sebagai jaminan utang atau melepaskan hak atas harta kekayaan Bank sebagaimana dimaksud dalam nomer 2 di atas wajib pula diumumkan dalam 2 (dua) surat kabar harian berbahasa Indonesia, 1 (satu) diantaranya yang berperedaran luas dalam wilayah Negara Indonesia dan 1 (satu) lainnya yang terbit ditempat kedudukan Bank sesuai dengan pertimbangan Direksi paling lambat 30 (tiga puluh) hari kalender terhitung sejak dilakukan perbuatan hukum tersebut.
 4. Dalam rangka pengendalian umum sebagaimana ditetapkan dalam Standar Pelaksanaan Fungsi Audit Intern Bank tanggung jawab Direksi adalah menciptakan struktur pengendalian intern, menjamin terselenggaranya fungsi audit intern dalam setiap tingkatan manajemen dan menindaklanjuti temuan Audit sesuai dengan kebijakan ataupun pengarahan yang diberikan oleh Dewan Komisaris.
 5. Direksi untuk perbuatan tertentu berhak pula mengangkat seorang atau lebih sebagai wakil atau kuasanya dengan memberikan kepadanya kekuasaan yang diatur dalam surat kuasa.
 6. Direksi dapat mengangkat baik perorangan maupun 1 (satu) kelompok orang dalam bentuk komite untuk melaksanakan pengelolaan kegiatan usaha tertentu Bank.
 7. Pembagian tugas dan wewenang setiap anggota Direksi ditetapkan oleh Rapat Umum Pemegang Saham dan wewenang tersebut oleh Rapat Umum Pemegang Saham dapat dilimpahkan kepada Dewan Komisaris.
 8. Untuk menjalankan perbuatan hukum berupa transaksi yang memuat benturan kepentingan antara kepentingan ekonomis pribadi anggota Direksi, Dewan Komisaris atau pemegang saham utama dengan kepentingan ekonomis Bank, Direksi memerlukan persetujuan Rapat Umum Pemegang Saham dari pemegang saham yang tidak mempunyai benturan kepentingan.
3. The legal action to transfer or to pledge as collateral or to relinquish the rights over the Bank's assets as stated in point 2 above must be announced in 2 (two) newspapers published in Indonesian, 1 (one) of which has wide circulation in Indonesia and 1 (one) at the domicile of the Bank, in accordance with the consideration of the Board of Directors, no later than 30 (thirty) calendar days since the legal action takes place.
 4. In order to perform general control as stated in the Standard of Implementation of Internal Audit Function of the Bank, the responsibility of the Board of Directors is to create internal control structure, ensure the implementation of internal audit function at all levels of the management, and follow up Audit findings in line with the policies or directives from the Board of Commissioners.
 5. For certain actions, the Board of Directors is entitled to appoint one or more persons to act as representative or proxy, delegating the authority to such person by virtue of the power of attorney.
 6. The Board of Directors may appoint a person or 1 (one) group of persons that constitute a committee to perform certain management activities of the Bank.
 7. The division of duties and authorities to members of the Board of Directors is set by General Meeting of Shareholders that may delegate the division to the Board of Commissioners.
 8. The legal action to enter into transactions carrying conflict of interests between personal economic interests of members of the Board of Directors, Board of Commissioners, or major shareholders with the economic interests of the Bank, the Board of Directors need approval from the General Meeting of Shareholders attended by disinterested shareholders.

Dalam hal BII mempunyai kepentingan yang bertentangan dengan kepentingan pribadi seorang Anggota Direksi, maka Bank akan diwakili oleh anggota Direksi lainnya dan dalam hal Bank mempunyai kepentingan yang bertentangan dengan kepentingan seluruh anggota Direksi, maka dalam hal ini Bank diwakili oleh Dewan Komisaris, satu dan lain dengan tidak mengurangi ketentuan dalam nomer 8 di atas.

In the event that BII's interests are conflicting with personal interests of a member of the Board of Directors, the Bank shall be represented by other members of the Board of Directors. In the event that the Bank has conflicting interests with all members of the Board of Directors, the Bank shall be represented by the Board of Commissioners, without prejudice to the stipulation of point 8 stated above.

Direksi Board of Directors

Ruang Lingkup Pekerjaan dan Tanggung Jawab Masing-masing Direksi

Secara garis besar ruang lingkup pekerjaan dan tanggung jawab masing-masing anggota Direksi per 31 Desember 2014 adalah sebagaimana berikut:

Scope of Authority and Responsibility of Each Board of Directors Member

In general, the scope of authority and responsibility of respective Board of Directors member as per 31 Desember 2014 is as follows:

Nama Name	Ruang Lingkup Pekerjaan dan Tanggung Jawab	Scope of Duties and Responsibilities
Taswin Zakaria	<p>Presiden Direktur dan Direktur Unit Usaha Syariah BII, membawahi seluruh tugas dan wewenang Direksi serta secara langsung mengawasi bidang-bidang tugas:</p> <ul style="list-style-type: none"> • Internal Audit • Strategic Planning • Corporate Communication • Anti Fraud, dan • Unit Usaha Syariah BII 	<p>President Director and Director of BII Syariah Business Unit; responsible of all duties and responsibilities of BOD and responsible to perform direct supervision on:</p> <ul style="list-style-type: none"> • Internal Audit • Strategic Planning • Corporate Communication • Anti Fraud and • BII Syariah Business Unit
Thilagavathy Nadason	<p>Direktur Finance, membawahi bidang-bidang tugas:</p> <ul style="list-style-type: none"> • Finance & Accounting, • Financial Planning, Performance Management & Reporting, • Corporate Finance & Capital Management, • Procurement, Premises & Vendor Relation 	<p>Finance Director, responsible of:</p> <ul style="list-style-type: none"> • Finance & Accounting, • Financial Planning, • Performance Management & Reporting, • Corporate Finance & Capital Management, • Procurement, Premises & Vendor Relation
Ghazali bin Mohd Rasad	<p>Direktur Operations & IT, membawahi bidang-bidang tugas:</p> <ul style="list-style-type: none"> • CAC, CPC & TOC • Operations Processing Center • Centralized Customer Care • Service Quality & Business Continuity Management • Branch Operational Control Support • Operations, System Support & Development • Information Technology • Operation Support 	<p>Operations & IT Director, responsible of:</p> <ul style="list-style-type: none"> • CAC, CPC & TOC • Operations Processing Center • Centralized Customer Care • Service Quality & Business Continuity Management • Branch Operational Control Support • Operations, System Support & Development • Information Technology • Operation Support
Jenny Wiriyanto	<p>Direktur Business Banking, membawahi bidang-bidang tugas:</p> <ul style="list-style-type: none"> • Micro Banking • SME Banking • Commercial Banking • Business Banking Quality Management • Financial Supply Chain Management • International Strategic Business • Quality Assurance & Special Asset Management • Business Planning & Performance Management 	<p>Business Banking Director, responsible of:</p> <ul style="list-style-type: none"> • Micro Banking • SME Banking • Commercial Banking • Business Banking Quality Management • Financial Supply Chain Management • International Strategic Business • Quality Assurance & Special Asset Management • Business Planning & Performance Management
Lani Darmawan	<p>Direktur Retail Banking, membawahi bidang-bidang tugas:</p> <ul style="list-style-type: none"> • Sales & Distribution • Wealth Management, Segment Strategy & E-Channel • Card Business • Mortgage • Liabilities • Retail Banking Fraud & Quality Assurance Management • Marketing & Corporate Branding • Business Planning & Performance Management 	<p>Retail Banking Director, responsible of:</p> <ul style="list-style-type: none"> • Sales & Distribution • Wealth Management, Segment Strategy & E-Channel • Card Business • Mortgage • Liabilities • Retail Banking Fraud & Quality Assurance Management • Marketing & Corporate Branding • Business Planning & Performance Management
Ani Pangestu	<p>Direktur Human Capital, membawahi bidang-bidang tugas:</p> <ul style="list-style-type: none"> • Organization Development • Talent Management & Organization Learning • Employee Engagement • Shared Services • Business Human Capital, Retail Banking, Business Banking, Corporate Functions & Global Banking 	<p>Human Capital Director, responsible of:</p> <ul style="list-style-type: none"> • Organization Development • Talent Management & Organization Learning • Employee Engagement • Shared Services • Business Human Capital, Retail Banking, Business Banking, Corporate Functions & Global Banking
Dhien Tjahajani	<p>Direktur Legal & Compliance, Corporate Secretary, membawahi bidang-bidang tugas:</p> <ul style="list-style-type: none"> • Compliance Regulatory Affairs • Compliance Monitoring & Training • Anti Money Laundering & Assurance • General Legal Council • Litigation • Corporate Secretary • Policy, Procedure & Document Control 	<p>Legal & Compliance Director, Corporate Secretary, responsible of:</p> <ul style="list-style-type: none"> • Compliance Regulatory Affairs • Compliance Monitoring & Training • Anti Money Laundering & Assurance • General Legal Council • Litigation • Corporate Secretary • Policy, Procedure & Document Control

Nama Name	Ruang Lingkup Pekerjaan dan Tanggung Jawab	Scope of Duties and Responsibilities
Henry Sulisty	Direktur Manajemen Risiko, membawahi bidang-bidang tugas: <ul style="list-style-type: none"> • Basel & Enterprise Risk Management • Operational Risk Management • Market & Liquidity Risk Management • Credit Review Management • Corporate & SME Credit Policy & Portfolio Management • Retail Credit Policy & Portfolio Management 	Risk Management Director, responsible of: <ul style="list-style-type: none"> • Basel & Enterprise Risk Management • Operational Risk Management • Market & Liquidity Risk Management • Credit Review Management • Corporate & SME Credit Policy & Portfolio Management • Retail Credit Policy & Portfolio Management

Jumlah, Komposisi dan Kriteria Anggota Direksi

Pada tahun 2014 terdapat beberapa pergantian susunan Direksi yang dilakukan melalui RUPSLB. Berdasarkan RUPSLB yang diselenggarakan pada tanggal 12 Maret 2014, susunan anggota Direksi adalah sebagai berikut:

Number, Composition, and Criteria of the Board of Directors

In 2014, there were some changes to the Board of Directors composition made during EGMS. Based on EGMS held on 12 March 2014, the composition of the Board of Directors is as follows:

Nama Name	Jabatan	Position
Taswin Zakaria	Presiden Direktur dan Direktur Unit Usaha Syariah	President Director and Director of Shariah Business Unit
Thilagavathy Nadason *)	Direktur dan Pejabat Sementara Presiden Direktur	Director and Acting President Director
Ghazali bin Mohd Rasad	Direktur	Director
Jenny Wiriyanto	Direktur	Director
Ani Pangestu **)	Direktur dan Pejabat Sementara Direktur yang membawahkan fungsi Kepatuhan merangkap Sekretaris Perusahaan	Director and Acting Compliance Director and Corporate Secretary
Lani Darmawan	Direktur	Director
Dhien Tjahajani	Direktur	Director
Hedy Maria Helena Lopian	Direktur	Director
Rahardja Alimhamzah	Direktur	Director

Keterangan: | Description:

*) Sampai diperolehnya persetujuan OJK atas pengangkatan Taswin Zakaria sebagai Presiden Direktur | The appointment of Taswin Zakaria as President Director is upon the approval of FSA

***) Sampai diperolehnya persetujuan OJK atas pengangkatan Dhien Tjahajani sebagai Direktur | The appointment of Dhien Tjahajani as Director is upon the approval of FSA

Susunan Direksi tersebut dengan ketentuan bahwa:

1. Pengangkatan Taswin Zakaria sebagai Presiden Direktur Perseroan telah mendapat persetujuan dari Otoritas Jasa Keuangan pada tanggal 11 Maret 2014 dan berlaku efektif pada tanggal 12 Maret 2014. Penugasan sementara Thilagavathy Nadason sebagai Pejabat Sementara Presiden Direktur berakhir sejak Otoritas Jasa Keuangan menyetujui pengangkatan Taswin Zakaria sebagai Presiden Direktur Perseroan, dan selanjutnya Thilagavathy Nadason kembali menjalankan tugas sebagai Direktur Perseroan.
2. Pengangkatan Dhien Tjahajani selaku Direktur Yang Membawahkan Fungsi Kepatuhan telah mendapat persetujuan dari Otoritas Jasa Keuangan dan berlaku efektif pada tanggal 20 Juni 2014. Dengan demikian penugasan sementara

The Board of Directors composition above observes the following conditions:

1. Appointment of Taswin Zakaria as President Director of the Bank has obtained approval from Financial Services Authority on 11 March 2014 and is in enforcement as of 12 March 2014. Temporary assignment of Thilagavathy Nadason as Acting President Director concludes as of the approval from Financial Services Authority on the appointment of Taswin Zakaria as President Director. Subsequent thereto Thilagavathy Nadason shall resume her duty as Director of the Bank.
2. Appointment of Dhien Tjahajani as Compliance Director has obtained approval from Financial Services Authority and is in enforcement as of 20 June 2014. Temporary assignment of Ani Pangestu as Director of Compliance ends as of the approval

Direksi Board of Directors

- Ani Pangestu sebagai Pejabat Sementara Direktur Kepatuhan berakhir sejak Otoritas Jasa Keuangan menyetujui pengangkatan Dhien Tjahajani sebagai Direktur Kepatuhan yang baru. Perseroan juga telah menunjuk Sekretaris Perusahaan yang baru yaitu Dhien Tjahajani dan berlaku efektif tanggal 18 Juli 2014. Selanjutnya Ani Pangestu kembali menjalankan tugas sebagai Direktur yang membawahkan Human Capital.
3. Rahardja Alimhamzah mengundurkan diri sebagai Direktur Perbankan Global per tanggal 28 Februari 2014. Atas pengunduran diri tersebut maka peralihan tugas sebagai Direktur Perbankan Global dijabat sementara oleh Jenny Wiriyanto. Peralihan tugas tersebut sampai dengan ditunjuk direktur baru melalui RUPS.
 4. Hedy Maria Lopian mengundurkan diri sebagai Direktur Manajemen Risiko tertanggal 21 Februari 2014. Atas pengunduran diri tersebut maka peralihan tugas sementara sebagai Direktur Manajemen Risiko oleh Ghazali Bin Mohd Rasad. Peralihan tugas tersebut sampai dengan ditunjuk direktur baru melalui RUPS.
 5. Khusus untuk masa jabatan Hedy Maria Helena Lopian dan Rahardja Alimhamzah, keduanya selaku Direktur Perseroan akan berakhir sejak ditutupnya RUPST Perseroan tahun 2014 yaitu pada tanggal 28 April 2014.

Sesuai dengan struktur organisasi BII dimana Unit Usaha Syariah BII berada di bawah koordinasi/pengawasan langsung Presiden Direktur, maka Taswin Zakaria juga ditunjuk sebagai Direktur Unit Usaha Syariah terhitung sejak tanggal 12 Maret 2014. Berdasarkan persetujuan dari Otoritas Jasa Keuangan maka penunjukan Taswin Zakaria sebagai Direktur Unit Usaha Syariah berlaku efektif sejak tanggal 9 Oktober 2014.

Berdasarkan rekomendasi dari Komite Remunerasi dan Nominasi tertanggal 21 Juli 2014 serta keputusan Rapat Dewan Komisaris tanggal 25 Juli 2014 dan berdasarkan RUPSLB yang diselenggarakan pada tanggal 28 November 2014 telah diangkat Direktur Manajemen Risiko yang baru yaitu Henky Sulistyio menggantikan Hedy Maria Lopian yang mengundurkan diri sebagai Direktur Manajemen Risiko. Pengangkatan tersebut adalah untuk masa jabatan sampai dengan ditutupnya Rapat Umum Pemegang Saham Tahunan Ketiga sejak pengangkatannya tersebut yaitu pada Rapat Umum Pemegang Saham Tahunan Perseroan tahun 2017.

Dengan demikian berdasarkan RUPSLB yang diselenggarakan pada tanggal 28 November 2014, susunan anggota Direksi adalah sebagai berikut:

- of Financial Services Authority on the appointment of Dhien Tjahajani as the new Director of Compliance. The Bank has also appointed new Corporate Secretary, Dhien Tjahajani, effective as of 18 July 2014. Subsequent thereto Ani Pangestu shall resume her duty as Human Capital Director.
3. Rahardja Alimhamzah resigned from his position as Global Banking Director as of 28 February 2014. Following the resignation, the position of Global Banking Director is temporarily transferred and held by Jenny Wiriyanto. The transition shall continue until the appointment of the new director by GMS.
 4. Hedy Maria Lopian resigned from her position as Director of Risk Management as of 21 February 2014. Following the resignation, the position of Risk Management Director is temporarily transferred and held by Ghazali Bin Mohd Rasad. The transition shall continue until the appointment of the new director by GMS.
 5. In particular for Hedy Maria Helena Lopian and Rahardja Alimhamzah, their terms of office as the Bank's Directors shall end as of the closing of the Bank's 2014 Annual GMS on 28 April 2014.

In accordance with BII's organizational structure where BII Shariah Business Unit is under the direct coordination/supervision of President Director, Taswin Zakaria is also appointed as Director Shariah Business Unit as of 12 March 2014. Based on approval from Financial Services Authority, the appointment of Taswin Zakaria as Shariah Business Unit Director is valid effectively as of 9 October 2014.

Based on recommendations from RNC dated 21 July 2014 and resolutions of the Board of Commissioners Meeting dated 25 July 2014 and EGMS held on 28 November 2014, the Bank has appointed the new Risk Management Director Henky Sulistyio in replacement of Hedy Mari Lopian who resigned as Risk Management Director. The appointment shall be valid until the closing of the Third Annual General Meeting of Shareholders since the appointment, i.e. the 2015 Annual General Meeting of Shareholders of the Bank.

Therefore, based on EGMS held on 28 November 2014, the composition of the Board of Directors is as follows:

Nama Name	Jabatan Position
Taswin Zakaria	Presiden Direktur dan Direktur Unit Usaha Syariah President Director and Director of Shariah Business Unit
Thilagavathy Nadason	Direktur Director
Ghazali bin Mohd Rasad	Direktur Director
Jenny Wiriyanto	Direktur Director
Ani Pangestu	Direktur Director
Lani Darmawan	Direktur Director
Dhien Tjahajani	Direktur Kepatuhan dan Corporate Secretary Compliance Director and Corporate Secretary
Henky Sulistyو	Direktur Director

Henky Sulistyو telah lulus *fit & proper test* berdasarkan surat Otoritas Jasa Keuangan tanggal 17 Desember 2014. | Hengky Sulistyو has passed fit and proper test based on Financial Services Authority letter dated 17 December 2014.

Sampai dengan tanggal 31 Desember 2014 maka jumlah anggota Direksi adalah 8 (delapan) orang dengan susunan sebagaimana berikut:

Until 31 December 2014, the BOD consists of 8 (eight) persons with the following composition:

Nama Name	Jabatan Position
Taswin Zakaria	Presiden Direktur dan Direktur Unit Usaha Syariah President Director and Director of Shariah Business Unit
Thilagavathy Nadason	Direktur Director
Ghazali bin Mohd Rasad	Direktur Director
Jenny Wiriyanto	Direktur Director
Ani Pangestu	Direktur Director
Lani Darmawan	Direktur Director
Dhien Tjahajani	Direktur Director
Henky Sulistyو	Direktur Director

Dengan demikian Jumlah, Komposisi dan Kriteria Direksi BII per 31 Desember 2014 telah memenuhi ketentuan Regulator, yaitu:

1. Anggota Direksi berjumlah lebih dari 3 (tiga) orang.
2. Seluruh anggota Direksi telah berdomisili di Indonesia.
3. Anggota Direksi telah memenuhi persyaratan integritas, kompetensi, reputasi keuangan dan telah lulus Penilaian Kemampuan dan Kepatutan (*Fit and Proper Test*) untuk memperoleh persetujuan OJK.
4. Berdasarkan *Curriculum Vitae* yang ditandatangani masing-masing anggota Direksi maka seluruh anggota Direksi telah memiliki pengalaman paling kurang 5 (lima) tahun di bidang operasional sebagai Pejabat Eksekutif Bank.
5. Rincian kualifikasi Direktur disajikan dalam profil singkat Direksi pada Laporan Tahunan ini.
6. Penggantian dan/atau pengangkatan anggota Direksi telah memperhatikan rekomendasi Komite Remunerasi dan Nominasi.
7. Seluruh anggota Direksi tidak memberikan kuasa umum kepada pihak lain yang mengakibatkan pengalihan tugas dan fungsi Direksi.

Therefore, number, composition, and criteria of BII's Board of Directors as of 31 December 2014 have met the regulatory requirements:

1. The Board of Directors members comprises more than 3 (three) persons
2. All members of the Board of Directors reside in Indonesia
3. All members of the Board of Directors have met the requirements of integrity, competence, financial reputation, and have passed Fit and Proper Test required to obtain approval from Bank Indonesia
4. Based on the *Curriculum Vitae* signed by each member of the Board of Directors, all members of the Board of Directors have at least 5 (five) years experience in banking operations and as Banking Executive Officer.
5. Details of qualification of members of the Board of Directors are presented in the Board of Directors brief profile in this Annual Report
6. Replacement and/or appointment of the Board of Directors members have observed recommendations from RNC
7. All members of the Board of Directors shall not perform general delegation of duties to other parties that result in the transfer of duties and functions of the Board of Directors.

Direksi Board of Directors

Direktur Independen

Berdasarkan RUPST yang diadakan pada 28 April 2014, menyetujui untuk menunjuk dan mengangkat Ani Pangestu, salah seorang Direktur yang telah menjabat untuk menjabat sebagai Direktur Independen Bank guna memenuhi ketentuan dalam Peraturan Bursa Efek Indonesia No. I-A tentang "Pencatatan Saham dan Efek Bersifat Ekuitas Selain Saham Yang Diterbitkan oleh Perusahaan Terdaftar", dengan masa tugas mengikuti masa jabatannya sebagai Direktur Bank.

Masa jabatan Direktur Independen paling banyak 2 (dua) periode berturut-turut. Dalam hal terjadi kekosongan posisi Direktur Independen, maka posisi yang lowong tersebut harus diisi paling lambat dalam Rapat Umum Pemegang Saham berikutnya atau dalam waktu 6 (enam) bulan sejak kekosongan tersebut terjadi.

Direktur Independen wajib tidak mempunyai hubungan afiliasi dengan pengendali BII paling kurang selama 6 (enam) bulan sebelum penunjukan sebagai Direktur Independen, tidak mempunyai hubungan afiliasi dengan Komisaris atau Direktur BII, tidak bekerja rangkap sebagai anggota Direksi pada perusahaan lain, tidak menjadi orang dalam pada lembaga atau profesi penunjang pasar modal yang jasanya digunakan oleh BII selama 6 (enam) bulan sebelum penunjukan sebagai Direktur dan ditunjuk oleh Dewan Komisaris.

Pengangkatan dan Masa Jabatan Direksi

Penggantian dan/atau pengangkatan anggota Direksi telah memperhatikan rekomendasi Komite Nominasi atau Komite Remunerasi dan Nominasi.

Per 31 Desember 2014, masa jabatan masing-masing Anggota Direksi adalah sebagai berikut:

Nama Name	Jabatan Position	Tanggal Pengangkatan Appointment Date	Tanggal Persetujuan Approval Date	Tanggal Efektif Effective Date	Masa Jabatan s/d Tenure until	Periode Pengangkatan Appointment Period	Jumlah Periode Pengangkatan Total Appointment Period	Domisili Domicile
		GMS RUPS	Bank Indonesia					
Taswin Zakaria	President Direktor Presiden Direktur	11 November 2013	11 Maret 2014	12 Maret 2014	RUPST 2015	2013-2015	1x	Indonesia
Thilagavathy Nadason	Director Direktur	20 March 2009	4 August 2009	4 August 2009	RUPST 2015	2009-2012 2012-2015	2x	Indonesia
Ghazali bin Mohd Rasad	Director Direktur	20 March 2009	18 May 2009	4 August 2009	RUPST 2015	2009-2012 2012-2015	2x	Indonesia
Jenny Wiriyanto	Director Direktur	29 May 2009	20 October 2009	20 Oktober 2009	RUPST 2015	2009-2012 2012-2015	2x	Indonesia
Ani Pangestu	Director Direktur	16 January 2012	3 April 2012	26 April 2012	RUPST 2015	2012-2012 2012-2015	2x	Indonesia
Lani Darmawan	Director Direktur	22 April 2013	25 Maret 2013	22 April 2013	RUPST 2015	2013-2015	1x	Indonesia

Independent Directors

Based on the resolution of AGMS held on 28 April 2014, the meeting approved the appointment of existing Director, Ani Pangestu to serve as the Bank's Independent Director, in order to meet the rules and regulations and Indonesian Stock Exchange No. I-A concerning "Other Stocks and Equity Listing Published by Listed Company", with the same period as the Bank's Director's tenure.

Independent Director position serves maximum within 2 (two) consecutive periods. During the vacant position, the vacancy must be filled at the latest on the next General Meeting of Shareholders or within 6 (six) months after the vacancy.

Independent Director shall not have affiliated relations with the BII's controlling shareholders at least during 6 (six) months prior to its appointment, shall not have affiliated relations with the Commissioners or Directors of BII, shall not have concurrent positions as member of Directors in other company, shall not hold positions in the capital market institutions or professions, in which the services are rendered by BII during 6 (six) months prior to the appointment as the Director and is appointed by the Board of Commissioners.

Board of Directors Appointment and Tenure

Replacement and/or appointment of members of the Board of Directors have taken into account the recommendations from RNC.

As of 31 December 2014, tenure of each member of the Board of Directors are as follows:

Nama Name	Jabatan Position	Tanggal Pengangkatan Appointment Date	Tanggal Persetujuan Approval Date	Tanggal Efektif Effective Date	Masa Jabatan s/d Tenure until	Periode Pengangkatan Appointment Period	Jumlah Periode Pengangkatan Total Appointment Period	Domisili Domicile
Dhien Tjahajani	Director Direktur	12 March 2014	20 Juni 2014	20 Juni 2014	RUPST 2015	2014-2015	1x	Indonesia
Henky Sulisty	Director Direktur	28 November 2014	17 Desember 2014	17 Desember 2014	RUPST 2017	2014-2017	1x	Indonesia

Independensi dan Transparansi Direksi

Independensi dan aspek Transparansi Direksi sebagaimana yang dinyatakan dalam Surat Pernyataan pribadi dari seluruh anggota Direksi.

Anggota Direksi tidak memberikan kuasa umum kepada pihak lain yang mengakibatkan pengalihan tugas dan fungsi Direksi. Anggota Direksi berkomitmen terhadap pelaksanaan Kode Etik dan Pedoman Tingkah Laku. Anggota Direksi tidak memanfaatkan Bank untuk kepentingan pribadi, keluarga, dan/atau pihak lain yang dapat merugikan atau mengurangi keuntungan Bank.

Anggota Direksi tidak mengambil dan/atau menerima keuntungan pribadi dari Bank selain remunerasi dan fasilitas lainnya yang ditetapkan Rapat Umum Pemegang Saham.

Transparansi Hubungan Keluarga

Nama Name	Dewan Komisaris Board of Commissioners		Direksi Board of Directors		Pemegang Saham Lainnya Other Shareholders	
	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No
Taswin Zakaria	-	v	-	v	-	v
Thilagavathy Nadason	-	v	-	v	-	v
Ghazali bin Mohd Rasad	-	v	-	v	-	v
Jenny Wiriyanto	-	v	-	v	-	v
Lani Darmawan	-	v	-	v	-	v
Ani Pangestu	-	v	-	v	-	v
Dhien Tjahajani	-	v	-	v	-	v
Henky Sulisty	-	v	-	v	-	v

Seluruh anggota Direksi BII tidak saling memiliki hubungan keluarga sampai dengan derajat kedua dengan sesama anggota Direksi dan/atau dengan anggota Dewan Komisaris.

Transparansi Hubungan Keuangan

Seluruh anggota Direksi BII tidak saling memiliki hubungan keuangan dengan sesama anggota Direksi dan/atau dengan anggota Dewan Komisaris.

Independency and Transparency of Board of Directors

Independency and transparency of the Board of Directors are stated in the personal Statement Letter of members of the Board of Directors.

Members of the Board of Directors do not confer general authority to other parties that would result in the transfer of duties and functions of the Board of Directors. Members of the Board of Directors are committed to the highest standards of Code of Ethics and Code of Conduct. Members of the Board of Directors do not take benefit from the Bank for personal, family, and/or other parties' interests that may harm or diminish the Bank's profits.

Members of the Board of Directors do not receive and/or take personal gains from the Bank other than remuneration and other facilities decided by the General Meeting of Shareholders.

Transparency of Family Relations

All members of BII's Board of Directors have no familial relationship until the second degree with the fellow Board of Directors members and/or with members of the Board of Commissioners.

Transparency of Financial Relations

All members of BII's Board of Directors do not have financial relationship with the fellow Board of Directors members and/or with the members of the Board of Commissioners.

Direksi Board of Directors

Nama Name	Dewan Komisaris Board of Commissioners		Direksi Board of Directors		Pemegang Saham Lainnya Other Shareholders	
	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No
Taswin Zakaria	-	v	-	v	-	v
Thilagavathy Nadason	-	v	-	v	-	v
Ghazali bin Mohd Rasad	-	v	-	v	-	v
Jenny Wiriyanto	-	v	-	v	-	v
Lani Darmawan	-	v	-	v	-	v
Ani Pangestu	-	v	-	v	-	v
Dhien Tjahajani	-	v	-	v	-	v
Henky Sulisty	-	v	-	v	-	v

Transparansi Kepemilikan Saham

Anggota Direksi baik secara sendiri-sendiri atau bersama-sama tidak memiliki saham melebihi 25% (dua puluh lima perseratus) dari modal disetor pada suatu perusahaan lain. Anggota Direksi tidak memiliki saham yang mencapai 5% (lima persen) atau lebih pada BII maupun pada bank dan perusahaan lain (di dalam dan di luar negeri).

Pengungkapan tersebut dapat dilihat pada tabel berikut ini:

Saham Mencapai 5% atau lebih dari Modal Disetor

Nama Name	Perusahaan Lainnya Other Company	Bank Lain Other Bank	Pemegang Saham Lainnya Non-Bank Financial Institution
Taswin Zakaria	Tidak ada None	Tidak ada None	Tidak ada None
Thilagavathy Nadason	Tidak ada None	Tidak ada None	Tidak ada None
Ghazali bin Mohd Rasad	Tidak ada None	Tidak ada None	Tidak ada None
Jenny Wiriyanto	Tidak ada None	Tidak ada None	Tidak ada None
Lani Darmawan	Tidak ada None	Tidak ada None	Tidak ada None
Ani Pangestu	Tidak ada None	Tidak ada None	Tidak ada None
Dhien Tjahajani	Tidak ada None	Tidak ada None	Tidak ada None
Henky Sulisty	Tidak ada None	Tidak ada None	Tidak ada None

Namun demikian salah satu anggota Direksi, Thilagavathy Nadason memiliki saham dalam portofolio yang bersangkutan dengan kepemilikannya sangat kecil dan kurang dari 5% pada bank lain dan perusahaan lain yang berkedudukan di dalam dan di luar negeri.

Direksi Berkewarganegaraan Asing

Dari susunan Direksi BII, terdapat 2 (dua) Direktur berkewarganegaraan asing, yaitu Thilagavathy Nadason dan Ghazali bin Mohd Rasad, yang telah memenuhi persyaratan Bank Indonesia terkait Pemanfaatan Tenaga Kerja Asing, dengan data-data sebagai berikut:

Transparency of Shareholding

Members of BOD, individually or collectively, do not own more than 25% (twenty five percent) of paid-in capital in another company. Members of BOD do not own 5% (five percent) shares or more in BII or other banks and companies (domestic and overseas)

The disclosure of share ownership is presented in the following table:

Share ownership in excess of 5% or more from Paid Up Capital

One member of the Board of Directors, Thilagavathy Nadason has share ownership in a minor amount and is less than 5% in other banks and other companies, domestic and overseas.

Directors with Foreign Citizenship

Based on BII's Board of Directors composition, there are 2 (two) Directors with foreign citizenships, Thilagavathy Nadason and Ghazali bin Mohd Rasad – both have met Bank Indonesia requirements on Employment of Foreign Workers, with the following details:

Nama Name	Kewarganegaraan Citizenship	KITAS/KITAP	IMTA		Jabatan Position
			No. Ijin Licence	Masa Berlaku Validity	
Thilagavathy Nadason	Malaysia	KITAP 2D21JE0052-N (berlaku sampai dengan 7 Agustus 2019 valid up to 7 August 2019)	KEP.06525MEN/P/IMTA/2014	7 Agustus 2015	Direktur Director
Ghazali bin Mohd Rasad	Malaysia	KITAP 2D41AB0016-N (berlaku sampai dengan 6 April 2019 valid up to 6 April 2019) - (KITAP)	KEP.04436/MEN/P/IMTA/2014	25 Mei 2015	Direktur Director

Rangkap Jabatan Anggota Direksi

Anggota Direksi dilarang merangkap jabatan sebagai anggota Dewan Komisaris, Direksi, atau Pejabat Eksekutif pada Bank, perusahaan dan/atau lembaga lain, selain yang ditetapkan dalam peraturan Bank Indonesia No.8/4/PBI/2006 sebagaimana diubah melalui peraturan Bank Indonesia No.8/14/PBI/2006 tentang Pelaksanaan GCG Bagi Bank Umum.

Tidak termasuk rangkap jabatan apabila anggota Direksi memiliki tanggung jawab terhadap pengawasan atas penyertaan pada perusahaan anak Bank, menjalankan tugas fungsional menjadi anggota dewan Komisaris pada perusahaan anak bukan Bank yang dikendalikan oleh Bank, sepanjang perangkapan jabatan tersebut tidak mengakibatkan yang bersangkutan mengabaikan pelaksanaan tugas dan tanggung jawab sebagai anggota Direksi Bank.

Seluruh Anggota Direksi telah menyatakan bahwa dirinya tidak memiliki rangkap jabatan sebagai Komisaris, Direksi atau Pejabat Eksekutif pada bank, perusahaan dan atau lembaga lain yang bertentangan dengan peraturan sebagaimana Surat Pernyataan dari masing-masing anggota Direksi per tanggal 31 Desember 2014.

Lani Darmawan merupakan Presiden Komisaris pada perusahaan anak bukan bank yaitu PT BII Finance Center (BIIFC) yang 99,99% sahamnya dikendalikan oleh Bank. Hal ini dilakukan dalam rangka melaksanakan tugas fungsional pada perusahaan anak bukan bank yang dikendalikan oleh Bank sebagaimana diperbolehkan dalam PBI tentang GCG bagi Bank Umum.

Pengangkatan Lani Darmawan selaku Presiden Komisaris BIIFC didasarkan atas Keputusan Rapat RNC tertanggal 15 April 2013, dimana RNC menyetujui resolusi dalam Rapat Direksi tanggal 5 Februari 2013 untuk menunjuk Lani Darmawan sebagai Presiden Komisaris BIIFC efektif sejak tanggal Rapat Umum Pemegang Saham Tahunan BIIFC tahun 2013.

Concurrent Position of the Board of Directors

All members of the Board of Directors are prohibited from holding concurrent positions as member of the Board of Commissioners, Directors, or Executive Officer in other Banks, companies, and/or other institutions with the exception for matters stipulated by Bank Indonesia Regulation No.8/4/PBI/2006 as amended by Bank Indonesia Regulation No.8/14/PBI/2006 on Implementation of GCG by Commercial Banks.

Concurrent positions of the Board of Directors' members do not include oversight responsibilities on investments in subsidiaries of the Bank and functional duties as member of the Board of Commissioners in non-bank subsidiary controlled by the Bank provided that the holding of concurrent positions do not result in neglect of duties and responsibilities of the holder as member of the Bank's Board of Directors.

All members of the Board of Directors have declared to not having concurrent positions as Commissioner, Director, or Executive Officer in a bank, company, and/or other institutions – as stated in the Personal Statement Letter from each member of the Board of Directors as of 31 December 2014.

Lani Darmawans serves as President Commissioner in non-bank subsidiary, PT BII Finance Center (BIIFC) which 99.9% of the shares are controlled by the Bank. This is a functional position in non-bank subsidiary controlled by the bank and is allowed by BI Regulation on GCG for Commercial Banks.

The appointment of Lani Darmawan as President Commissionern of BIIFC is made by virtue of RNC Meeting Resolution dated 15 April 2013, where RNC approved the resolution made in the Board of Directors Meeting dated 5 February 2013 to appoint Lani Darmawan as BIIFC President Commissioner, effective as of the closing of BIIFC 2013 Annual General Meeting of Shareholders.

Direksi Board of Directors

Program Orientasi Bagi Anggota Direksi Baru

Anggota Direksi yang baru diangkat diwajibkan untuk menjalani program penempatan yang komprehensif. Dalam rangka pengenalan dan program orientasi bagi anggota Direksi baru maka BII memiliki program yang dikenal dengan *Induction Program*. Program ini bertujuan untuk memberikan pemahaman tentang visi, misi dan nilai-nilai BII, kode etik dan pedoman tingkah laku BII, struktur organisasi, lines of business serta pedoman dan tata tertib kerja Direksi. Program orientasi ini juga dilakukan untuk memberikan gambaran umum terhadap rencana bisnis strategis perseroan, informasi mengenai kegiatan bisnis utama, garis besar tugas dan kegiatan Direksi berdasarkan peraturan-peraturan perbankan dan peraturan perundang-undangan lainnya yang berlaku.

Selama tahun 2014, terdapat anggota Direksi yang baru diangkat yaitu Dhien Tjahajani sebagai Direktur Kepatuhan dan Henky Sulistyio sebagai Direktur Manajemen Risiko. Keduanya telah menjalani program orientasi dan pengenalan bagi anggota Direksi yang baru.

Frekuensi Pertemuan dan Tingkat Kehadiran anggota Direksi dalam Pertemuan Direksi

Selama 2014 telah diselenggarakan 32 (tiga puluh dua) kali rapat Direksi, dengan perincian daftar hadir anggota Direksi sebagai berikut:

Nama Name	Jumlah Rapat Meet- ing Held	Jumlah Kehadiran Attendance	Tidak Hadir Absent	Persentase Percentage
Taswin Zakaria (TZ)	32	29	3	91%
Thilagavathy Nadason (TN)	32	28	4	88%
Ghazali bin Mohd Rasad (GMR)	32	28	4	88%
Jenny Wiriyanto (JW)	32	30	2	94%
Ani Pangestu (AP)	32	28	4	88%
Lani Darmawan (LD)	32	28	4	88%
Dhien Tjahajani (DT)	27	22	5	81%
Henky Sulistyio (HS)	4	4	0	100%

Induction Program for New Members of the Board of Directors

It is mandatory for newly appointed members of the Board of Directors to participate in a comprehensive placement program. To introduce and as orientation program for new members of the Board of Directors, BII has designed an Induction Program, which elaborates BII's vision, mission, values, code of ethics, code of conduct, organizational structure, lines of business, and the Board of Directors Charter. The Induction Program also provides an overview of the Bank's strategic business plan, information on core business activities, and duties and activities undertaken by the Board of Directors based on prevailing banking regulations and other regulations.

Throughout 2014, the Board of Directors welcomed new members, Dhien Tjahajani as Compliance Director and Henky Sulistyio as Risk Management Director. Both new members have participated in orientation and induction program for new Directors members.

Meeting Frequency and Attendance of the Board of Directors Members in the Board of Directors Meetings

There were 32 (thirty-two) Board of Directors meetings held throughout 2014. Details of attendance are as follows:

Agenda Rapat Direksi

The Board of Directors' Meeting Agenda

No	Tanggal Date	Agenda Rapat Direksi Agenda of the Board of Directors Meetings
1	24 Januari 2014	No.01/DIR/01.2014 Minutes and matters arising from BOD Meeting 17 December 2013 Audit findings and adjustment Financial result of Q4 2013 to BOD Risk appetite statement (RAS) - 2014 Workshop risk heat map Major NPL's Account

No	Tanggal Date	Agenda Rapat Direksi Agenda of the Board of Directors Meetings
2	28 Januari 2014	No.02/DIR/01.2014 Minutes of BOD Meeting 24 December 2013 Revised Minimum Capital Requirements Regulations of Bank Indonesia Update on OJK
3	11 Februari 2014	No.03/DIR/02.2014 BII's Audited Consolidated Financial Statements for the year ended 31 December 2013
4	19 Februari 2014	No.04/DIR/02.2014 Pre Deal Tool Update (Risk Based Pricing tool) Financial Institution Go to Market Strategy Scorecard & Sales Incentive Plan Bantuan Musibah BII Vision & Mission Regional Cash Management System (RCMS) Update
5	4 Maret 2014	No.05/DIR/03.2014 1. Minutes of BOD Meeting 24 & 28 January 2014 2. Matters Arising from BOD Meeting 24 & 28 January 2014 3. Mandate for PKB Review 4. Others
6	13 Maret 2014	No.06/DIR/03.2014 Draft Management Letter 31 December 2013
7	19 Maret 2014	No.07/DIR/03.2014 1. Minutes of BOD Meeting 11 & 19 February 2014 2. Matters Arising from BOD Meeting 11 & 19 February 2014 3. AGM 2014 4. Branch renovation project 5. Highlight VR Bond Switching Plan 6. Bali Marathon 7. Others
8	24 Maret 2014	No.08/DIR/03.2014 Financial and Business Performance Update as of February 2014 Revision in Capital Plan 2014 and Indicative Revision in Capital Plan 2015-2016 Others
9	10 April 2014	No.09/DIR/04.2014 Minutes of BOD Meeting 4 & 13 March 2014 Matters Arising from Minutes of BOD Meeting 13 March'14 Matrix Line Presentation Others
10	14 April 2014	No.10/DIR/04.2014 ATM
11	21 April 2014	No.11/DIR/04.2014 Financial Conglomeration Update on ATM
12	29 April 2014	No.12/DIR/04.2014 Minutes of BOD Meeting 19 & 24 March 2014 Syariah First Strategy TOR of Internal Audit KCP PIM 2 Space Reduction SIP Sales & Service BIIF's EGM and appointment of BOD & BOC of BIIF (2014-2017)
13	19 May 2014	No.13/DIR/05.2014 Minutes of BOD Meeting 10 & 14 April 2014 Matters Arising from the previous BOD Meetings Collateral Management Agreement (Structured Trade Finance) Maybank - BII Employee Benefit Plan Liquidity Update Others

Direksi Board of Directors

No	Tanggal Date	Agenda Rapat Direksi Agenda of the Board of Directors Meetings
14	28 May 2014	No.14/DIR/05.2014 Minutes of BOD Meeting on 21 & 29 April 2014 Mauritius Progress Update FI Strategy Rebranding Others
15	2 June 2014	No.15/DIR/06.2014 Vision 2020 BII Maybank Bali Marathon
16	16 June 2014	No.16/DIR/06.2014 Minutes of BOD Meeting 19 May 2014 Revision of RMC Terms of Reference FATCA Others
17	23 June 2014	No.17/DIR/06.2014 Minutes of BOD Meeting 28 May 2014 Proposed Sale of Idle Asset Director/commissioner onboarding process Revision of 2011 Corporate Income Tax Return Others New Liquidity Parameters Estimated P&L June '14
18	14 July 2014	No.18/DIR/07.2014 Minutes of BOD Meeting 2 & 16 June 2014 EY's issues highlighted in Limited Review for June 2014 BII Risk Profile, UUS and Consolidate Q2-2014 BII Bali Marathon Update LDR ATM Update FATCA Update Customer Protection Update Guidance for FY2015 AOP & Budget Others FSA & BI Meeting with Banks' CEO Labour Union
19	21 July 2014	No.19/DIR/07.2014 Minutes of BOD Meeting 23 June 2014 Cost expenditure approval limit Others – Mauritius Branch Update
20	20 August 2014	No.20/DIR/08.2014 1. Minutes of BOD Meeting on 14 & 21 July 2014 2. BNM CRR 2014 3. Revised Capital Plan 2014 & Capital Plan 2015-2017 4. BII's Year-end Projections & Revised RBB 5. Others – Sept'14 audit EY Loan Debtors List
21	27 August 2014	No.21/DIR/08.2014 1. BII Maybank Bali Marathon Update 2. Others
22	25 September 2014	No.22/DIR/09.2014 3Q14 Audit Status
23	15 October 2014	No.23/DIR/10.2014 Minutes of BOD Meeting 20 & 27 August & 25 Sept 2014 Audit Adjustment and Financial Statements for nine-months period ended 30 September 2014. Maybank 2020 Vision 2015 IT Budget Update Project Pocahontas – Progress Update Embedding capital awareness in business operations and strategic decision making Others

No	Tanggal Date	Agenda Rapat Direksi Agenda of the Board of Directors Meetings
24	24 October 2014	No.24/DIR/10/2014, 24 October 2014 Draf response letter to BNM on CRR 2012 on BII's CRR 2012 and 2014 for the 3Q14
25	27 October 2014	No.25/DIR/10.2014 Roadmap on Syariah Spin Off Conversion of Deposits Distributable Income Calculation from Revenue Sharing to Profit Sharing EGM on 28 November 2014
26	11 November 2014	No.26/DIR/11.2014 Minutes of BOD Meeting 15 October 2014 Three Years Capital Plan Property (PAR) and Money Insurance Program Renewal Bali Marathon Post Mortem Report Others
27	19 November 2014	No.27/DIR/11.2014 Minutes of BOD meeting 24 October 2014 Rencana Bisnis Bank 2015 Annual Report Update SIP 3Q14 Sales & Service BII's Code of Ethics & Conduct Collection Vendor CASA and liquidity Update October 2014 Performance Update FSA Audit Update
28	24 November 2014	No.28/DIR/11.2014 Minutes of BOD Meeting 27 October 2014 CASA and Liquidity Update Additional IPC for Dealing Room Stress test Medical Insurance 2015 Car Rental Others
29	1 December 2014	No.29/DIR/12.2014 CASA and Liquidity Update Partnership with G4S Utilization of Overdraft Facility for FX Settlement Others
30	10 December 2014	No.30/DIR/12.2014 Minutes of BOD Meeting on 11 November 2014 Matters Arising from BOD Meeting on 11 November 2014 CASA and Liquidity Update CEO Update Update on Digital Advertisement & Communication Others
31	15 December 2014	No.31/DIR/12.2014 1. Minutes of BOD Meeting on 19 November 2014 2. Matters Arising from BOD Meeting on 19 November 2014 3. Net Open Position (NOP) Management Improvement Project 4. Trading Risk Management 5. AFS Bond Portfolio Update 6. CASA and Liquidity Update 7. Prepaid Card Proposal 8. Internal Audit Role in IT Development Advisory/Consultancy 9. Update on New Regulation of OJK (POJK)
32	22 December 2014	No.32/DIR/12.2014 1. Minutes of BOD Meeting on 24 November 2014 2. Matters Arising from BOD Meeting on 24 November 2014 3. CASA and Liquidity Update 4. Loan provisions and estimated MTD and YTD forecast 5. Others

Direksi Board of Directors

Program Pelatihan Dalam Rangka Peningkatan Kompetensi Direksi

Anggota Direksi telah membudayakan pembelajaran secara berkelanjutan dalam rangka peningkatan pengetahuan tentang perbankan dan perkembangan terkini terkait bidang keuangan/lainnya yang mendukung pelaksanaan tugas dan tanggung jawabnya pada seluruh tingkatan atau jenjang organisasi. Budaya pembelajaran berkelanjutan tersebut ditunjukkan melalui kebijakan perusahaan yang menetapkan kewajiban pembuatan Personal Development Plan (PDP) yang dilakukan bersamaan dengan Evaluasi Kinerja yang dilakukan pada pertengahan tahun dan akhir tahun.

Selama 2014, anggota Direksi telah mengikuti pelatihan, seminar, sertifikasi, workshop, conference ataupun dalam bentuk roadshow sebagaimana berikut:

Development Programs for Board of Directors Competence Building

Members of the Board of Directors promotes continuous learning to enhance banking knowledge and recent updates in finance as well as other fields that would support the performance of its duties and responsibilities across all levels of the organization. The culture of continuous learning is reflected from company policy that requires the formulation of Personal Development Plan (PDP) simultaneously with Performance Assessment done at the first half of the year and at year's end.

In 2014, members of the Boards of Directors have participated in the following trainings, seminars, certification programs, workshops, conference, and roadshows:

Nama Name	Pelatihan/Seminar/Sertifikasi/ Workshop Trainings/Seminars/Certificatins/Conferences/ Workshops	Penyelenggara Organisers	Waktu & Tempat Pelaksanaan Time & Place
Taswin Zakaria	Shariah Banking for Executives	International Center for Development in Islamic Finance (ICDIF)	8 Oktober 2014 Kuala Lumpur
	Indonesia International Conference on Islamic Finance	Otoritas Jasa Keuangan Financial Services Authority	3-4 November 2014 Jakarta
	Seminar Shariah Banking for Executive	LPPI	19 Agustus 2014 Jakarta
	Executive Distance Learning on Islamic Banking	Karim Consulting Indonesia	Juni 2014 Jakarta
	Shariah Banking for Executives	International Center for Development in Islamic Finance (ICDIF)	8 Oktober 2014 Kuala Lumpur
Thilagavathy Nadason	Indonesia International Conference on Islamic Finance	Otoritas Jasa Keuangan	3-4 November 2014 Jakarta
	Navigating Matrix Workshop	Maybank Group	10-11 Maret 2014 Kuala Lumpur
	Refreshment Program Of Risk Management Certification - Bank FTP Workshop	Badan Sertifikasi Manajemen Risiko	8-9 September 2014 Jakarta
Ghazali bin Mohd Rasad	Star (Strategic Talent Acceleration Readliness) Programme	Maybank Group	19-23 Mei 2014 Singapore
	IT RCSA Challenge	BII	25 Februari 2014 Jakarta
	Navigating a Matrix Organization and Collaborating Successfully for Business Impact	Maybank	10-11 Maret 2014 Kuala Lumpur
Jenny Wiriyanto	EXCO/ITTP Workshop	Maybank	13 April 2014 Kuala Lumpur
	Basel Application and its Implication to Risk Weighted Assets	BII Maybank	3 November 2014 Jakarta
	Shariah Banking for Executives	BII - LIPPI	8 Oktober 2014 Jakarta
Ani Pangestu	Managing Macro Economic Risk In 2015	Economic Research (Internal)	18 Desember 2014 Jakarta
	Strategic Workforce Planning & Productivity	Meeting Event Exhibitions And Training Singapore	26-28 Mei 2014 Singapore

Nama Name	Pelatihan/Seminar/Sertifikasi/ Konferensi/ Workshop Trainings/Seminars/Certificatins/Conferences/ Workshops	Penyelenggara Organisers	Waktu & Tempat Pelaksanaan Time & Place
	Do The Right Thing Launching Workshop	Maybank	5 Mei 2014 Jakarta
	Navigating Matrix Workshop	Maybank	10-11 Maret 2014 Malaysia
	Accelerated Learning Skill	Adam Koo Learning Technologies Group	24 Februari 2014 Jakarta
Lani Darmawan	Regional Transformation Roadshow	Strategic Planning & PMO	10 Januari 2014 Jakarta
	CBG Workshop	Strategic Planning & PMO	16-17 Januari 2014 Jakarta
	BOD Roadshow & Regional Region Surabaya dan Banusja	Strategic Planning & PMO	3-4 April 2014 Surabaya
	BOD Roadshow & Regional Region Jawa Barat	Strategic Planning & PMO	15-16 April 2014 Bandung
	BOD Roadshow & Regionalisasi Regional Sumatera Selatan	Strategic Planning & PMO	30 April 2014 Palembang
	BOD Roadshow & Regional Region Jakbar-Jaktim	Strategic Planning & PMO	2 Juli 2014 Jakarta
	Workshop RBH Business Review	Sales Management	4 September 2014 Jakarta
Dhien Tjahajani	Kewajiban Pelaporan oleh Bank ke PPAATK - Permasalahan dan Kendala Bank dalam Melaksanakan Kewajiban Pelaporan ke PPAATK	Leinad Aganis	11-12 September 2014 Jakarta
	Penerapan POJK No.1/POJK.07/2013 tentang Perlindungan Konsumen Sektor Jasa Keuangan Khususnya Terkait Perbankan	FKDKP	11 September 2014 Jakarta
	Shariah Banking for Executives	International Center for Development in Islamic Finance (ICDIF)	8 Oktober 2014 Jakarta
	Kewaspadaan dan Tantangan Bank di Bidang Pengawasan dan Pengendalian	FKDKP	3-4 Desember 2014 Bandung
Henky Sulistyio	Induction Program	Mayank HO	2-8 November 2014 Kuala Lumpur
	Risk Master class	Maybank HO	2-8 November 2014 Kuala Lumpur

Pedoman & Tata Tertib Kerja Direksi

Direksi memiliki Pedoman dan Tata Tertib Kerja sebagai referensi serta pedoman dalam menjalankan tugas secara efektif. Pedoman dan Tata Tertib Kerja Direksi mengatur hal-hal terkait dengan panduan pelaksanaan tugas dan tanggung jawab Direksi serta hal-hal lainnya terkait dengan organisasi, tugas dan tanggung jawab, kewenangan, keterbukaan, etika kerja, pembentukan komite, pengaturan rapat dan kebijakan serta prosedur internal yang relevan.

Pedoman dan Tata Tertib Kerja Direksi tersedia dalam 2 (dua) bahasa yaitu Bahasa Indonesia dan Bahasa Inggris. Pedoman dan Tata Tertib Kerja ini disusun berdasarkan peraturan yang berlaku termasuk peraturan Bank Indonesia dan Otoritas Jasa Keuangan mengenai GCG,

Board of Directors Charter

The Board of Directors Charter serves as reference document and guidelines for the Board of Directors to effectively carry out its duties. The Board of Directors Charter stipulates matters concerning the performance of the Board of Directors duties and responsibilities as well as matters relating to organization, duties and responsibilities, authority, transparency, ethics, establishment of committee, meeting arrangement, policies, and relevant internal procedures.

The Board of Directors Charter is made available in 2 (two) languages, Indonesian and English. The Board of Directors Charter adopts prevailing laws and regulations, including Bank Indonesia and Financial Services Authority regulations on GCG as well as best

Direksi Board of Directors

serta best practices. Keberadaan Pedoman dan Tata Tertib Kerja Direksi tersebut tidak menggantikan hukum atau persyaratan peraturan yang berlaku di Indonesia.

Untuk memastikan bahwa Pedoman dan Tata Tertib Kerja Direksi yang ada tetap relevan bagi Direksi dan membantu dalam melaksanakan tugas secara efektif maka pembaharuan atas Pedoman dan Tata Tertib Kerja Direksi dilakukan dari waktu ke waktu mengikuti perubahan undang-undang dan peraturan yang relevan atau akan ditinjau secara berkala.

Penilaian terhadap Kinerja Direksi

BII menggunakan pendekatan *Balanced Scorecard* dalam melaksanakan strategi dan memonitor kinerja Perusahaan. Hal ini sejalan dengan kebijaksanaan perusahaan yang menilai prestasi dan memberikan penghargaan berdasarkan kinerja. Sasaran strategis dikonversikan menjadi *Key Performance Indicator* (KPI) yang disepakati bersama oleh jajaran Direksi dan diturunkan sampai jajaran yang paling bawah sehingga seluruh jajaran membuat dan melaksanakan rencana kerja yang selaras dengan strategi dan saling mendukung untuk mencapai target kinerja Bank.

Kerangka KPI 2014 yang digunakan disusun berdasarkan 4 aspek penilaian utama yaitu:

1. *Financial Perspective*
2. *Business Process Improvement*
3. *Customer perspective*
4. *Talent Management dan Employee Engagement*

KPI yang sudah dibahas oleh Direksi diajukan kepada Komite Remunerasi dan Nominasi untuk dievaluasi dan didiskusikan, sebelum diajukan kepada Dewan Komisaris untuk pembahasan lebih lanjut dan mendapatkan persetujuan.

Kebijakan Remunerasi dan Fasilitas Lain bagi Anggota Direksi

Kebijakan remunerasi dan fasilitas lain bagi anggota Direksi antara lain meliputi:

- a. Remunerasi dalam bentuk non natura, termasuk gaji dan penghasilan tetap lainnya, antara lain tunjangan (benefit), kompensasi berbasis saham, tantiem dan bentuk remunerasi lainnya; dan
- b. Fasilitas lain dalam bentuk natura/non natura yaitu penghasilan tidak tetap lainnya, termasuk tunjangan untuk perumahan, transportasi, asuransi kesehatan dan fasilitas lainnya, yang dapat dimiliki maupun tidak dapat dimiliki.

practices. The Board of Directors Charter does not precede laws and regulations applicable in Indonesia.

To ensure that the content of the Board of Directors Charter is always relevant for the Board of Directors and can contribute to the effective performance of the Board of Directors duties, the Board of Directors Charter is regularly updated following changes to laws and regulations or will be reviewed periodically.

Assessment on the Board of Directors Performance

BII uses *Balanced Scorecard* in the performance strategy implementation and monitoring. This is in line with the policy of the company of performance-based reward and recognition. The strategic objectives are translated into *Key Performance Indicators* (KPI) agreed by all members of the Board of Directors and deployed across levels in order to ensure that the strategy remains focused and carried out effectively to achieve the Bank's performance.

The 2014 KPI framework adopts the following assessment criteria:

1. *Financial Perspective*
2. *Business Process Improvement*
3. *Customer perspective*
4. *Talent Management and Employee Engagement*

KPI discussed by the Board of Directors is then submitted to RNC for further evaluation and discussion and subsequently proposed to the Board of Commissioners for discussion and approval.

Remuneration Policy and Other Facilities for Members of the Board of Directors

Package/remuneration policy and other facilities for members of the Board of Directors among others consist of:

- a. Financial remuneration, including salaries and other fixed income, such as benefits, share-based compensation, bonus, and other forms of remuneration; and
- b. Other facilities in the form of in-kind/financial, namely other non-fixed income, including housing benefits, transportation, health insurance, and other facilities that can be owned and cannot be owned

Direksi Board of Directors

Sesuai Keputusan RUPS, Kebijakan Remunerasi dan Fasilitas Lain bagi anggota Direksi untuk tahun 2014 disajikan sebagaimana tabel berikut:

The following table presents Remuneration Policy and Other Facilities for BOD during 2014 according to the decision of GMS:

Jenis Remunerasi dan Fasilitas Lain Type or Remuneration and other Facility	Jumlah Diterima dalam 1 Tahun *) Amount Received in 1 Year *)							
	Anggota Members				Direksi Board of Directors			
	2014	2013	2012	2011	2014 Jutaan Rupiah Million Rupiah	2013 Jutaan Rupiah Million Rupiah	2012 Jutaan Rupiah Million Rupiah	2011 Jutaan Rupiah Million Rupiah
1 Remunerasi (gaji, bonus, tunjangan rutin, tantiem dan fasilitas lainnya dalam bentuk non natura) Gross remuneration (salary, bonus, benefits regular, bonus and other perks in the form of non natura)	10	9	9	9	43,407	52,816	42,552	43,955
2 Fasilitas lain dalam bentuk natura (perumahan, transportasi, kesehatan dan sebagainya) yang: Other facilities in the forms of (housing, transportation, health and so on) that:								
a. dapat dimiliki be held					-	-	-	-
b. tidak dapat dimiliki can not be held					2,893	3,157	3,153	1,888
Total					46,300	55,973	45,705	45,843

Notes | Keterangan:

*) Sebelum dipotong pajak | Before tax deduction

Jumlah Anggota Direksi yang Menerima Paket Remunerasi dalam 1 (satu) Tahun yang dikelompokkan sesuai tingkat penghasilan

Number of the Board of Directors Members Receiving Remuneration Package within 1 (one) year grouped by income levels

Jumlah Remunerasi per Orang Dalam 1 Tahun *) Remuneration per member within one year	Jumlah Direksi Number of Directors			
	2014	2013	2012	2011
Di atas Rp2 miliar More than Rp2 billion	9	9	9	9
Di atas Rp1 miliar s.d. Rp2 miliar Between Rp1 billion and Rp2 Billion	1	0	0	0
Di atas Rp500 juta s.d. Rp1 miliar Between Rp500 million and Rp. 1 billion	0	0	0	0
Rp500 juta ke bawah Below Rp500 million	0	0	0	0

Keterangan | Description:

*) Yang diterima secara tunai sebelum dipotong pajak (bruto) | Received before tax (gross) deducted

Direksi Board of Directors

Kebijakan Keberagaman Komposisi Direksi

Dalam rangka pelaksanaan tugas dan tanggung jawab Direksi untuk mengelola perusahaan dan mengembangkan pelaksanaan GCG di BII, maka penetapan komposisi Direksi dilakukan dengan mempertimbangkan kebutuhan dan kompleksitas Bank. Komposisi Direksi terdiri dari beragam latar belakang kualifikasi pendidikan, keahlian dan pengalaman kerja, usia, jenis kelamin serta kewarganegaraan.

Per 31 Desember 2014, Keberagaman Komposisi Direksi sebagaimana berikut:

- Dari 8 (delapan) orang jumlah anggota Direksi, 5 (lima) diantaranya adalah wanita. Keberagaman gender pada komposisi anggota Direksi tersebut menunjukkan bahwa BII tidak membedakan antara pria dan wanita untuk mencapai posisi tertinggi dalam Perusahaan.
- Latar belakang kualifikasi pendidikan yang berbeda-beda serta pengalaman dan masa kerja selama lebih dari 15 tahun dari berbagai bidang diharapkan dapat memberikan pengayaan pengalaman bagi masing-masing Anggota Direksi untuk saling bertukar pengalaman dalam melaksanakan tugas dan tanggung jawabnya.
- Dua orang anggota Direksi berkewarganegaraan Malaysia. Selebihnya berkewarganegaraan Indonesia. Komposisi ini memungkinkan Direksi untuk saling bertukar pengalaman serta wawasan terkait praktek-praktek terbaik di industri perbankan negara lain.

Pengangkatan anggota Direksi dengan keberagaman komposisi tersebut dinyatakan efektif setelah dinyatakan lulus fit and proper test sesuai dengan ketentuan yang berlaku.

Rincian kualifikasi Direksi disajikan dalam profil singkat Direksi pada Laporan Tahunan ini.

Board of Directors Composition Policy

For the implementation of duties and responsibilities of BOD to manage the Bank and develop GCG practices in BII, composition of the Board of Directors is determined by taking into consideration the Bank's needs and complexity. The Board of Directors consists of professionals with diverse educational backgrounds, expertise and work experiences, age, gender, and nationalities.

As of 31 December 2014, the variety in composition of the Board of Directors is reflected from the following:

- Of 8 (eight) members of the Board of Directors, 5 (five) are women. Gender variance in the composition of the Board of Directors shows BII's gender indiscrimination relating to highest positions in the Bank.
- Variety of educational backgrounds as well as expertise and work experiences of over 15 years in different fields, which are expected to provide fruitful and rich experiences for all members of the Board of Directors, allowing them to share insights in the performance of their duties and responsibilities.
- There are two members of the Board of Directors who hold Malaysian citizenship, while the others hold Indonesian citizenship. This composition creates an environment that promote knowledge and experience sharing with respect to banking industry best practices in different countries.

Appointments of the Board of Directors members that represent a diversity in the composition are declared effective after the members pass fit and proper test required by prevailing regulations.

Details of qualifications of the Board of Directors members are presented in brief profile of the Board of Directors in this Annual Report.

Komite Manajemen Risiko (RMC) Risk Management Committee (RMC)

Direksi membentuk Komite Manajemen Risiko untuk mengelola secara efektif potensi risiko yang mungkin timbul serta untuk menetapkan, meninjau pelaksanaan dan terus memperbaiki kebijakan dan metodologi yang digunakan untuk mengelola potensi risiko.

Board of Directors established Risk Management Committee (RMC) to effectively manage risk potential and to define, monitor, and continuously improve policies and methodologies relating to risk management.

Dasar Pembentukan Komite Manajemen Risiko

Komite Manajemen Risiko yang mencakup struktur dan keanggotaan, tugas & wewenang serta proses rapat komite dibentuk melalui surat edaran No.SE.2014.018/Dir Risk Mgmt tanggal 16 Juli 2014 perihal Komite Manajemen Risiko dan merupakan pembaharuan dari surat edaran yang telah ada sebelumnya.

Risk Management Committee Establishment

RMC structure and membership, duties and authorities, and committee meeting are established through Circular Letter No.SE.2014.018/Dir Risk Mgmt dated 16 July 2014 on Risk Management Committee and is a substitute to previous circular letter.

Struktur dan Keanggotaan Komite Manajemen Risiko

Risk Management Committee Structure and Membership

No	Position Jabatan	Description Keterangan
Anggota Member		
1	Ketua Chairman	Presiden Direktur President Director
2	Wakil Ketua/Anggota Vice Chairman/Member	Direktur Manajemen Risiko Risk Management Director
3	Anggota Member	Finance Director
4	Anggota Member	Global Banking Director
5	Anggota Member	Business Banking Director
6	Anggota Member	Retail Banking Director
7	Anggota Member	Legal & Compliance, Corporate Secretary Director
8	Anggota Member	Operation & IT Director
9	Anggota Member	Human Capital Director
Undangan Tetap Permanent Invitees		
1	Internal Audit Head (SKAI)	
2	Basel & Enterprise Risk Management Head	
3	Credit Review Head	
4	Corporate & SME Credit Policy and Portfolio Management Head	
5	Retail Credit Policy and Portfolio Management Head	
6	Operation Risk Management Head	
7	Market Risk Management Head	
Undangan Tidak Tetap Invitee		
1	Pihak internal BII lain jika diperlukan Other BII internal parties, if necessary	
Sekretariat Secretary		
1	Basel & Enterprise Risk Management	

Komite Manajemen Risiko (RMC) Risk Management Committee (RMC)

Tugas dan Wewenang Komite Manajemen Risiko

- Mengkaji skenario *stress testing* dan dampak risikonya terhadap kecukupan modal, profitabilitas dan kualitas aset melalui serta merekomendasikan tindakan perbaikan yang diperlukan.
- Menyetujui tindakan strategis yang timbul dari peraturan eksternal yang berdampak terhadap praktek manajemen risiko.
- Menyetujui langkah-langkah perbaikan untuk mengatasi masalah risiko yang menjadi perhatian Bank Indonesia.
- Menyetujui produk kredit baru dan layanannya.
- Menyetujui Kebijakan Perkreditan tingkat segmentasi (*Credit Policy Level 2*).
- Menyetujui limit industri.
- Mengkaji dan melakukan penilaian terhadap proses manajemen risiko operasional dan langkah mitigasi risiko.
- Mengkaji dan menyetujui kebijakan kredit (termasuk *Credit Program / PDA*) dan acuan risiko yang mencakup risiko kredit, risiko pasar dan risiko operasional dari aktifitas bisnis.
- Menyetujui pendelegasian limit wewenang kredit.
- Menyetujui metodologi dan model penentuan bunga kredit.
- Menyetujui model pengukuran risiko.
- Melakukan pengawasan dan memberikan arahan strategis terhadap inisiatif bisnis dan proyek bisnis utama dan memastikan hal tersebut mendapatkan dukungan yang diperlukan dari seluruh Unit terkait di BII Maybank agar sejalan dengan tujuan perusahaan.
- Melaksanakan tanggung jawab lainnya yang didelegasikan oleh BoD dan ROC.

Risk Management Committee Duties and Authority

- Review stress-testing scenario and risk impact on capital adequacy, profitability, and asset quality as well as recommend necessary improvement measures.
- Approve strategic measures arising from external regulations that impact risk management practices
- Approve improvement steps to resolve risk issues that have come to the attention of Bank Indonesia.
- Approve new credit products and services.
- Approve segmented Credit Policy (*Credit Policy Level 2*)
- Approve industry limit
- Review and assess operational risk management process and risk mitigation steps.
- Review and approve credit policy (including *Credit Program / PDA*) and risk reference that includes credit risk, market risk, and operational risk in business activities.
- Approve credit authority limit delegation.
- Approve methodology and determination model of credit interests
- Approve risk measurement model.
- Monitor and provide strategic directives on business initiatives and key business projects ensuring required support is available from all relevant units in BII Maybank to be in line with company goals.
- Carry out other responsibilities assigned by BOD and ROC.

Frekuensi Rapat dan Tingkat Kehadiran Rapat Komite Manajemen Risiko

Selama 2014 telah diadakan Rapat Komite Manajemen Risiko sebanyak 12 (dua belas) kali.

Tingkat Kehadiran Direksi Pada Rapat Komite Manajemen Risiko

Nama Name	Jumlah Meeting Total Meetings	Jumlah Kehadiran Total Attendance	Persentase Kehadiran Attendance Percentage
Taswin Zakaria	12	12	100%
Hedy Lopian *)	12	2	16%
Rahardja Alimhamzah **)	12	2	16%
Lani Darmawan	12	6	50%
Thila Nadason	12	11	91%
Jenny Wiriyanto	12	10	83%

Risk Management Committee Meeting Frequency and Level of Attendance

In 2014, RMC held 12 (twelve) meetings.

Level of Attendance in Risk Management Committee Meetings

Komite Manajemen Risiko (RMC) Risk Management Committee (RMC)

Nama Name	Jumlah Meeting Total Meetings	Jumlah Kehadiran Total Attendance	Persentase Kehadiran Attendance Percentage
Ghazali Mohd. Rasad	12	10	83%
Ani Pangestu	12	7	58%
Dhien Tjahajani ***)	7	7	100%
Henky Sulistyio *****)	1	1	100%

- *) Hedy Maria Lopian mengundurkan diri sebagai Direktur Manajemen Risiko per tanggal 21 Februari 2014. Masa jabatan Hedy Maria Lopian selaku Direktur Bank akan berakhir sejak ditutupnya RUPST Bank tahun 2014 yaitu pada tanggal 28 April 2014. | Hedy Maria Lopian resigned as Risk Management Director as of 21 February 2014. The tenure of Hedy Maria Lopian as the Bank's Director will be terminated by the closing of the Bank's AGMS 2014 on 28 April 2014.
- **) Rahardja Alimhamzah mengundurkan diri sebagai Direktur Perbankan Global per tanggal 28 Februari 2014. Masa jabatan Rahardja Alimhamzah selaku Direktur Perseroan akan berakhir sejak ditutupnya RUPST Bank tahun 2014 yaitu tanggal 28 April 2014. | Rahardja Alimhamzah resigned as Global Banking Director as of 28 February 2014. The tenure of Rahardja Alimhamzah as the Bank's Director will be terminated by the closing of the Bank's AGMS 2014 on 28 April 2014.
- ***) Dhien Tjahajani telah lulus fit and proper test dan mendapatkan persetujuan dari Otoritas Jasa Keuangan selaku Direktur Kepatuhan, berlaku efektif tanggal 20 Juni 2014. Bank juga telah menunjuk Dhien Tjahajani sebagai Sekretaris Perusahaan dan berlaku efektif tanggal 18 Juli 2014. | Dhien Tjahajani has passed the fit and proper test and received the approval from the Financial Services Authority as the Compliance Director, effective as of 20 June 2014. The Bank has also appointed Dhien Tjahajani as Corporate Secretary, effective as of 18 July 2014.
- *****) Berdasarkan berdasarkan RUPSLB tanggal 28 November 2014, Henky Sulistyio diangkat sebagai Direktur Manajemen Risiko menggantikan Hedy Maria Lopian dan telah lulus *fit & proper test* tanggal 17 Desember 2014. | Based on the Extraordinary GMS dated 28 November 2014, Henky Sulistyio was appointed as Risk Management Director replacing Hedy Maria Lopian, and has passed the fit and proper test on 17 December 2014.

Agenda Rapat Komite Manajemen Risiko

Risk Management Committee Meeting Agenda

Tanggal Date	Agenda Rapat Meeting Agenda
21 Januari 2014	<ol style="list-style-type: none"> Annual Review of Interest Rate Risk in the IRRBB & BWLR Proposed New Policy and Operational Process of Gold Pawn Broking Shariah: Risk Profile, ERD, Portfolio Business Continuity Management (BCP Proposal) Bank: Risk Profile, ERD, Risk HeatMap WOM Finance: Risk Profile, Risk HeatMap, Portfolio BII Finance: Risk Profile, Risk HeatMap, Portfolio Retail Banking Portfolio Business Banking Portfolio Global Banking Portfolio Market & Liquidity Risk Management Dashboard Operational Risk Management Dashboard
21 Februari 2014	<ol style="list-style-type: none"> Festive Season Program Monitoring Update Mortgage Scoring Implementation for Segment = 500 mio Implementation Scoring on Mortgage for Segment > 500 mio New FTP Methodology in RMR Syariah Restricted Profit Sharing Deposit iB & Cross Currency Hedging iB Annual Review of Liquidity Contingency Plan (LCP) Kebijakan Limit Trading Book 2014 Limit Trading Book 2014 Policy Financial Supply Chain Management Process Improvement Kebijakan Kredit Level 2 Retail Credit Policy Manual (RCPM) Credit Policy of Level 2 Retail Credit Policy Manual (RCPM) Persetujuan perubahan PDA Mikro PDA Micro amendment Agreement Kerjasama ATM Co-Branding BPR/LSB Cooperation of ATM Co-Branding BPR/LSB Policy RCSA & IMDC update on Syariah ERD Bank & Subsidiaries BII Mumbai - ALM Guidelines & Procedures Acknowledgement WOM Finance Portfolio BII Finance Portfolio Retail Banking Portfolio Shariah: ERD & Portfolio Business Banking Portfolio Global Banking Portfolio Market & Liquidity Risk Management Dashboard Operational Risk Management Dashboard Late Submission of Risk Profile Report in January 2014

Komite Manajemen Risiko (RMC) Risk Management Committee (RMC)

Tanggal Date	Agenda Rapat Meeting Agenda
25 Maret 2014	<ol style="list-style-type: none"> 1. Trading Risk Mangement Framework 2014 2. Annual Review of Foreign Exchange Risk Policy 3. Persetujuan Perubahan PDA Mikro 4. Sahabat BPR 5. ICAAP Framework versi 3 6. BII Stress Testing Policy Review 7. ERD Bank & Subsidiaries 8. WOM Finance Portfolio 9. BII Finance Portfolio 10. Retail Banking Portfolio 11. Shariah: ERD & Portfolio 12. Business Banking Portfolio 13. Global Banking Portfolio 14. Market & Liquidity Risk Management Dashboard 15. Operational Risk Management Dashboard
22 April 2014	<ol style="list-style-type: none"> 1. BII International Branches Structure Governance 2. Group Stress Testing Report #14 3. Annual Validation of BII PD, PI and Contractor Scorecard 4. Contract Risk and Payment Risk 5. Ratification Conversion Pilot to BAU 6. PDA Renewal for BII - Mikro Pijar 7. ERD Bank & Subsidiaries 8. Basel II IRB Implementation Update 9. BNM CRR Update 10. Early Alert and Watch List Account Definition 11. SCC Members Authority Limit (Large Exposure Credit Decision) 12. WOM Finance Portfolio 13. BII Finance Portfolio 14. Retail Banking Portfolio 15. Shariah: ERD & Portfolio 16. Business Banking Portfolio 17. Global Banking Portfolio 18. Market & Liquidity Risk Management Dashboard 19. Operational Risk Management Dashboard 20. Top 25 Debtors and Top 25 Obligors 21. Trading Risk Management Framework 2014 22. Risk Management Work Plan 2014 23. Risk Profile and GCG Report
20 Mei 2014	<ol style="list-style-type: none"> 1. IRB RWA Analysis 2. ERD Bank & Subsidiaries 3. ERD Shariah Banking 4. Annual Review of Interbank Limit Policy 5. Auto Renewal, Pre-Approved Top Up Loan, & Centralized Maintenance 6. Review of Credit Committee Structure and Approval Limit 7. Final Version of Early Alert and Watch List Account Definition 8. Retail Banking Portfolio 9. Market & Liquidity Risk Management Dashboard 10. Operational Risk Management Dashboard 11. ERU update from TSC 12. WOM Finance Portfolio 13. BII Finance Portfolio 14. Shariah Banking Portfolio 15. Business Banking Portfolio 16. Global Banking Portfolio 17. Top 25 Obligors & Top 25 Debtors 18. Early Alert & Watchlist Account Report 19. PIC Appointment for Recommendation on Group Stress Testing Report #14 20. Annual Validation of BII NBFI Scorecard
25 Juni 2014	<ol style="list-style-type: none"> 1. ERD Bank & Subsidiaries 2. ERD Shariah 3. Convertible Deposit & FX Spot Product Program (Ditunda) 4. Propose IRB Scorecard for WOM Finance 5. Changes in PDA for Mortgage & PITA

Komite Manajemen Risiko (RMC)
Risk Management Committee (RMC)

Tanggal Date	Agenda Rapat Meeting Agenda
	<ol style="list-style-type: none"> 6. Changes in PDA for WOM Finance Car Refinancing Product 7. Micro Business - PDA Annual Review and Enhancement Proposal 8. New ERD Indicators Proposal 9. Retail Banking Portfolio 10. Non Retail Banking Portfolio 11. Market & Liquidity Risk Management Dashboard 12. Operational Risk Management Dashboard 13. Top 25 Obligors ERD Threshold Methodology 14. 2014 Risk Culture Survey Result 15. WOM Finance Portfolio 16. BII Finance Portfolio 17. Shariah Banking Portfolio 18. Business Banking 19. Global Banking 20. Top 25 Debtors and Top 25 Obligors 21. Early Alert & Watchlist Account Report
18 Juli 2014	<ol style="list-style-type: none"> 1. ERD Bank & Subsidiaries 2. ERD Shariah 3. Risk Heat Map : Bank 4. Risk Heat Map : WOM Finance 5. Risk Heat Map : BII Finance 6. RBBR 1S2014 : Bank & Subsidiaries dan Shariah Banking 7. Adjustment RAC Product Program Distributor / Dealer Financing 8. Credit Committee Authority Limit 9. Revisi Pedoman Penerapan Manajemen Risiko (PPMR) 10. Retail Banking Portfolio 11. Non Retail Banking Portfolio 12. Market & Liquidity Risk Management Dashboard 13. Operational Risk Management Dashboard 14. Business Continuity Management Update 15. BNM Finding Update dan GCG Rating 16. Rule of Engagement between Global Banking and Credit Review Management 17. Risk Review Report 18. WOM Finance Portfolio 19. BII Finance Portfolio 20. Shariah Banking Portfolio 21. Business Banking Portfolio 22. Global Banking Portfolio 23. Top 25 Obligors & Top 25 Debtors 24. Early Alert & Watchlist Account Report 25. Quarterly : Centralized Credit Risk Rating System Report
21 Agustus 2014	<ol style="list-style-type: none"> 1. ERD Bank & Subsidiaries 2. ERD Shariah 3. Addendum Trading Book Limit Policy 2014 4. Operational Risk Management Policy 5. BII Virtual Debit Card Number (VDCN) 6. BII Credit Card (Redeveloped Application Scorecard & New Score Cut Off Set Up) 7. Group Stress Testing #15 Scenario 8. Credit Committee Authority Limit 9. Retail Banking Portfolio 10. Non Retail Banking Portfolio 11. Market & Liquidity Risk Management Dashboard 12. Operational Risk Management Dashboard 13. BNM Response 14. WOM Finance Portfolio 15. BII Finance Portfolio 16. Shariah Banking Portfolio 17. Business Banking Portfolio 18. Global Banking Portfolio 19. Top 25 Obligors & Top 25 Debtors 20. Early Alert & Watch list Account Report

Komite Manajemen Risiko (RMC) Risk Management Committee (RMC)

Tanggal Date	Agenda Rapat Meeting Agenda
23 September 2014	<ol style="list-style-type: none"> 1. ERD Bank & Subsidiaries 2. ERD Syariah 3. Corporate Leasing iB - Adding New Type of Leased Object & Customer 4. Renewal PDA for BII - WOM Finance Financing 5. Heavy Equipment & Machinery (HEM) Financing for Mining Industry as BAU in BII Finance 6. BII Material Risk Assessment Process (MRAP) 7. BII SME IRB Scorecard 8. Group Stress Testing #15 Result 9. Spouse Consent/Signature Exclusion 10. BII International Branches Structure Governance 11. Retail Banking Portfolio 12. Non Retail Banking Portfolio 13. Market & Liquidity Risk Management Dashboard 14. Operational Risk Management Dashboard 15. Festive Season Program Monitoring (Supply Chain Lebaran Festive Season) 16. Penanganan Account GB dan BB dalam Early Alert, NPL dan Recovery 17. BNM Update & RBBR for Dec'13 and June '14 Positions 18. WOM Finance Portfolio 19. BII Finance Portfolio 20. Syariah Banking Portfolio 21. Business Banking Portfolio 22. Global Banking Portfolio 23. Top 25 Obligors & Top 25 Debtors 24. Early Alert & Watch list Account Report
14 Oktober 2014	<ol style="list-style-type: none"> 1. Risk Profile 3Q2014 : Bank & Subsidiaries and Syariah 2. ICAAP BII Mumbai Report 2014 3. ERD Bank & Subsidiaries 4. ERD Syariah 5. Risk Heat Map 3Q2014: Bank & Subsidiaries 6. 2014 Trading Book Policy Statement 7. Unsecured Loan - Payroll Policy Changes 8. New PDA for BII - Other Finco 9. Summary of Changes PDA BII Surya 10. Additional PDA Micro for Linkage Financing to Venture Capital 11. Industry Limit Review 12. Pijar Giro Strategy 13. Business Continuity Management (BCM) E-Learning 14. BII Finance Heavy Equipment and Machinery (HEM) 15. Retail Banking Portfolio 16. Non Retail Banking Portfolio 17. Market & Liquidity Risk Management Dashboard 18. Operational Risk Management Dashboard 19. Localized Stress Testing Scenario & Impacted Vulnerable Sectors 20. BNM Update 21. Matters Arising BOC Meeting & ROC Meeting 22. WOM Finance Portfolio 23. BII Finance Portfolio 24. Syariah Banking Portfolio 25. Business Banking Portfolio 26. Global Banking Portfolio 27. Top 25 Obligors & Top 25 Debtors 28. Early Alert & Watch list Account Report

Komite Manajemen Risiko (RMC) Risk Management Committee (RMC)

Tanggal Date	Agenda Rapat Meeting Agenda
14 November 2014	<ol style="list-style-type: none"> 1. ERD Bank & Subsidiaries 2. ERD Syariah 3. Corporate Leasing iB - Adding New Type of Leased Object and Customer 4. Regular Review : Commercial Property Developer 5. Regular Review : Pedoman Penyertaan Modal (Investasi) 6. Regular Review : Bank's Policy for Managing Market Risk & Liquidity Risk 7. Regular Review : Pinjaman Luar Negeri (PLN) 8. Regular Review : Credit Risk Model Validation Policy ver.2 9. Credit Committee Authority Limit 10. Retail Banking Portfolio 11. Non Retail Banking Portfolio 12. Market & Liquidity Risk Management Dashboard 13. Operational Risk Management Dashboard 14. WOM Finance Portfolio 15. BII Finance Portfolio 16. Syariah Banking Portfolio 17. Business Banking Portfolio 18. Global Banking Portfolio 19. Top 25 Obligors & Top 25 Debtors 20. Early Alert & Watch list Account Report
18-19 Desember 2014	<ol style="list-style-type: none"> 1. ERD Bank & Subsidiaries 2. ERD Syariah 3. Penerapan Manajemen Risiko Terintegrasi bagi Konglomerasi Keuangan 4. Consultative Paper OJK 5. Group Stress Test #16 Result 6. Unsecured Loan - PITA Product Exposure 7. Changes in PDA for BII-BII Finance Financing 8. Regular review: IRRBB & BWLRM Policy 9. Single PSR Factor for FX, FI, & DV; Non Bank Institutional Counterparty (NBIC); Addendum Interbank Limit Policy (ILP) 10. BII Housing Loan: IRB Model Re-Calibration and New CT 11. Usulan Perubahan Collateral Coverage - SOP Jaminan Tunai 12. Credit Authority Limit – CC 13. Regular Review: Capital Management Framework 14. Addendum Linkage Program BPR/S 15. Commercial Property Financing 16. Syariah Governance Framework (SGF) 17. Syariah Compliance Policy (SCP) 18. Retail Banking Portfolio 19. Non Retail Banking Portfolio 20. Market & Liquidity Risk Management Dashboard 21. Operational Risk Management Dashboard 22. WOM Finance Portfolio 23. BII Finance Portfolio 24. Syariah Banking Portfolio 25. Business Banking Portfolio 26. Global Banking Portfolio 27. Top 25 Obligors & Top 25 Debtors 28. Early Alert & Watch list Account Report

Assets & Liabilities Management Committee (ALCO) dan Assets & Liabilities Management (ALM)

Assets & Liabilities Management Committee (ALCO) dan Assets & Liabilities Management (ALM)

ALCO adalah komite yang dibentuk oleh Direksi. Penyempurnaan fungsi dan tanggung jawab ALCO telah dilakukan melalui Surat Edaran No.SE.2014.002/PRES DIR tanggal 26 Februari 2014 tentang Assets & Liabilities Management dan Assets & Liabilities Management Committee (ALCO).

Assets & Liabilities Management (ALM) adalah penerapan manajemen keuangan dan risiko dalam pengelolaan posisi neraca Bank (*on* dan *off balance sheet*) untuk memperoleh profil *risk/reward* yang paling optimum sehingga dapat meningkatkan *shareholder value*.

Fokus area Assets & Liabilities Management (ALM) adalah sebagai berikut:

- Manajemen risiko suku bunga
- Manajemen risiko likuiditas
- Manajemen pengelolaan modal
- Manajemen atas eksposur mata uang

Terdapat 2 aspek berkaitan dengan fungsi Assets & Liabilities Management (ALM), yaitu:

1. Fungsi pengambilan keputusan: Assets & Liabilities Management Committee (ALCO)
2. Fungsi support ALM: ALM Support Unit

Komposisi keanggotaan ALCO adalah:

Ketua	: Presiden Direktur
Wakil Ketua	: Kepala Unit Kerja, Global Markets
Anggota	: - Direktur Manajemen Risiko - Direktur Global Banking - Direktur Business Banking - Direktur Retail Banking - Direktur Keuangan - Direktur Operasional & IT
Sekretaris	: Kepala Unit Kerja Corporate Finance & Capital Management
Undangan Tetap	: - Direktur Hukum & Kepatuhan, Sekretaris Perusahaan - Direktur Human Capital - Kepala Unit Kerja Economic Research - Kepala Unit Kerja Cross Markets Trading - Kepala Unit Kerja Global Market Rates - Kepala Unit Kerja Market & Liquidity Risk Management - Kepala Unit Kerja Business Units (Global Banking, Business Banking, Retail Banking) - Kepala Unit Kerja Syariah Banking - Kepala Unit Kerja Funding Product Management - Perusahaan Anak

ALCO is a committee established by the Board of Directors. The function and responsibilities of ALCO have been improved based on Circular Letter No.SE.2014.002/PRES DIR dated 26 February 2014 on Assets & Liabilities Management dan Assets & Liabilities Management Committee (ALCO).

Assets & Liabilities Management (ALM) is the implementation of financial and risk management concerning the Bank's balance sheet position management (*on* and *off balance sheet*) to obtain optimum risk profile/reward in order to increase shareholder value.

The focus of ALM is as follows:

- Interest rate risk management
- Liquidity risk management
- Capital management
- Currency exposure management

There are 2 aspects with respect to the function of ALM, namely:

1. Decision-making: ALCO
2. ALM support function: ALM Support Unit

ALCO Membership Composition:

Chairman	: President Director
Vice Chair	: Head of Unit, Global Markets
Member	: - Risk Management Director - Global Banking Director - Business Banking Director - Retail Banking Director - Finance Director - Operational & IT Director
Secretary	: Corporate Finance & Capital Management Head
Permanent Invitees:	- Legal & Compliance Director, Corporate Secretary - Human Capital Director - Head, Economic Research - Head, Cross Markets Trading - Head Global Market Rates - Head, Market & Liquidity Risk Management - Head, Business Units (Global Banking, Business Banking, Retail Banking) - Head, Syariah Banking - Head Funding Product Management - Subsidiaries

Assets & Liabilities Management Committee (ALCO) dan Assets & Liabilities Management (ALM)

Assets & Liabilities Management Committee (ALCO) dan Assets & Liabilities Management (ALM)

Secara rinci ALCO memiliki tanggung jawab sebagai berikut:

1. Memberikan arah strategis dari ALM dan memastikan tindak lanjut taktis untuk menciptakan struktur balance sheet yang terus berubah untuk mencapai tujuan kinerja di dalam parameter-parameter risiko yang ditentukan.
2. Membuat metodologi pengukuran dalam skala keseluruhan bank dalam hal risiko pasar (suku bunga, nilai tukar dan nilai surat-surat berharga) dan risiko likuiditas.
3. Menyetujui strategi, kebijakan dan pedoman risiko suku bunga.
4. Menyetujui strategi, kebijakan dan pedoman likuiditas dan pendanaan.
5. Menentukan limit keseluruhan untuk tiap mata uang dalam pengelolaan risiko pasar dan risiko likuiditas, memonitor dan memutuskan untuk menyetujui/tidak menyetujui akses limit jika dan saat terjadi akses limit, sesuai dengan kebijakan manajemen risiko yang telah ditetapkan.
6. Membuat kerangka, kebijakan dan pedoman untuk *internal transfer pricing*.
7. Memonitor dan mengelola konsolidasi posisi likuiditas dan suku bunga dari bank.
8. Menentukan tingkat suku bunga earning assets dan liabilities untuk memastikan agar tingkat suku bunga dapat mendorong tercapainya penggunaan dana dan biaya pendanaan yang optimum serta terpenuhinya sasaran likuiditas, dan untuk mendapatkan struktur *balance sheet* yang konsisten dengan strategi ALM.
9. Menentukan kebijakan mengenai biaya (*fee*) yang dikenakan dalam berbagai produk dan jenis layanan.
10. Mengelola struktur modal bank dan penggunaan modal di antara berbagai unit bisnis.
11. Mengelola portofolio investasi bank.
12. Di mana dan pada waktu dapat diterapkan, melakukan hedging terhadap modal yang ditanamkan dan keuntungan dalam mata uang asing.
13. Memonitor kepatuhan bank terhadap peraturan dan pedoman yang relevan dari pemerintah dan Bank Indonesia.
14. Menyetujui produk-produk baru dalam hal penentuan tingkat suku bunga dan hal-hal yang berkaitan dengan eksposur terhadap risiko pasar dan likuiditas.
15. Meninjau kembali dan merumuskan strategi dalam mengelola risiko pasar dan risiko likuiditas yang berkaitan dengan profil neraca, modal dan struktur pendanaan bank.

In details, ALCO is responsible to:

1. Provide strategic directives for ALM and ensure tactical follow-up to create evolving balance sheet structure in order to meet performance goals within defined risk parameters.
2. Establish bank-wide measurement methodology for market risk (interest rate, foreign exchange, and securities) and liquidity risk.
3. Approve interest rate strategy, policy, and guidelines
4. Approve liquidity and funding strategy, policy, and guidelines
5. Determine overall limit for each currency relating to market and liquidity risk, monitor and decide to approve/disapprove limit excess when if and when excess occurs in accordance with established risk management policy.
6. Create internal transfer pricing framework, policy, and guidelines.
7. Monitor and manage the Bank's consolidated liquidity position and interest rate.
8. Set interest rate of earning assets and liabilities to make sure that the level of interest rate entices optimum use of funds and cost of funds, to meet liquidity objectives, and to maintain balance structure that is consistent with ALM strategy.
9. Define policy on fees imposed on various products and services.
10. Manage the Bank's capital structure and use of capital between different business units.
11. Manage the Bank's investment portfolio.
12. Where and when applicable, hedge invested capital and profits in foreign currency.
13. Monitor the Bank's compliance with relevant government and Bank Indonesia regulations and guidelines.
14. Approve new products in terms of interest rate and exposure to market and liquidity risks.
15. Review and formulate strategy to manage market and liquidity risks associated with balance sheet profile, capital, and the Bank's funding structure.

Assets & Liabilities Management Committee (ALCO) dan Assets & Liabilities Management (ALM) Assets & Liabilities Management Committee (ALCO) dan Assets & Liabilities Management (ALM)

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| <p>16. Meninjau kembali dan memonitor assets dan liabilities konsolidasi dari anak perusahaan untuk mencapai tujuan bank secara keseluruhan.</p> <p>17. Memonitor kegiatan operasional cabang luar negeri untuk memastikan kepatuhan kegiatan operasional terhadap peraturan lokal dan peraturan dari Bank Indonesia.</p> | <p>16. Review and monitor consolidated assets and liabilities of subsidiaries to ensure achievement of bank-wide objectives.</p> <p>17. Monitor operational activities of overseas branch to ensure their compliance with local and Bank Indonesia regulations.</p> |
|---|---|

Pada tahun 2014, ALCO melakukan pertemuan sebanyak 12 kali.

In 2014, ALCO held 12 meetings.

No	Rapat Meetings
1	22 Januari 2014
2	5 Maret 2014
3	10 April 2014
4	21 Mei 2014
5	25 Juni 2014
6	24 Juli 2014
7	15 Agustus 2014 (kelanjutan dari Rapat ALCO tanggal 24 Juli 2014)
8	26 Agustus 2014
9	26 September 2014
10	23 Oktober 2014
11	27 November 2014
12	17 Desember 2014

Daftar kehadiran keanggotaan ALCO dalam rapat ALCO sepanjang tahun 2014 adalah sebagai berikut:

The level of attendance of ALCO members in ALCO meetings through 2014 is as follows:

No	Nama Name	Jumlah Rapat Total Meeting	Jumlah Kehadiran Total Attendance	Persentase Kehadiran Attendance Percentage
1	Presiden Direktur *) President Director	12	11	91%
2	Kepala Divisi Global Markets Head Global Markets	12	10	83%
3	Direktur Keuangan Finance Director	12	10	83%
4	Direktur Perbankan Korporasi Corporate Banking Director	12	2	17%
5	Direktur Perbankan Bisnis Business Banking Director	12	10	83%
6	Direktur Perbankan Ritel Retail Banking Director	12	10	83%
7	Direktur Manajemen Risiko Risk Management Director	12	2	17%
8	Direktur Operasional & IT Operations & IT Director	12	11	91%

Keterangan | Description:

*) Memperoleh persetujuan dari OJK sejak tanggal 12 Maret | Approved by FSA as of 12 March

Assets & Liabilities Management Committee (ALCO) dan Assets & Liabilities Management (ALM)

Assets & Liabilities Management Committee (ALCO) dan Assets & Liabilities Management (ALM)

Agenda ALCO minimum mencakup hal-hal sebagai berikut:

- Kajian atas notulen rapat sebelumnya dan persoalan yang timbul
- Meninjau dan melakukan analisis prospek ekonomi, politik dan pasar termasuk evaluasi atas *country risk*
- Meninjau kembali atas kepatuhan dan peraturan yang berlaku
- Meninjau proposal dan eksekusi limit
- Memberikan persetujuan untuk proposal Suku Bunga Dasar Kredit (SBDK), *Base Lending Rate* (BLR), dan proposal suku bunga Kredit dan Deposit
- Melakukan analisis likuiditas dan *liquidity gap*
- Rasio konsentrasi likuiditas
- Eksposur atas risiko pasar dan likuiditas
- Melakukan analisis *mismatch* suku bunga dan analisis sensitivitas
- Meninjau tingkat suku bunga kredit dan dana pihak ketiga
- Perkembangan produk-produk pesaing dan tingkat suku bunganya
- Pengelolaan dari risiko trading
- Update dari portfolio AFS
- Update posisi keuangan BII Finance
- Update posisi keuangan WOM Finance
- Analisa atas neraca beserta perubahan komposisinya
- Neraca tertimbang berdasarkan risiko, aset yang disesuaikan dengan risiko dan return on capital
- Analisa net interest income.

Pada tahun 2014 telah dilakukan pengajuan metodologi BLR yang baru dengan tujuan untuk meningkatkan disiplin & penerapan suku bunga pinjaman secara sistematis sehingga suku bunga tersebut memiliki korelasi dengan biaya dana demi mencapai kesinambungan keuntungan bank dan juga untuk mengurangi intervensi manual dan kesalahan dari pinjaman dimana sebelumnya suku bunga ditetapkan secara individual.

ALCO meeting agenda contains at least the following:

- Review previous Minutes of Meeting and arising issues
- Review and analyze economic, political, and market outlook, and evaluate country risk
- Review compliance with applicable regulations
- Review limit proposal and excess
- Approval on Prime Lending Rate (SDBK) proposal, Base Lending Rate, and Loan and Deposit rate
- Analyze liquidity and liquidity gap
- Liquidity concentration ratio
- Market and liquidity risk exposures
- Interest rate mismatch and sensitivity analysis
- Review on lending interest rate and third party funds
- Development of competitors' products and their interest rate
- Trading risk management
- AFS portfolio update
- BII Finance financial position update
- WOM Finance financial position update
- Balance sheet analysis and changes to composition
- Risk weighted balance sheet, risk adjusted assets, and return on capital
- Net interest income analysis

In 2014, a new BLR methodology is proposed with the purpose to enhance discipline and implementation of lending interest rate systematically. The interest rate is expected to have correlation with cost of funds in order to generate sustainable profits for the Bank and to reduce manual intervention and lending error, as interest rate was previously established individually.

Assets & Liabilities Management Committee (ALCO) dan Assets & Liabilities Management (ALM)

Assets & Liabilities Management Committee (ALCO) dan Assets & Liabilities Management (ALM)

Untuk mendukung keputusan strategis dan menjaga eksposur risiko terhadap suku bunga dan likuiditas pada tingkatan yang dapat diterima oleh Bank, peninjauan dan pemantauan secara reguler dari berbagai limit berkaitan dengan pengelolaan Interest Rate Risk in Banking Book (IRRBB), Likuiditas, Portfolio Trading dan Fixed Income in Banking Book telah dilakukan untuk memastikan kepatuhan terhadap peraturan yang berlaku dan mencapai strategi bisnis. Bilamana dibutuhkan, pemantauan limit juga telah diterapkan terhadap perusahaan anak dan cabang luar negeri.

Peninjauan secara reguler dan persetujuan untuk metode perhitungan FTP dan asumsi yang akan digunakan dalam penyusunan anggaran sehingga mencerminkan kondisi ekonomi dan pasar terkini dalam mendukung kinerja bank.

Sepanjang tahun 2014 terdapat kompetisi yang ketat dalam pasar funding demi mendapatkan dana nasabah dimana sebagian besar bank berkompetisi memberikan suku bunga yang tinggi untuk produk-produk deposito. Untuk mengatasi hal tersebut, OJK mengeluarkan peraturan baru melalui siaran pers tanggal 30 September 2014 mengenai penetapan batas atas suku bunga dana perbankan khususnya untuk Bank BUKU 4 (200 bps diatas BI Rate) dan Bank BUKU 3 (225 bps diatas BI Rate). Peraturan tersebut telah merubah kompetisi dana di pasar. Dengan melakukan pembatasan suku bunga dari produk deposito, OJK berharap biaya dana dari bank dapat dijaga pada tingkat yang wajar.

To support strategic decisions and to maintain interest rate and liquidity risk exposures at acceptable levels to the Bank, regular review and monitoring on various limites relating to the management of Interest Rate Risk in Banking Book (IRRBB) Liquidity, Trading Portfolio, and Fixed Income in Banking Book have been performed to ensure compliance with prevailing regulations and to realize business strategies. If necessary, limit oversight has also applied on subsidiaries and overseas branch offices.

Regular review and approval for FTP methodology and assumption used in formulating budget have reflected recent economic and market conditions to support the Bank's performance.

Throughout 2014, the competition in funding market to generate customers' funds was tight. A vast majorit of banks competed in offering high interest rate for time deposits. To address this condition, FSA issued a new regulation, promulgated through press release dated 30 September 2014, on upper threshold of funding interest rate, especially for banks in BUKU 4 category (200 bps above BI Rate) and banks in BUKU 3 category (225 bps above BI Rate). This regulation changed competition for funds in the market. By applying threshold on interest rate of time deposit products, FSA expected to maintain banks' cost of funds at reasonable level.

IT Steering Committee (ITSC)

IT Steering Committee (ITSC)

IT Steering Committee adalah komite yang dibentuk oleh Direksi dan berfungsi memberikan rekomendasi kepada Direksi mengenai rencana strategis Teknologi Informasi (TI) yang disesuaikan dengan rencana strategis kegiatan usaha Bank serta memantau efektivitas dan efisiensi penerapan kebijakan TI.

Dasar Pembentukan ITSC

- PBI No.9/15/PBI/2007 tanggal 30 November 2007 tentang Penerapan Manajemen Risiko Dalam Penggunaan Teknologi Informasi Oleh Bank Umum.
- SE BI No.9/30/DPNP tanggal 12 Desember 2007 perihal Penerapan Manajemen Risiko dalam Penggunaan Teknologi Informasi Oleh Bank Umum.
- Surat Edaran No.SE.2012.021/DIR OPS & IT tanggal 12 Oktober 2012 tentang IT Steering Committee ITSC.

Struktur Keanggotaan ITSC

Susunan Keanggotaan dan Undangan Tetap ITSC adalah sebagai berikut:

1. Anggota IT Steering Committee dan yang mempunyai hak suara; dan
2. Undangan Tetap dalam ITSC.

IT Steering Committee (ITSC) is a Committee established by BOD and functions to provide recommendations for BOD on Information Technology (IT) strategic plans that are consistent with Bank's strategic plans of business activities. ITSC also monitors effectiveness and efficiency of IT policy implementation.

IT Steering Committee Basis of Establishment

- PBI No.9/15/PBI/2007 on 30 November 2007 on Risk Management Application in Information Technology Use by Commercial Banks.
- SE BI No.9/30/DPNP on 12 December 2007 on Risk Management Application in Information Technology Use by Commercial Banks.
- Circular Letter No.SE.2012.021/DIR OPS & IT on 12 October 2012 on IT Steering Committee (ITSC).

IT Steering Committee Membership

Membership Composition and Permanent Invitees of ITSC are as follows:

1. Member of ITSC and has voting rights; and
2. Participant invitees of ITSC.

No	Nama Name	Jabatan Position
Anggota IT Steering Committee dan yang mempunyai hak suara IT Steering Committee Member and with voting rights		
1	Presiden Direktur President Director	Ketua Chairman
2	Direktur Operations & IT Operation and IT Director	Wakil Ketua Vice Chairman
3	Direktur Manajemen Risiko Risk Management Director	Anggota Member
4	Direktur Keuangan Finance Director	Anggota Member
5	Direktur Global Banking Global Banking Director	Anggota Member
6	Direktur Business Banking Business Banking Director	Anggota Member
7	Direktur Retail Banking Retail Banking Director	Anggota Member
8	Kepala Unit Kerja IT Information Technology Head	Anggota Member
Undangan Tetap Dalam Rapat IT Steering Committee IT Steering Committee Regular Attendees		
1	Legal & Compliance, Corporate Secretary Director	
2	Human Capital Director	
3	Chief of SKAI	
4	Front End Development Head	
5	IT Planning & Services Head	
6	IT Operations & Services Head	
7	Project Management Head	
8	Information Security Head	
9	Back End Development Head	

IT Steering Committee (ITSC)

IT Steering Committee (ITSC)

No	Nama Name	Jabatan Position
<p>Keterangan Description :</p> <p>Struktur Keanggotaan ITSC berdasarkan Surat Edaran No.SE.2012.021/DIR OPS & IT tanggal 12 Oktober 2012 tentang IT Steering Committee ITSC. ITSC Membership Structure is based on Circular Letter No.SE.2012.021/DIR OPS & IT dated 12 October 2012 on IT Steering Committee ITSC.</p> <p>Berdasarkan Surat Edaran No.SE.2013.039/Dir Ops & IT tanggal 5 Desember 2013 perihal Struktur Organisasi Direktorat Operations & IT maka unit kerja IT Planning & Services penyebutannya menjadi IT System & Network Services. Pursuant to Circular Letter No.SE.2013.039/Dir Ops & IT dated 5 December 2013 on Organizational Structure of the Directorate of Operations & IT, the designation of IT Planning & Services working unit is IT System & Network Services.</p> <p>Selain undangan tetap, IT Steering Committee dapat mengundang pejabat yang terkait dengan pokok bahasan yang akan disampaikan dalam rapat. In addition to permanent invitees, ITSC may invite other officers relevant to the matters discussed in meetings.</p> <p>Untuk memenuhi kuorum maka setiap pelaksanaan IT Steering Committee meeting paling sedikit dihadiri oleh 5 orang dari anggota IT Steering Committee dan dalam kondisi anggota tidak bisa hadir dapat didelegasikan kepada pejabat penggantinya. To meet meeting quorum, each ITSC meeting needs to be attended by at least 5 members of ITSC. Should the members are unable to attend the meetings, substitutes can be delegated.</p>		

Wewenang dan Tanggung Jawab IT Steering Committee

Wewenang dan tanggung jawab IT Steering Committee adalah memberikan rekomendasi kepada Direksi yang mencakup:

- Rencana Strategis TI (Information Technology Strategic Plan) yang sesuai dengan rencana strategis kegiatan usaha Bank. Dalam memberikan rekomendasi, IT Steering Committee memperhatikan faktor efisiensi, efektivitas serta hal-hal sebagai berikut:
 - Rencana pelaksanaan (*road-map*) untuk mencapai kebutuhan TI yang mendukung strategi bisnis Bank. Road map terdiri dari kondisi saat ini (*current state*), kondisi yang ingin dicapai (*future state*) serta langkah-langkah yang akan dilakukan untuk mencapai *future state*.
 - Sumber daya yang dibutuhkan.
 - Keuntungan/manfaat yang akan diperoleh saat rencana diterapkan.
- Perumusan kebijakan dan prosedur TI yang utama seperti kebijakan pengamanan TI dan manajemen risiko terkait penggunaan TI di Bank.
- Kesesuaian proyek-proyek TI yang disetujui dengan Rencana Strategis TI. IT Steering Committee juga menetapkan status prioritas proyek TI yang bersifat kritikal (berdampak signifikan terhadap kegiatan operasional Bank) misalnya pergantian core banking application, server production dan topologi jaringan.
- Kesesuaian pelaksanaan proyek-proyek TI dengan rencana proyek yang disepakati dalam Service Level Agreement, IT Steering Committee melengkapi rekomendasi dengan hasil analisis dari proyek-proyek TI yang utama sehingga memungkinkan Direksi mengambil keputusan secara efisien.
- Kesesuaian TI dengan kebutuhan sistem informasi manajemen yang mendukung pengelolaan kegiatan usaha Bank.

Authorities and Responsibilities of IT Steering Committee

Authorities and responsibilities of IT Steering Committee are to provide recommendations to BOD, which include the following matters:

- Information Technology Strategic Plan that is in line with the Bank's strategic plan of business activities. In providing recommendations, IT Steering Committee takes into account efficiency, effectiveness and the following matters:
 - Road-map to fulfill IT needs that support the Bank's business strategies. Road map includes the current state, future state and measures to reach future state.
 - Resources needed.
 - Advantages/benefits to be achieved from implementation of the plan.
- Formulation of main IT policies and procedures such as policy of IT security and risk management related to the use of IT in the Bank.
- Relevancy of IT projects approved with IT Strategic Plan. ITSC also determines priority status of critical IT projects (projects with significant impacts on the Bank's operational activities), such as replacement of core banking application, server production, and networks.
- Relevancy of IT projects to agreed project plan in Service Level Agreement. ITSC supports its recommendations with analysis results from main IT projects to enable BOD take decisions efficiently.
- IT relevancy with required management information system that supports the Bank business activities management.

IT Steering Committee (ITSC)

IT Steering Committee (ITSC)

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| <ul style="list-style-type: none"> f. Efektivitas langkah-langkah minimalisasi risiko atas investasi Bank pada sektor TI dan investasi tersebut memberikan kontribusi terhadap tercapainya tujuan bisnis Bank. g. Pemantauan atas kinerja TI, dan upaya peningkatannya misalnya dengan mendeteksi keusangan TI dan mengukur efektivitas & efisiensi penerapan kebijakan pengamanan TI. h. Upaya penyelesaian berbagai masalah terkait TI, yang tidak dapat diselesaikan oleh satuan kerja pengguna dan satuan kerja penyelenggara. IT Steering Committee dapat memfasilitasi hubungan antara kedua satuan kerja tersebut. i. Kecukupan dan alokasi sumber daya yang dimiliki Bank. Apabila sumber daya yang dimiliki tidak memadai dan Bank akan menggunakan jasa pihak lain dalam penyelenggaraan TI maka IT Steering Committee harus memastikan Bank telah memiliki kebijakan dan prosedur terkait. j. Melakukan evaluasi dan persetujuan untuk pelaksanaan proyek-proyek TI yang membutuhkan investasi lebih besar dari 1 Milyar rupiah. k. Untuk setiap proyek TI yang sudah disetujui dalam IT Steering Committee, sudah merupakan persetujuan untuk business casenya sebagaimana disebutkan dalam Surat Edaran No.SE.2011.014/DIR FIN & IT tentang Persetujuan Pengeluaran Biaya, sehingga penandatanganan dokumen business case hanya sampai direktur terkait dengan melampirkan risalah IT Steering Committee. | <ul style="list-style-type: none"> f. Effectiveness of risk-minimizing measures on the Bank's investments in IT sector, ensuring the investments contributes to the achievement of Bank's business goals. g. Monitoring on IT performance and improvement efforts such as by detecting obsolescence and measurement on effectiveness and efficiency of IT security policy implementation. h. Settling of IT-related issues that users and units are unable to settle. ITSC can facilitate the interaction between the units. i. Adequacy and allocation of resources of the Bank. Should human resources are inadequate and the Bank wishes to engage other parties for IT operations, ITSC needs to ensure that the Bank has the relevant policy and procedures in place. j. Evaluation and approval on IT projects that require investments amounting to over Rp1 billion. k. Each IT project approval from ITSC thereby also approve the project's business case as stipulated in Circular Letter No.SE.2011.014/DIR FIN & IT on Approval of Expense; signing of business case document is only placed to relevant director, attaching thereto the ITSC Minutes of Meeting. |
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Frekuensi Rapat

IT Steering Committee melakukan pertemuan minimum setiap 3 (tiga) bulan sekali untuk membicarakan masalah penting/mendesak secara efektif dan efisien sesuai dengan wewenang dan tanggung jawab yang telah ditentukan.

IT Steering Committee dapat memutuskan untuk merubah frekuensi pertemuan agar dapat mengakomodasi permasalahan IT lebih awal.

Selama 2014, ITSC telah menyelenggarakan Rapat sebanyak 11 (sebelas) kali rapat.

Meeting Frequency

ITSC meets at least every 3 (three) months to discuss important/urgent matters effectively and efficiently within the Committee's defined scope of authority and responsibilities.

ITSC may decide to change meeting frequency in order to discuss IT issues earlier.

In 2014, ITSC held 11 (eleven) meetings.

Data Kehadiran Rapat Anggota ITSC

No	Nama Name	Jumlah Rapat Total Meeting	Jumlah Kehadiran Total Attendance	Persentase Kehadiran Attendance Percentage
1	Presiden Direktur President Director	11	11	100%
2	Direktur Operations & IT Operation and IT Director	11	11	100%
3	Direktur Keuangan Finance Director	11	11	100%
4	Direktur Manajemen Risiko Risk Management Director	11	1	9%

ITSC Meeting Attendance

IT Steering Committee (ITSC)

IT Steering Committee (ITSC)

No	Nama Name	Jumlah Rapat Total Meeting	Jumlah Kehadiran Total Attendance	Persentase Kehadiran Attendance Percentage
5	Direktur Global Banking Global Banking Director	11	1	9%
6	Direktur Business Banking Business Banking Director	11	8	73%
7	Direktur Retail Banking Retail Banking Director	11	7	64%
8	Kepala Unit Kerja IT Information Technology Head	11	8	73%

Agenda Rapat Anggota ITSC

ITSC Meeting Agenda

No	Date Tanggal	Agenda Agenda
1	3 February 2014	Review ITSC MOM December 2013 & Matters Arising ITSC Approval Other information IT Projects updates
2	4 March 2014	Review ITSC MOM February 2014 & Matters Arising ITSC Approval Other Information IT Projects updates
3	1 April 2014	Review ITSC MOM March 2014 & Matters Arising ITSC Approval Other Information IT Projects updates
4	5 May 2014	Review ITSC MOM April 2014 & Matters Arising ITSC Approval Other Information IT Projects updates
5	6 June 2014	Review ITSC MOM May 2014 & Matters Arising ITSC Approval Other Information IT Projects updates
6	1 July 2014	Review ITSC MOM June 2014 & Matters Arising ITSC Approval Other Information IT Projects updates
7	20 August 2014	Review ITSC MOM July 2014 & Matters Arising ITSC Approval Other Information IT Projects updates
8	30 September 2014	Review ITSC MOM August 2014 & Matters Arising ITSC Approval Other Information IT Projects updates
9	27 October 2014	Review ITSC MOM September 2014 & Matters Arising Arising ITSC Approval Other Information IT Projects updates
10	4 November 2014	Review ITSC MOM October 2014 & Matters Arising Arising ITSC Approval Other Information IT Projects updates
11	1 December 2014	Review ITSC MOM November 2014 & Matters Arising ITSC Approval Other Information IT Projects updates

Human Capital Committee (HCC)

Human Capital Committee (HCC)

Dasar Pembentukan Komite Human Capital (HCC)

Surat Keputusan Direksi No. SK.2012/PRES DIR tentang komisi Human Capital yang diperbarui dengan Memorandum No.M.2012.192/DIR HC – Strategic Center tentang Pembaruan Surat Keputusan Direksi mengenai Komisi Human Capital.

Struktur, Keanggotaan anggota Komite Human Capital

Human Capital Committee (HCC) Basis of Establishment

The Board of Directors Decision Letter No. SK.2012/PRES DIR on Human Capital Committee, updated by virtue of Memorandum No.M.2012.192/DIR HC – Strategic Center on the Update of Board of Directors Decision Letter on Human Capital Committee.

Structure and Membership of Human Capital Committee

Jabatan Position	Pemegang Jabatan (sesuai dengan charter) Position Holder (based on charter)	Pemegang Jabatan (d disesuaikan penyebutannya dengan struktur BII terbaru) Position Holder (the position is adjusted based on new BII's structure)
Ketua merangkap anggota Chairman and member	Presiden Direktur BII President Director of BII	Presiden Direktur BII President Director of BII
Anggota Member	Direktur Human Capital BII Human Capital Director of BII Direktur Consumer Banking BII Consumer Banking Director of BII Direktur Wholesale Banking BII Wholesale Banking Director of BII Direktur SME & Sales and Distribution BII SME & Sales and Distribution Director of BII Direktur Finance & IT BII Finance & IT Director of BII Direktur Operations BII Operations Director of BII	Direktur Human Capital BII Human Capital Director of BII Direktur Retail Banking BII Retail Banking Director of BII Direktur Global Banking BII Global Banking Director of BII Direktur Business Banking BII Business Banking Director of BII Direktur Finance BII Finance Director of BII Direktur Operations & IT BII Operations & IT Director of BII
Sekretaris Secretary	Eksekutif Human Capital Human Capital Executive	Eksekutif Human Capital Human Capital Executive

Tugas dan Tanggung Jawab Komite Human Capital

- Menyediakan arahan tingkat tinggi dengan mempertimbangkan kebijakan Human Capital yang strategis dan arahan untuk mempengaruhi kegiatan organisasi bank dan sumber daya manusia di dalamnya.
- Membuat keputusan bagi top management dan mengatur program pengembangan untuk mereka.
- Menyediakan arahan dan membuat keputusan strategis pada permasalahan Human Capital.

Human Capital Committee Duties and Responsibilities

- Provide high level directives by taking into account strategic Human Capital policies and directions that affect Bank's organizational activities and staff members.
- Make decisions and arrange development programs for top management.
- Provide directives and make strategic decisions concerning Human Capital matters.

Human Capital Committee (HCC)

Human Capital Committee (HCC)

Frekuensi dan Kehadiran Rapat Komite Human Capital

Human Capital Committee Meeting Frequency and Attendance

Nama Name	Jumlah Rapat Total Meetings	Jumlah Kehadiran Total Attendance	Persentase Kehadiran Attendance Percentage
Taswin Zakaria *)	13	9	69%
Rahardja Alihamzah	13	3	23%
Thila Nadason **)	13	11	85%
Ghazali Moh. Rasad	13	11	85%
Ani Pangestu	13	11	85%
Jenny Wiriyanto	13	12	92%
Lani Darmawan	13	11	85%
Lenny Ang***)	13	6	46%
Setyorini Rahayu***)	13	5	38%

*) Efektif sebagai Presiden Direktur per tanggal 12 Maret 2014 | Serving as President Director effective as of 5 September 2013

***) Acting Presiden Direktur per tanggal 12 Maret 2014 | Acting President Director as of 12 March 2014

***) Sekretaris HCC beralih dari Lenny Ang ke Setyorini Rahayu per bulan Juni 2014. | HCC Secretary changes from Lenny Ang to Setyorini Rahayu as of June 2014.

Agenda Rapat Komite Human Capital

Human Capital Committee Meeting Agenda

Tanggal Date	Agenda
15 Januari 2014	Matters Arising Performance Bonus & MI Methodology Other Matters Arising Resignation : 3 months notice Development plan for MA graduates
11 Februari 2014	Matters Arising Bonus & MI Scheme Other Matters Arising New Corporate Title BOD Travel Policy 2014 New Scorecard Band F and above performance calibration and CTR
13 Maret 2014	Appeal process of Performance Appraisal Bonus & Salary Increase Other Matters Arising Merit Increase and Bonus BII International Branch Employee Award Night in KL
21 April 2014	CESOS & Retention Other Matters Arising Travel Policy JEC 1 Responsibilities & New Members Country Talent Review
29 April 2014	Country Talent Review (lanjutan continues)
19 May 2014	ICES & EES Result

Human Capital Committee (HCC) Human Capital Committee (HCC)

Tanggal Date	Agenda
23 Juni 2014	<ul style="list-style-type: none"> Global Markets Succession Planning Funding of Labor Law and Contribution Design Building Coaching Culture Flexible Work Arrangements Other Matters Arising Promotion & Rotation of Band F & above employees Update on BOD & BOC Payroll Mechanism Others (HCC agenda in July 2014)
1 Juli 2014	<ul style="list-style-type: none"> Pension Fund for New Employee – Cost Impact Country Talent Review for Non Business Directorate Corporate Banking People Mapping Promotion Proposal for Regional Position as Head, Acquiring & Commercial Cards Dalam meeting ini disampaikan pula pergantian Sekretaris HCC dari Lenny Ang ke Setyorini Rahayu
4 Agustus 2014	<ul style="list-style-type: none"> Opening Agenda BPJS & SJSN 2015 Midyear Performance Appraisal Other Matters Arising Grading Implementation Pension Investment Committee Promotion to band F and above
1 September 2014	<ul style="list-style-type: none"> Opening Agenda Promotion and endorsement to band F from JEC 1 EES Action Plan Best Employer Survey Result PC Adhoc
30 Oktober 2014	<ul style="list-style-type: none"> Opening Agenda October Cycle Medical Insurance Other Matters Arising Leave for CSR
4 November 2014	<ul style="list-style-type: none"> Country Talent Review
12 December 2014	<ul style="list-style-type: none"> Pipeline Program Review & 2015 Plan 2014 End Year Review & 2015 Planning/Goal Setting 2014 Performance Bonus Guidance Annual Branch Conference Sales & Service Mobile Phone Policy Other Matters Arising Replacement of JEC-2 Member 2015 Medical Insurance Update 2015 Important Dates 2014 Personnel Cost Increment Human Capital Audit Result

Dasar Pembentukan Internal Audit Committee (IAC)

IAC dibentuk sesuai dengan keputusan Manajemen pada bulan Mei 2012, dengan tujuan sebagai berikut:

- Memastikan bahwa manajemen telah menanggapi semua temuan audit dan rekomendasi yang diberikan oleh auditor internal dan regulator terkait.
- Memastikan bahwa temuan audit dan rekomendasi telah ditindaklanjuti tepat waktu dan efektif.
- Memastikan efektivitas dari tindak lanjut yang dilakukan oleh unit kerja atas rekomendasi yang diberikan oleh auditor.
- Melakukan tugas-tugas lain yang diberikan oleh Komite Audit.

Struktur, Keanggotaan anggota Internal Audit Committee

Chairman : Finance Director
Members : Risk Management Director
Legal & Compliance Director
Operations & IT Director
Business Banking Director/Head,
Business Banking Quality Management
Retail Banking Director/ Head, Shared
& Distribution
Human Capital Director/Sesuai
keputusan BOD
Compliance Head
Operational Risk Management Head
In Attendance: Chief Audit Executive
Secretary : Audit Operation & Audit Quality Head

Tugas & Tanggung jawab IAC

1. Untuk membahas laporan audit dari auditor intern, auditor eksternal, dan regulator.
2. Komite harus terus di-update mengenai hal-hal terkait audit dan diinformasikan secepatnya jika terjadi kasus apapun.
3. Untuk mengawasi efektivitas tindakan manajemen sehubungan dengan temuan audit.
4. Untuk menindaklanjuti dan memantau status tindakan pada rekomendasi yang dibuat oleh auditor intern, auditor eksternal dan regulator.
5. Untuk membahas ringkasan laporan audit sebelum diajukan ke Komite Audit.
6. Untuk mengkaji ulang ringkasan dari status dan temuan audit yang belum diselesaikan.

Internal Audit Committee (IAC) Basis of Establishment

Internal Audit Committee (IAC) is established pursuant to Management's decision in May 2012. IAC is established with the following objectives:

- To ensure that the management responds to all audit findings and recommendations provided by internal auditor and relevant regulators.
- To ensure that all audit findings and recommendations are followed up timely and effectively.
- To ensure effectiveness of follow ups on auditor recommendations carried out by working units.
- To perform other duties assigned by Audit Committee.

Structure and Membership of Internal Audit Committee

Chairman : Finance Director
Members : Risk Management Director
Legal & Compliance Director
Operations & IT Director
Business Banking Director/Head,
Business Banking Quality Management
Retail Banking Director/ Head, Shared
& Distribution
Human Capital Director/Sesuai
keputusan BOD
Compliance Head
Operational Risk Management Head
In Attendance: Chief Audit Executive
Secretary : Audit Operation & Audit Quality Head

IAC Duties and Responsibilities

1. Discuss audit reports submitted by internal auditor, external auditor, and regulator.
2. Receive updates on matters concerning audit and immediate information on any cases.
3. Supervise effectiveness of measures taken by management relating to audit findings.
4. Follow up and monitor status of actions taken following recommendations from internal and external auditors as well as regulators.
5. Discuss summary of audit reports prior to presentation to Audit Committee.
6. Review summary of audit findings status and outstanding.

Frekuensi & Data Kehadiran Rapat Internal Audit Committee

Sesuai dengan TOR IAC, rapat diadakan secara berkala, minimal satu (1) kali dalam sebulan.

Selama tahun 2014 telah diadakan 11 kali rapat IAC.

Internal Audit Committee Meeting Frequency and Attendance

As prescribed in IAC TOR, meeting is to be held periodically, at least one (1) time every month.

Throughout 2014, IAC held 11 meetings.

Nama Name	Jumlah Rapat Total Meetings	Jumlah Kehadiran Total Attendance	Persentase Kehadiran Attendance Percentage
Thilagavathy Nadason	11	10	91%
Hedy Lopian*	2	2	100%
Ghazali bin Moh. Rasad	11	8	73%
Jenny Wiriyanto	11	4	36%
Ani Pangestu	11	8	73%
Dhien Tjahajani	7	6	86%
Lani Darmawan**	11	3	72%
Henky Sulisty***	1	1	100%
Adi Surya Djoko	11	6	55%
Indro Tri Sutanto****	3	3	100%
Andreas Pranawadjadi*	3	2	67%
Alternate Direktur			
Edhi Tjahja Negara**	7	2	29%
Ratna Ningsih**	7	2	29%

Keterangan | Description:

*) Mengundurkan diri | Resigned

***) Ditunjuk sesuai TOR 29 April 2014 | Appointed as TOR 29 April 2014

*****) Direktur Manajemen Risiko, bergabung sejak Desember 2014 | Risk Management Director, joint since December 2014

*****) Tidak menjadi anggota sesuai TOR 29 April 2014 | Not a member based on TOR 29 April 2014

Agenda Rapat Internal Audit Committee Tahun 2014

1. Laporan audit dari auditor intern yang diterbitkan bulan Desember 2013 – November 2014.
2. Status update untuk temuan audit dan regulator Bank Indonesia, OJK dan Bank Negara Malaysia.
3. Corrective action status yaitu untuk temuan-temuan yang berpotensi tidak dapat diselesaikan sesuai tanggal penyelesaian akan diajukan ke IAC untuk mendapatkan persetujuan perubahan tanggal penyelesaian. Persetujuan perubahan tanggal penyelesaian adalah berdasarkan pertimbangan dari anggota IAC.
4. Update dari Bisnis Unit tentang tindak lanjut atas rekomendasi SKAI (contoh; BFX Project, BQA, Sales and Distribution).

Internal Audit Committee Meeting Agenda 2014

1. Audit report from internal audit published December 2013 – November 2014
2. Status update on audit findings from Bank Indonesia, FSA, and Bank Negara Malaysia.
3. Corrective action status - findings that are potentially unresolved as per settlement dates are presented to IAC for approval to change settlement date. Approval to change the dates are in under the discretion of IAC members.
4. Update from Business Units on follow up on recommendations from IAU (e.g. BFX Project, BQA, Sales and Distribution).

Internal Audit Committee (IAC)

Internal Audit Committee (IAC)

Program Kerja Internal Audit Committee dan Realisasinya tahun 2014

Internal Audit Committee Work Plan and Realization 2014

No.	Program Kerja Work Programs	Realisasi Realisation
1.	Rapat bulanan Monthly meetings	11 x (Januari – Desember 2014) 11 x (January- December 2014)
2.	Membahas laporan audit dari auditor intern Discussion on audit report from internal auditor	Setiap bulan Monthly
3.	Menindaklanjuti dan memantau status tindak lanjut pada rekomendasi yang dibuat oleh auditor intern, auditor eksternal, dan regulator. Follow up and monitor action status on recommendations from internal and external auditors as well as regulators.	Setiap ada update status For every status update
4.	Mengikuti rapat Komite Audit sebagai perwakilan Manajemen. Attend Audit Committee meetings representing the Management.	Sesuai dengan rapat Komite Audit yang dilakukan sepanjang tahun 2014 In accordance with Audit Committee meetings throughout 2014

Pelaksanaan Tugas Fungsi Kepatuhan

Pelaksanaan Fungsi Kepatuhan merupakan salah satu unsur penting dalam upaya peningkatan kinerja BII yang optimal. Pelaksanaan fungsi kepatuhan senantiasa menekankan pada peran aktif dari seluruh elemen organisasi kepatuhan yang terdiri dari direktur yang membawahi fungsi kepatuhan (Direktur Kepatuhan), kepala unit kepatuhan dan satuan kerja kepatuhan sebagaimana tertuang dalam PBI No. 13/2/PBI/2011 tanggal 12 Januari 2011 tentang Pelaksanaan Fungsi Kepatuhan Bank Umum ("PBI Fungsi Kepatuhan").

Seiring dengan meningkatnya risiko dalam pengelolaan perbankan Indonesia serta kompleksitas kegiatan usaha BII yang semakin meningkat memberikan dampak yang sangat besar terhadap eksposur risiko yang dihadapi oleh BII, sehingga diperlukan upaya-upaya untuk memitigasi risiko kegiatan usaha BII.

BII senantiasa berupaya menerapkan Budaya Kepatuhan (compliance culture) dan kepedulian terhadap kepatuhan (compliance awareness) di semua tingkat organisasi dan kegiatan usaha BII, baik dalam bentuk advisory, pemantauan kepatuhan bank terhadap ketentuan regulator maupun dalam bentuk sosialisasi dan pelatihan kepada unit-unit kerja dengan didasari kesadaran bahwa kepatuhan merupakan tanggung jawab seluruh lini organisasi di BII dan kesadaran individu dalam Bank mematuhi peraturan senantiasa menjadi prioritas. Setiap perilaku individu senantiasa berpijak pada core values dan berpedoman pada code of conduct dan code of ethic.

Agar pelaksanaan pengelolaan risiko kepatuhan berjalan dengan efektif dan kepastian penanganan transaksi/kegiatan yang berpotensi menimbulkan konflik kepentingan, maka Direktur Kepatuhan, Kepala Satuan Kerja Kepatuhan dan Satuan Kerja Kepatuhan merupakan pihak yang independen dari satuan kerja lainnya.

Peran Dewan Komisaris dan Direksi

Direksi wajib menumbuhkan dan mewujudkan terlaksananya Budaya Kepatuhan pada semua tingkatan organisasi dan kegiatan usaha Bank serta memastikan terlaksananya fungsi kepatuhan Bank.

Implementation of Compliance Function

Implementation of Compliance Function is one of the integral aspects in efforts to achieve optimum performance of BII. Compliance Function implementation underlines active role of all elements in compliance organization, which comprises director overseeing compliance (Compliance Director), head of compliance unit, and compliance implementing units as prescribed by Bank Indonesia Regulation No. 13/2/PBI/2011 dated 12 January 2011 on Implementation of Compliance Function in Commercial Banks ("Compliance Function PBI").

With increasing risks in the management of Indonesian banks and growing complexity of BII's business that significantly impacts BII's risk exposures, efforts to mitigate BII's business risks are required.

BII consistently promotes Compliance Culture and compliance awareness to all levels of organization and business activities by among others providing advices, monitoring of Bank's compliance against regulatory requirements, and disseminating and training for working units. These efforts are founded on the principle that compliance is a shared responsibility of all organization lines in BII and that awareness of all individuals within the Bank to comply with regulations are always a priority. The behavior of all individuals shall always refer to core values, code of conduct, and code of ethics.

To have effective compliance risk management and clear procedure on how to handle transactions/activities carrying potential conflict of interests, Compliance Director, Head of Compliance Unit, and Compliance Working Unit are independent entities from other units.

Role of Board of Commissioners and Directors

The Board of Directors must promote and realize Compliance Culture across all organizational levels and Bank's business activities. The Board of Directors is also to ensure that Bank's compliance function is always implemented.

Fungsi kepatuhan Compliance Function

Dewan Komisaris melakukan pengawasan aktif terhadap pelaksanaan fungsi kepatuhan di BII, antara lain dengan mengevaluasi pelaksanaan fungsi kepatuhan paling kurang dua kali dalam setahun melalui laporan semesteran Direktur Kepatuhan. Pengawasan aktif juga dilakukan melalui rapat-rapat yang dilakukan, baik rapat Dewan Komisaris, rapat Direksi maupun rapat komite-komite. Berdasarkan hasil evaluasi, Dewan Komisaris memberikan saran-saran dalam rangka meningkatkan kualitas pelaksanaan fungsi kepatuhan BII.

Dengan demikian Dewan Komisaris dan Direksi berperan aktif dalam memastikan pengelolaan risiko kepatuhan telah berjalan efektif dan memastikan terlaksananya budaya kepatuhan di seluruh tingkatan organisasi dan kegiatan usaha Bank.

Direktur Kepatuhan

Berdasarkan Rapat Umum Pemegang Saham Luar Biasa pada tanggal 12 Maret 2014, Bank telah menunjuk Dhien Tjahajani sebagai Direktur Kepatuhan untuk mengelola risiko kepatuhan serta memastikan pelaksanaan kepatuhan di lingkungan BII sesuai dengan ketentuan Otoritas Jasa Keuangan dan peraturan perundang-undangan lainnya yang berlaku. Penunjukkan tersebut telah dilaporkan dan telah memperoleh persetujuan dari Otoritas Jasa Keuangan.

Direktur Kepatuhan telah memenuhi kriteria independensi dan kriteria lainnya sesuai dengan PBI No.13/2/PBI/2011 tentang Pelaksanaan Fungsi Kepatuhan Bank Umum, antara lain

- Tidak memiliki hubungan keuangan, kepengurusan, kepemilikan saham, dan/atau hubungan keluarga sampai derajat kedua dengan anggota Dewan Komisaris, Direksi, dan/atau pemegang saham pengendali atau hubungan dengan Bank yang dapat mempengaruhi kemampuannya untuk bertindak independen.
- Tidak merangkap sebagai Presiden Direktur atau Wakil Presiden Direktur.
- Tidak membawahi fungsi bisnis dan operasional, manajemen risiko yang melakukan pengambilan keputusan pada kegiatan usaha Bank, treasury, keuangan dan akuntansi, logistik dan pengadaan barang/jasa, teknologi informasi dan audit internal.

Riwayat hidup Direktur Kepatuhan dapat dilihat pada bagian Data Perusahaan dalam Laporan Tahunan ini.

The Board of Directors carries out active oversight on compliance function implementation in BII, among others by evaluating compliance function implementation at least two times every year through semester reports submitted by Compliance Director. Active oversight is also exercised in meetings of the Board of Commissioners, Directors, and committees. The Board of Commissioners refers to its evaluation results to provide recommendations concerning ways to improve quality of compliance function implementation in BII.

Therefore, the Board of Commissioners and Directors are taking active roles to ensure compliance risk management is applied effectively and ensure that compliance culture is embedded across all of the Bank's organizational levels and business activities.

Compliance Director

Pursuant to Extraordinary General Meeting of Shareholders held on 12 March 2014, the Bank appointed Dhien Tjahajani as Compliance Director responsible to manage compliance risk and ensure compliance implementation in BII in line with Financial Services Authority regulations and other prevailing laws and regulations. The appointment has been reported and approved by Financial Services Authority.

Compliance Director has satisfied independence criteria and other criteria set down in Bank Indonesia Regulation No.13/2/PBI/2011 on Compliance Function Implementation in Commercial Banks, among others:

- Has no financial, management, shareholding, and/or familial relationship to the second degree with members of BOC, BOD, and/or controlling shareholders or with the Bank that may impact impartiality.
- Is not concurrently serving as President Director or Vice President Director.
- Is not overseeing business, operational, and risk management functions that require decision-making relating to the Bank's business activities, treasury, finance and accounting, logistics, goods/services procurement, information technology, and internal audit.

Profile of the Compliance Director is available under the Corporate Data section in this Annual Report.

Tugas dan Tanggung Jawab Direktur Kepatuhan

Dalam mengelola risiko kepatuhan yang dihadapi oleh Bank, Direktur Kepatuhan memiliki tugas dan tanggung jawab yang mencakup:

1. Merumuskan strategi guna mendorong terciptanya Budaya Kepatuhan Bank.
2. Mengusulkan kebijakan kepatuhan atau prinsip-prinsip kepatuhan yang akan ditetapkan oleh Direksi.
3. Menetapkan sistem dan prosedur kepatuhan yang akan digunakan untuk menyusun ketentuan dan pedoman internal Bank.
4. Memastikan bahwa seluruh kebijakan, ketentuan, sistem, dan prosedur, serta kegiatan usaha yang dilakukan Bank telah sesuai dengan ketentuan Bank Indonesia dan peraturan perundang-undangan yang berlaku, termasuk Prinsip Syariah bagi Bank Umum Syariah dan Unit Usaha Syariah.
5. Meminimalkan Risiko Kepatuhan Bank.
6. Melakukan tindakan pencegahan agar kebijakan dan/atau keputusan yang diambil Direksi Bank tidak menyimpang dari ketentuan Bank Indonesia dan peraturan perundang-undangan yang berlaku.
7. Melakukan tugas-tugas lainnya yang terkait dengan Fungsi Kepatuhan.

Tugas dan tanggung jawab tersebut tidak menghilangkan hak dan kewajiban Direktur Kepatuhan sebagai anggota Direksi Bank sebagaimana diatur dalam Undang-Undang tentang Perseroan Terbatas.

Direktur Kepatuhan dalam melaksanakan tugas dan tanggung jawabnya dibantu oleh Unit Kerja Kepatuhan dan Unit Kerja Anti Money Laundering & Assurance untuk memastikan tingkat kepatuhan terhadap peraturan Otoritas Jasa Keuangan dan peraturan perundang-undangan yang berlaku untuk bank serta melakukan pemantauan terhadap pemenuhan komitmen yang telah dibuat kepada otoritas yang berwenang.

Struktur Organisasi Unit Kerja Di Bawah Direktur Kepatuhan

Merujuk pada Surat Edaran Bank Internasional Indonesia No. SE.2014.004/DiR Compliance tanggal 27 Oktober 2014 tentang Struktur Organisasi Direktorat Legal & Compliance, Corporate Secretary, maka Direktur Kepatuhan bertanggung jawab atas beberapa fungsi yaitu: Compliance Regulatory Affairs, Compliance Monitoring & Training, General Legal Counsel, Anti Money Laundering & Assurance (AMLA), Litigation, Corporate Secretary dan Policy, Procedure & Document Control.

Duties and Responsibilities of Compliance Director

To manage compliance risk of the Bank, Compliance Director is responsible to:

1. Formulate strategy to promote Compliance Culture in the Bank.
2. Propose compliance policies or principles to be endorsed by BOD.
3. Determine compliance systems and procedures to be applied to formulate the Bank's internal policies and guidelines.
4. Ensure that all policies, stipulations, systems, procedures, and the Bank's business activities are consistent with Bank Indonesia regulations and other applicable regulations, including Shariah Principles for Shariah Commercial Banks and Shariah Business Unit.
5. Minimize Bank's compliance risk.
6. Take preventive measures so that policies and/or decisions made by BOD are not conflicting with Bank Indonesia regulations and other applicable regulations.
7. Perform other duties with respect to Compliance Function.

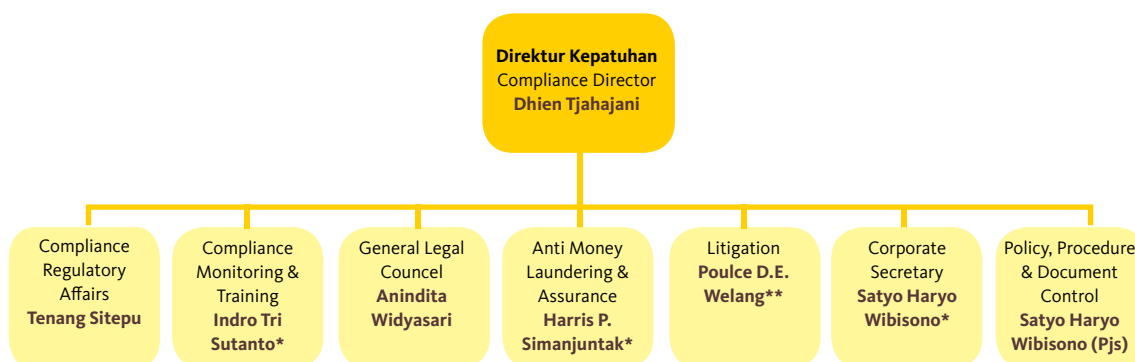
The duties and responsibilities do not eliminate rights and obligations of Compliance Director as members of the Bank's BOD as stipulated by Limited Liability Company Law.

Compliance Director is assisted by Compliance Working Unit and Anti Money Laundering & Assurance Unit to ensure adequate level of compliance with Financial Services Authority regulations and other applicable laws and regulations for banks, and to monitor fulfilment of commitment made to competent authorities.

Organizational Structure of Working Units Under Compliance Director

Pursuant to Bank Internasional Indonesia Circular Letter No. SE.2014.004/DiR Compliance dated 27 October 2014 on Legal & Compliance, Corporate Secretary Organizational Structure, the Compliance Director is responsible to oversee a number of functions: Compliance Regulatory Affairs, Compliance Monitoring & Training, General Legal Counsel, Anti Money Laundering & Assurance (AMLA), Litigation, Corporate Secretary dan Policy, Procedure & Document Control.

Fungsi kepatuhan Compliance Function



Keterangan:

*Efektif per 1 Maret 2015

**Efektif per 1 April 2015

Struktur Organisasi Unit Kerja di bawah Direktur Kepatuhan tersebut sebagaimana yang diterbitkan melalui No.SE.2014.004/Dir Compliance tanggal 27 Oktober 2014 tentang Struktur Organisasi Direktorat Legal & Compliance, Corporate Secretary.

Note:

*Effective as of 1 March 2015

** Effective as of 1 April 2015

Organizational Structure of Working Units under Compliance Director above is issued by virtue of No.SE.2014.004/Dir Compliance dated 27 October 2014 on Legal & Compliance, Corporate Secretary Organizational Structure.

Berdasarkan struktur organisasi di atas, maka terlihat bahwa Direktur Kepatuhan tidak membawahi fungsi bisnis dan operasional, manajemen risiko yang melakukan pengambilan keputusan pada kegiatan usaha Bank, treasury, keuangan dan akuntansi, logistik dan pengadaan barang/jasa, teknologi informasi dan audit internal sesuai dengan Peraturan Bank Indonesia No.13/2/PBI/2011 tanggal 12 Januari 2011 perihal Pelaksanaan Fungsi Kepatuhan Bank Umum.

As the chart illustrates, Compliance Director does not oversee business, operational, and risk management functions that make decisions on the Bank's business activities, treasury, finance and accounting, logistics, goods/services procurement, information technology, and internal audit in accordance with Bank Indonesia Regulation No. 13/2/PBI/2011 dated 12 January 2011 on Implementation of Compliance Function in Commercial Banks.

Unit Kerja Kepatuhan

BII telah membentuk Unit Kerja Kepatuhan yang bertanggung jawab untuk mengelola risiko kepatuhan, yang pada akhirnya bertujuan untuk membangun budaya kepatuhan di seluruh unit organisasi sehingga pengelolaan kepatuhan menjadi disiplin yang dilaksanakan dalam pelaksanaan transaksi dan aktivitas operasional.

Compliance Working Unit

BII has established Compliance Working Unit responsible to manage compliance risks. Its end goal is to promote and foster compliance culture across all units in the organization so that compliance management becomes a discipline embedded in all transactions and operational activities.

Dalam menjalankan tugasnya, Unit Kerja Kepatuhan telah melakukan serangkaian tindakan atau langkah-langkah yang bersifat ex-ante (pencegahan) untuk memastikan bahwa kebijakan, ketentuan, sistem, dan prosedur, serta kegiatan usaha yang dilakukan oleh Bank telah sesuai dengan ketentuan Bank Indonesia, Otoritas Jasa Keuangan dan peraturan perundang-undangan yang berlaku, termasuk kepatuhan terhadap Prinsip Syariah bagi Unit Usaha Syariah, serta memastikan kepatuhan Bank terhadap komitmen yang dibuat oleh Bank kepada Otoritas Jasa Keuangan dan/ atau otoritas pengawas lain yang berwenang.

In performing its duties, Compliance Working Unit takes a series of actions or ex-ante (preventive) steps to ascertain that policies, stipulations, systems, procedures, and the Bank's business activities are consistent with Bank Indonesia regulations and other applicable regulations, including Shariah Principles for Shariah Commercial Banks and Shariah Business Unit as well as to ensure the Bank's compliance to commitments made to Financial Services Authority and/or other competent authorities.

Fungsi kepatuhan Compliance Function

Guna mengoptimalkan pelaksanaan fungsi kepatuhan Bank seperti yang diamanatkan pada ketentuan Bank Indonesia No.13/2/PBI/2011 tanggal 12 Januari 2011 tentang Pelaksanaan Fungsi Kepatuhan Bank Umum serta berdasarkan Surat Edaran Bank Internasional Indonesia No. SE.2014.004/DIR Compliance tanggal 27 Oktober 2014 tentang Struktur Organisasi Direktorat Legal & Compliance, Corporate Secretary, maka Unit kerja Kepatuhan BII dibagi atas 2 fungsi yaitu Compliance Regulatory Affairs dan Compliance Monitoring & Training.

Secara garis besar kedua fungsi Compliance tersebut memiliki akuntabilitas sebagaimana berikut:

To optimize the Bank's compliance function as stipulated by Bank Indonesia Regulation No. 13/2/PBI/2011 dated 12 January 2011 on Implementation of Compliance Function in Commercial Banks and Bank Internasional Indonesia Circular Letter No. SE.2014.004/DIR Compliance dated 27 October 2014 on Legal & Compliance, Corporate Secretary Organizational Structure, BII Compliance Working Unit consists of two functions, namely Compliance Regulatory Affairs and Compliance Monitoring & Training.

Overall, these Compliance functions have the following accountability:

Compliance Regulatory Affairs

Compliance Regulatory Affairs

<p>Akuntabilitas Utama Core Accountability</p>	<ul style="list-style-type: none"> Menetapkan langkah-langkah yang mendukung terciptanya Budaya Kepatuhan pada seluruh kegiatan usaha BII pada setiap jenjang organisasi. Melakukan identifikasi, pengukuran, monitoring, dan pengendalian terhadap Risiko Kepatuhan. Melakukan review dan/atau mengevaluasi kecukupan dan kesesuaian kebijakan, ketentuan, sistem maupun prosedur yang dimiliki oleh BII terhadap ketentuan BI, OJK dan peraturan perundang-undangan yang berlaku serta merekomendasikan pengkinian dan penyempurnaan kebijakan, ketentuan, sistem maupun prosedur. Bertindak sebagai contact person untuk permasalahan kepatuhan BII bagi pihak internal maupun eksternal serta memenuhi komitmen kepada BI dan OJK. 	<ul style="list-style-type: none"> Define steps that will contribute in promoting and fostering Compliance Culture across all BII's activities and organizational levels. Identify, measure, monitor, and control Compliance Risk. Review and/or evaluate adequacy and consistency of policies, stipulations, systems, procedures, and the Bank's business activities with BI and OJK regulations and other applicable laws; recommend update and enhancement of policies, stipulations, systems, and procedures. The focal point for matters relating to BII compliance for internal and external parties, and responsible to fulfill commitments to BI and OJK.
<p>Aktivitas Utama Core Activities</p>	<ul style="list-style-type: none"> Pembuatan sistem, program, kerangka kerja kepatuhan (compliance framework), compliance charter, kode etik kepatuhan (compliance code of conduct), atau kebijakan kepatuhan (compliance policy). Mengkoordinasi proses self assessment Good Corporate Governance yang dilaksanakan oleh seluruh unit kerja. Melakukan sosialisasi dan pelatihan mengenai peraturan perundangan-undangan yang diterbitkan Bank Indonesia maupun otoritas lainnya yang berwenang kepada seluruh unit kerja yang terkait untuk meningkatkan pemahaman dan kesadaran kepatuhan karyawan. Memberikan opini/advisory kepada unit kerja/cabang terkait dengan permasalahan compliance yang dihadapi. Secara berkesinambungan melakukan evaluasi prosedur dan kebijakan internal di BII agar sesuai dengan peraturan perundangan yang berlaku. Menindaklanjuti setiap permintaan BI dan OJK dalam menyediakan informasi/data dalam rangka pengawasan bank. Menindaklanjuti setiap temuan audit BI dan OJK serta menyelesaikannya sesuai dengan komitmen yang telah disepakati. 	<ul style="list-style-type: none"> Create system, program, compliance framework, compliance charter, compliance code of conduct, or compliance policy. Coordinate Good Corporate Governance self assessment process to be carried out by all work units. Disseminate and conduct trainings on regulations issued by Bank Indonesia and other relevant authorities for related work units to improve employees' understanding and compliance awareness. Provide opinions/advisory to relevant units/branch offices on compliance issues Continually evaluate BII's procedures and internal policies so as to be consistent with applicable laws and regulations. Follow-up BI and OJK information/data requests for banking monitoring. Follow-up BI and OJK audit findings and resolve the findings according to agreed commitments.

Fungsi kepatuhan Compliance Function

Output	<ul style="list-style-type: none"> • <i>Compliance awareness</i> seluruh karyawan dan manajemen Bank. • Terciptanya tata kelola perusahaan yang baik. • Meningkatkan pemahaman atas peraturan yang berlaku. • Kebijakan dan Prosedur telah sesuai dengan peraturan perundang-undangan yang berlaku • Terpenuhinya komitmen tindak lanjut audit dan permintaan data dari Regulator. 	<ul style="list-style-type: none"> • Compliance awareness of all employees and the Bank's management. • Robust corporate governance • Enhance understanding on prevailing regulations. • Policies and procedures are in accordance with the prevailing regulations. • Fulfillment of audit follow up commitment and data request from Regulators.
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Compliance Monitoring & Training

Compliance Monitoring & Training

Akuntabilitas Utama Core Accountability	<ul style="list-style-type: none"> • Menerapkan metodologi kepatuhan dan proses-proses yang kuat untuk pemantauan dan pelaporan risiko dan permasalahan kepatuhan. • Menerapkan, menyelaraskan dan menanamkan prinsip-prinsip dan metodologi kepatuhan di semua lini bank dan melakukan pemantauan kepatuhan bank terhadap peraturan yang berlaku. 	<ul style="list-style-type: none"> • Apply compliance methodologies and robust monitoring and reporting processes of compliance risk and issues. • Implement, align, and incorporate compliance principles and methodologies across all lines in the Bank and monitor Bank's compliance with existing regulations.
Aktivitas Utama Core Activities	<ul style="list-style-type: none"> • Menyusun rencana pengkajian dan uji kepatuhan berdasarkan pendekatan berbasis risiko sebagai bagian dari rencana tahunan Unit Kerja Kepatuhan serta unit bisnis/pendukung. • Melakukan pengkajian dan uji kepatuhan, jika keadaan mengharuskan dilakukan pengkajian dan uji kepatuhan terhadap area tersebut. • Melakukan pengkajian dan uji kepatuhan secara <i>ad-hoc</i> (berdasarkan persetujuan Direktur Kepatuhan). • Melaksanakan <i>compliance visit/review</i> dan memberikan pelatihan yang diperlukan pada unit kerja/cabang untuk mendapatkan keyakinan bahwa pelaksanaan peraturan telah dilaksanakan dengan baik. • Menyusun, mengkaji dan mengkinikan <i>Compliance Plan Self Assessment (CPSA)</i> agar dapat digunakan unit kerja untuk mendeteksi potensi risiko kepatuhan dan harus ditindaklanjuti segera. • Me-monitor tindak lanjut temuan hasil pemeriksaan Regulator (BI dan/atau OJK serta otoritas lainnya). 	<ul style="list-style-type: none"> • Formulate compliance review and assessment plan based on risk-based approach as part of annual work plan of Compliance Unit and business/supporting units. • Annually review and assess compliance; if necessary, conduct compliance review and assessment in certain areas. • Conduct ad-hoc compliance review and assessment (with approval from Compliance Director). • Conduct compliance visit/review and organize trainings required by working units/branch offices for assurance that regulations have been implemented properly. • Design, review, and update Compliance Plan Self Assessment (CPSA) to be used by work units to detect potential compliance risk that needs immediate follow-up. • Monitor follow-up actions on findings from regulators' audit (BI and/or FSA and other authorities).
Output	<ul style="list-style-type: none"> • <i>Compliance awareness</i> seluruh karyawan dan manajemen bank. • Terciptanya tata kelola perusahaan yang baik. • Permasalahan terkait dengan compliance dapat diketahui sejak dini untuk menghindari potensi risiko yang lebih besar. • Hasil CPSA unit kerja/cabang akan digunakan sebagai salah satu kriteria untuk melakukan <i>compliance visit/</i> pelatihan. • Kerjasama serta koordinasi tindak lanjut temuan dengan Regulator. 	<ul style="list-style-type: none"> • Compliance awareness of all employees and the Bank's management. • Robust corporate governance • Early detection of compliance issues, which prevent more serious risk potentials. • Results of work units/branch offices CPSA are to be used as one of the criteria of compliance visit/ training. • Cooperation and coordination of findings follow-up with Regulators.

Fungsi kepatuhan Compliance Function

Sesuai dengan peraturan Otoritas Jasa Keuangan maka Kepala Unit Kerja Kepatuhan BII telah memenuhi persyaratan independensi serta menguasai ketentuan Bank Indonesia, Otoritas Jasa Keuangan dan peraturan perundang-undangan yang berlaku. Selain itu tidak melaksanakan tugas lainnya di luar Fungsi Kepatuhan serta memiliki komitmen yang tinggi untuk melaksanakan dan mengembangkan Budaya Kepatuhan.

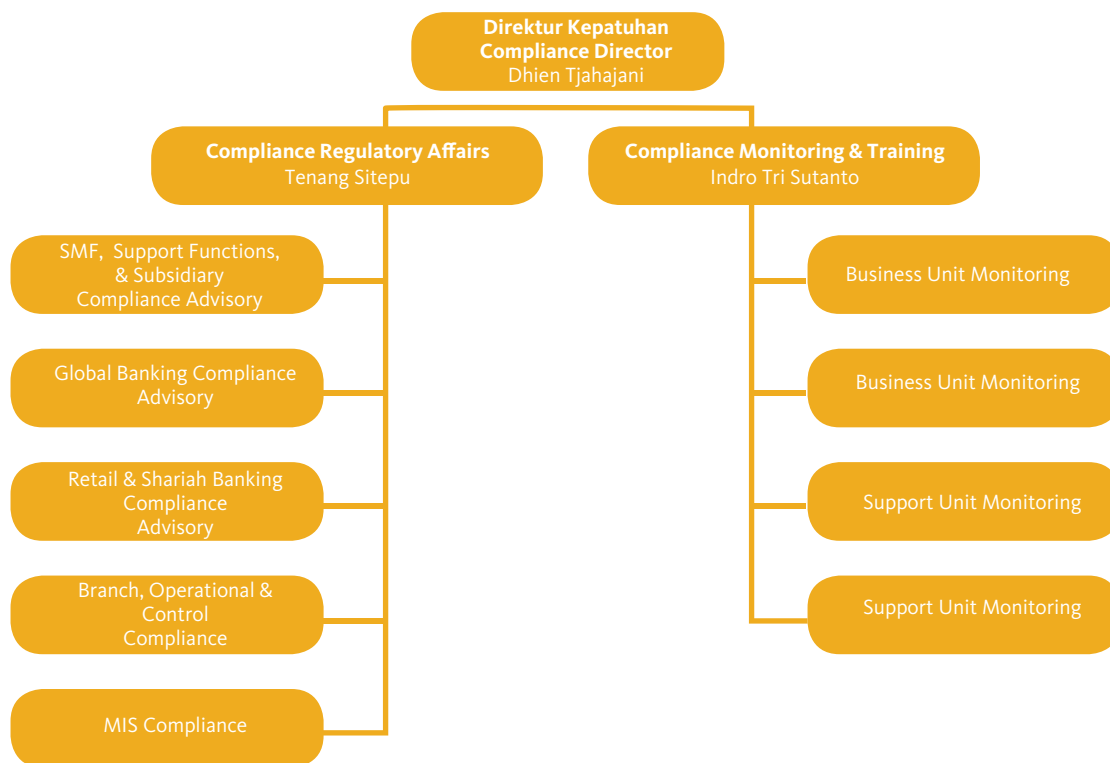
Pursuant with Financial Services Authority regulations, Head of BII Compliance Unit has satisfied criteria of independence. Head of BII Compliance Unit is also highly knowledgeable in Bank Indonesia and Financial Services Authority regulations as well as other relevant laws. In addition, Head of BII Compliance Unit does not undertake other duties outside Compliance Function and is highly committed to carry out and develop Compliance Culture.

Pengangkatan, pemberhentian, atau penggantian Kepala Unit Kerja Kepatuhan BII telah dilaporkan kepada Otoritas Jasa Keuangan.

Appointment, termination, or replacement of Head of BII Compliance Unit has been reported to Financial Services Authority.

Struktur Organisasi Unit Kerja Kepatuhan

Compliance Unit Organizational Structure



Pelaksanaan Fungsi Kepatuhan 2014

Secara ringkas pelaksanaan tugas fungsi kepatuhan diwujudkan melalui program kerja tahunan Direktur yang membawahkan Fungsi Kepatuhan. Secara lengkap Laporan Pelaksanaan Fungsi Kepatuhan telah disampaikan ke Otoritas Jasa Keuangan melalui Laporan Pelaksanaan Fungsi Kepatuhan secara semesteran.

Implementation of Compliance Function 2014

Broadly speaking, compliance function duties are implemented through Compliance Director's annual work plan. Detailed Report of Compliance Function Implementation is submitted to Financial Services Authority every semester.

Fungsi kepatuhan Compliance Function

Melalui program-program kepatuhan yang terencana dan terintegrasi, BII berkomitmen membangun budaya kepatuhan dan terus mengembangkan pengelolaan risiko yang efektif. Hal tersebut antara lain dituangkan melalui tatanan kerangka kerja kepatuhan (compliance framework), compliance charter, annual compliance plan sebagai bagian dari strategi pelaksanaan fungsi kepatuhan yang berkesinambungan melalui pengembangan budaya kepatuhan dalam rangka mengelola risiko kepatuhan.

Strategi Fungsi Kepatuhan diterapkan sesuai 4 (empat) pilar fungsi kepatuhan berikut ini:

Membangun dan mewujudkan agar terlaksananya Budaya Kepatuhan pada semua fungsi pada organisasi dan kegiatan usaha bank.

1. Pelatihan dan Sosialisasi

Dalam rangka memberikan pemahaman terhadap budaya kepatuhan yang merupakan bagian dari budaya perusahaan, Unit Kerja Kepatuhan melakukan sosialisasi atas peraturan OJK serta peraturan BI kepada cabang dan unit kerja lainnya. Selain itu, Unit Kerja Kepatuhan bersama-sama dengan Unit Kerja Human Capital – Organizational Learning memberikan pemahaman dan pelatihan dengan materi *Compliance Awareness* dan Regulasi Perkreditan kepada karyawan baru melalui program *Community Service Internship* (CSI), Program Pelatihan *Officer Development Program* (ODP) dan SMEC.

Dalam rangka meningkatkan kemampuan pegawainya, Unit Kerja Kepatuhan juga memberikan/mengirimkan pegawainya untuk mengikuti pelatihan baik yang dilaksanakan oleh pihak Internal maupun Eksternal.

- Pelatihan/sosialisasi yang dilaksanakan oleh Unit Kerja Kepatuhan adalah sebagai berikut:

Semester 1 tahun 2014 | 1st Semester 2014

35 kali pelatihan/sosialisasi
35 trainings/dissemination programs

- Pelatihan/sosialisasi yang diikuti oleh karyawan Unit Kerja Kepatuhan adalah sebagai berikut:

Semester 1 tahun 2014 | 1st Semester 2014

7 kali pelatihan/sosialisasi
7 trainings/dissemination programs

Through well planned and integrated compliance programs, BII is committed to build strong compliance culture and develop effective risk management practices. This commitment is incorporated in, among others, compliance framework, compliance charter, and annual compliance plan as part of the strategy to implement sustainable compliance function by fostering compliance culture in order to manage compliance risk.

Compliance Function Strategy refers to the following 4 (four) pillars:

To develop and realize Compliance Culture across all of the Bank's organizational functions and business activities.

1. Training and dissemination

To promote awareness of compliance culture that is part of corporate culture, Compliance Unit consistently disseminates OJK and BI regulations to branch offices and other work units. In addition, Compliance Unit together with Human Capital Unit - Organizational Learning organizes learning programs on Compliance Awareness and Credit Regulations for new employees through Community Service Internship (CSI), Officer Development Program (ODP), and SMEC.

To enhance the capacity of its staff members, Compliance Unit also sends its staff to attend internal and external trainings.

- Trainings/dissemination program organized by Compliance Unit:

Semester 2 tahun 2014 | 2nd Semester 2014

23 kali pelatihan/sosialisasi
23 trainings/dissemination programs

- Trainings/dissemination program attended by staff members of Compliance Unit:

Semester 2 tahun 2014 | 2nd Semester 2014

7 kali pelatihan/sosialisasi
7 trainings/dissemination programs

2. **Penyampaian *Compliance News* dan Update FAQ**
Sebagai upaya untuk mewujudkan budaya kepatuhan, Unit Kerja Kepatuhan melakukan sosialisasi ketentuan antara lain dalam bentuk *Compliance News* yang merupakan rangkuman mengenai implementasi *Foreign Account Tax Compliance Act (FATCA)*, yang disirkulasi melalui sarana Portal BII. Disamping itu, Unit Kerja Kepatuhan juga memuat *Frequently Ask and Question (FAQ)* di Web Unit Kerja Kepatuhan.
3. **Penyampaian Informasi Terkini Ketentuan OJK dan BI kepada Dewan Komisaris dan Direksi**
Dalam hal terdapat penerbitan ketentuan baru oleh Otoritas Jasa Keuangan dan/atau Bank Indonesia atau regulator lainnya yang berdampak signifikan terhadap operasional bank, Unit Kerja Kepatuhan menyampaikan informasi singkat kepada Dewan Komisaris dan Direksi melalui *CEO Update* atau melalui pertemuan reguler Dewan Komisaris dan Direksi.
4. ***Compliance Plan Self Assessment (CPSA)***
Sebagai salah satu upaya untuk mengidentifikasi dan mengelola risiko kepatuhan maka Unit Kerja Kepatuhan memiliki program CPSA yang tata cara pelaksanaannya diatur dalam ketentuan internal BII. Pengkinian CPSA dilakukan secara berkala dan disesuaikan dengan perkembangan atau perubahan peraturan Otoritas Jasa Keuangan dan/atau Bank Indonesia serta peraturan perundang-undangan lainnya yang berlaku.
5. ***Compliance Testing***
Untuk mengukur tingkat kepatuhan pada Cabang/ Unit Kerja, Unit Kerja Kepatuhan dapat melakukan *Compliance Testing* dalam bentuk pengecekan pemahaman regulasi yang dilakukan baik secara *On-Site Review* maupun secara *Off-Site Review*.
2. **Compliance News and FAQ Update**
As part of its efforts to realize Compliance Culture, Compliance Unit disseminates policies and regulations through Compliance News, which also summarizes implementation of Foreign Account Tax Compliance Act (FATCA), circulated through BII Portal. In addition, Compliance Unit also uploads Frequently Asked Questions (FAQ) on Compliance Unit webpage.
3. **Update on FSA and BI regulations for the Board of Commissioners and Directors**
Compliance Unit produces regulation briefs to the Board of Commissioners and Directors through CEO Update or Board of Commissioners and Directors regular meetings concerning new regulations issued by FSA and/or Bank Indonesia or other regulators that significantly impact the Bank's operations.
4. **Compliance Plan Self Assessment (CPSA)**
As part of the efforts to identify and manage compliance risk, Compliance Unit has CPSA program which implementation is stipulated in BII's internal policies. CPSA is periodically updated and harmonized with new or amended FSA and/or BI regulations as well as other prevailing laws.
5. **Compliance Testing**
To assess level of compliance of Branch Offices/Work Units, Compliance Unit may conduct Compliance Testing, assessing knowledge and understanding of applicable regulations done by On-Site Review or Off-Site Review.

Pengelolaan Risiko Kepatuhan yang dihadapi oleh Bank

1. **Penyampaian Informasi ketentuan OJK dan BI pada Unit Kerja Terkait**
Penerbitan ketentuan atau peraturan OJK dan BI dapat berdampak pada kegiatan operasional maupun bisnis Bank. Sejalan dengan hal tersebut, maka penyampaian informasi ketentuan OJK dan BI dilakukan melalui tahapan sebagaimana berikut:
 - a. Penyampaian awal informasi kepada unit kerja terkait melalui email.
 - b. Berdiskusi dengan unit kerja terkait untuk melihat gap antara peraturan yang baru diterbitkan terhadap kondisi terkini serta tindak lanjut yang perlu dilakukan.
 - c. Melakukan pemantauan terhadap komitmen implementasi ketentuan tersebut.

Bank's Risk Compliance Management

1. **Dissemination of FSA and BI regulations to relevant Units**
FSA and BI regulations may impact the Bank's operational and business activities. Dissemination of regulations are conducted in the following phases:
 - a. Initial dissemination of information to relevant work units by email.
 - b. Discuss with relevant units gaps between new regulations and existing conditions in the Bank and identify next-steps.
 - c. Monitor commitment to the implementation of regulations.

Fungsi kepatuhan Compliance Function



2. Tindak Lanjut Implementasi Ketentuan BI dan OJK Unit Kerja Kepatuhan telah menindaklanjuti beberapa ketentuan yang diterbitkan oleh OJK dan BI serta menyampaikannya kepada cabang/unit kerja untuk ditindaklanjuti.
3. *Self Assessment* atas *Compliance Risk Profile*
Hasil dari *Self Assessment* atas *Compliance Risk* menjadi bagian dari Laporan *Risk Profile* Bank yang disampaikan ke Otoritas Jasa Keuangan. Penilaian atas *Compliance Risk Profile* meliputi penilaian terhadap Risiko Inheren, Kualitas Penerapan Manajemen Risiko (KPMR) serta nilai komposit risiko kepatuhan secara keseluruhan.
 - a. Risiko Inheren
Berdasarkan nominal dan frekuensi denda yang dikenakan regulator kepada BII, maka hasil penilaian atas Risiko Inheren Kepatuhan untuk posisi Desember 2014 adalah peringkat *Low*. Namun demikian, berdasarkan pertimbangan masih terdapat hal-hal yang perlu menjadi perhatian serta tindak lanjut dalam hal pemenuhan ketentuan regulator serta penilaian untuk risiko Kredit dan Operasional Bank untuk kuartal 4 adalah Moderat, maka untuk Nilai Komposit Risiko Inheren Kepatuhan Bank secara keseluruhan disesuaikan menjadi *Moderate*.
 - b. Kualitas Penerapan Manajemen Risiko (KPMR)
Berdasarkan hasil penilaian atas tata kelola risiko, kerangka manajemen risiko, proses manajemen risiko, dan kecukupan sistem pengendalian risiko, maka dinilai bahwa KPMR Kepatuhan adalah *Satisfactory*.
 - c. Mempertimbangkan peringkat Risiko Inheren adalah *Moderate* dan KPMR adalah *Satisfactory*, maka secara keseluruhan Nilai Komposit Risiko Kepatuhan adalah peringkat *Low to Moderate*.
2. Follow-Up BI and FSA Regulations Implementation Compliance unit follows-up regulations issued by FSA and BI and forward the information to branch offices/units for their follow-up.
3. Self Assessment on Compliance Risk Profile
Result of Self Assessment on Compliance Risk is incorporated as part of Bank's Risk Profile Report submitted to Financial Services Authority. Compliance Risk Profile assessment covers Inherent Risk, Risk Management Implementation Quality, and overall compliance risk composite score.
 - a. Inherent risk
Based on the amount and frequency of fines imposed by regulators on BII, Inherent Compliance Risk as of December 2014 is rated "Low". However, with respect to a number of considerations, there are areas that require more focus and follow-up in terms of meeting regulatory requirements. Assessment for Credit Risk and Operational Risk of the Bank in the fourth quarter is Moderate; therefore the total Composite Score of the Bank's Inherent Compliance Risk is also "Moderate".
 - b. Risk Management Implementation Quality (KPMR)
Based on assessment on risk management, risk framework, risk management process, and adequacy of risk control systems, Compliance KPMR is rated Satisfactory.
 - c. In view of "Moderate" rating of Inherent Risk and "Satisfactory" rating of KPMR, the overall Composite Score of Compliance Risk is "Low to Moderate".

Memastikan agar kebijakan, ketentuan prosedur yang dijalankan oleh bank telah sesuai dengan ketentuan Regulator serta perundang-undangan yang berlaku.

Ensuring that the Bank's policies and procedures are consistent with regulatory requirements and existing laws.

Fungsi kepatuhan Compliance Function

Atas ketentuan yang dikeluarkan oleh regulator, Bank mengidentifikasi adanya risiko berupa denda dan atau teguran yang dapat dikenakan bila Bank tidak mampu memenuhi kewajiban sebagaimana diminta dalam ketentuan tersebut. Berdasarkan hal tersebut maka hal-hal yang telah dilakukan adalah sebagaimana berikut

1. Kajian Kebijakan, Ketentuan, Sistem dan Prosedur Internal yang Akan Diterbitkan.
Kajian kebijakan, ketentuan, sistem dan prosedur internal merupakan sarana yang dilakukan untuk memantau dan memastikan bahwa kebijakan internal Bank yang berlaku senantiasa sejalan dengan peraturan OJK dan BI serta peraturan perundang-undangan yang berlaku. Proses kajian ini adalah salah satu bentuk implementasi fungsi *advisory* Kepatuhan.

Regulations issued by regulators carry penalty of fines and reprimand if the Bank fails to meet its obligations as prescribed thereunder. The Bank has identified this risk and therefore carries out the following:

1. Review on Internal Policies, Stipulations, Systems, and Procedures Prior to Issuance.
The review on internal policies, stipulations, systems, and procedures aims to monitor and ensure that the Bank's internal policies are always in harmony with OJK and BI regulations as well as existing laws. This review process is part of the exercise of Compliance advisory function.

Jenis Kajian Review Types	Semester 1 - 2014	Semester 2 -2014
Kebijakan Ketentuan, Sistem dan Prosedur Internal Internal Policies, Stipulations, Systems, and Procedures	156	196

2. Pengkinian atau Penyempurnaan Kebijakan.
Sebagai salah satu elemen penting dalam pelaksanaan fungsi kepatuhan, Unit Kerja Kepatuhan juga melakukan review atas kebijakan, prosedur maupun surat edaran yang telah diterbitkan sebagai bagian dari tanggung jawab dalam melakukan review/rekomendasi pengkinian dan penyempurnaan kebijakan.

2. Policy Update or Enhancement
As an integral element in implementation of compliance function, Compliance Unit also reviews policies, procedures, and circular letters that have been issued. This is part of the Unit's responsibility to review/recommend update and enhancements on policies.

Memastikan kepatuhan terhadap komitmen bank kepada Bank Indonesia dan/atau Otoritas Jasa Keuangan serta otoritas pengawas lainnya.

BI melakukan pemantauan atas komitmen Bank kepada Bank Indonesia dan/atau Otoritas Jasa Keuangan serta otoritas pengawas lainnya sereta memastikan kepatuhan terhadap komitmen Bank yang telah dibuat.

Ensuring compliance with the Bank's commitment to Bank Indonesia and/or Financial Services Authority and other supervisory authorities.

BI monitors the performance of the Bank's commitment to Bank Indonesia and/or Financial Services Authority as well as other supervisory authorities, and monitors compliance with the commitments made.

Secara ringkas pelaksanaan tugas fungsi kepatuhan diwujudkan melalui program kerja tahunan Direktur Kepatuhan. Secara lengkap Laporan Pelaksanaan Fungsi Kepatuhan telah disampaikan ke Otoritas Jasa Keuangan melalui Laporan Pelaksanaan Fungsi Kepatuhan secara semesteran.

In brief, compliance function duties are implemented through Compliance Director's annual work plan. Detailed Report of Compliance Function Implementation is submitted to Financial Services Authority every semester

Fungsi kepatuhan Compliance Function

Framework Pengelolaan Risiko Kepatuhan

Framework pengelolaan Risiko Kepatuhan dilakukan melalui pendekatan yang didasarkan pada tiga lini pertahanan sebagai berikut:

Risk Taking Units	Risk Control Units	Internal Audit
1st Line of Defense	2nd Line of Defense	3rd Line of Defense
Compliance Risk Management		

Risk Taking Unit merupakan pertahanan lini pertama/ first line of defense yang bertanggung jawab untuk pengelolaan Risiko Kepatuhan yang melekat di setiap kegiatan usahanya.

Satuan Kerja Kepatuhan merupakan pertahanan lini kedua/second line of defense, mengawasi pelaksanaan Fungsi Kepatuhan dan manajemen risiko kepatuhan diseluruh aktivitas dan kegiatan usaha Bank.

Fungsi pengelolaan kepatuhan Bank yang dilakukan oleh Risk Taking Unit maupun pengelolaan manajemen risiko kepatuhan oleh satuan kerja kepatuhan merupakan objek audit yang direview secara berkala oleh Satuan Kerja Audit Internal (SKAI), yang merupakan pertahanan lini ketiga/third line of defense.

Laporan Rencana Kerja Kepatuhan

Rencana Kerja Kepatuhan telah disampaikan dalam Rencana Bisnis Bank. Tata cara penyampaian rencana kerja kepatuhan yang dimuat dalam rencana bisnis Bank dilaksanakan dengan mengacu kepada ketentuan Bank Indonesia yang mengatur mengenai Rencana Bisnis Bank.

Laporan Rencana Kerja Kepatuhan yang disampaikan paling kurang terdiri dari:

1. Rencana evaluasi pedoman internal; dan
2. Rencana kegiatan untuk mendorong dan/atau memelihara Budaya Kepatuhan, termasuk rencana sosialisasi ketentuan.

Compliance Risk Management Framework

Compliance Risk Management Framework adopts three lines of defence approach:

Risk Taking Unit is the first line of defence responsible to manage Compliance Risk associated with its business activities.

Compliance Unit is the second line of defence, supervising implementation of Compliance Function and compliance risk management across all activities and businesses of the Bank.

The Bank's risk compliance management performed by Risk Taking Unit and by Compliance Unit are audit subjects reviewed periodically by IAU, which serves as the third line of defence.

Annual Compliance Plan

Compliance Plan is presented in Bank's Business Plan. Mechanism to present compliance plan incorporated in Bank's business plan refers to Bank Indonesia stipulations on Bank's Business Plan.

Compliance Plan must contain at least:

1. Internal guidelines evaluation plan; and
2. Activity plan to promote and/or maintain Compliance Culture, including regulations dissemination plan.

Anti Money Laundering & Assurance (AMLA)

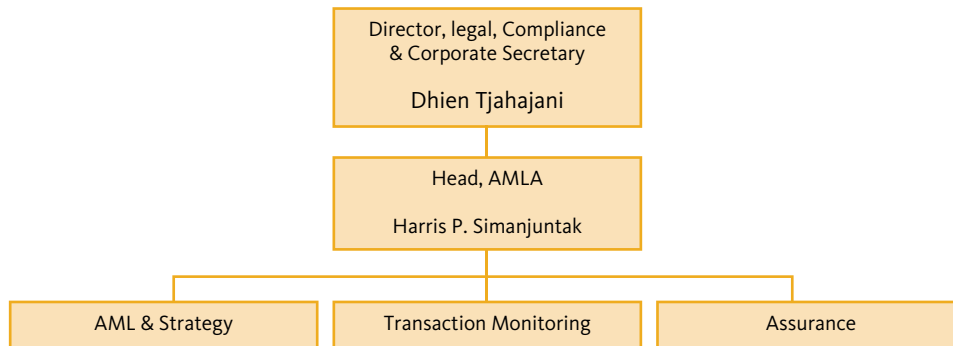
Anti Money Laundering & Assurance (AMLA)

Unit Kerja Anti Money Laundering & Assurance (AMLA)

Pelaksanaan Kebijakan Program Anti Pencucian Uang (APU) dan Pencegahan Pendanaan Terorisme (PPT)

Pelaksanaan Program APU dan PPT mengacu kepada regulasi Undang-Undang Nomor 8 Tahun 2010 tentang Pencegahan dan Pemberantasan Tindak Pidana Pencucian Uang (UU PTPPU), Undang-Undang Nomor 9 Tahun 2013 tentang Pencegahan dan Pemberantasan Tindak Pidana Pendanaan Terorisme (UU PTPPT) dan peraturan Bank Indonesia Nomor 14/27/PBI/2012 tanggal 28 Desember 2012 tentang Penerapan Program Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme Bagi Bank Umum dan Surat Edaran Bank Indonesia Nomor 15/21/DPNP tanggal 14 Juni 2013 tentang Penerapan Program Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme Bagi Bank Umum. Pelaksanaan Program APU dan PPT dibawah koordinasi Unit Kerja AMLA (UKK Kantor Pusat).

Struktur Organisasi Unit Kerja AMLA



Keterangan: Efektif per 1 Maret 2015, Ketua AMLA adalah Harris P. Simanjuntak menggantikan Indro Tri Sutanto yang mutasi ke unit kerja Compliance Monitoring and Training.

Unit kerja AMLA pada periode tahun 2014 telah melakukan hal-hal sebagai berikut:

1. Sejalan dengan fungsi dan peran aktif pemantauan pelaksanaan Program APU dan PPT oleh Direksi dan Dewan Komisaris, Unit Kerja AMLA (UKK Kantor Pusat) mempunyai agenda pembahasan terkait pelaksanaan dan penerapan Program APU dan PPT di tingkat Cabang (baik dalam maupun luar negeri), unit kerja di kantor pusat dan anak perusahaan pada forum-forum antara lain:
 - a. Update terkait dengan pelaksanaan Program APU dan PPT kepada Direksi dan Dewan Komisaris.
 - b. Rapat rutin bulanan terkait dengan pelaksanaan APU dan PPT dengan Direktur Kepatuhan.

Anti Money Laundering & Assurance (AMLA) Unit

Implementation of Anti Money Laundering Policy (AML) and Terrorism Financing Combating (TFC)

Implementation of AML and TFC refers to Law Number 8 of 2010 on Prevention and Eradication of Crimes of Money Laundering (AML Law), Law Number 9 of 2013 on Prevention and Eradication of Crimes of Terrorism Financing (TFC Law), and Bank Indonesia regulation Number 14/27/PBI/2012 dated 28 December 2012 on Implementation of Anti Money Laundering and Prevention of Financing Terrorism Programs for Commercial Banks as well as Bank Indonesia Circular Letter Number 15/21/DPNP dated 14 June 2013 on Implementation of Anti Money Laundering and Prevention of Financing Terrorism Programs for Commercial Banks. AML and TFC programs are under the coordination of AMLA Unit (UKK of Head Office).

AMLA Organizational Structure

Note: Effective as of 1 March 2015, Harris P. Simanjuntak was appointed as Head of AMLA replacing Indro Tri Sutanto, who has been assigned to work unit of Compliance Monitoring and Training.

In 2014, AMLA Unit has performed the following:

1. In line with BOD and BOC's functions and active oversight on AML and TFC program implementations, AMLA Unit (UKK of Head Office) has discussion agenda concerning implementation of AML and TFC at branch level (domestic and overseas branch offices), units at head office, and subsidiaries, addressed in the following forums:
 - a. Update on AML and TFC implementation to BOD and BOC.
 - b. Monthly meeting discussing AML and TFC implementation with Compliance Director

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- c. Rapat bulanan Internal Audit Committee (IAC), yang beranggotakan beberapa direktur dan pejabat-pejabat eksekutif dari unit-unit kerja terkait.
 - d. Rapat Komite Audit, yang beranggotakan beberapa komisaris serta anggota tetap Komite Audit (materi APU dan PPT disampaikan minimal per semester).
 - e. Rapat rutin bulanan dengan unit kerja *Service & Delivery* (S&D) melalui sarana telekonferensi antara Regional Business Head seluruh wilayah (region), Head S&D, Operational Risk dan direktur terkait.
 2. Mengembangkan kebijakan secara berkesinambungan sesuai regulasi terkini regulator (Bank Indonesia/Otoritas Jasa Keuangan/Pusat Pelaporan dan Analisis Transaksi Keuangan/PPATK) dan best practice, antara lain:
 - a. Mengkinikan kebijakan dan prosedur pelaksanaan Program APU dan PPT.
 - b. Melakukan review dan memberikan rekomendasi kebijakan dan prosedur (SE/SOP) unit kerja lain sehingga sejalan dengan penerapan Kebijakan Program APU dan PPT.
 - c. Memberikan rekomendasi dan masukan sebagai tindak lanjut atas pertanyaan dari kantor cabang/unit kerja.
 3. Melakukan pemantauan dan evaluasi atas pelaksanaan kebijakan Program APU dan PPT, melalui metode-metode sebagai berikut:
 - a. Melakukan assessment terhadap cabang, perusahaan anak serta unit kerja lain terkait di kantor pusat. Di beberapa cabang dilakukan observasi bersama dengan Unit Kerja Satuan Kerja Audit Intern (SKAI).
 - b. Melanjutkan program KYC Rating sebagai salah satu metode pemantauan pelaksanaan kebijakan Program APU dan PPT di cabang, meliputi pemantauan prosedur penerimaan nasabah, pemantauan transaksi, pengkinian data nasabah dan kewajiban pelatihan karyawan.
 4. Melakukan pemantauan profil dan transaksi nasabah dengan metode antara lain :
 - a. Pemantauan transaksi melalui sistem aplikasi sebagai berikut:
 - Melalui sistem aplikasi Management Information System (MIS) yang dapat diakses oleh cabang dan Unit Kerja AMLA dalam mengidentifikasi transaksi tergolong kurang wajar/mencurigakan.
 - Melalui sistem aplikasi FAML yang hanya dapat diakses oleh Unit Kerja AMLA
- c. Monthly meeting of IAC, which consists of a number of directors and executive offices from relevant units.
 - d. Meeting of Audit Committee, comprising several commissioners and permanent members to Audit Committee (material on AML and TFC are presented at least every semester)
 - e. Monthly meeting with Service & Delivery (S&D) units by means of teleconference, attended by Regional Business Heads of all regions, S&D Head, Operational Risk, and relevant directors.
 2. Continuous development of policies formulated and updated in accordance with recent regulations (from Bank Indonesia/Financial Services Authority/Financial Transactions Reporting and Analysis Center/FINTRAC) and best practices, among others:
 - a. Update on AML and TFC policies and implementing procedures.
 - b. Review and produce policy and procedure (SE/SOP) recommendations to other units so as to be in line with the implementation of AML and TFC program policies.
 - c. Provide recommendations and input to address inquiries from branch offices/units.
 3. Monitored and evaluated implementation of AML and TFC program policies by means of the following methods:
 - a. Assessment on branch office, subsidiary, and other relevant units in head office. In several branch offices, observations were conducted together with units under Internal Audit Unit (IAU).
 - b. KYC Rating as one of the methods to monitor AML and TFC implementation in branch offices. KYC Rating includes oversight on customer acceptance procedure, transaction monitoring, customer data update, and employee compulsory training programs.
 4. Monitored customers' profile and transactions using the following methods:
 - a. Transaction monitoring, using the following application systems:
 - Management Information System (MIS) application accessible by branch offices and AMLA unit to identify suspicious transactions
 - FAML application accessible only by AMLA unit to identify suspicious transactions by

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- untuk mengidentifikasi transaksi kurang wajar/mencurigakan dengan melakukan kombinasi parameter-parameter profil nasabah berdasarkan *risk based* yang telah ditetapkan.
- b. Melakukan pemantauan analisa uji petik transaksi berdasarkan skala *risk based*.
 - c. Melakukan pengkinian data Bank koresponden.
5. Melakukan pengembangan sistem dan manajemen data/informasi antara lain :
 - a. Mengimplementasikan sistem aplikasi kewajiban pelaporan transfer dari/ke luar negeri (LTKL) kepada PPATK.
 - b. Melakukan pengembangan berupa tambahan serta simplifikasi fitur laporan MIS agar penggunaannya lebih efektif dan efisien.
 - c. Melakukan pengembangan notifikasi Enhanced Due Dilligence (EDD) pada aplikasi Digital Customer Information File (DCIF) untuk penerimaan nasabah Platinum dan Politically Exposed Person (PEP) untuk memudahkan proses identifikasi dan verifikasi.
 6. Melakukan kewajiban pelaporan Bank ke PPATK, antara lain :
 - a. Melaporkan transaksi keuangan yang tergolong mencurigakan (LTKM/STR) sebanyak 638 (enam ratus tiga puluh delapan) laporan
 - b. Melaporkan transaksi tunai dengan jumlah tertentu (LTKT/CTR) sebanyak 56.334 (lima puluh enam ribu tiga ratus tiga puluh empat) laporan.
 - c. Melaporkan transaksi transfer dana dari/ke luar negeri (LTKL) sebanyak 301.981 (tiga ratus satu ribu sembilan ratus delapan puluh satu) laporan.
 7. Menindaklanjuti korespondensi dengan PPATK dan institusi penegak hukum lainnya seperti Komisi Pemberantasan Korupsi, Kepolisian dan Badan Narkotika Nasional (BNN).
 8. Memberikan pelatihan/sosialisasi Program APU dan PPT kepada karyawan dengan metode sebagai berikut :
 - a. Metode training/sosialisasi tatap muka,
 - Workshop dengan lingkup nasional bagi KYC officer cabang dan kantor pusat
 - *Focus Group Discussion* (FGD) ke beberapa cabang
 - Regular class Program APU dan PPT yang diadakan oleh Unit Kerja HC untuk frontliner.
- matching customers' profile parameters against a defined risk base.
- b. Monitored sampling test analysis on transactions based on risk-based scale.
 - c. Updated data on correspondence banks.
5. Developed system and data/information management, among others:
 - a. Implemented application system for mandatory reporting on transfer from/to overseas (LTKL) to FINTRAC.
 - b. Enhanced and simplified MIS reporting feature to enable effective and efficient use.
 - c. Developed Enhanced Due Dilligence (EDD) notification on Digital Customer Information File (DCIF) application for Platinum customers acceptance and Politically Exposed Person (PEP) for easy identification and verification process.
 6. Administered the Bank's mandatory reporting to FINTRAC, such as:
 - a. Suspicious transactions report (STR), which consisted of 638 (six hundred and thirty-eight) reports
 - b. Cash transactions report (CTR), consisted of 56,334 (fifty six thousand three hundred and thirty four) reports
 - c. Report on fund transfers from/to overseas, comprising 301,981 (three hundred thousand nine hundred and eight one) reports.
 7. Followed-up correspondence with FINTRAC and other law enforcement institutions such as Corruption Eradication Commission, Indonesian National Police, and National Narcotics Agency (BNN).
 8. Provided AML and TFC training/dissemination program, by means of the following methods:
 - a. In-class training/dissemination program,
 - National workshop for KYC officers at branch office and head office levels
 - Focus Group Discussion (FGD) held in several branch offices
 - AML and TFC regular class organized by HC unit for front line staff.

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- b. Metode e-learning yang memantau kewajiban pelatihan Program APU dan PPT bagi karyawan.

Pelaksanaan Penerapan Kebijakan Strategi Anti Fraud

Sejalan dengan SE BI No.13/28/DPNP tanggal 9 Desember 2011 tentang Penerapan Strategi Anti Fraud Bagi Bank Umum, selama periode tahun 2014 telah dijalankan program penerapan strategi anti fraud sebagai berikut:

1. Pencegahan
Untuk mengendalikan risiko terjadinya fraud, unit kerja Anti Fraud telah melakukan langkah-langkah pencegahan untuk menumbuhkan kesadaran mengenai pentingnya pencegahan fraud oleh seluruh pihak terkait, antara lain sbb:
 - a. Anti fraud statement & awareness
 - 1) Mengkomunikasikan anti fraud awareness kepada nasabah melalui media :
 - ATM message, Cardlink News, Billing Statement, SMS Message terkait dengan penggunaan kartu kredit/debet dan informasi PBI
 - Menyediakan media informasi bagi nasabah, rekanan, dan/atau pihak ketiga melalui Website BII: www.bii.co.id – tentang Whistleblowing
 - 2) Menumbuhkan program awareness kepada seluruh karyawan :
 - Mengkomunikasikan mengenai segala bentuk pencegahan fraud antara lain melalui desktop wallpaper, bulletin BII News dan poster
 - Meningkatkan pemahaman terhadap kebijakan penerapan strategi anti fraud melalui pelatihan karyawan :
 - Pelatihan ODP diselenggarakan oleh Organization Learning – Human Capital
 - Forum Group Discussion (FGD) diselenggarakan bersama dengan unit kerja AMLA
 - b. Identifikasi Kerawanan
Telah dilakukan langkah-langkah tindak lanjut identifikasi dan analisis kerawanan untuk mengantisipasi risiko kejadian fraud baik yang berasal dari internal maupun eksternal Bank, antara lain:
 - Melakukan assessment penerapan strategi anti fraud di beberapa kantor cabang sesuai tingkatan risiko.
 - Membuat kebijakan dan ketentuan yang ditujukan untuk memperbaiki kelemahan-

- b. E-learning method that monitors implementation of AML and TFC training for employees.

Anti Fraud Strategy Policy Implementation

Pursuant to SE BI No.13/28/DPNP dated 9 December 2011 on Anti-Fraud Strategy Implementation for Commercial Banks, the following are programs to implement anti-fraud strategy conducted in 2014:

1. Prevention
To control fraud risk, Anti-Fraud unit has taken preventive measures, raising awareness on the importance of preventing fraud to all relevant parties. These measures include:
 - a. Anti fraud statement & awareness
 - 1) Communicate anti fraud awareness to customers through:
 - ATM message, Cardlink News, Billing Statement, SMS Message relating to credit/debit card use and information on Bank Indonesia Regulation
 - Customer, partners, and/or third party information channel through BII website: www.bii.co.id – on Whistleblowing
 - 2) Raise employee awareness:
 - Communicate to employees all means of fraud prevention through, among others, desktop wallpaper, BII News bulletin, and posters
 - Improve understanding on anti-fraud strategy implementation through employee training:
 - ODP training held by Organization Learning – Human Capital
 - Forum Group Discussion (FGD) held together with AMLA
 - b. Identifying vulnerability
Measures have been taken to identify and analyse vulnerability in order to forestall internal and external fraud risk of the Bank, among others:
 - Assessed anti-fraud strategy implementation in several branch offices according to risk level.
 - Formulated policies and provisions to fill gaps

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| <p>kelemahan prosedur yang ada dan memperkuat sistem pengendalian intern</p> <p>c. Know Your Customer (KYC) dan Know Your Employee (KYE)
Salah satu upaya pengendalian risiko fraud dari aspek nasabah dan sumber daya manusia, telah dijalankan proses penerapan :</p> <ul style="list-style-type: none"> • Prinsip Mengenal Nasabah
Proses penerapan KYC dari sisi penerimaan, pemantauan profil dan transaksi serta pelaporan transaksi yang mencurigakan • Prinsip Mengenal Karyawan
Menjalankan penerapan proses rekrutmen dan pemantauan profil karyawan (perilaku dan gaya hidup). <p>2. Deteksi
Perangkat ini ditujukan untuk mengidentifikasi dan menemukan kejadian fraud dengan mekanisme, antara lain mencakup:</p> <p>a. Whistleblowing
Mekanisme ini ditujukan untuk meningkatkan efektifitas penerapan sistem pengendalian fraud dengan menitikberatkan pada pengungkapan laporan pengaduan.</p> <p>b. Surprise audit
Selama tahun 2014 SKAI telah melakukan surprise audit untuk memastikan bahwa kegiatan operasional kantor cabang telah dilakukan dengan benar serta perlengkapan dan pelayanan petugas garda depan telah berjalan secara memadai.</p> <p>3. Investigasi, Pelaporan dan Sanksi
Perangkat ini ditujukan untuk menggali informasi, sistem pelaporan termasuk pengenaan sanksi atas kejadian fraud.</p> <p>Selama periode 2014 terdapat kejadian internal fraud sebanyak 7 (tujuh) kejadian. Tindak lanjut seluruh kejadian internal fraud di maksud telah ditindaklanjuti sesuai dengan ketentuan yang telah ditetapkan.</p> <p>4. Pemantauan, Evaluasi dan Tindak lanjut
Penerapan strategi anti fraud selama tahun 2014 telah disampaikan di dalam Forum Direksi dan Dewan Komisaris.</p> <p>Atas kejadian fraud yang pernah terjadi telah dilakukan tindak lanjut dengan memperbaiki kelemahan-kelemahan prosedur yang ada dan memperkuat sistem pengendalian intern agar dapat dicegah tidak terulangnya kembali fraud karena kelemahan yang serupa.</p> | <p>ine existing procedures and strengthened internal control system</p> <p>c. Know Your Customer (KYC) and Know Your Employee (KYE)
To control fraud risk from customers and employee sides, the following programs have been implemented:</p> <ul style="list-style-type: none"> • Know Your Customer
KYC includes aspects of acquisition, profile and transaction monitoring, and reporting of suspicious transactions • Know Your Employee
Robust recruitment process and employee profile monitoring (behaviour and lifestyle). <p>2. Detection
The following mechanisms are designed to identify fraud incidents:</p> <p>a. Whistleblowing
This mechanism aims to improve effectiveness of fraud control system by emphasizing on whistleblowing disclosure.</p> <p>b. Surprise audit
In 2014, IAU conducted surprise audit to ensure that branch offices have carried out operational activities properly and that tools and services delivered by front line staff have been adequate.</p> <p>3. Investigations, Report, and Sanctions
These instruments designed to acquire information, to report, and to impose sanctions for fraud.</p> <p>During 2014, there were 7 (seven) cases of internal fraud. Follow up actions taken on the internal fraud cases have been in accordance with established policies.</p> <p>4. Monitoring, Evaluation, and Follow Up
Anti-fraud strategy implementation in 2014 has been reported to the Board of Directors and Board of Commissioners forums.</p> <p>Concerning cases of frauds, corrective actions have been taken to improve procedures and strengthen internal control system to prevent the same weaknesses from causing fraud incidents in the future.</p> |
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Dalam rangka menyelenggarakan tata kelola perusahaan yang baik dan meningkatkan pelayanan perusahaan kepada masyarakat, maka BII sebagai Perusahaan Publik Tercatat telah memiliki Sekretaris Perusahaan (Corporate Secretary).

Sekretaris Perusahaan BII sejak tanggal 27 September 2013 dijabat oleh Ani Pangestu yang juga menjabat sebagai Direktur Human Capital. Ani Pangestu ditunjuk sebagai Pejabat Sementara Sekretaris Perusahaan menggantikan Rita Mirasari yang mengundurkan diri sebagai Direktur Perseroan pada bulan September 2013.

Penunjukan ini telah dilaporkan kepada Otoritas Jasa Keuangan dan Bursa Efek Indonesia melalui surat No.2013.565/DIR COMPLIANCE tanggal 30 September 2013 dan juga telah diumumkan dalam surat kabar harian berbahasa Indonesia yaitu Sinar Harapan tanggal 30 September 2013.

Efektif sejak tanggal 18 Juli 2014, Perusahaan telah menunjuk Dhien Tjahajani sebagai Sekretaris Perusahaan yang baru menggantikan Ani Pangestu. Dhien Tjahajani merupakan salah seorang anggota Direksi yang juga menjabat sebagai Direktur Kepatuhan.

Perubahan ini telah dilaporkan kepada Otoritas Jasa Keuangan dan Bursa Efek Indonesia melalui surat No.2014.440/DIR COMPLIANCE tanggal 18 Juli 2014. Adanya perubahan Sekretaris Perusahaan tersebut juga telah diumumkan dalam surat kabar harian berbahasa Indonesia yaitu Investor Daily yang terbit tanggal 18 Juli 2014.

Penunjukan Sekretaris Perusahaan tersebut dilakukan sesuai dengan peraturan Bapepam No. IX.I.4 tentang Pembentukan Sekretaris Perusahaan dan ditetapkan melalui Surat Keputusan Direksi BII No.SK.2014.004/Presdir tanggal 18 Juli 2014.

Profil Sekretaris Perusahaan

Sekretaris Perusahaan BII saat ini dijabat oleh Dhien Tjahajani sebagai salah satu Direktur BII dengan profil sebagai berikut:

Warga Negara Indonesia, 48 tahun.
Direktur Hukum dan Kepatuhan BII sejak tanggal 12 Maret 2014 (memperoleh persetujuan OJK pada 20 Juni 2014). Diangkat sebagai Sekretaris Perusahaan berdasarkan Surat Keputusan Direksi No.SK.2014.004/Presdir tanggal 18 Juli 2014.

To perform good corporate governance and with the aim to improve service quality to customers, BII as a Listed Company has Corporate Secretary.

As of 27 September 2013, the position of BII Corporate Secretary is held by Ani Pangestu who concurrently serves as Human Capital Director. Ani Pangestu is appointed as Acting Corporate Secretary substituting Rita Mirasari who resigned as the Bank's Director in September 2013.

This appointment has been reported to Financial Services Authority and Indonesia Stock Exchange by virtue of letter No.2013.565/DIR COMPLIANCE dated 30 September 2013 and was announced in Sinar Harapan, newspaper printed in Indonesian, on 30 September 2013.

Effective as of 18 July 2014 the Bank appointed Dhien Tjahajani, one of BOD members who also serves as Compliance Director.

This change has been notified to Financial Services Authority and Indonesia Stock Exchange by virtue of letter No.2014.440/DIR COMPLIANCE dated 18 July 2014. This change of Corporate Secretary was also announced in Investor Daily, newspaper printed in Indonesian, on 18 July 2014.

The appointment of Corporate Secretary was performed in compliance with regulation of Bapepam No. IX.I.4 Corporate Secretary Appointment and certified by Decision Letter of BII Board of Directors BII No.SK.2014.004/Presdir dated 18 July 2014.

Profile of Corporate Secretary

BII's Corporate Secretary is currently held by Dhien Tjahajani, as one of BII's Director, with the following profile:

Indonesian Citizenship, 48 years old.
Serves as BII's Legal and Compliance Director since 12 March 2014 (attained FSA's approval on 20 June 2014). Appointed as Corporate Secretary based on the Board of Directors Decree No.SK.2014.004/Presdir dated 18 July 2014.

Pengalaman

Beliau memiliki pengalaman 24 tahun di industri perbankan. Sebelum bergabung dengan BII, beliau menjabat sebagai Direktur Kepatuhan dan Hukum Bank Commonwealth sejak tahun 2012. Beliau bertanggung jawab memimpin Divisi Kepatuhan yang meliputi fungsi Kepatuhan, Anti Money Laundering dan Sanctions. Beliau bekerja sebagai Direktur Kepatuhan di Bank Barclays Indonesia dan PT Bank Rabobank Internasional Indonesia, Bank DBS Indonesia sebagai Direktur Kepatuhan dan Legal, Corporate Secretary, dan Bank Credit Lyonnais Indonesia dengan posisi terakhir sebagai Head of Legal & Remedial Department. Beliau memulai karirnya pada tahun 1990 di Bank Central Asia.

Kualifikasi

Sarjana Hukum dari Universitas Sebelas Maret dan meraih gelar Graduate Diploma in Business, Curtin University of Technology, Perth, Australia di tahun 1993 dan di tahun 1995 meraih gelar Master of Business Administration dari Edith Cowan University, Perth Australia.

Sekretaris Perusahaan bertugas antara lain memonitor kepatuhan Perusahaan terhadap peraturan dan ketentuan pasar modal serta memastikan bahwa Direksi mengetahui perubahan peraturan yang terjadi serta implikasinya. Setiap informasi yang disampaikan Sekretaris Perusahaan kepada masyarakat merupakan informasi resmi dari Perusahaan sebagai Emiten atau Perusahaan Publik.

Secara garis besar Sekretaris Perusahaan bertugas antara lain:

1. Mengikuti perkembangan Pasar Modal khususnya peraturan perundang-undangan yang berlaku di bidang Pasar Modal.
2. Memberikan masukan kepada Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik untuk mematuhi ketentuan peraturan perundang-undangan di bidang Pasar Modal.
3. Membantu Direksi dan Dewan Komisaris dalam pelaksanaan tata kelola perusahaan yang meliputi:
 - a. Keterbukaan informasi kepada masyarakat, termasuk ketersediaan informasi pada Situs Web Emiten atau Perusahaan Publik;
 - b. Penyampaian laporan kepada Otoritas Jasa Keuangan tepat waktu;
 - c. Penyelenggaraan dan dokumentasi Rapat Umum Pemegang Saham;
 - d. Penyelenggaraan dan dokumentasi rapat Direksi dan/atau Dewan Komisaris; dan

Experiences

She has 24 years experience in banking industry. Prior to joining BII, she served as Legal and Compliance Director in Bank Commonwealth since 2012. She was responsible to lead the Compliance Division covering the functions of Compliance, Anti Money Laundering and Sanctions. She also served as Compliance Director in Bank Barclays Indonesia and PT Bank Rabobank Internasional Indonesia, Bank DBS Indonesia as Legal and Compliance Director, Corporate Secretary, and Bank Lyonnais Indonesia with the last position as Head of Legal & Remedial Department. She began her career in 1990 with Bank Central Asia.

Qualifications

Bachelor of Law from Sebelas Maret University and obtained a Graduate Diploma in Business, Curtin University of Technology, Perth, Australia in 1993, and obtained Master of Business Administration from Edith Cowan University, Perth, Australia, in 1995.

The Corporate Secretary is responsible to, among others, monitor Bank's compliance with capital market regulations and policies and to ensure that BOD is always updated with changes in regulations and implications. All information announced by Corporate Secretary to the public is considered as official information from the Bank as Issuer or Public Company.

Overall, the duties of Corporate Secretary are as follows:

1. Stay updated on the development of Capital Market especially capital market laws and regulations.
2. Provide input to BOD and BOC of Issuer or Public Company to comply with capital market laws and regulations.
3. Assist BOD and BOC in corporate governance implementation, which covers:
 - a. Information disclosure to the public, including information availability on website of Issuer or Public Company;
 - b. Timely report submission to Financial Services Authority;
 - c. Organization and documentation of General Meeting of Shareholders;
 - d. Organization and documentation of BOD and/or BOC meetings; and

Sekretaris Perusahaan Corporate Secretary

4. Sebagai penghubung atau contact person antara Perusahaan sebagai Emiten atau Perusahaan Publik dengan OJK, SRO maupun masyarakat.
4. As focal point or contact person between Company as Issuer or Public Company with FSA, SRO, and the public.
5. Memberikan pelayanan kepada masyarakat atas setiap informasi yang dibutuhkan pemodal yang berkaitan dengan kondisi Emiten atau Perusahaan Publik.
5. Provide services to the public and address request of information from investors concerning Issuer or Public Company's condition.

Sekretaris Perusahaan dalam menjalankan tugasnya dibantu oleh unit kerja Corporate Secretary yang bertanggung jawab langsung kepada Direktur yang ditunjuk sebagai Corporate Secretary. Unit Kerja Corporate Secretary dipimpin oleh Corporate Secretary Head, Satyo Haryo Wibisono yang profil lengkapnya dapat dilihat di bagian Data Perusahaan pada Laporan Tahunan ini.

Corporate Secretary is assisted by Corporate Secretary Unit that is responsible directly to the Director appointed as Corporate Secretary. Corporate Secretary Unit is led by Corporate Secretary Head, Satyo Haryo Wibisono. His profile is available under Corporate Data section in this Annual Report.

Sasaran Kerja Unit Kerja Corporate Secretary

Unit Kerja Corporate Secretary memiliki sasaran kerja:

1. Bertindak sebagai *contact person* Perusahaan dengan pemangku kepentingan (stakeholders) termasuk regulator sehubungan dengan status Perusahaan sebagai Perusahaan Perbankan Publik.
1. As the Bank's contact person with stakeholders including regulators relating to Bank's status as Public Banking Company.
2. Melakukan upaya-upaya untuk memastikan bahwa kegiatan usaha Perusahaan termasuk penyampaian keterbukaan informasi kepada otoritas maupun masyarakat telah dijalankan sesuai dengan ketentuan perundang-undangan yang berlaku sehubungan dengan status Perusahaan sebagai Perusahaan Perbankan Publik.
2. Implement efforts to make sure that the Bank's business activities including information disclosure to authorities and the public have complied with prevailing laws and regulations relevant to the Bank's status as Public Banking Company.
3. Tercapainya tertib administrasi dan kelengkapan serta keamanan dokumen penting Perseroan.
3. Achieve orderly administration, completeness, and security of Company's important documents.
4. Terpenuhinya hak-hak pemegang saham serta kewajiban Perseroan kepada pemegang saham melalui kepatuhan Perusahaan terhadap peraturan perundang-undangan yang berlaku bagi perusahaan perbankan publik.
4. Fulfillment of shareholders' rights and Bank's obligations to shareholders by ensuring Bank's compliance with laws and regulations applicable to Public Banking Company.
5. Tersedianya informasi yang memadai bagi Direksi dan/atau Dewan Komisaris untuk bahan pengambilan keputusan oleh Direksi dan/atau Dewan Komisaris serta memastikan prosedur pengambilan keputusan telah sesuai dengan ketentuan yang berlaku sehingga keputusan yang dihasilkan sah dan dapat dipertanggungjawabkan.
5. Availability of adequate information for the Board of Directors and/or the Board of Commissioners as basis of decision making by the Board of Directors and/or the Board of Commissioners; ensuring that decision making procedure is in line with prevailing regulations so that decisions reached are legitimate and accountable.

Objectives of Corporate Secretary Unit

The Corporate Secretary Unit has the following objectives:

Sekretaris Perusahaan Corporate Secretary

- | | |
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| <p>6. Menyelenggarakan Rapat-rapat Direksi dan/ atau Rapat Dewan Komisaris, termasuk mencatat jalannya Rapat serta mengelola Risalah Rapat Direksi dan/atau Dewan Komisaris.</p> <p>7. Terselenggaranya dengan baik Rapat Umum pemegang Saham (RUPS) BII, rapat-rapat Direksi dan atau Dewan Komisaris serta event-event kegiatan lainnya yang melibatkan Direksi dan/ atau Dewan Komisaris.</p> <p>8. Terselenggaranya pengelolaan dokumen yang baik terkait dengan pencatatan kepemilikan saham dalam Daftar Pemegang Saham maupun Daftar Khusus sebagaimana dimaksud dalam Pasal 50 Undang-undang Perseroan terbatas serta dokumen terkait dengan aksi korporasi.</p> <p>9. Mengikuti perkembangan pasar modal dan memberikan masukan/pandangan kepada Direksi dan/atau Dewan Komisaris terkait dengan ketentuan pasar modal khususnya aspek keterbukaan informasi maupun pelaporan aksi-aksi korporasi Perusahaan.</p> | <p>6. Organize the Board of Directors and/or Board of Commissioners meetings, including recording meeting proceedings and manage minutes of the Board of Directors and/or Board of Commissioners meetings.</p> <p>7. Proper organization of BII General Meeting of Shareholders, the Board of Directors and/or Board of Commissioners meetings, and other events involving the Board of Directors and/or Board of Commissioners.</p> <p>8. Proper management of shareholders' record in Shareholders' Register and Special Register as prescribed by Article 50 of Limited Liability Company Law and documents relating to corporate actions.</p> <p>9. Stay updated on recent developments of capital market and provide input/feedback to the Board of Directors and/or Board of Commissioners concerning capital market regulations especially information disclosure and reporting of Bank's corporate actions.</p> |
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Program Pelatihan Sekretaris Perusahaan

Selama tahun 2014, Sekretaris Perusahaan telah mengikuti pelatihan-pelatihan sebagai berikut:

- Kewajiban Pelaporan oleh Bank ke PPATK - Permasalahan dan Kendala Bank dalam Melaksanakan Kewajiban Pelaporan ke PPATK - Leinad Aganis.
- Penerapan POJK No.1/POJK.07/2013 tentang Perlindungan Konsumen Sektor Jasa Keuangan Khususnya Terkait Perbankan – FKDKP.
- Shariah Banking for Executives - International Center for Development in Islamic Finance (ICDIF).
- Kewaspadaan dan Tantangan Bank di Bidang Pengawasan dan Pengendalian – FKDKP.

Training Programs of Corporate Secretary

During 2014, the Corporate Secretary has joint the following trainings:

- Reporting obligations by the Bank to PPATK - Issues and Challenges of the Bank in Implementing Reporting Obligation to PPATK - Leinad Aganis.
- The application of POJK No.1/POJK.07/2013 concerning the Consumers Protection of Financial Services Sector in Particular Related to Banking - FKDKP.
- Shariah Banking for Executives - International Center for Development in Islamic Finance (ICDIF).
- Vigilance and Challenges of Bank in Controlling and Monitoring - FKDKP.

Komunikasi Eksternal

Hubungan Investor

Unit kerja Hubungan Investor BII bertanggung jawab kepada Direktur Keuangan, dengan fungsi tugas yang melingkupi aspek keuangan dan strategi. Secara spesifik, unit kerja Hubungan Investor bertugas untuk:

1. Memberikan informasi yang akurat, terpercaya, dan tepat waktu kepada pihak-pihak intern dan ekstern mencakup pemegang saham, investor, analis, lembaga pemeringkat, dan regulator.
2. Melakukan kegiatan secara berkala di antaranya: paparan kinerja, pertemuan analis, pertemuan investor, dan pertemuan lain yang bertujuan untuk menyampaikan kinerja BII.
3. Menyediakan akses informasi kepada setiap pemangku kepentingan mengenai kinerja keuangan dan aksi korporasi yang dilakukan oleh BII.

Dalam melakukan kegiatan di atas, unit kerja Hubungan Investor menjalin kerjasama dengan manajemen, unit kerja Komunikasi Perusahaan, unit kerja Finance & Accounting, dan Sekretaris Perusahaan. Unit kerja Hubungan Investor juga melakukan komunikasi dengan para pemangku kepentingan melalui berbagai media, penerbitan presentasi kinerja keuangan berkala, dan penerbitan laporan tahunan.

Kegiatan penyediaan informasi dari unit kerja Hubungan Investor selama 2014 adalah:

- a. Kinerja Keuangan Kuartalan
Unit kerja Hubungan Investor menerbitkan presentasi kinerja keuangan kuartalan. Seluruh materi presentasi dan laporan keuangan serta dokumen terkait lainnya telah tersedia pada website BII www.bii.co.id
- b. Peringkat Kredit
Sebagai bagian dari kebijakan penyediaan informasi kepada pemegang saham dan publik, unit Hubungan Investor melakukan pemeringkatan untuk mengukur kinerja dan kondisi perusahaan dari pihak Independen melalui dua lembaga pemeringkat, yaitu PT Pemeringkat Efek Indonesia (PEFINDO) dan Fitch Ratings Indonesia. Data hasil pemeringkatan dapat dilihat pada bagian lain dari laporan tahunan ini.
- c. Paparan Publik
Guna memenuhi kewajiban penyampaian informasi kepada publik berdasarkan keputusan Bursa Efek Indonesia No. Kep-306/BEJ/07-2004 tentang Peraturan Nomor I-E, BII telah melakukan satu (1) kali paparan publik pada 28 November 2014.

External Communications

Investor Relations

BII's Investor Relations Unit is accountable to the Director of Finance and its duties include financial and strategy aspects. Specifically, Investor Relations Unit is responsible to:

1. Provide accurate, reliable, and timely information to internal and external parties, i.e. shareholders, investors, analysts, rating agencies, and regulators.
2. Conduct regular activities: performance exposé, analyst meeting, investor meeting, and other forums to present BII's performance.
3. Provide information access to stakeholders on BII's financial performance and corporate actions.

In performing the activities, Investor Relations Unit cooperates with the management, Corporate Communications Unit, Finance & Accounting Unit, and Corporate Secretary. Investor Relations Unit also communicates with stakeholders through various mediums including periodical publications of financial performance and annual report.

Activities and information produced by Investor Relations Unit in 2014 are as follows:

- a. Quarterly Financial Performance
Investor Relations Unit publish quarterly updates on financial performance. All presentations and financial statements as well as other related documents are accessible from BII website www.bii.co.id
- b. Credit Rating
As part of policy of information disclosure to shareholders and the public, Investor Relations Unit engages independent parties to rate performance and conditions of the Bank, namely PT Pemeringkat Efek Indonesia (PEFINDO) and Fitch Ratings Indonesia. Rating result is presented in a separate section under this Annual Report.
- c. Public Exposé
To meet obligation of information disclosure to the public pursuant to Indonesia Stock Exchange Decision No. Kep-306/BEJ/07-2004 on Regulation I-E, BII held one (1) public exposé on 28 November 2014.

- d. Kegiatan lainnya
Dalam rangka memberikan informasi yang seimbang kepada seluruh pemangku kepentingan, unit kerja Hubungan Investor melakukan pertemuan one-on-one dengan para analis/investor lokal dan/atau luar negeri dan penyediaan Laporan Tahunan.

- d. Other Activities
To provide balanced information to all stakeholders, Investor Relations Unit also conducts one-on-one meeting with analysts/local and/or foreign investors and publishes Annual Report.

Hubungan Media Massa

Mass Media Relations

No	Kegiatan Activity	Jumlah Total		
		2012	2013	2014
1	Konferensi Pers Press Conference	21	15	13
2	Siaran Pers Press Release	59	59	51
3	Ulasan Media Media Coverage	1,775	1,850*	2,205
4	Pelatihan untuk Media Journalist Training	1	1	1
5	Pertemuan dengan Media Media Meeting/Gathering	2	1	1
6	Kunjungan Media Media Visit	1	2	2

*) Liputan di media cetak saja | Coverage in print media online

Berita yang disampaikan terkait perusahaan selama 2014 mencakup Berita Netral, Positif maupun negatif dapat dilihat pada tabel berikut:

The published articles relating to BII throughout 2014 of Neutral, Positive, and Negative tone are as follows:

No	Berita Yang Disampaikan News Coverage	Persentase Percentage
1	Berita Netral & Positif Neutral & Positive News	99.4%
2	Berita Negatif Negative News	0.6%

Persentase tersebut berdasarkan perhitungan dari 2.192 Berita Netral dan Positif serta 13 Berita Negatif.

In details, the percentage is calculated based on a total of 2,192 Neutral and Positive News and 13 Negative News.

Media Coverage

Media Coverage selama 2014 adalah sebagai berikut:

Media Coverage

Media coverage in 2014 is as follows:

No	Bulan Month	Jumlah Total
1	January	223
2	February	226
3	March	273
4	April	187
5	May	222
6	June	119
7	July	214
8	August	157
9	September	222
10	October	129
11	November	104
12	December	129
	Total	2.205

Akses Informasi Perusahaan Company's Information Access

Siaran pers yang telah dilakukan selama Tahun 2014 dapat dilihat pada tabel berikut: Press release published by the Bank in 2014 is as follows:

No.	Perihal Subjects	Tanggal Date
JANUARI		
1	CSR "BII Berbagi" untuk Korban Banjir CSR "BII Berbagi" for Flood Victims	22-Jan-2014
2	BII Berbagi Kebahagiaan Imlek dengan Penghuni Panti Wreda BII Berbagi Chinese New Year Celebration with Residents of Nursing Home	31-Jan-2014
FEBRUARI		
3	BII bersama Maybank Foundation Serahkan Beasiswa kepada Putera-Puteri Terbaik Indonesia untuk Tempuh Pendidikan Tinggi yang Lebih Baik BII together with Maybank Foundation Provide Scholarships for Indonesian Best Students to Reach Better High Education	12-Feb-2014
4	BII Selenggarakan "BII Chinese New Year 2014" BII Celebrates "BII Chinese New Year 2014"	12-Feb-2014
5	BII dan Gifu Shinkin Bank Jalin Kerja Sama Bisnis Strategis BII and Gifu Shinkin Bank Enter Into Strategic Cooperation	14-Feb-2014
6	BII Selenggarakan Program Undian Berhadiah untuk Saksikan Gratis Konser Katy Perry BII Lucky Draw Program for Free Katy Perry Concert Tickets	17-Feb-2014
7	BII Selenggarakan "Lucky Draw 2014 FIFA World Cup™" di Brasil bersama Visa BII and Visa "Lucky Draw 2014 FIFA World Cup™" in Brazil	17-Feb-2014
8	Laba Bersih BII 2013 Naik 28% Mencapai Rekor Rp1,55 triliun BII Net Income Grew 28% to All Time Record of Rp1.55 trillion	19-Feb-2014
MARET		
9	Tiga Nasabah Lagi Menuju Maybank Malaysian Open 2014 Three More Customers Go To Maybank Malaysian Open 2014	1-Mar-2014
10	BII raih Risk Management Award dalam Financial Insights Innovation Awards 2014 BII Receives Risk Management Award in Financial Insights Innovation Awards 2014	4-Mar-2014
11	BII Jalin Kemitraan Strategis dengan PT Asuransi Bintang Tbk untuk Lengkapi Kebutuhan Asuransi Nasabah BII Enters into Strategic Partnership with PT Asuransi Bintang Tbk to Serve Customers' Insurance Needs	6-Mar-2014
12	BII dan Maybank Foundation Lestarkan Seni & Budaya di Istana Maimun, Medan BII and Maybank Helps Preserving Arts and Culture in Maimun Palace, Medan	10-Mar-2014
13	RUPSLB BII Tetapkan Direktur Baru BII EGMS Appoints New Director	12-Mar-2014
14	BII dan JICA jalin kemitraan dalam penyediaan fasilitas two-step loan bagi Program Pengembangan Sumber Daya Manusia BII and JICA Partners in Two-Step Loan for Human Capital Development Program	13-Mar-2014
15	Program 'Biingkisan Beruntun' Dukung Pertumbuhan Tabungan BII 'Biingkisan Beruntun' Program Supports BII's Savings Growth	19-Mar-2014
APRIL		
16	BII Umumkan Penyelenggaraan BII Maybank Bali Marathon 2014 BII Announces 2014 BII Maybank Bali Marathon	22-Apr-2014
17	BII Serahkan Grand Prize Program 'Biingkisan Beruntun' BII Hands Over Grand Prize of 'Biingkisan Beruntun' Program	24-Apr-2014
18	BII Umumkan Hasil Rapat Umum Pemegang Saham Tahunan BII Announces Resolutions of Annual General Meeting of Shareholders	28-Apr-2014
19	BII dan Maybank Foundation Lanjutkan Program Beasiswa Dukung Putera-Puteri Terbaik Indonesia Raih Pendidikan Tinggi yang Lebih Baik BII and Maybank Foundation Continues Scholarship Program for Indonesian Best Students to Reach Better High Education	29-Apr-2014
20	BII Catat Pertumbuhan Kredit 27% di Tengah Pasar yang Penuh Tantangan Kinerja dipengaruhi Tekanan Marjin Bunga Bersih & Provisi BII Records 27% Loan Growth Despite Challenging Market Although Impacted by NIM Compressions and Provisions	29-Apr-2014
MEI		
21	Kemitraan Strategis Garuda Indonesia dan BII Garuda Indonesia and BII Strategic Partnership * Penyediaan Fasilitas Pembiayaan Syariah Bilateral Terbesar di Indonesia & Kerja Sama Berbagai Bidang untuk Mendukung Garuda beserta Mitraanya * The Largest Bilateral Shariah Financing in Indonesia & Partnership Across Areas to Support Garuda and Partners	5-May-2014
22	BII dan Maybank Foundation Beri Kesempatan kepada Lima Putera-Puteri Terbaik Kalimantan untuk Menjadi Penerima Program "BII-Maybank Foundation Scholarship" 2014 BII and Maybank Foundation Opens Opportunities for Five of Kalimantan's Best Students as Recipients of "BII-Maybank Foundation Scholarship" 2014	7-May-2014
23	BII Umumkan Pemenang Program "Lucky Draw Katy Perry" dan "Lucky Draw 2014 FIFA World Cup™", courtesy of VISA BII Announces Winner of "Lucky Draw Katy Perry" and "Lucky Draw 2014 FIFA World Cup™", courtesy of VISA	8-May-2014

Akses Informasi Perusahaan Company's Information Access

No.	Perihal Subjects	Tanggal Date
24	BII Kembali Luncurkan Program 'Biingkisan Beruntun' BII Launches Next 'Biingkisan Beruntun' Program	12-May-2014
25	Registrasi BII Maybank Bali Marathon 2014 Resmi Dibuka Registration of BII Maybank Bali Marathon 2014 Opens	16-May-2014
26	BII Dukung Pengembangan Kewirausahaan Perempuan Indonesia BII Supports Indonesian Women Entrepreneurs	23-May-2014
JUNI		
27	BII Sediakan Layanan Wealth Management di KC Pondok Indah Plaza BII Opens Wealth Management Services at Pondok Indah Plaza Branch Office	12-Jun-2014
28	BII Maybank Bali Marathon Penuhi Kualifikasi Boston Marathon BII Maybank Bali Marathon Meets Boston Marathon Qualifications	13-Jun-2014
29	BII Selenggarakan "Biingkisan Beruntun Festival" di Balikpapan BII "Biingkisan Beruntun Festival" Goes to Balikpapan	14-Jun-2014
30	BII Tawarkan Obligasi Subordinasi Berkelanjutan II dan Sukuk Mudharabah Berkelanjutan BII Plans to Issue Shelf Registration Subordinated Debt II and Shelf Registration Sukuk Mudharabah I	19-Jun-2014
JULI		
31	BII Luncurkan Layanan Perbankan Mikro BII PIJAR BII Launches BII PIJAR Micro Banking Program	18-Jul-2014
32	BII Terus Mencatat Pertumbuhan Kredit yang Kuat sebesar 25% Meskipun Kinerja Dipengaruhi Tekanan NIM dan Provisi yang Ketat BII Continues to Record Strong Loan Growth of 25% YoY Although Results being Impacted by NIN Compression and Stringent Provisioning	24-Jul-2014
33	BII & Maybank Foundation Kembali Serahkan Beasiswa Luar Negeri kepada Putera-Puteri Terbaik Indonesia BII & Maybank Foundation Grants Overseas Scholarship for Indonesian Best Students	24-Jul-2014
34	"Pushing the Limit 2-Pride of A Nation" Film Dokumenter Perjuangan Atlet-Atlet Nasional di Lomba Lari BII-Maybank Bali Marathon 2013 Documentary on National Athletes Competing in BII-Maybank Bali Marathon 2013	24-Jul-2014
AGUSTUS		
35	BII Jalin Kerja Sama Strategis dengan Angkasa Pura II dengan Menyediakan Fasilitas Pinjaman Rp 1,5 Triliun BII Enters Into Strategic Partnership with Angkasa Pura II, Providing Rp 1.5 Trillion Loan Facility	11-Aug-2014
36	BII Selenggarakan "Biingkisan Beruntun Festival" 2014 di Surabaya BII "Biingkisan Beruntun Festival" 2014 in Surabaya	25-Aug-2014
37	Lebih dari 3,500 Pelari telah Mendaftar "BII-Maybank Bali Marathon" 2014 Over 3,500 Runners Have Registered in "BII-Maybank Bali Marathon" 2014	28-Aug-2014
SEPTEMBER		
38	CSR BII-Maybank Bali Marathon di Gianyar CSR BII-Maybank Bali Marathon in Gianyar	13-Sep-2014
39	Pengumuman Pemenang BII-Maybank Marathon 2014 BII-Maybank Marathon 2014 Winners Announcement	14-Sep-2014
40	BII Laksanakan Global CR Day BII Celebrates Global CR Day	27-Sep-2014
41	Biingkisan Beruntun Festival 2014 - Makassar Biingkisan Beruntun Festival 2014 - Makassar	27-Sep-2014
OKTOBER		
42	BII Selenggarakan "Biingkisan Beruntun Festival" 2014 di Medan BII "Biingkisan Beruntun Festival" 2014 in Medan	13-Oct-2014
43	BII Laksanakan Program "Pengembangan Biogas bagi Kesejahteraan Masyarakat Lereng Merapi" BII Program "Biogas Development to Promote Prosperity for People in Merapi"	16-Oct-2014
44	BII Lanjutkan Program Beasiswa untuk Mahasiswa UGM BII Continues Scholarship for UGM Students	17-Oct-2014
45	BII Catat Pertumbuhan Kredit 14% secara Tahunan untuk Sembilan Bulan Pertama 2014 BII Records 14% Y-o-Y Loan Growth for First Nine Months of 2014	22-Oct-2014
46	BII dan Hamamatsu Shinkin Bank Jalin Kerja Sama Bisnis Strategis BII and Hamamatsu Shinkin Bank Enters Into Strategic Partnership	27-Oct-2014
47	BII Kembali Mendapat Kepercayaan dari Pemprov DKI Jakarta untuk Terima Layanan Pembayaran PBB-P2 BII Entrusted by DKI Jakarta Administration as Provider of PBB-P2 Payment Service	31-Oct-2014
NOVEMBER		
48	BII Selenggarakan "Biingkisan Beruntun Festival" 2014 di Bandung BII "Biingkisan Beruntun Festival" 2014 in Bandung	20-Nov-2014
49	BII Raih Rekor Bisnis sebagai Pelopor Pembiayaan Berbasis Komunitas untuk UMKM dengan Skema Rantai Pasok BII Breaks Records as Pioneer of Community-Based Financing for MSME with Supply Chain Scheme	21-Nov-2014
50	Pemegang Saham BII Setujui Rencana Penawaran Umum Terbatas untuk Dukungan Pertumbuhan Bisnis Bank BII Shareholders Approve Rights Issue Plan to Support Bank's Business Growth	28-Nov-2014
DESEMBER		
51	BII Luncurkan BII MasterCard White Card Platinum bagi Profesional Muda BII Launches BII MasterCard White Card Platinum for Young Professionals	2-Dec-2014

Komunikasi Internal kepada seluruh karyawan dilakukan melalui media sebagai berikut:

1. Majalah Internal (BII News)

Terbit setiap bulan (12 edisi) sebanyak 40 halaman, dengan rubrikasi diantaranya:

- a. Pesan Manajemen: Rubrik yang berisi pesan kepada seluruh karyawan terkait dengan informasi perkembangan BII, budaya kerja, dan sebagainya yang disampaikan langsung oleh Manajemen.
- b. Salam Redaksi: Rubrik yang berisi pengantar Redaksi berupa ringkasan topik-topik yang terangkum dalam Majalah Internal pada setiap edisinya.
- c. Fokus: Rubrik yang berisi berita-berita yang mencerminkan tema/topik utama BII News pada setiap edisi.
- d. Peristiwa: Rubrik yang berisi berita tentang aksi korporasi/kegiatan yang dilakukan BII secara *bankwide* atau BII bersama dengan institusi/perusahaan lain.
- e. Kabar Maybank: Rubrik yang berisi berita-berita tentang aksi korporasi/ kegiatan yang dilakukan oleh non divisi atau kantor cabang.
- f. Aktivitas: Rubrik yang berisi tentang kegiatan yang dilakukan oleh Maybank dan Unit Kerja.
- g. Apresiasi: Rubrik yang berisi tentang penghargaan yang diberikan BII kepada individu dan unit kerja yang memberikan pencapaian terbaik kepada BII.
- h. Transformasi: Rubrik yang berisi informasi terkait aktivitas transformasi yang sedang berlangsung di perusahaan.
- i. Kabar Unit Kerja: Rubrik yang berisi tentang kegiatan yang dilakukan oleh kantor cabang dan anak perusahaan.
- j. Pojok BII Berbagi: Rubrik yang berisi berita tentang kegiatan tanggung jawab sosial perusahaan (*Corporate Social Responsibility/CSR*) "BII Berbagi".
- k. Inspirasi: Rubrik yang berisikan artikel untuk memberikan inspirasi kepada karyawan dan menanamkan budaya kerja serta *core values* perusahaan.
- l. Info: Rubrik yang berisi tentang informasi ringkas tentang hal-hal yang terkait dengan operasional BII dan pengembangan budaya kerja.
- m. Info Sehat: Rubrik yang berisi tentang informasi seputar kesehatan dan kebugaran.
- n. Intermezzo: Rubrik yang berisi tentang kuis hadiah bagi para pembaca.

Internal communications with employees are conducted through the following media:

1. Internal Magazine (BII News)

Published monthly (12 editions), each consists of 40 pages with the following columns:

- a. Management Message: contains message from the management to employees pertaining BII's developments, work culture, and other matters.
- b. Editorial message: contains overview of topics covered by the magazine in each edition.
- c. Focus: news that reflect BII News' main themes/topics in each edition.
- d. Events: contains corporate actions/activities of BII bank-wide or activities of BII and other institutions/companies.
- e. Maybank News: contains news on corporate actions/activities carried out by non-division or branch offices.
- f. Activities: contains activities undertaken by Maybank and Work Units.
- g. Appreciation: contains BII's awards given to individuals and work units that deliver the best achievements.
- h. Transformation: contains information on transformation activities implemented in the company.
- i. Working Unit: contains news on activities in branch offices and subsidiaries.
- j. "BII Berbagi" Corner: contains information on corporate social responsibility activities ("BII Berbagi").
- k. Inspiration: contains inspirational articles for employees, promoting work culture and Bank's core values.
- l. Info: contains brief news on BII's operations and work culture development.
- m. Health Info: contains information and tips around health and wellness.
- n. Intermezzo: contains quizzes with prizes for readers.

2. Email blast

Penyampaian informasi kepada seluruh karyawan melalui email Presiden Direktur BII dan Corporate Communication diantaranya berupa:

- a. Pesan Manajemen: 23 pesan
- b. Ucapan Selamat Hari Raya: 7 ucapan
- c. Sosialisasi aktivitas/kegiatan perusahaan: 239 info
- d. Sharing session: 18 info

3. Townhall Meeting

Forum komunikasi yang dihadiri oleh manajemen, senior manajemen, pimpinan regional dan pimpinan cabang untuk menginformasikan kinerja perusahaan periode tertentu serta inisiatif-inisiatif yang sedang dan akan dilaksanakan. Selama 2014, townhall meeting telah diselenggarakan pada 21 Februari 2014, 16 Mei 2014, 28 Agustus 2014, dan 12 November 2014.

4. BII Corporate University

Mengkomunikasikan kepada seluruh karyawan perihal pesan manajemen, kegiatan perusahaan, dll melalui portal BII Corporate University <http://biportal/>

- a. Pesan Manajemen: 20 pesan
- b. Ucapan Selamat Hari Raya: 7 ucapan
- c. Sosialisasi Aktivitas/kegiatan perusahaan: 34 Berita

2. Email blast

Delivering information to all employees via email blast from BII President Director and Corporate Communications channels:

- a. Message from the Management: 23 messages
- b. Eid Greetings: 7 greetings
- c. Corporate activities: 239 information
- d. Sharing session: 18 information

3. Townhall Meeting

Communications forum attended by management, senior management, regional leaders, and branch leaders to announce the Bank's performance for a certain period as well as existing and future initiatives. In 2014, Townhall Meeting was held on 21 February 2014, 16 May 2014, and 28 August 2014.

4. BII Corporate University

BII Corporate University portal <http://biportal/> communicates to all employees management's message, corporate activities, and other messages:

- a. Message from the Management: 20 messages
- b. Eid Greeting: 7 greetings
- c. Corporate activities: 34 news

Sistem Pengendalian Intern Internal Control System

BII telah mengimplementasikan fungsi pengendalian intern dalam kegiatan operasionalnya termasuk melalui pemisahan tugas, dual control, rekonsiliasi serta standar proses kerja dan pedoman pelaksanaan. Pengendalian Intern didasarkan pada beberapa referensi antara lain ketentuan yang dikeluarkan oleh regulator dan Committee of Sponsoring Organizations of the Treadway Commission (COSO).

Pelaksanaan sistem pengendalian intern dilakukan untuk memastikan kepatuhan Bank terhadap peraturan yang berlaku, tersedianya informasi keuangan dan manajemen, kegiatan usaha Bank dilakukan secara efisien dan efektif serta mengidentifikasi kelemahan yang mungkin terjadi secara dini. Sistem pengendalian intern di BII dilakukan agar kegiatan operasional Bank dapat berjalan secara sehat, aman dan terkendali.

Terselenggaranya Sistem Pengendalian Intern Bank yang handal dan efektif menjadi tanggung jawab dari jajaran manajemen Bank. Selain itu, manajemen Bank juga berkewajiban untuk meningkatkan risk culture yang efektif pada organisasi Bank dan memastikan hal tersebut melekat di setiap jenjang organisasi.

Penilaian atas efektivitas Sistem Pengendalian Intern

Satuan Kerja Audit Intern sebagai audit intern merupakan bagian dari struktur pengendalian intern BII, dalam pelaksanaan tugasnya melakukan pemeriksaan dan penilaian atas kecukupan struktur pengendalian intern, efektivitas pengendalian intern, dan kualitas pelaksanaannya. Pemeriksaan dan penilaian atas efektivitas dari struktur pengendalian intern dimaksudkan untuk memberikan keyakinan bagi auditor intern bahwa pengendalian telah berjalan sesuai yang telah ditetapkan.

SKAI berperan aktif dalam meningkatkan efektivitas sistem pengendalian intern secara berkesinambungan atas kegiatan operasional BII untuk pencapaian tujuan dan sasaran BII.

SKAI melakukan penilaian atas komponen/area yang dilakukan pemeriksaan berdasarkan ROCAM (Risk Management, Operational Controls, Compliance, Asset Quality, dan Management).

BII implements control function in its operational activities, including through job separation, dual control, reconciliation, standard operating procedure, and implementation guidelines. Internal Control refers to several policies issued by regulators and Committee of Sponsoring Organizations of the Treadway Commission (COSO).

Internal Control aims to ensure the Bank's compliance with existing regulations, availability of financial information and management, and efficient and effective business activities of the Bank for early weakness detection. Internal control system in BII ensures that the Bank's operational activities are healthy, safe, and controllable.

Reliable and effective Internal Control System is the responsibility of the Bank's management. In addition, the management is also responsible to foster effective risk culture and ensure that risk culture is embedded in all levels of the organization.

Assessing Effectiveness of Internal Control System

IAU that undertakes internal audit function is part of BII's internal control system. Its responsibilities include to audit and assess adequacy of internal control structure, internal control effectiveness, and internal control quality. The purpose of auditing and assessing internal control structure effectiveness is to provide assurance to internal auditor that control activities have been implemented accordingly and appropriately as planned.

IAU has active role to continuously improving effectiveness of internal control system on BII's operations in order to achieve the Bank's goals and objectives.

IAU's assessment on operational components/areas is based on ROCAM (Risk Management, Operational Controls, Compliance, Asset Quality, and Management).

Sistem Pengendalian Intern Internal Control System

Risk Management

Auditor akan menentukan sejauh mana teknik manajemen risiko cukup memadai untuk mengendalikan eksposur risiko yang dihasilkan dari kegiatan kantor cabang/unit kerja dan untuk memastikan pengawasan yang memadai oleh kantor cabang/unit kerja dan Manajemen Kantor Pusat, dengan demikian mempromosikan lingkungan perbankan yang aman dan sehat.

Operational Controls

Penilaian terhadap komponen Operational Controls dilakukan untuk menilai efektifitas kontrol operasional kantor cabang/unit kerja.

Compliance

Penilaian terhadap komponen Compliance dilakukan untuk menilai apakah fungsi kepatuhan yang berupa serangkaian tindakan atau langkah-langkah yang bersifat ex-ante (preventif) untuk memastikan bahwa kebijakan, ketentuan, sistem, dan prosedur, serta kegiatan usaha yang dilakukan oleh kantor cabang/unit kerja telah sesuai dengan ketentuan Bank Indonesia dan peraturan perundang-undangan yang berlaku, termasuk Prinsip Syariah bagi Bank Umum Syariah dan Unit Usaha Syariah.

Asset Quality

Penilaian terhadap komponen Asset Quality mencerminkan kuantitas risiko kredit yang terjadi dan potensial yang terkait dengan pinjaman dan portofolio kredit korporasi, komersial, SME, konsumen, dan aset lainnya, juga kemampuan Manajemen untuk mengidentifikasi, mengukur, memantau, dan mengendalikan risiko kredit.

Management

Penilaian terhadap komponen Management antara lain dilakukan melalui penilaian terhadap penerapan prinsip-prinsip manajemen umum, struktur dan komposisi pengurus kantor cabang/unit kerja (kualitas manajemen), planning, organising, directing & controlling, penanganan conflict of interest, transparansi informasi dan edukasi nasabah, kemampuan mengelola aset-aset fisik (premises) dan sumber daya manusia secara optimal.

Risk Management

Auditor determines the extent of adequacy of risk management techniques used to control risk exposures arising from branch offices/units activities and to ensure sufficient monitoring by branch offices/units and Head Office Management, therefore promoting secured and healthy banking environment.

Operational Controls

Audit on Operational Controls is done to assess effectiveness of control of branch offices/unit operations.

Compliance

Compliance audit aims to assess the consistency of compliance function – consisting of a series of actions or ex-ante (preventive) steps – and ensure that policies, provisions, systems, procedures, and business activities performed by branch offices/units have been in line with Bank Indonesia regulations and other applicable laws and regulations, including Shariah Principles for Shariah Commercial Banks and Shariah Business Unit.

Asset Quality

Asset Quality audit represents the quantity of existing and potential credit risk arising from loans and credit portfolio of corporate, commercial, SME, and consumer lending as well as other assets, and reflects the Management's ability to identify, measure, monitor, and control credit risk.

Management

Management Audit covers assessment on general management principles, structure and composition of branch offices/units (management quality), planning, organizing, directing and controlling, methods of handling conflict of interests, information transparency and customer education, and ability to optimally manage physical assets (premises) and human capital.

Sistem Pengendalian Intern Internal Control System

Ruang lingkup sistem penilaian hasil Audit Teknologi Informasi (TI) terhadap unit kerja penyelenggara dan pengguna TI adalah berdasarkan kecukupan pengendalian intern dalam sistem informasi bank, penerapan prinsip kerahasiaan (confidentiality), integritas (integrity) dan ketersediaan (availability) TI, efektivitas perencanaan dan pengawasan penyelenggaraan TI, serta mengevaluasi kepatuhan terhadap ketentuan intern, ketentuan Bank Indonesia dan ketentuan perundang-undangan yang berlaku serta international best practices seperti COBIT.

Tanggung Jawab Dewan Komisaris dan Direksi

Dewan Komisaris dan Direksi berkomitmen untuk memastikan sistem pengendalian intern telah dilaksanakan secara memadai sebagai salah satu pilar yang fundamental dalam pelaksanaan GCG secara konsisten.

Dewan Komisaris memiliki tanggung jawab mengesahkan dan mengkaji ulang secara berkala terhadap kebijakan dan strategi usaha Bank secara keseluruhan, memahami risiko utama yang dihadapi Bank, menetapkan tingkat risiko yang dapat ditolerir (risk tolerance), dan memastikan bahwa Direksi telah melakukan langkah-langkah yang diperlukan untuk mengidentifikasi, mengukur, memantau, dan mengendalikan risiko tersebut. Selain itu Dewan Komisaris juga mengesahkan struktur organisasi dan memastikan bahwa Direksi telah memantau efektivitas pelaksanaan Sistem Pengendalian Intern.

Direksi bertanggung jawab untuk menerapkan sistem pengendalian intern yang baik untuk mencapai tujuan Bank serta melakukan monitoring dan memastikan tindak lanjut serta komitmen yang diberikan kepada regulator telah ditindaklanjuti dengan baik. Direksi melaksanakan kebijakan dan strategi yang telah disetujui oleh Dewan Komisaris serta mengembangkan prosedur untuk mengidentifikasi, mengukur, memantau, dan mengendalikan risiko yang dihadapi Bank, memelihara struktur organisasi yang mencerminkan kewenangan, tanggung jawab dan hubungan pelaporan yang jelas, memastikan bahwa pendelegasian wewenang berjalan secara efektif yang didukung oleh penerapan akuntabilitas yang konsisten. Selain itu Direksi juga menetapkan kebijakan dan strategi serta prosedur pengendalian intern dan memantau kecukupan dan efektivitas dari sistem pengendalian intern.

The scope of IT Audit results implemented and used by Units are based on the adequacy of internal control on Bank's information systems, implementation of IT confidentiality, integrity, and availability; effectiveness of IT implementation planning and oversight, and compliance evaluation with internal policies, Bank Indonesia regulations, applicable laws and regulations, and international best practices such as COBIT.

Responsibilities of the Board of Commissioners and Directors

The Board of Commissioners and Directors are committed to consistently ensure the adequacy of internal control system implementation as one of the fundamental pillars in GCG practices.

The Board of Commissioners is responsible to endorse and periodically review the Bank's overall policies and business strategies, understand key risks of the Bank, determine risk tolerance, and ensure that the Board of Directors has taken necessary steps to identify, measure, monitor, and control risks. In addition, the Board of Commissioners also establishes organization structure and assures that the Board of Directors is monitoring the effectiveness of Internal Control System.

The Board of Directors is responsible to define internal control system most appropriate for the Bank's goal achievements, monitor, and ensure that follow-ups and commitments made to regulators are enacted properly. The Board of Directors executes policies and strategies approved by the Board of Commissioners and develops procedures to identify, measure, monitor, and control risks of the Bank. The Board of Directors also maintains organization structure that reflects clear authority, accountability, and reporting lines; ensures that delegation of authority is carried out effectively, and oversees consistent accountability implementation. In addition, the Board of Directors establishes policies, strategies, and internal control procedures and monitor adequacy and effectiveness of internal control system.

Sistem Pengendalian Intern Internal Control System

Budaya Pengendalian

Dewan Komisaris dan Direksi bertanggungjawab dalam meningkatkan etika kerja dan integritas yang tinggi serta menciptakan suatu kultur organisasi yang menekankan kepada seluruh karyawan Bank mengenai pentingnya pengendalian intern yang berlaku di Bank.

Evaluasi dan Lingkungan Pengendalian Intern

Sistem Pengendalian intern dijalankan secara efektif dan efisien, tidak ada pengecualian dalam pelaksanaan prosedur pengawasan serta senantiasa menjaga lingkungan yang menunjang upaya pengendalian intern. Secara keseluruhan kualitas sistem pengendalian intern telah berjalan dengan baik. Permasalahan yang timbul karena kelemahan pengendalian intern dilaporkan kepada Direksi dan ditindaklanjuti secara konsisten untuk meminimalkan risiko sesuai dengan ketentuan yang berlaku.

Dewan Komisaris, melalui komite-komite yang telah dibentuk melakukan pengkajian atas lingkungan pengendalian dan melakukan penilaian secara independen yang dikomunikasikan kepada Direksi untuk ditindaklanjuti.

Identifikasi dan Penilaian serta Pengelolaan Risiko

Penilaian risiko merupakan suatu serangkaian tindakan yang dilaksanakan oleh Direksi dalam rangka identifikasi, analisis dan menilai risiko yang dihadapi Bank untuk mencapai sasaran usaha yang ditetapkan. Risiko yang dapat mempengaruhi pencapaian sasaran Bank diidentifikasi, dinilai, dipantau dan dikendalikan secara terus-menerus. Dalam penerapannya telah tersedia prosedur untuk mengantisipasi, mengidentifikasi dan merespon kejadian dan kendala yang dapat berpengaruh terhadap pencapaian sasaran.

Dewan Komisaris dan Direksi, melalui Komite Pemantau Risiko dan Komite Manajemen Risiko, memastikan bahwa pengelolaan risiko telah dilaksanakan dengan baik.

Control Culture

The Board of Commissioners and Directors are responsible to foster the highest standards of working ethics and integrity and to create organization culture that promotes the importance of internal control to all employees of the Bank.

Internal Control Evaluation and Environment

Internal Control System is executed effectively and efficiently without exemptions in its monitoring procedures. Environment conducive to internal control is also maintained. Overall, internal control system quality is fairly well. Issues arising from weaknesses in internal control are reported to the Board of Directors and consistently followed-up to minimize risks in accordance with existing regulations.

The Board of Commissioners, through its committees, review control environment and conducted an independent assessment. The result is communicated to the Board of Directors for follow-up.

Risk Identification, Assessment, and Management

Risk assessment is a series of activities conducted by the Board of Directors with the purpose to identify, analyze, and assess risks in the Bank's efforts to achieve business goals. Risks that may impact Bank's target achievements should be identified, assessed, monitored, and continuously controlled. Procedures to forestall, identify, and respond to incidents and significant hindrance that may affect target achievement are in place.

The Board of Commissioners and Directors through ROC and RMC ensure that risk management has been implemented robustly.

Sistem Pengendalian Intern Internal Control System

Kegiatan Pengendalian dan Pemisahan Fungsi

Kegiatan pengendalian melibatkan seluruh karyawan Bank, termasuk Direksi. Kegiatan pengendalian direncanakan dan diterapkan guna mengendalikan risiko yang telah diidentifikasi. Kegiatan pengendalian mencakup pula penetapan kebijakan dan prosedur pengendalian serta proses verifikasi lebih dini untuk memastikan bahwa kebijakan dan prosedur secara konsisten dipatuhi, serta merupakan kegiatan yang tidak terpisahkan dari setiap fungsi atau kegiatan Bank sehari-hari.

Kegiatan dan prosedur pengendalian risiko dilaksanakan oleh unit pendukung yang telah dibentuk oleh BII antara lain yaitu Komite Manajemen Risiko dan Komite Audit. Unit Kerja Kepatuhan bertanggung jawab untuk mensosialisasikan ketentuan perbankan yang berlaku, melakukan uji kepatuhan atas kebijakan internal baru dan melakukan review atas usulan produk/aktivitas baru, menerapkan program Anti Pencucian Uang (APU), Pencegahan Pendanaan Terorisme (PPT) serta memonitor pelaksanaan kepatuhan melalui Compliance Plan Self Assessment.

Unit Kerja terkait melakukan review data secara berkala atas keberadaan dan efektivitas pengendalian, pembagian tugas yang memadai, dan verifikasi rutin atas akurasi. Aktivitas, tugas dan tanggung jawab unit kerja terkait diuraikan pada bagian lain dari laporan GCG ini.

Sistem Akuntansi, Informasi dan Komunikasi

Sistem akuntansi, informasi dan komunikasi yang memadai dilakukan agar dapat mengidentifikasi masalah yang mungkin timbul dan digunakan sebagai sarana tukar menukar informasi dalam rangka pelaksanaan tugas sesuai dengan tanggung jawabnya masing-masing.

Control Activities and Separation of Functions

Control activities involve all employees of the Bank, including the Board of Directors. Control activities are planned and implemented to control identified risks. The activities also include determination of control policies and procedures as well as early verification process to make sure that policies and procedures are consistently complied with. Control activities are integral part of the Bank's daily activities.

Risk control activities and procedures are implemented by supporting unit in BII, among others RMC and Audit Committee. Compliance Unit is responsible to disseminate banking regulations, conduct compliance testing on new internal policies, review proposed products/activities, apply AML and TFC programs, and monitor compliance through Compliance Plan Self Assessment.

Relevant units periodically review data to confirm presence and effectiveness of control, adequate distribution of duties, and to have regular verification on accuracy. Activities, duties, and responsibilities of relevant units are discussed in details in separate sections under this GCG report.

Accounting, Information, and Communications Systems

Adequate accounting, information, and communications systems are in place to identify potential issues and facilitate information exchange relating to duty implementation of respective functions and responsibilities.

Sistem Pengendalian Intern Internal Control System

Telah tersedia prosedur pengumpulan data dan teknologi informasi yang dapat menghasilkan laporan kegiatan usaha, kondisi keuangan, penerapan manajemen risiko dan pemenuhan ketentuan yang mendukung pemenuhan tugas Direksi dan Dewan Komisaris. Direksi mengidentifikasi informasi penting yang diperlukan Perusahaan, merangkum, dan mengkomunikasikannya dalam bentuk dan waktu yang tepat sehingga karyawan dapat menjalankan kewajibannya dan pihak-pihak luar yang berkepentingan dapat mengetahui kondisi Bank.

Kegiatan Pemantauan dan Tindakan Koreksi Penyimpangan

Direksi, Unit Kerja terkait, dan Audit Intern melakukan pemantauan secara terus menerus terhadap efektivitas keseluruhan pelaksanaan pengendalian intern. Pemantauan terhadap risiko utama telah diprioritaskan dan menjadi bagian kegiatan sehari-hari, termasuk evaluasi secara berkala.

Audit Intern didukung oleh sumber daya yang memiliki kompetensi dan jumlah yang memadai untuk mengevaluasi keseluruhan sistem pengendalian intern atas strategi, kegiatan operasional dan metode pemrosesan informasi keuangan. Audit Intern senantiasa menyampaikan hasil temuan audit kepada Komite Audit dan Direksi agar kelemahan atau kekurangan yang ada dapat segera diperbaiki.

Direksi dan Pejabat Bank memiliki komitmen dan telah melakukan tindak lanjut atas hasil pemantauan yang telah dilakukan maupun rekomendasi Audit Intern.

Data collection procedure and information technology system are available to produce reports on business activities, financial conditions, risk management implementation, and fulfillment of regulations that support the performance of the Board of Directors and Commissioners's responsibilities. The Board of Directors identifies important information that the Bank needs, summarize the data, and communicates the information in appropriate forms and times so that employees can perform their duties and external parties are always up to date with the Bank's conditions.

Oversight Activities and Corrective Actions

The Board of Directors, relevant units, and Internal Audit conduct continuous oversight on overall effectiveness of internal control implementation. Oversight on key risks is priority and part of daily activities, including periodical evaluation.

Internal Audit is supported with manpower that is sufficient in competence and number to evaluate the overall internal control system on strategy, operational activities, and financial information process methodologies. Internal Audit reports its findings to Audit Committee and the Board of Directors so that weaknesses and gaps can be improved.

The Board of Directors and the Bank's executive officers are committed to take follow-up actions on findings and recommendations from Internal Audit.

Fungsi audit intern merupakan salah satu komponen GCG yang ikut berperan aktif dalam membentuk dan meningkatkan lingkungan pengendalian perusahaan (control environment). Fungsi audit intern BII dijalankan oleh Satuan Kerja Audit Intern (SKAI).

Fungsi SKAI

Satuan Kerja Audit Intern (SKAI) BII adalah fungsi independen yang bertanggung jawab langsung kepada Presiden Direktur, dan secara tidak langsung kepada Dewan Komisaris melalui Komite Audit. Tugas SKAI adalah membantu Direktur Utama dan Dewan Komisaris dengan menjabarkan secara operasional perencanaan, pelaksanaan dan pemantauan atas hasil audit. Dalam melaksanakan hal ini SKAI melakukan kegiatannya melalui pemeriksaan secara on-site dan pemantauan secara offsite, serta memberikan saran perbaikan dan informasi yang obyektif tentang kegiatan yang direview kepada semua tingkatan manajemen. Di samping itu SKAI juga mengidentifikasi kemungkinan perbaikan dan peningkatan efisiensi penggunaan sumber daya dan dana.

Dalam melaksanakan fungsinya, SKAI berpedoman kepada Standar Pelaksanaan Fungsi Audit Intern (SPFAIB) dari Bank Indonesia dan International Standards for the Professional Practice of Internal Audit (IPPF) dari The Institute of Internal Auditors (IIA).

Struktur dan Kedudukan SKAI

- a. Kepala SKAI bertanggung jawab langsung kepada Presiden Direktur.
- b. Untuk mendukung independensi dan menjamin tidak ada pembatasan audit serta wewenang dalam memantau tindak lanjut, Kepala SKAI dapat berkomunikasi langsung dengan Dewan Komisaris dan atau melalui Komite Audit untuk menginformasikan berbagai hal yang berhubungan dengan audit. Pemberian informasi tersebut harus dilaporkan kepada Presiden Direktur dengan tembusan kepada Direktur Kepatuhan.

Pengangkatan Kepala SKAI

SKAI dipimpin oleh seorang Kepala SKAI. Kepala SKAI diangkat dan diberhentikan oleh Presiden Direktur dengan persetujuan Dewan Komisaris. SKAI BII saat ini dipimpin oleh Novalita Imanuddin yang diangkat sejak tanggal 24 Februari 2014 sesuai dengan Surat Keputusan No.SK.PERS.2014.0284/DIR HC tentang Pengangkatan Pejabat Kepala Satuan Kerja Audit Intern (SKAI) dan telah dilaporkan kepada Otoritas Jasa Keuangan (OJK).

Internal Audit is one of GCG components that actively contribute to the development and enhancement of the Bank's control environment. BII's internal audit function is performed by Internal Audit Unit (IAU).

IAU Function

BII's IAU is an independent unit directly accountable to President Director and indirectly to the Board of Commissioners through Audit Committee. IAU's main responsibility is to provide assurance to President Director and the Board of Commissioners by planning, carrying out, and monitor audit results. IAU's activities are done on-site and supported by offsite oversight. IAU also provides recommendations for improvements and objective information on reviewed activities to all levels of the management. In addition, IAU identifies potential corrective actions and efficiency potential of manpower and cost utilization.

In its activities, IAU observes Standard of Internal Audit Function Implementation issued by Bank Indonesia and International Standards for the Professional Practice of Internal Audit (IPPF) from The Institute of Internal Auditors (IIA).

IAU Structure and Position

- a. Head of IAU is directly accountable to President Director.
- b. To ensure independency and avoid inhibition of audit scope and authority in monitoring audit follow-ups, Head of IAU directly communicates with the Board of Commissioners or through Audit Committee matters relating to audit. All communications are reported to President Director and copied to Compliance Director.

Head of IAU Appointment

IAU is lead by Head of IAU, who is appointed and dismissed by President Director with approval from BOC. The Head of BII's IAU presently is Novalita Imanuddin, appointed as of 24 February 2014 by virtue of Decision Letter Number SK.PERS.2014.0284/DIR HC on Appointment of Head of Internal Audit Unit (IAU). This appointment has been reported to Financial Services Authority (FSA).

Profil Kepala SKAI

Novalita Imanuddin memiliki gelar Bachelor of Science yang diperoleh dari California State University Fresno, California, USA dibidang Business Administration, dengan jurusan *Accounting* (January 1991 – April 1994). Beliau memiliki pengalaman berkarir di industri perbankan lebih dari 17 tahun, yaitu sebagai Senior Vice President Compliance & Indonesia Money Laundering Reporting Officer (MLRO) pada PT Bank ANZ Indonesia (May 2011 – Feb 2014), Chief Audit Executive pada Commonwealth Bank (April 2005 – April 2011), serta Quality Assurance, Assistant Vice President (AVP) pada Citibank (September 1997 – March 2005). Selain itu beliau juga memiliki pengalaman sebagai Financial & Cost Management Consultant pada Price Waterhouse Indonesia Konsultan (December 1994 – September 1997).

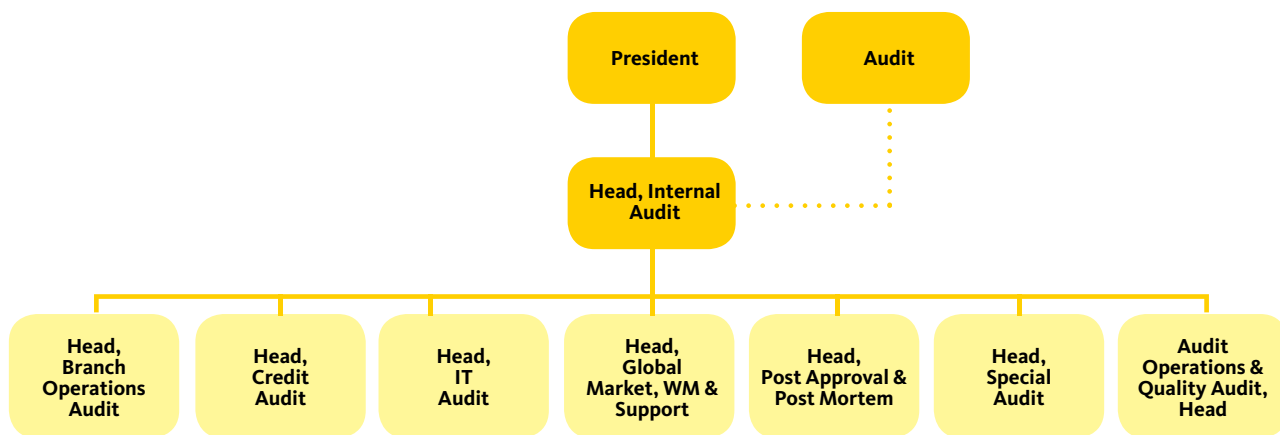
Beliau menjabat sebagai Kepala Satuan Kerja Audit Intern BII sejak February 2014 hingga Laporan Pelaksanaan GCG ini diterbitkan.

Head of IAU’s Profile

Novalita Imanuddin obtained a degree from California State University Fresno, California, USA and obtained a Bachelor of Science, Business Administration, majoring in Accounting (January 1992 - April 1994). She also obtained a degree in Business Administration from Fresno City College, California, USA (January - December 1991). Middle School (P) Sri Aman, Kuala Lumpur, Malaysia (January 1988 - December 1990). Her career in banking industry covered the span of 15 years, including position as Senior Vice President Compliance & Indonesia Money Laundering Relationship Officer/ MLRO in PT Bank ANZ Indonesia (May 2011 - Feb 2014) and served as Chief Audit Executive in Commonwealth Bank (April 2005 - April 2011), and as Quality Assurance, Assistant Vice President (AVP) in Citibank (September 1997 - March 2005). In addition, she has experience as Financial & Cost Management Consultant in Price Waterhouse Indonesia (December 1994 - September 1997).

She serves as Head of Internal Audit Unit of BII since February 2014 up to the publication of this GCG Report.

Struktur Organisasi SKAI



Tugas dan Tanggung Jawab SKAI

Kepala SKAI memiliki tugas dan tanggung jawab untuk:

- Membuat perencanaan audit tahunan. Rencana audit tahunan harus mendapatkan persetujuan Presiden Direktur dan dilaporkan kepada Dewan Komisaris melalui Komite Audit untuk mendapatkan pengakuan.
- Melaksanakan rencana audit tahunan yang telah disetujui, termasuk melaksanakan penugasan khusus atas permintaan Presiden Direktur dan Dewan Komisaris melalui Komite Audit.

IAU Duties and Responsibilities

Head of IAU is responsible to:

- Develop annual audit plan that needs to be approved by President Director and reported to BOC through Audit Committee for authorization.
- Execute approved annual audit plan, including performing special assignments at the request of President Director and BOC made through Audit Committee.

Audit Intern Internal Audit

- c. Menguji dan mengevaluasi pelaksanaan pengendalian intern dan sistem manajemen risiko sesuai dengan kebijakan BII.
 - d. Melakukan evaluasi dan penilaian atas efisiensi dan efektivitas di bidang keuangan, akuntansi, operasional, sumber daya manusia, pemasaran, teknologi informasi, dan kegiatan lainnya.
 - e. Memberikan saran perbaikan dan informasi yang obyektif tentang kegiatan yang diperiksa pada manajemen.
 - f. Membuat laporan hasil audit dan menyampaikan kepada Presiden Direktur dan Dewan Komisaris dengan tembusan kepada Direktur Kepatuhan, Direktur Manajemen Risiko, Direktur terkait, dan auditee terkait.
 - g. Melakukan pemantauan dan analisa atas kecukupan tindak lanjut hasil audit termasuk didalamnya memberikan laporan kepada Presiden Direktur dan Dewan Komisaris melalui Komite Audit dalam hal auditee tidak menindaklanjuti hasil audit.
 - h. Menyiapkan laporan yang akan disampaikan oleh Presiden Direktur dan Dewan Komisaris kepada OJK tentang:
 - Pelaksanaan dan pokok-pokok hasil audit intern (per semester) termasuk informasi hasil audit yang bersifat sangat rahasia. Batas waktu penyampaian laporan kepada Bank Indonesia adalah 2 (dua) bulan setelah akhir semester;
 - Setiap temuan yang diperkirakan dapat mengganggu kelangsungan usaha Bank. Batas waktu penyampaian laporan kepada Bank Indonesia adalah 7 (tujuh) hari sejak temuan audit diketahui;
 - Laporan hasil kaji ulang pihak eksternal yang memuat pendapat tentang hasil kerja SKAI dan kepatuhannya terhadap standar pelaksanaan fungsi audit intern bank serta perbaikan yang mungkin dilakukan. Batas waktu penyampaian laporan kepada Bank Indonesia adalah 1 (satu) bulan setelah hasil kaji ulang oleh pihak ekstern diterima oleh Bank dan sekurang-kurangnya dilakukan sekali dalam 3 (tiga) tahun.
 - i. Berperan sebagai konsultan bagi pihak-pihak intern BII antara lain dengan memberikan tanggapan atas usulan kebijakan, sistem, dan prosedur untuk memastikan kecukupan pengendalian intern.
 - j. Menjaga profesionalisme auditor intern dengan pengetahuan, ketrampilan, pengalaman, serta program sertifikasi yang memadai melalui program pendidikan berkelanjutan.
 - k. Membuat program pengendalian mutu (*quality assurance program*) untuk mengevaluasi dan menjamin mutu kegiatan operasional audit intern.
 - l. Membuat program pengembangan metodologi audit untuk peningkatan efisiensi dan efektivitas kerja SKAI secara berkesinambungan.
- c. Review and evaluate implementation of internal control and risk management system in accordance with BII's policies.
 - d. Evaluate and assess efficiency and effectiveness in finance, accounting, operations, human resources, marketing, information technology, and other activities.
 - e. Provide recommendations for improvement and objective information concerning audit subject matters to management.
 - f. Produce and submit audit report to President Director and BOC with copies to Compliance Director, Risk Management Director, relevant directors, and relevant auditee.
 - g. Monitor and analyze data on adequacy of follow-up actions on audit findings; report to President Director and BOC through Audit Committee should auditee fails to follow-up audit findings.
 - h. Prepare report to be submitted by President Director and BOC to OJK, concerning:
 - Implementation and key audit results (by semester) including highly classified audit information. The report is to be submitted to Bank Indonesia no later than 2 (two) months after end of a semester;
 - All findings that potentially disrupt Bank's business continuity, to be submitted to Bank Indonesia no later than 7 (seven) days upon the finding;
 - External report review that states opinion on IAU performance and compliance with Bank's standards of internal audit implementation as well as steps of improvement. The report is to be submitted to Bank Indonesia no later than 1 (one) month since the Bank receives external review report and reported at least once every 3 (three) years.
 - i. Act as consultant for BII's internal parties – respond proposal of policies, systems, and procedures to ensure adequacy of internal control.
 - j. Maintain internal auditor professionalism by having suitable knowledge, skills, experience, and appropriate certifications through continuous training programs.
 - k. Create quality assurance program to evaluate and ensure quality of internal audit operational activities.
 - l. Design audit methodology development program to continually enhance efficiency and effectiveness of IAU's performance.

Jumlah Karyawan dan Sertifikasi Profesi

Per 31 Desember 2014, SKAI memiliki total 101 karyawan. Untuk mempertahankan standar kinerja dan meningkatkan kompetensi auditor secara berkesinambungan, setiap auditor SKAI diwajibkan untuk mengikuti pelatihan internal maupun eksternal serta pelatihan berbasis *e-learning*. Untuk menunjang pelaksanaan audit yang profesional, auditor SKAI juga direkomendasikan untuk memiliki minimal 1 jenis sertifikasi profesi. Sertifikasi profesi yang dimiliki auditor SKAI sampai dengan 31 Desember 2014 adalah sebagai berikut:

Sertifikasi Certification	Jumlah Auditor Number of Auditor
Certified Information System Auditor (CISA)	7
Certified Information Security Manager (CISM)	1
Certified Fraud Examiner (CFE)	1
Certified in Risk And Information Systems Control (CRISC)	1
Certified Ethical Hacker (CEH)	1
Sertifikasi Kompetensi Audit Intern Bank – LSPP	12
Certified Bank Internal Auditor (CBIA)	10
Sertifikasi Qualified Internal Auditor (QIA)	31
Sertifikasi OMEGA	40
Certified Equity Professional (CEP)	1
Certified in Control Self-Assessment (CCSA)	1
Certified in Risk Management Assurance (CRMA)	1
Linux Professional Institute (LPI)	1
Risk Management Certification (SMR) – Level 1	56
Risk Management Certification (SMR) – Level 2	11
Risk Management Certification (SMR) – Level 3	6
Risk Management Certification (SMR) – Level 4	1

Piagam Audit Internal (Internal Audit Charter)

SKAI sebagai bagian dari struktur pengendalian intern Bank melaksanakan fungsi audit intern dengan berpedoman pada aturan dan standar sebagaimana diatur dalam: Peraturan Bank Indonesia nomor 1/6/PBI/1999 tanggal 20 September 1999 tentang “Penugasan Direktur Kepatuhan (Compliance Director) dan Penerapan Standar Pelaksanaan Fungsi Audit Intern Bank Umum”, Peraturan Badan Pengawas Pasar Modal dan Lembaga Keuangan (Bapepam dan LK) nomor IX.1.7 tentang “Pembentukan dan Pedoman Penyusunan Piagam Unit Audit Internal” tanggal 28 Nopember 2008, serta International Standards for the Professional Practice of Internal Audit (IPPF) dari The Institute of Internal Auditors (IIA).

Untuk mendukung pelaksanaan fungsinya, audit intern harus diberikan wewenang, kedudukan, dan tanggung jawab yang dinyatakan dalam Piagam Audit

Staff Members and Professional Certification

As of 31 December 2014, IAU has total 101 staff members. To maintain performance standard and continually increase competence of its auditors, all IAU's auditors are required to attend internal and external trainings including e-learning programs. To realize professional audit activities, IAU also recommends its auditors to hold at least 1 professional certificate. Professional certifications that IAU's auditors hold as of 31 December 2014 are the following:

Internal Audit Charter

As part of the Bank's internal control structure, IAU performs internal audit function with adherence to regulations and standards stipulated in Bank Indonesia Regulation Number 1/6/PBI/1999 dated 20 September 1999 on “Assignment of Compliance Director and Application of Standards for Internal Audit Function Implementation in Commercial Banks”; Capital Market and Financial Institution Supervisory Body Regulation Number IX.1.7 on “Formulation and Development Guidelines of Internal Audit Charter” dated 28 November 2008; and International Standards for the Professional Practice of Internal Audit (IPPF) from The Institute of Internal Auditors (IIA).

To be able to fully perform its function, internal audit needs to have authority, position, and responsibilities as set down in Internal Audit Charter, which is a

Audit Intern Internal Audit

Intern. Piagam Audit Intern merupakan pernyataan formal yang menegaskan mengenai misi dan ruang lingkup, kedudukan, dan independensi, akuntabilitas, wewenang, tanggung jawab, kualifikasi dan kode etik auditor intern SKAI BII. SKAI secara berkala melakukan kaji ulang terhadap Piagam Audit Intern. Pengkinian Piagam sedang dilakukan dan direncanakan akan terbit pada kuartal pertama 2015.

Fokus dan Pelaksanaan Audit 2014

Di tahun 2014 SKAI telah melakukan 150 penugasan audit yang mencakup 381 kunjungan kantor dalam bentuk audit regular, audit tematik, audit surprise, special audit serta kaji ulang pada area perkreditan melalui penugasan *post approval review (PAR)* dan *post mortem review (PMR)*. Cakupan audit meliputi audit pada kantor cabang dalam dan luar negeri, unit kerja kantor pusat (bisnis dan fungsi *support*), teknologi dan sistem informasi, audit pada area perkreditan, serta melakukan audit khusus dengan rincian jumlah penugasan sebagai berikut:

Obyek Audit Audit Objects	Realisasi Audit Audit Realization
Audit Tematik Thematic Audit	9
Audit Surprise Surprise Audit	3
Kantor Cabang Induk Main Branch	81
Perkreditan Loans	16
Anak Perusahaan Subsidiaries	2
Kantor Pusat Head Office	13
Teknologi Informasi (TI) Information Technology	13
PAR & PMR	11
Pemeriksaan khusus Specific Audit	11
Jumlah Total	150

Fokus dan Rencana Audit 2015

Di tahun 2015, SKAI memfokuskan audit pada seluruh kantor cabang induk BII (79 kantor cabang di dalam negeri dan 2 kantor cabang di luar negeri), perkreditan, anak perusahaan, kegiatan treasury, anti pencucian uang, dan manajemen risiko operasional.

Cakupan audit meliputi audit pada kantor cabang (81 kantor), unit kerja kantor pusat (bisnis dan fungsi *support*), teknologi dan sistem informasi, serta area perkreditan dengan rincian jumlah penugasan sebagai berikut:

Obyek Audit Audit Objects	Rencana Audit Audit Plan
Audit Tematik Thematic Audit	9
Audit Surprise Surprise Audit	3
Kantor Cabang Induk Main Branch	81
Perkreditan Loans	16

formal statement that delineates mission and scope, position and independency, accountability, authority, responsibilities, qualification, and ethics of BII's IAU's internal auditors. Periodically, IAU revisits its Charter; IAU Charter update is underway and is planned for issuance in the first quarter of 2014.

Audit Focus and Implementation 2014

In 2014, IAU executed 150 audit assignments that covered a total of 381 visits consisting of regular, thematic, surprise, and special audit as well as credit review through post approval review and post mortem review assignments. Scope of audit included domestic and overseas branch offices, units in the head office (business and supporting), technology and information systems, credit, and special audit assignments. The table below presents details of the number of assignments:

Audit Focus and Plan 2015

In 2015, the focus of IAU is BII's main branch offices (79 domestic branch offices and 2 overseas branch offices), credit, subsidiaries, treasury activities, anti-money laundering, and operational risk management.

Audit scope extends to branch offices (81 offices), units in the head office (business and supporting), technology and information systems, and credit, with the following details:

Obyek Audit Audit Objects	Rencana Audit Audit Plan
Anak Perusahaan Subsidiaries	2
Kantor Pusat Head Office	13
Teknologi Informasi (TI) Information Technology	13
PAR & PMR	11
Pemeriksaan khusus Specific Audit	11
Jumlah Total	150

Kegiatan SKAI Lainnya

SKAI dalam pelaksanaan tugasnya selain melakukan kegiatan audit juga berperan secara aktif sebagai konsultan dalam kegiatan proyek pengembangan sistem aplikasi dengan tujuan untuk meyakinkan bahwa sistem pengendalian intern telah memadai. SKAI juga melakukan validasi atas hasil tindak lanjut yang dilakukan unit kerja terkait dengan temuan dari regulator.

Untuk menunjang pelaksanaan kegiatan audit, SKAI melakukan pengembangan teknik audit terkini dengan melakukan continuous monitoring melalui analisa Management Information System (MIS) dan penerapan Computer Assisted Audit Technique (CAATS) yang berkesinambungan dan terintegrasi. Dengan penerapan CAATS, SKAI mampu menganalisa data secara lebih menyeluruh sekaligus mampu terfokus pada kondisi yang tidak biasa (*unusual conditions*) sehingga bisa melaksanakan kegiatan audit secara lebih komprehensif.

Selain itu, untuk memastikan kualitas pelaksanaan audit intern, SKAI melakukan kaji ulang intern secara regular yang dilakukan oleh unit Quality Assurance, dan setiap tiga tahun sekali dilakukan kaji ulang oleh auditor eksternal. Kaji ulang oleh pihak eksternal terakhir dilakukan pada bulan Pebruari tahun 2014 untuk periode audit 2011 hingga 2014 dan dinyatakan bahwa SKAI telah memenuhi ketentuan SPFAIB.

Pernyataan Pengendalian Intern

SKAI sebagai bagian dari struktur pengendalian intern BII, dalam pelaksanaan tugasnya melakukan pemeriksaan dan penilaian atas kecukupan struktur pengendalian intern, efektivitas pengendalian intern, dan kualitas pelaksanaannya. Pemeriksaan dan penilaian atas efektivitas dari struktur pengendalian intern dimaksudkan untuk memberikan keyakinan bagi auditor intern bahwa pengendalian telah berjalan sesuai yang telah ditetapkan.

SKAI berperan aktif dalam meningkatkan efektivitas sistem pengendalian intern secara berkesinambungan atas kegiatan operasional BII untuk pencapaian tujuan dan sasaran BII.

Other IAU Activities

In addition to performing audit activities, IAU also actively undertakes the role as consultant in application system development projects, aiming to ensure that internal control systems are adequate. IAU also confirms results of follow-up actions from work unit relating to findings from regulators.

To support audit activities, IAU develops latest audit techniques by conducting continuous monitoring through Management Information System (MIS) analysis and applying continual and integrated Computer Assisted Audit Technique (CAATS). With CAATS, IAU is able to make comprehensive data analysis and at the same time focusing on unusual conditions, therefore capable of providing all-round audit activities.

To ensure high quality of internal audit, IAU regularly holds internal review led by Quality Assurance unit. Every three years, the IAU is reviewed by external auditor. The last external review was conducted in February 2014 for audit period 2011 to 2014, and IAU was declared compliant with SPFAIB policies.

Statement of Internal Control

As part of BII's internal control structure, IAU reviews and assess adequacy of internal control structure, internal control effectiveness, and quality of implementation. Review and assessment on internal control structure effectiveness aims to provide assurance for internal auditors that control activities have conformed with established standards and policies.

IAU is actively involved in efforts to continually enhance effectiveness of internal control system in BII's operations in order to support BII in realizing its goals and objectives.

Penyediaan Dana Kepada Pihak Terkait dengan Penyediaan Dana Besar

Provision of Funds to Related Parties with Large Exposures

Penyediaan dana kepada pihak terkait (*related party*) dan debitur/group inti per tanggal 31 Desember 2014 adalah sebagai berikut:

Funds provision to related parties and debtors/core group as of 31 December 2014 is as follows:

Penyediaan Dana Provision of Funds	Jumlah Total	
	Debitur Debts	Nominal (Jutaan Rupiah) Nominal (Rp Million)
Kepada Pihak Terkait*) To Related Parties	214	902,224
Kepada Debitur Inti To Core Debts		
Perorangan Individu	9	6,939,465
Group	16	13,971,105

Penyediaan dana kepada pihak terkait dengan Bank (*related party*) dan kepada debitur/group inti telah dilakukan sesuai dengan ketentuan Peraturan Bank Indonesia tentang Batas Maksimum Pemberian Kredit (BMPK), dan tidak terdapat pelanggaran maupun pelanggaran BMPK sepanjang tahun 2014.

Funds provision to the Bank's related parties and to debtors/core groups comply with regulations from Bank Indonesia on Legal Lending Limit. There are no breaches or excess of LLL during 2014.

Secara berkala bank menyampaikan laporan kepada Regulator meliputi:

- Laporan Bulanan Pihak Terkait dengan Bank (*related party*) untuk Individual
- Laporan Triwulanan Pihak Terkait Bank (*related party*) untuk konsolidasi dengan Perusahaan Anak
- Laporan Enam Bulanan Daftar Rincian Pihak Terkait dengan Bank (*related party*)
- Laporan Bulanan Debitur Inti Bank

Periodically, the Bank submits reports to regulators, namely:

- Monthly Report on Related Parties to the Bank, for bank only data
- Quarterly Report on Related Parties to the Bank, consolidated with subsidiaries
- Six-Month Report on Details of Related Parties to the Bank
- Monthly Report on Bank's Core Debtors

Untuk laporan tersebut diatas Bank telah memiliki otomasi pelaporan untuk Penyediaan Dana kepada Pihak Terkait Bank (*related party*) baik Individual Bank maupun Konsolidasi dengan Perusahaan Anak, serta penyediaan Dana kepada Debitur Inti.

The Bank has automated reporting system in place to generate reports on Fund Provision to Related Parties that can accommodate bank-only data, consolidated data with subsidiaries, and data on fund provision to core debtors.

Bank telah memiliki kebijakan internal mengenai mekanisme pemantauan penyediaan dana dengan memperhatikan penyebaran/diversifikasi portofolio penyediaan dana yang diberikan dan Bank telah menetapkan kebijakan internal mengenai limit penyediaan dana, seperti diantaranya adalah penetapan limit internal penyediaan dana besar untuk debitur dan obligor.

The Bank also has internal policy on mechanisms to monitor fund provision, taking into account distribution/diversification of fund provision portfolio. The Bank has internal policy on limit of funds provided, such as limit for large exposures to debtors and obligors.

Di bawah ini disampaikan laporan yang dimaksud di atas untuk posisi per 31 Desember 2014

The following table presents above data for position as of 31 December 2014.

Penyediaan Dana Kepada Pihak Terkait dengan Penyediaan Dana Besar Provision of Funds to Related Parties with Large Exposures

1. Penyediaan dana kepada Pihak Terkait dengan Bank (*related party*) sebagai berikut:
1. Fund provision to related parties of the Bank:

Nama Perusahaan Company Name	Total Saldo/Pihak Terkait (Jutaan Rupiah) Total Balance/Related Parties (Rp Million)	Keterangan Description
PT. Adaro Energy	-	Presiden direktur adalah Komisaris perusahaan/badan dimana Bank bertindak sebagai pengendali President Director is the commissioner of company in which the Bank as controlling interest
PT. Adaro Indonesia	-	Presiden komisaris adalah Komisaris perusahaan/badan dimana Bank bertindak sebagai pengendali President Commissioner is the commissioner of company in which the Bank as controlling interest
PT. Bank Maybank Syariah Indonesia	-	Mempunyai induk perusahaan yang sama dengan Bank Owned by the same shareholder
Kim Eng Securities	-	Mempunyai induk perusahaan yang sama dengan Bank Owned by the same shareholder
Maybank Offshore Corporate Services (Labuan) Sd. Bhd.	-	Pengendali Bank Bank's controlling interest
Sorak Financial Holding, Pte, Ltd.	-	Pengendali Bank Bank's controlling interest
PT. Wahana Artha	31	Pemegang saham perusahaan/pengurus adalah Komisaris salah satu perusahaan/badan dimana Bank bertindak sebagai pengendali The company's shareholder is commissioner of company which the Bank as controlling interest
PT. Wahana Makmur Sejati	40	Merupakan pengendali dari salah satu anak perusahaan Bank As controlling in one of Bank's Subsidiaries
PT BII Finance Center	1	Pihak-pihak yang dikategorikan sebagai Pihak Terkait Bank as controlling interest
PT. Bramanta Wana Parahita	1	Peminjam yang diberikan jaminan oleh perusahaan dimana salah satu komisaris BII bertindak sebagai pemegang saham dan pengurus Borrower is given guarantee by company which one of BII commissioner acting as shareholder and management
Komisaris, Direksi, DPS, Pejabat Eksekutif & hubungan karena keluarga	1	Pengurus Bank dan pengurus perusahaan dimana Bank bertindak sebagai pengendali Management and Key management personnel which the Bank as controlling interest
Malayan Banking Berhad	1	Pemegang saham akhir Ultimate Shareholder
PT Wahana Ottomitra Multiartha Tbk	56	Perusahaan/badan dimana Bank bertindak sebagai pengendali Bank as controlling interest
Penyertaan Pada Perusahaan Anak	11	
- PT BII Finance Center	6	Perusahaan/badan dimana Bank bertindak sebagai pengendali Bank as controlling interest
- PT Wahana Ottomitra Multiartha Tbk	1	Perusahaan/badan dimana Bank bertindak sebagai pengendali Bank as controlling interest
TOTAL		

Penyediaan Dana Kepada Pihak Terkait dengan Penyediaan Dana Besar Provision of Funds to Related Parties with Large Exposures

2. Penyediaan dana kepada 10 debitur terbesar (*Large Exposure*) sebagai berikut:

2. Funds provision to 10 largest debtors (large exposures):

Nama Debitur Debtor Name	Kolektibilitas Collectibility	Saldo (dalam Rp) Outstanding (in Rp)
A	1	1,787,301
B	1	1,416,795
C	1	1,219,727
D	1	1,189,151
E	1	1,187,970
F	1	1,149,381
G	1	1,091,654
H	1	1,045,315
I	1	1,013,594
J	1	991,928
Total		12,092,816

Kantor Akuntan Publik (KAP) yang melakukan Pemeriksaan Umum tahun 2014

Sebagai perusahaan publik, BII menunjuk Akuntan Publik dan Kantor Akuntan Publik (KAP) yang terdaftar di Bank Indonesia dan/atau Otoritas Jasa Keuangan untuk melaksanakan audit atas laporan keuangan BII.

Berdasarkan rekomendasi Komite Audit melalui Dewan Komisaris, RUPS telah menunjuk Purwantono, Suherman & Surja (PSS) yang terafiliasi dengan Ernst & Young (EY) sebagai auditor ekstern yang independen untuk memeriksa laporan keuangan BII tahun buku yang berakhir pada tanggal 31 Desember 2014.

Penunjukkan KAP Purwantono, Suherman & Surja (PSS) yang terafiliasi dengan Ernst & Young (EY) dan Akuntan Publiknya untuk tahun buku 2014 adalah tahun kelima untuk KAP-nya dan tahun ketiga untuk Akuntan Publiknya.

Berdasarkan track record yang dimiliki oleh BII, Akuntan Publik dan KAP telah menunjukkan bahwa mereka mampu bekerja secara independen, memenuhi standar profesional akuntan publik dan perjanjian kerja serta ruang lingkup audit yang ditetapkan.

Akuntan Publik telah melakukan komunikasi dengan Otoritas Jasa Keuangan mengenai kondisi Bank untuk tahun buku 2014 pada tanggal 13 Januari 2015.

Untuk tahun buku 2014, Akuntan Publik telah melaksanakan auditnya secara independen dan sesuai dengan standar profesional audit.

Akuntan Publik telah melaporkan hasil audit dan *management letter* kepada Bank Indonesia untuk tahun buku 2014 pada tanggal 30 April 2015.

Hasil audit dan *management letter* untuk tahun buku 2014 telah menggambarkan permasalahan Bank yang signifikan dan disampaikan secara tepat waktu kepada Bank Indonesia oleh KAP PSS.

Cakupan hasil audit tahun 2014 sesuai dengan ruang lingkup audit yang telah ditentukan. Auditor telah melakukan audit secara obyektif sesuai dengan standar profesinya.

KAP Purwantono, Suherman & Surja telah mendapatkan persetujuan izin usaha dari Menteri Keuangan RI berdasarkan keputusan No.381/KM.1/2010 tertanggal 24 Mei 2010.

Public Accountant Firm (KAP) conducting General Audit in 2014

As a public listed company, BII appoints Public Accountant and Public Accountant Firm (KAP) registered with Bank Indonesia and/or Financial Services Authority to perform audit on BII's financial statements.

Based on the recommendations from Audit Committee delivered by BOC, the GMS appointed Purwantono, Suherman & Surja (PSS), member of Ernst & Young (EY) as independent external auditor assigned to audit BII's financial statements for fiscal year ended 31 December 2014.

The 2014 fiscal year assignment is the fifth appointment for KAP Purwantono, Suherman & Surja (PSS), member of Ernst & Young (EY) and third appointment for the Public Accountant.

Based on their track record with BII, the Public Accountant and the KAP have proved their ability to work independently, to meet professional standards of public accountant, and to work within the corridor of established audit scope.

The Public Accountant has communicated with Financial Services Authority concerning the Bank's conditions for fiscal year 2014 on 13 January 2015.

The Public Accountant has conducted its audit independently and in accordance with professional audit standards for fiscal year 2014.

The Public Accountant has reported audit results and management letter to Bank Indonesia for fiscal year 2014 on 30 April 2015.

Audit results and management letter for fiscal year 2014 has contained significant Bank problem and was submitted within the required timeline to Bank Indonesia by KAP PSS.

The scope of audit in 2014 is consistent with established scope. The Auditor has performed objective audit according to professional standards.

KAP Purwantono, Suherman & Surja obtained business license from Minister of Finance of the Republic of Indonesia by virtue of decision No.381/KM.1/2010 dated 24 May 2010.

Audit Eksternal

External Auditor

Akuntan yang menanda-tangani Laporan Keuangan (LK)

Benyanto Suherman, sebagai salah satu partner dari KAP PSS, yang memperoleh Izin Akuntan Publik No. AP.0685, menanda-tangani Laporan Keuangan (LK) pada tahun 2014, 2013 dan 2012.

Biaya Pemeriksaan Umum

Besarnya biaya pemeriksaan Umum (*General Audit Fee*) untuk Laporan Keuangan yang berakhir pada akhir tahun 31 Desember 2014 adalah Rp 3.120.000.000 dan posisi per 30 September 2014 adalah Rp 2.250.000.000.

Jasa-jasa lainnya

Jasa lainnya yang diberikan KAP Purwantono, Suherman & Surja (PSS), member of Ernst & Young (EY) adalah sebagai berikut:

- a. Jasa reviu untuk melakukan reviu atas *reporting package* konsolidasian yang tidak diaudit untuk periode 6 bulan yang berakhir pada 30 Juni 2014 dengan biaya sebesar Rp930.000.000.
- b. Jasa yang diberikan untuk menerbitkan *Comfort Letter* dan membantu Bank dalam rangka persiapan dokumen penawaran (prospektus) Penawaran Umum Terbatas VII dengan biaya sebesar Rp695.000.000.
- c. Jasa yang diberikan untuk menerbitkan *Comfort Letter* dan membantu Bank dalam rangka persiapan dokumen penawaran (prospektus) Penerbitan Sukuk dan *Subordinated Debt* BII dengan biaya sebesar Rp795.000.000.

Accountant Signing the Financial Statements

Benyanto Suherman, one of the partners in KAP PSS, Certified Public Accountant No. AP.0685, signed the financial statements 2014, 2013, and 2012.

General Audit Fee

The amount of General Audit Fee for Financial Statements for year ended 31 December 2014 is Rp 3,120,000,000 and for the period ended 30 September 2014 is Rp 2,250,000,000.

Other Services

Other services rendered by KAP Purwantono, Suherman & Surja (PSS), member of Ernst & Young (EY) are:

- a. Review services on unaudited consolidated reporting package for 6-month period ended 30 June 2014 with audit fee amounting to Rp930,000,000.
- b. Services to issue Comfort Letter and help the Bank in preparing prospectus of Rights Issue VII with service fee amounting to Rp695,000,000.
- c. Services to issue Comfort Letter and help the Bank in preparing prospectus for issuance of BII Sukuk and Subordinated Debt with service fee amounting to Rp795,000,000.

Independensi

Dalam rangka untuk menjaga independensi selama pemeriksaan umum tahun 2014, maka Akuntan yang bertindak sebagai *Partner-in-Charge* (PIC) telah menanda-tangani “surat pernyataan independen” dengan surat No. 05310/PSS-AS/2015 tanggal 8 September 2014. Dalam surat tersebut dinyatakan bahwa KAP Purwanto, Suherman & Surja (anggota dari Ernst & Young), baik Partner maupun anggota tim yang melakukan audit atas laporan keuangan BII adalah independen sesuai dengan Keputusan Ketua Bapepam – LK No. Kep-86/BL/2011 tertanggal 28 Februari 2011 tentang tentang Independensi Akuntan Publik yang Memberikan Jasa di Pasar Modal.

Hubungan Antara Bank, Akuntan Publik, dan Otoritas Jasa Keuangan

BII menjalin komunikasi terbuka dan memberikan informasi serta data yang lengkap kepada auditor eksternal untuk kepentingan pemeriksaan selama periode pelaksanaan audit tahun 2014. Komunikasi dan kerjasama dengan auditor eksternal senantiasa dilakukan terkait dengan kebijakan akuntansi terbaru, termasuk perkembangan perpajakan sehingga laporan keuangan disajikan secara wajar. Management Letter yang diterima dari Auditor Independen juga telah menjadi perhatian Direksi untuk ditindaklanjuti.

Independence

To maintain independence throughout the process of general audit in 2014, the Accountant serving as Partner-in-Charge (PIC) has signed “Statement of Impartiality” by letter No. 05310/PSS-AS/2015 dated 8 September 2014. The letter states that KAP Purwanto, Suherman & Surja (member firm of Ernst & Young), its Partner and team members conducting audit on BII’s financial statements are independent parties pursuant to Decision Letter of Bapepam-LK Chairman No. Kep-86/BL/2011 dated 28 February 2011 on Independency of Public Accountants that Provide Services to the Capital Market.

Relationship of the Bank, Public Accountant, and Financial Services Authority

BII maintains open communications and provides comprehensive data to external auditors for the purpose of audit during audit period of 2014. Communications and engagement with external auditors are always consistent with latest accounting policies, including policies in taxation, so as to produce reasonable presentation of financial statements. The BOD has addressed and ensured that Management Letter from Independent Auditor receives follow-up actions.

Penerapan Fungsi Manajemen Risiko

Implementation Risk Management Function

Fungsi Manajemen Risiko

Manajemen risiko merupakan aspek yang sangat penting agar Bank secara berkelanjutan mampu menjalankan bisnis untuk mencapai hasil yang maksimal, dengan tetap memperhatikan serta mengelola risiko yang terkandung di dalamnya.

Untuk mendukung penerapan manajemen risiko Bank telah memiliki struktur organisasi yang memadai antara lain : Komite Audit, Komite Pemantau Risiko (ROC), Komite Manajemen Risiko (RMC), Komite Asset & Liability (ALCO), Komite Pengarah Teknologi Informasi (IT Steering Committee), Komite Remunerasi & Nominasi (RNC), Satuan Kerja Audit Intern, Satuan Kerja Kepatuhan dan Satuan Kerja Manajemen Risiko. Struktur organisasi senantiasa dikinikan untuk mengikuti perkembangan kebutuhan organisasi dan bisnis.

Peran aktif Dewan Komisaris dan Direksi dalam pengawasan atas pelaksanaan pengelolaan risiko dilakukan melalui komite-komite. Dewan Komisaris melakukan pengawasan terhadap kebijakan dan pelaksanaan manajemen risiko melalui Komite Pemantau Risiko yang melakukan rapat secara periodik, serta mengevaluasi atau merekomendasikan atas proses yang memerlukan persetujuan Dewan Komisaris sesuai dengan Anggaran Dasar Bank dan Peraturan Otoritas Jasa Keuangan. Sedangkan Komite Manajemen Risiko merupakan komite yang berada di bawah Direksi dan bertanggung jawab mengelola risiko keseluruhan Bank dan anak perusahaan dengan melakukan pengembangan strategi risiko, kebijakan dan mengevaluasi permasalahan risiko yang signifikan.

Dalam tugas pengelolaan Risiko tersebut Satuan Kerja Manajemen Risiko merupakan unit independen yang berfungsi untuk membuat kebijakan dan memantau risiko-risiko yang ada di dalam kegiatan serta proses-proses yang ada di Bank. Dari sisi penerapan Three Lines of Defence, Satuan Kerja Manajemen Risiko bersama-sama dengan Satuan Kerja Kepatuhan berada sebagai lini kedua yang berfungsi untuk memantau kegiatan serta proses yang ada pada Satuan Kerja Bisnis pada lini pertama, dan dilengkapi dengan Satuan Kerja Audit Internal sebagai lini ketiga yang menjalankan fungsi pengendalian kontrol internal.

Risk Management Function

Risk Management is a substantial aspect that ensures the Bank's sustainable ability to conduct business activities and generate optimum return, while taking into account all risks associated with the activities.

To support risk management implementation, the Bank has established adequate organizational structure, consisting of among others: Audit Committee, ROC, RMC, ALCO, ITSC, RNC, IAU, Compliance Unit, and Risk Management Unit. The structure is regularly updated to keep in line with evolving organizational and business needs.

Active oversight role of the Board of Commissioners and Directors on the implementation of risk management is performed through committees. The Board of Commissioners oversees policies and performance of risk management through ROC that conduct periodic meetings, evaluates, or recommends processes that require the Board of Commissioners' approval as stipulated in Bank's Articles of Association and OJK regulations. Meanwhile, RMC is a committee under the Board of Directors and is responsible for managing the risks of both Bank and Subsidiaries through the development of risk strategy, policy and evaluation on significant risk issues.

In carrying out the duties, Risk Management Unit is an independent unit responsible to formulate policies and monitor risks associated with Bank's operational activities and processes. From the perspective of Three Lines of Defence, Risk Management Unit together with Compliance Unit are the second line of defence that monitor all activities and processes in Business Units as the first line of defence, while IAU acts as the third line of defence that undertakes internal control functions.

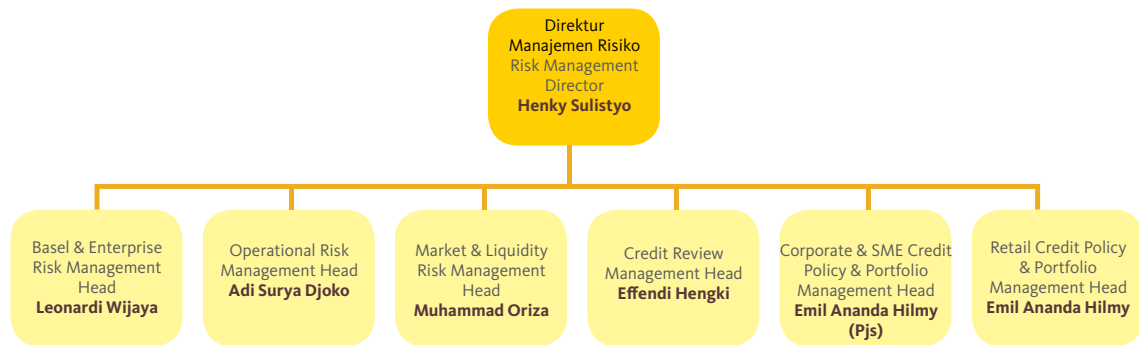
Penerapan Fungsi Manajemen Risiko Implementation Risk Management Function

Untuk menanamkan tingkat kesadaran risiko yang tinggi kepada seluruh karyawan, Bank senantiasa mensosialisasikan prinsip-prinsip manajemen risiko melalui kampanye kesadaran risiko, pemasangan poster, dan media publikasi internal lainnya, serta pelatihan-pelatihan terkait yang dilakukan di kantor pusat, seluruh cabang dan anak perusahaan.

To promote risk awareness to all employees, the Bank regularly disseminates risk management principles through risk awareness campaign, posters, and other internal publication media as well as relevant trainings organized at head office level, branch offices, and subsidiaries.

Pembahasan mengenai Fungsi Manajemen Risiko secara mendalam terdapat pada laporan manajemen risiko dalam bagian laporan pendukung bisnis pada buku Laporan Tahunan 2014 ini.

Detailed discussion on Risk Management is available in risk management report under supporting business unit in this 2014 Annual Report.



Keterangan :
Struktur per Desember 2014

Note :
Structure as of December 2014

Kode Etik dan Pedoman Tingkah Laku

Code of Ethics and Code of Conduct

Kode Etik dan Pedoman Tingkah Laku

BII selalu mengedepankan prinsip moral dan etika serta praktek bisnis yang sehat dalam melaksanakan kegiatan perbankan. Hal tersebut sebagai wujud komitmen untuk senantiasa melaksanakan prinsip GCG.

Integritas merupakan salah satu nilai Perusahaan yang dijunjung tinggi. Untuk mendukung hal tersebut maka dalam pelaksanaannya Perusahaan memiliki dan menerapkan pedoman standar mengenai tata cara perilaku yaitu Kode Etik dan Pedoman Tingkah Laku yang mengatur standar dan perilaku bisnis serta tingkah laku Pribadi yang etis yang merupakan bagian dari budaya BII dalam pengelolaan tata perusahaan yang baik.

Kode Etik dan Pedoman Tingkah Laku dibuat sebagai pedoman dasar dan menjadi bagian yang tidak terpisahkan dengan kebijakan BII ataupun Perjanjian Kerja Bersama. Kode Etik dan Pedoman Tingkah Laku mencakup masalah kepatutan/kepentingan berdasarkan nilai-nilai dan pertimbangan-pertimbangan moral yang menyangkut integritas, profesionalisme, hati nurani, kesadaran diri dan citra positif yang diharapkan mampu menjaga kelangsungan usaha dan nama baik BII.

Kode Etik dan Pedoman Tingkah Laku menguraikan secara ringkas prinsip-prinsip, kebijakan-kebijakan dan peraturan yang mengatur kegiatan perusahaan yang harus ditaati oleh para karyawan dan pihak lain yang bekerja dengan BII, atau yang mewakili BII secara langsung atau secara tidak langsung atau setiap orang yang berdasarkan kedudukannya memiliki atau dapat memiliki akses terhadap Informasi Perusahaan, baik secara reguler maupun tidak atau dapat diasumsikan mengetahui Informasi Perusahaan.

Pelanggaran Kode Etik dan Pedoman Tingkah Laku dapat mengakibatkan peneraan sanksi yang berat, termasuk pemutusan hubungan kerja serta hukuman pidana dan hukuman perdata bagi pribadi yang melakukannya.

Cakupan Penerapan

Kode Etik dan Pedoman Tingkah Laku berlaku di seluruh level organisasi perusahaan dan berlaku untuk seluruh karyawan serta pengurus tanpa terkecuali, termasuk para karyawan kontrak serta para pihak yang bekerjasama dengan Bank atau para pihak yang mewakili Bank secara langsung atau tidak langsung. Kode Etik dan Pedoman Tingkah Laku wajib untuk dimengerti, dihayati dan dijalankan sebagai landasan moral, sikap dan etika dalam bertindak dan berperilaku.

Bank mengharapkan semua pihak yang mewakili Bank bertindak sesuai dengan standar integritas pribadi

Code of Ethics and Code of Conduct

Committed to implement GCG principles, BII always upholds sound moral principle and ethics as well as healthy banking business practices.

Integrity is one of the Bank's most important values. To maintain integrity, the Bank defines and applies Code of Ethics and Code of Conduct as standards and guidelines of business behavior and individual conduct as part of BII's corporate culture and good corporate governance.

Code of Ethics and Code of Conduct are developed as fundamental guidelines and integral part of BII's policies and Collective Bargaining Agreement. Code of Ethics and Code of Conduct cover issues of appropriateness based on moral values and considerations relating to integrity, professionalism, conscience, self-awareness, and positive self-image that are expected to contribute to BII's business continuity and reputation.

Code of Ethics and Code of Conduct briefly state principles, policies, and regulations that govern the Bank's activities. Code of Ethics and Code of Conduct must be abided by employees or external parties working with BII, or parties that directly or indirectly represent BII, or parties that due to their positions have access to Bank's proprietary information regularly or otherwise, or parties that can be assumed to be knowledgeable of the Bank's proprietary information.

Breach of Code of Ethics and Code of Conduct can result in severe sanctions, including termination of employment and criminal and civil penalties for parties committing the breach.

Scope of Implementation

Code of Ethics and Code of Conduct are applicable across all levels of organization and to all employees and management without exception, including contract employees and parties engaged in cooperation with the Bank or parties that directly or indirectly represent the Bank. Code of Ethics and Code of Conduct need to be understood, observed, and applied as moral, behavior, and ethical foundation in daily conduct.

The Bank expects all parties representing the Bank conduct in accordance with their integrity standard and

Kode Etik dan Pedoman Tingkah Laku Code of Ethics and Code of Conduct

dan profesional yang tinggi dalam setiap segi kegiatan mereka dan mematuhi semua ketentuan perundang-undangan yang berlaku dan kebijakan-kebijakan Perusahaan serta wajib untuk menolak segala bentuk kompromi baik untuk kepentingan pribadi maupun untuk kepentingan Perusahaan yang dapat merusak integritas tersebut.

Komitmen Pribadi Kode Etik dan Pedoman Tingkah Laku

Penerapan Kode Etik dan Pedoman Tingkah Laku diperkuat dengan adanya Pembaharuan Komitmen Pribadi atas Kode Etik dan Pedoman Tingkah Laku secara online melalui Portal BII Corporate University setiap setahun sekali.

Dalam pembaharuan komitmen tersebut diingatkan kembali hal-hal terkait kode etik dan pedoman tingkah laku dalam bentuk kuesioner yang harus dijawab.

Pengecualian pelaksanaan Komitmen Pribadi atas Kode Etik dan Pedoman Tingkah Laku secara online melalui Portal BII Corporate University yaitu untuk:

1. Karyawan Baru, yang wajib menyampaikannya secara tertulis dan ditandatangani.
2. Konsultan dan Pihak Lain yang berhubungan dengan BII (Bekerja untuk/mewakili), dan lain-lain.

Pemantauan atas pemenuhan pembaharuan Komitmen Pribadi atas Kode Etik dan Pedoman Tingkah Laku tersebut dilakukan oleh Human Capital.

Pelaksanaan Kode Etik dan Peningkatan Pengawasan internal

Sebagai salah satu wujud komitmen pelaksanaan GCG maka seluruh karyawan menjunjung tinggi pelaksanaan Kode Etik dan Pedoman Tingkah Laku serta memperhatikan prinsip kehati-hatian dalam menjalankan transaksi/kegiatan usaha perbankan.

Dalam rangka mendukung pelaksanaannya maka BII mengeluarkan aturan internal yang berkaitan dengan pelaksanaan kode etik dan meningkatkan pengawasan internal. Peningkatan pengawasan internal dilakukan secara berkala baik melalui pengarahan maupun sosialisasi yang dilakukan oleh pimpinan unit kerja maupun cabang. Selain itu Kode Etik dan Pedoman Tingkah Laku dijadikan sebagai salah satu materi pelatihan *Compliance Awareness*.

Segala keputusan ataupun tindakan harus senantiasa sesuai dengan kode etik. Selain itu seluruh karyawan agar segera melaporkan melalui mekanisme whistleblowing

the highest level of professionalism in their activities. The parties also need to comply with all existing laws and regulations and the Bank's policies, and shall decline all kinds of compromise that serves either personal interest or the Bank's interest, which may damage that integrity.

Code of Ethics and Code of Conduct Personal Commitment

Implementation of Code of Ethics and Code of Conduct is strengthened by an annual Renewal of Personal Commitment to Code of Ethics and Code of Conduct. The renewal is done online through BII Corporate University portal once a year.

Renewal process includes answering questionnaire to refresh knowledge related to code of ethics and code of conduct.

Online Personal Commitment to Code of Ethics and Code of Conduct through BII Corporate University portal is not applicable to:

1. New employees, who are required to make and sign the commitment in writing.
2. Consultants and other parties that engage BII (work for/represent), and others.

Renewal of Personal Commitment to Code of Ethics and Code of Conduct is monitored by Human Capital unit.

Code of Ethics Implementation and Increase of Renewal Monitoring

As part of the enactment of the Bank's GCG commitment, all employees strongly uphold Code of Ethics and Code of Conduct and observe prudent principles in performing banking transactions/activities.

To support implementation, BII has issued internal regulations relating to enactment of code of ethics and improve internal oversight. Improvement of internal oversight is done gradually through briefing and socialization sessions performed by unit or branch leader. In addition, Code of Ethics and Code of Conduct are incorporated in Compliance Awareness training material.

All decisions and actions need to always comply with code of ethics. All employees are also encouraged to use whistleblowing mechanism to report indications or

Kode Etik dan Pedoman Tingkah Laku Code of Ethics and Code of Conduct

jika mencurigai atau kemungkinan timbulnya suatu pelanggaran terhadap suatu undang-undang, peraturan ataupun standar etika, pedoman tingkah laku atau kebijakan BII tanpa adanya persetujuan yang benar. Keadaan dimana kepentingan pribadi berbenturan dengan kepentingan bank atau nasabah (*conflict of interest*), harus dihindari. Tetap menjaga dan mempertahankan integritas pribadi dan profesional yang luhur serta etika termasuk kepercayaan, kejujuran, moralitas dan integritas.

Sehubungan dengan *core value* BII untuk tetap menjaga dan mempertahankan integritas dan profesional serta etika, maka setiap kantor cabang perlu melakukan sosialisasi atas pelaksanaan kode etik dan meningkatkan pengawasan internal secara konsisten. Selain itu melakukan pengaturan dan pemantauan pelaksanaan cuti (*block leave*) dan melakukan mutasi-rotasi karyawan minimal 3 tahun sekali.

Transaksi Yang Mengandung Benturan Kepentingan

Selama 2014, tidak terdapat pengungkapan transaksi benturan kepentingan.

Bank telah memiliki kebijakan internal mengenai penanganan benturan kepentingan, baik yang diatur dalam anggaran dasar, ketentuan kode etik dan pedoman tingkah laku yang telah diedarkan dan wajib dipatuhi oleh setiap pengurus dan pegawai bank dimana setiap pengurus dan seluruh pegawai tanpa terkecuali telah memberikan komitmen pribadi atas kode etik dan pedoman tingkah laku BII yang diperbaharui setahun sekali.

potential of breach of the law, regulations, standard of ethics, code of conduct, or BII's policies without proper consent. Avoid any event of of conflicting interests with the Bank's or customers' (conflict of interests), and safeguard and maintain personal integrity as well as excellent ethics, trust, honesty, morality, and integrity.

In line with BII's core values to preserve and maintain integrity, professionalism, and ethics, each branch office is expected to promote code of ethics and to consistently improve internal oversight. Further, arrangement and monitoring of leave (block leave) as well as employee rotation is done at least every 3 years.

Conflict of Interest Transactions

During 2014, there was no disclosure of conflict of interest transactions.

The Bank has an internal policy concerning the management of conflict of interest, regulated in the Articles of Association, the provisions of the code of ethics and code of conduct that has been circulated, and must be obeyed by each officer and employee of the Bank. All employees of the Bank, without exception, have confirmed their personal commitment to BII code of ethics and code of conduct, and these are annually updated.

Whistleblowing merupakan salah satu sarana komunikasi yang efektif dalam mendeteksi kejadian fraud maupun yang berpotensi fraud dan penyimpangan lainnya. Melalui whistleblowing setiap karyawan didorong dan difasilitasi untuk melaporkan setiap dugaan tindakan fraud, penyimpangan atau pelanggaran yang mereka jumpai dengan itikad baik, tanpa harus khawatir bahwa tindakan melaporkan tersebut mungkin memiliki konsekuensi yang merugikan.

Pengembangan budaya dan kepedulian terhadap anti fraud pada seluruh jenjang organisasi diantaranya dilakukan melalui kebijakan whistleblowing yang merupakan salah satu elemen kunci untuk menjaga integritas serta bertujuan untuk meningkatkan transparansi dan yang mendukung sistem BII untuk memerangi praktek-praktek yang dapat merusak kegiatan dan reputasi BII. Kewajiban menyampaikan informasi adanya indikasi pelanggaran (whistleblowing) diatur melalui ketentuan internal BII yang telah diperbaharui melalui No.SE.2013.004/Dir Compliance tanggal 24 Juli 2013.

Dalam rangka meningkatkan efektivitas penerapan sistem pengendalian fraud dan GCG dengan menitikberatkan pada pengungkapan dari pengaduan (pelaporan), serta untuk menjalin kerjasama yang saling menghargai, BII mengharapkan dukungan para nasabah dan rekanan untuk dapat melaporkan kejadian-kejadian yang berhubungan dengan tindakan fraud, pelanggaran etika, kriminal, penyalahgunaan wewenang, menerima imbalan, pelanggaran ketentuan perusahaan dan hal-hal lain yang melibatkan karyawan BII dan/atau pihak-pihak yang mempunyai hubungan dengan BII.

Dengan memberikan laporan pengungkapan pelanggaran tersebut sebagai suatu informasi awal, berarti nasabah dan rekanan telah membantu BII berperan aktif dalam melaksanakan GCG dan perlindungan bagi nasabah serta rekanan.

Untuk mendukung hal tersebut maka informasi perihal Whistleblowing dapat diakses pula melalui website BII : www.bii.co.id

Tata Cara Pelaporan Indikasi Whistleblowing

Kondisi yang membuat karyawan yang menyaksikan atau mengetahui adanya pelanggaran untuk melaporkan dan pemenuhan terhadap kondisi tersebut dapat dilaksanakan antara lain melalui :

- a. Peningkatan pemahaman etika perusahaan dan membina iklim keterbukaan.

Whistleblowing is one of the effective communication tools to detect fraud, or potential occurrence of fraud, and other kinds of irregularities. Through whistleblowing mechanism, employees are encouraged and facilitated to report any suspected incidents of fraud, irregularities, or breach that they may encounter in good faith, without concern that their report may bring adverse consequences.

The anti-fraud culture and awareness are promoted at all levels of the organization, among others through whistleblowing policy that is one of the key elements to maintain integrity. Further, it is also intended to improve transparency and to support BII's system to eliminate practices that may harm BII's activities or reputation. The obligation to provide information of suspected violation (whistleblowing) is regulated by virtue of BII's internal policy, updated through No.SE.2013.004/Dir Compliance dated 24 July 2013.

In order to increase the effectiveness of fraud control system and GCG with emphasis on disclosure of reporting, and to build partnership based on mutual respect, BII welcomes reports from customers and partners on any incidents related to fraud, breach of ethics, crimes, abuse of authority, receipt of inappropriate rewards, violation of company's regulations and policies, and other incidents that involve BII's employees and/or other parties that have relationship with the Bank.

By providing such report as preliminary information, customers and partners have therefore supported BII in taking active role in implementing GCG and providing protection for customers and partners.

To that end, all information regarding Whistleblowing can be accessed through BII website: www.bii.co.id

Whistleblowing Reporting Procedure

To encourage and ensure that employees who witness or have knowledge of any breach would report such breach, the following are prerequisite:

- a. Improved understanding of company's ethics whilst fostering transparency.

Whistleblowing System

Whistleblowing System

- b. Meningkatnya kesadaran dan pemahaman yang luas mengenai manfaat dan pentingnya program Pelaporan Pelanggaran/Whistleblowing.
- c. Tersedianya saluran untuk menyampaikan pelaporan pelanggaran tidak melalui jalur manajemen yang biasa.
- d. Kemudahan menyampaikan laporan pelanggaran.
- e. Adanya jaminan kerahasiaan (confidentiality) pelapor.

- b. Improved awareness and knowledge on the benefits and importance of Whistleblowing program.
- c. Channels to make reports outside regular management channels are available.
- d. Easy reporting procedures.
- e. Assurance of whistleblower's confidentiality.

Laporan dapat disampaikan melalui 2 (dua) cara yaitu:

There are 2 (two) reporting channels available:

No	Sarana Pelaporan Whistleblowing Methods	Media Whistle Blowing
1.	E-mail	whistleblowing@bankbii.com
2.	Surat tertutup Closed Letters	Ditujukan kepada Manajemen BII Address to BII Management

Persyaratan Dan Rincian Laporan Indikasi Pelanggaran

Untuk membantu dalam menanggapi atau melakukan investigasi dari laporan, laporan whistleblowing harus merupakan laporan yang faktual, bukan spekulatif atau rumor dan harus memuat sebanyak mungkin informasi spesifik untuk memungkinkan penilaian yang tepat. Jika mungkin, laporan harus diserahkan menggunakan bukti-bukti pendukung yang dapat diverifikasi. Tanpa mengabaikan ketentuan di atas, laporan minimal berisi informasi berikut:

- a. Indikasi/fakta pelanggaran/kesalahan yang terjadi;
- b. Nama Karyawan/pihak lain yang diindikasikan terlibat;
- c. Modus/cara yang dilakukan;
- d. Kapan dan dimana terjadinya;
- e. Informasi/bukti lain yang dianggap perlu;

Untuk menjaga integritas laporan dan memastikan tindak lanjut serta penanganan yang sesuai, maka perlu dipertimbangkan bahwa laporan yang dibuat adalah laporan yang dapat dipertanggungjawabkan.

Prosedur Penanganan Laporan Whistleblowing

Setiap laporan whistleblowing yang diterima akan diadministrasikan, dikelola dan dievaluasi oleh Tim Whistleblowing untuk mendapatkan informasi awal dan menentukan tindak lanjut yang diperlukan. Dalam menentukan tindak lanjut, Tim Whistleblowing akan berkoordinasi dengan SKAI, dan apabila diperlukan, Tim Whistleblowing juga bisa berkoordinasi dengan unit kerja terkait.

Dalam hal tidak terdapat cukup informasi dari laporan yang diterima, maka Tim Whistleblowing akan melakukan hal-hal sebagai berikut:

Requirements and Details of Report of Suspected Breach

To help a report's follow-up or further investigations, whistleblowing report must be based on facts and not based on speculation rumors. The report also needs to contain as much specific information as possible to enable accurate judgement. If possible, the report needs to enclose verifiable supporting evidence. Without prejudice to the above, a whistleblowing report needs to contain at least the following information:

- a. Indication/facts of breach or violation;
- b. Name of employees/other parties indicated to be involved;
- c. Method of operations;
- d. Time and place of breach;
- e. Information/other evidence deemed necessary.

To maintain integrity of the report and ensure that appropriate follow-up and handling can be taken, a whistleblowing report also needs to be accountable.

Whistleblowing Report Handling Procedure

All whistleblowing reports are archived, managed, and evaluated by Whistleblowing Team to glean initial information and determine appropriate follow-up actions. Whistleblowing Team may coordinate with IAU to determine such actions and, if necessary, may also coordinate with relevant units.

Should a report does not contain sufficient information, Whistleblowing Team will do the following:

Whistleblowing System

Whistleblowing System

- a. Dalam hal pelapor bersedia dihubungi dan/atau memberikan informasi berupa nomor kontak atau email address yang dapat dihubungi, maka Tim Whistleblowing akan menghubungi untuk meminta tambahan informasi lebih detail/lengkap
 - b. Dalam hal pelapor tidak memberikan respon atau tidak bersedia untuk dihubungi dan/atau memberikan tambahan informasi dari pelaporannya, maka Tim Whistleblowing akan melakukan koordinasi awal dengan unit kerja SKAI untuk mendapatkan masukan apakah pelaporan yang diterima dapat ditindaklanjuti. Dalam hal pelaporan tidak dapat ditindaklanjuti, maka Tim Whistleblowing akan mendokumentasikan alasan dan pertimbangan suatu laporan tidak dapat ditindaklanjuti.
- a. Contact whistleblower to request further details/ more comprehensive information, in the condition that the whistleblower is willing to be contacted and/or provide contact number or email address.
 - b. In the condition that a whistleblower is unresponsive or is not willing to be contacted and/or to provide further details on the report, the Team will Conduct early coordination with IAU to get judgement of the whether the report is valid for follow-up. Should the report is deemed unsuitable for follow-up, Whistleblowing Team will record reasons and considerations that justify the decision.

Tugas dan wewenang dari Tim Whistleblowing:

- a. Melakukan registrasi setiap laporan whistleblowing yang diterima dalam daftar whistleblowing tracking
- b. Melakukan kajian, mengkompilasi, serta membuat ringkasan dari setiap laporan whistleblowing yang diterima termasuk melihat kelengkapan bukti-bukti pendukung yang diperlukan sebagai dasar rekomendasi untuk dilakukannya proses investigasi lebih lanjut oleh unit kerja SKAI, dan apabila diperlukan maka unit kerja lain yang relevan dapat diikutsertakan sebagai undangan/invitee.
- c. Menindaklanjuti hasil investigasi (Laporan Hasil Audit SKAI) kepada Personnel Committee. Personnel Committee merupakan komite yang dibentuk guna melakukan review dan memberikan rekomendasi yang harus dijalankan oleh unit kerja Human Capital terkait dengan pemberian sanksi yang berhubungan dengan pelanggaran/kesalahan sebagaimana diatur dalam ketentuan internal perihal Pemberian Sanksi dan/atau Fraud kepada karyawan pada semua tingkatan dan/atau jabatan.
- d. Menyampaikan laporan penanganan laporan *whistleblowing* secara periodik kepada Presiden Direktur dan Dewan Komisaris.
- e. Melakukan pengelolaan dan evaluasi laporan *whistleblowing* secara berkala.

Perlindungan Kepada Pelapor

BII berkomitmen untuk melindungi pelapor pelanggaran yang beritikad baik dan perusahaan akan patuh terhadap segala peraturan perundangan yang terkait dalam penyelenggaraan Pelaporan Pelanggaran (*Whistleblowing*). Maksud dari adanya perlindungan pelapor adalah untuk mendorong terjadinya pelaporan pelanggaran dan menjamin keamanan si pelapor maupun keluarganya.

Duties and authority of Whistleblowing Team:

- a. Registration of all whistleblowing reports in whistleblowing tracking list
- b. Review, compile, and summarize all whistleblowing reports as well as confirm sufficiency of supporting evidence as basis of recommendations for further investigations by IAU, which may involve relevant units as invitees if deemed necessary
- c. Submit IAU's investigations results to Personnel Committee. Personnel Committee is established to review and recommend to Human Capital unit the sanctions imposed on breach/violations as stipulated in internal policies on Sanctions and/or Fraud to employees of all levels and/or positions.
- d. Administer and submit whistleblowing handling report periodically to President Director and BOC.
- e. Manage and evaluate whistleblowing reports periodically.

Whistleblower Protection

BII is committed to protect whistleblowers who make their reports in good faith and the Bank shall comply with all prevailing laws and regulations concerning Whistleblowing. The purpose of whistleblower protection is to encourage future reports and to ensure the safety of whistleblowers and their family members.

Whistleblowing System

Whistleblowing System

Semua laporan pelanggaran akan dijamin kerahasiaan dan keamanannya oleh BII. Bila pelapor menyertakan identitasnya secara jelas, maka pelapor juga dijamin haknya untuk memperoleh informasi mengenai tindak lanjut atas laporannya. Hal ini juga merupakan komitmen BII dalam melindungi pelapor.

Sistem pelaporan pelanggaran memberikan fasilitas dan perlindungan (*Whistleblower protection*) sebagai berikut :

- a. Fasilitas saluran pelaporan (e-mail dan surat tertutup).
- b. Perlindungan kerahasiaan identitas pelapor. Perlindungan ini diberikan bila pelapor memberikan identitas serta informasi yang dapat digunakan untuk menghubungi pelapor. Walaupun diperbolehkan, namun penyampaian laporan secara anonim, yaitu tanpa identitas tidak direkomendasikan. Pelaporan secara anonim menyulitkan dilakukannya komunikasi untuk tindak lanjut atas pelaporan.
- c. Perlindungan atas tindakan balasan dari terlapor atau organisasi. Perlindungan dari tekanan, dari penundaan kenaikan pangkat, pemecatan, gugatan hukum, harta benda, hingga tindakan fisik. Perlindungan ini tidak hanya untuk pelapor tetapi juga diperluas hingga ke anggota keluarga pelapor.
- d. Informasi pelaksanaan tindak lanjut, berupa kapan dan bagaimana serta kepada unit kerja/institusi mana tindak lanjut diserahkan. Informasi ini disampaikan secara rahasia kepada pelapor yang lengkap identitasnya.

Perlindungan diatas tidak diberikan kepada pelapor yang terbukti melakukan pelaporan palsu dan/fitnah. Pelapor yang melakukan laporan palsu dan/atau fitnah dapat dikenakan sanksi sesuai dengan peraturan perundangan yang berlaku, misalnya KUHP pasal 310 dan 311 atau peraturan internal organisasi (Perjanjian Kerja Bersama) dan Kode Etik BII.

Sanksi Bagi Pihak Yang Terlibat

Berdasarkan hasil investigasi, para pihak/pelaku yang terbukti melakukan pelanggaran akan diberikan sanksi sebagaimana yang diatur dalam Surat Edaran dan SOP Pemberian Sanksi serta PKB yang teknis dan mekanismenya mengacu pada ketentuan dan peraturan perundang-undangan yang berlaku. Sanksi yang diberikan antara lain dapat berupa salah satu atau gabungan dari sanksi dibawah ini:

- a. Teguran/Peringatan lisan
- b. Pemindahan jabatan
- c. Penundaan Kenaikan jabatan
- d. Penundaan Kenaikan upah/gaji
- e. Pencabutan fasilitas-fasilitas yang melekat pada jabatan yang bersangkutan

BII warrants confidentiality and security of all whistleblowing reports. Should a whistleblower fully disclose his/her identity, the whistleblower will also have his/her rights guaranteed to be informed on follow-up actions taken on the report, which is also part of BII's commitment to protect whistleblowers.

Whistleblowing system provides the following forms of whistleblowing protection:

- a. Reporting channel (e-mail and sealed letter).
- b. Confidentiality assurance on whistleblower's identity. This protection is given if a whistleblower provides identity and other information that can be used to contact the whistleblower. Anonymous reports, while permissible, are not recommended, as anonymity creates constraints to communicate follow-up actions on reports.
- c. Protection is given against retaliation from reported person or organization. Protection covers protection from pressure, delayed promotion, termination of employment, litigation, asset protection, to physical actions. The protection is provided not only to the whistleblower, but also to his/her family members.
- d. Information on follow-up actions covers when, how, and which unit/institution undertakes the follow-up actions. This information is communicated confidentially to whistleblowers who fully disclose his/her identity.

Protection is not valid for whistleblowers who, in later stages, are proven to submit false reports and/or libel. Whistleblowers whose reports are false and/or a form of defamation are subject to penalties and sanctions as stipulated by prevailing laws and regulations, such as Article 310 and 311 of the Criminal Code, organization's internal policies (Collective Bargaining Agreement), and BII's Code of Ethics.

Sanctions Imposed on Parties Involved

Based on investigations, parties/perpetrators who are proven to committing breach will be sanctioned as stipulated in Circular Letter, SOP of the Imposition of Sanction, and CBA, which technicalities and mechanisms refer to applicable laws and regulations. Sanctions imposed can be one or multiple forms of the following:

- a. Verbal reprimand/warning
- b. Transfer of position
- c. Delayed promotion
- d. Delayed salary/wage increase
- e. Termination of facilities associated with a person's position

Whistleblowing System

Whistleblowing System

- f. Penurunan atau Pelepasan Jabatan
- g. Surat Peringatan sampai dengan Pemutusan Hubungan Kerja;
- h. Ganti Rugi;
- i. Sanksi pidana, bila terbukti pelanggaran dilakukan ada unsur pidananya;
- j. Sanksi lainnya sebagaimana yang diatur dalam Surat Edaran dan SOP Pemberian Sanksi serta PKB dengan teknis dan mekanismenya yang mengacu pada ketentuan dan peraturan perundang-undangan yang berlaku.

Pelaku/Pihak yang terlibat disini adalah Karyawan yang melakukan tindakan pelanggaran baik langsung maupun tidak langsung termasuk didalamnya adalah karyawan yang membantu terjadinya pelanggaran dan/atau mengetahui adanya kejadian tersebut tetapi membiarkan kejadian tersebut tetap berlangsung dan tidak melaporkannya.

Pelaksanaan dan penanganan pemberian sanksi yang berhubungan dengan pelanggaran/kesalahan sebagaimana diatur dalam SOP Pemberian Sanksi akan dilakukan melalui Personnel Committee.

Kerahasiaan dan Anonim

Kebijakan ini mendorong Karyawan untuk mencantumkan namanya dalam setiap laporan whistleblowing yang diserahkan. Apabila Karyawan pelapor menghendaki dan/atau tidak memungkinkan, laporan whistleblowing dapat dilaporkan secara anonim (tanpa nama).

Laporan yang disampaikan secara anonim hanya akan diproses apabila didukung oleh:

- Keseriusan insiden yang dilaporkan;
- Bukti-bukti yang mendukung.

Semua insiden yang dilaporkan akan diperlakukan dengan rahasia dan setiap usaha akan dilakukan, tunduk pada batasan-batasan hukum, untuk tidak mengungkapkan identitas Karyawan.

Dalam hal suatu kasus tidak dapat dilanjutkan atau tidak dapat dilakukan tindakan investigasi Tim Whistleblowing wajib memberitahukan Karyawan pelapor tersebut sebelum mengungkapkan jika Karyawan pelapor memberikan identitas dirinya.

Langkah-Langkah Pembelaan Diri

Pihak terlapor akan diberikan kesempatan untuk melakukan pembelaan diri dengan memperhatikan tingkat pelanggaran yang dilaporkan sesuai dengan pemeriksaan investigasi yang telah dilakukan.

- f. Demotion or release of position
- g. Warning Letter until Termination of Employment;
- h. Indemnification;
- i. Criminal penalty, if the breach is proven to contain elements of crimes;
- j. Other sactions as stipulated in in Circular Letter, SOP of the Imposition of Sanction, and CBA, which technicalities and mechanisms refer to applicable laws and regulations.

Perpetrators/Parties involved refer to Employees who commit breach, directly and indirectly, including employees involved as accomplice and/or have knowledge of the breach yet allowing the breach to continue by remaining silent and fail to make a report.

Imposition of sanction relating to breach/violations stipulated in Sanction Imposition SOP is executed by Personnel Committee.

Confidentiality and Anonymity

This policy encourages employees to disclose his/her name in whistleblowing reports. If the whistleblower wishes and/or the situation disallows, whistleblowing report can be made anonymously.

Anonymous reports will only be processed on the basis of:

- The gravity of reported incident;
- Sufficient evidence.

All reported incidents will be treated in a strictly confidential manner and all efforts will be carried out within the proper legal corridor to protect the identity of Employee.

In the event that a case cannot be carried forward or cannot be investigated, Whistleblowing Team must inform this to the whistleblower – provided that the whistleblower provides his/her identity.

Contestation

The reported party will be given the opportunity to contest the report in accordance with the degree of reported incident and based on investigations results.

Whistleblowing System

Laporan Whistleblowing 2014

Whistleblowing Report 2014

Perihal Subjects	Media Penyampaian Reporting Channels		Keterangan/Status Description/Status
	Surat Tertutup Closed Letters	Email	
Jenis Pengaduan Whistleblowing :			
a. Gratifikasi Gifts	-	-	
b. Pelanggaran Hukum & Regulasi Breach of Law and Regulations	-	3	Closed
c. Fraud	-	-	
d. Lainnya Others	-	10	Closed
Jumlah Pengaduan Whistleblowing	-	13	

Seleksi dan Kriteria Rekanan

Rekanan adalah vendor/supplier yang menyediakan barang/jasa ataupun melaksanakan suatu proyek yang diberikan oleh BII. Proses pemilihan dan kriteria calon rekanan dilakukan dengan memperhatikan persyaratan legalitas, kualitas serta reputasi dari perusahaan calon rekanan tersebut.

Rekanan yang Lulus Seleksi oleh Vendor Relation BII (ditunjuk BII), wajib mematuhi dan memahami ketentuan terkait Kode Etik dan Pedoman Tingkah Laku BII serta bersikap profesional dalam menyediakan barang/jasa ataupun melaksanakan kerjasama suatu proyek yang diberikan BII.

BII menetapkan kebijakan untuk membeli barang/jasa atas dasar harga, mutu, ketersediaan, syarat-syarat dan layanan yang wajar. BII berkomitmen untuk memperlakukan rekanan secara wajar dan tidak seorang pun boleh mengambil keuntungan secara tidak jujur baik dengan cara memanipulasi, menyembunyikan, menyalahgunakan informasi yang rahasia, menyajikan secara keliru fakta-fakta penting maupun melakukan praktik-praktik curang lainnya

Seluruh petugas dan pejabat yang terlibat dalam proses seleksi dan kriteria rekanan harus bersikap obyektif dan menghindari hal-hal yang dapat menimbulkan benturan kepentingan yang akan mengakibatkan persaingan yang tidak sehat serta penurunan kualitas dari hasil kerja rekanan. Selain itu secara umum dilarang menerima hadiah atau pemberian berupa apaun yang bernilai termasuk yang berupa hiburan dari rekanan.

Vendor Selection and Criteria

Partners are vendors/suppliers that provide goods/ services or parties that execute BII's projects. Vendor selection and criteria is based on legality requirements, quality, and reputation of the prospective company.

Vendors that pass Vendor Selection administered by BII Vendor Relation (approved by BII) shall comply and understand the Bank's Code of Ethics and Code of Conduct, and shall act professionally in providing goods/services or in the execution of projects assigned by BII.

BII establishes policy to procure goods/services on the basis of reasonable pricing, quality, availability, requirements, and services. BII is committed to perform reasonable treatment to its vendors and under no condition are the parties allowed to gain advantages through fraudulence by ways of manipulating, suppressing, misusing confidential information, misrepresenting important facts, or other deceitful practices.

All individuals and officers involved in the process of vendor selection and criteria shall render their objective judgment and avoid matters by which conflict of interests may arise and results in unhealthy competition or impairment of the quality of work delivered by vendors. In addition, it is generally prohibited to receive valuable gifts or rewards including any forms of entertainment from vendors.

Perkara Hukum Litigation

Dalam rangka menjalankan kegiatan usahanya, BII menghadapi beberapa perselisihan atau gugatan hukum perdata maupun pidana yang dihadapi Bank selama tahun 2014 di seluruh tingkatan pengadilan.

BII is involved in a number of disputes or civil or criminal law suits relating to its business activities. All legal actions involving BII in 2014 were brought in court.

BII melakukan analisa risiko hukum yang dihadapi, analisa hukum dilakukan berdasarkan berbagai parameter, hasil evaluasi risiko hukum secara bulanan sebagai bagian dari pengelolaan riisiko hukum sebagai bagian dari pengelolaan manajemen risiko.

BII performs legal risk analysis based on various parameters. The result of legal risk analysis is compiled on monthly basis as part of legal risk management and risk management efforts.

BII sebagai Tergugat/Terlapor

BII as Defendant

Permasalahan Hukum Lawsuit	Jumlah Total	
	Perdata Civil	Pidana Criminal
Telah selesai (telah mempunyai kekuatan hukum yang tetap) Resolved (have legally binding resolution)	12	0
Dalam proses penyelesaian In settlement process	62	1
Total	74	1

Keterangan | Description:

- Untuk Perkara Perdata | for Civil Cases:
 - 14 perkara baru sampai Desember 2014. | 14 new cases until December 2014.
 - 60 perkara belum selesai di tahun 2013. | 60 cases have not been settled in 2013.
- Untuk Perkara Pidana | for Criminal:
 - Tidak ada perkara baru sampai Desember 2014 | No new case until December 2014.
 - 1 perkara belum selesai di tahun 2013 | 1 cases have not been settled in 2013.

BII sebagai Penggugat/Pemohon/Pelapor

No	Permasalahan Hukum Lawsuit	Jumlah Total	
		Perdata Civil	Pidana Criminal
1.	Perkara berkaitan dengan pemberian Kredit Pemilikan Rumah (KPR) Cases related to mortgage loans		
	Telah selesai (telah mempunyai kekuatan hukum yang tetap) Resolved (have legally binding resolution)	12	-
	Dalam proses penyelesaian In settlement process	0	-
	Total	12	-
2.	Perkara berkaitan dengan pemberian kredit lainnya Cases related to other loans		
	Telah selesai (telah mempunyai kekuatan hukum yang tetap) Resolved (have legally binding resolution)	15	0
	Dalam proses penyelesaian In settlement process	80	1
	Total	95	1
3.	Perkara Kepailitan dan PKPU Insolvency and PKPU		
	Telah selesai (telah mempunyai kekuatan hukum yang tetap) Resolved (have legally binding resolution)	2	-
	Dalam proses penyelesaian In settlement process	1	-
	Total	3	-
4.	Perkara lainnya Other Cases		
	Telah selesai (telah mempunyai kekuatan hukum yang tetap) Resolved (have legally binding resolution)	-	1
	Dalam proses penyelesaian In settlement process	-	8
	Total	-	9

Perkara Hukum Litigation

Perkara-perkara Penting Yang Dihadapi BII

Di sepanjang tahun 2014, perkara yang dihadapi BII tersebut pada umumnya adalah perlawanan atas pelaksanaan eksekusi jaminan yang dipegang BII selaku kreditur preferen. Apabila dari perkara-perkara yang dihadapi BII ada yang diputuskan kalah oleh Pengadilan, maka putusan tersebut tidak memberikan dampak negative dan material terhadap keadaan keuangan maupun kelangsungan usaha BII.

Database perkara yang memuat seluruh daftar perkara yang dihadapi Perseroan dimonitor dan dievaluasi oleh Unit Kerja Litigation. Unit Kerja Litigation merupakan salah satu unit kerja direktorat dalam struktur organisasi Direktur yang membawahkan fungsi kepatuhan.

Perkara-perkara Penting yang sedang dihadapi oleh Anggota Dewan Komisaris dan Direksi yang sedang Menjabat

Selama tahun 2014 masing-masing anggota Dewan Komisaris dan Direksi tidak pernah tersangkut atau terlibat dalam suatu perkara perdata dan/atau pidana.

Perkara-perkara Penting Yang Dihadapi Anak Perusahaan BII

Selama tahun 2014, tidak terdapat perkara yang berkategori penting/material dan/atau yang dapat mempengaruhi kinerja BII yang dihadapi oleh PT Wahana Ottomitra Multiartha, Tbk (WOM Finance) dan PT BII Finance Center.

Penyimpangan Internal (Internal Fraud)

Yang dimaksud dengan Internal fraud adalah tindakan penyimpangan/kecurangan (fraud) yang dilakukan oleh anggota Dewan Komisaris, anggota Direksi, pegawai tetap maupun pegawai tidak tetap (honorar dan outsourcing) terkait dengan proses kerja dan kegiatan operasional Bank. Untuk keperluan presentasi laporan tahunan, informasi yang disampaikan hanya internal fraud yang berdampak finansial sebesar Rp.100.000.000 (seratus juta rupiah) atau lebih.

Dengan mengacu pada core values Bank yaitu "Integrity" Dewan Komisaris dan Direksi menerapkan prinsip zero tolerance to fraud. Berbagai penyempurnaan dilakukan dalam mendukung penegakan prinsip tersebut antara lain tersedianya internal prosedur yang memadai, memastikan terdapat dual control di setiap kegiatan perbankan, media whistleblowing, review kejadian internal fraud serta terdapatnya putusan pengadilan yang mempunyai kekuatan hukum tetap.

Significant Cases Involving BII

Throughout 2014, cases involving BII are largely contestation to execution of collateral placed with BII as preferred creditor. In any cases where the Court declares BII as the losing party, the ruling does not render adverse and material impact to BII's financial condition and business continuity.

Database that lists all cases involving BII is monitored and evaluated by Litigation Unit, one of the directorates under Director's organizational structure that oversees compliance function.

Significant Cases Involving BII's BOC and BOD Members in Office

In 2014, no members of the Board of Commissioners and Directors that are implicated or involved in civil and/or criminal cases.

Significant Cases Involving BII's Subsidiaries

In 2014, there were no significant/material cases and/or cases that may impact BII's performance involving PT Wahana Ottomitra Multiartha, Tbk (WOM Finance) and PT BII Finance Center.

Internal Fraud

Internal fraud refers to any breach/fraud committed by members of the Board of Commissioners, Board of Directors, permanent and temporary staff (honorary and outsourced), relating to the Bank's operational activities and work processes. For the purpose of annual report presentation, internal fraud presented in the report are only limited to fraud with financial impact amounting to Rp100,000,000 (one hundred million Rupiah), or above.

Founded upon the Bank's core value of "Integrity", the Board of Commissioners and Board of Directors apply zero tolerance to fraud. Enhancement efforts are carried out continuously to support the enactment of the principle, among others by providing adequate internal procedures, ensuring the presence of dual control in all banking activities, whistleblowing media, review of internal fraud incidents, and legally binding court decisions.

Penyimpangan Internal Internal Fraud	Jumlah Kasus yang Dilakukan Oleh / Total Cases by								
	Pengurus Management			Pegawai Tetap Permanent Staff			Pegawai Tidak Tetap Non Permanent Staff		
	2012	2013	2014	2012	2013	2014	2012	2013	2014
Jumlah Penyimpangan Internal Fraud Total Internal Fraud Incidents	-	-	-	1	-	-	-	-	-
• Telah diselesaikan / Resolved	-	-	-	1	-	-	-	-	-
• Dalam proses penyelesaian di internal bank / In the process of the Bank's internal settlement	-	-	-	-	-	-	-	-	-
• Belum diupayakan penyelesaiannya Pending process	-	-	-	-	-	-	-	-	-
• Telah ditindaklanjuti melalui proses hukum / Followed up through legal action	-	-	-	-	-	-	-	-	-

Penanganan Pengaduan Nasabah

Transparansi tata cara pengaduan nasabah disampaikan dalam setiap penanganan dari keluhan nasabah yang diterima terutama terkait keluhan finansial. Bank melakukan pengawasan terhadap pengaduan nasabah yang disampaikan melalui media massa dan media online ataupun media lainnya sehingga dapat ditindaklanjuti setiap keluhan nasabah yang disampaikan melalui media apapun.

Selama periode 2014 Laporan Pengaduan Nasabah yang telah dikirimkan ke Bank Indonesia per masing-masing form LKPBU adalah sebagai berikut:

Handling of Customer Complaints

Transparency of procedures for customer complaints has been submitted in all handling of customer complaints received, particularly related to financial complaints. Bank conducts customer monitoring complaints through the mass media, online media or other media, so the Bank may follow up every complaint made through any media.

During 2014, the Customer Complaint Report submitted to Bank Indonesia through LKPBU was as follows:

Periode Pelaporan 2014 Reporting Period 2014	Dilaporkan Reported	Jumlah Pengaduan Nasabah Total Customer Complaints
Q1 Januari - Maret January - March	April 2014 April 2014	Pengaduan Nasabah = 3.271 Customer Complaints = 3,271 Publikasi Negatif = 5 Negative Publication = 5 Mediasi Perbankan = 0 Banking Mediation = 0
Q2 April - Juni April - June	Juli 2014 July 2014	Pengaduan Nasabah = 2.545 Customer Complaints = 2,545 Form 604 = 26 Form 605 = 1
Q3 Juli - September July - September	Oktober 2014 October 2014	Pengaduan Nasabah = 4.417 Customer Complaints = 4,417 Form 604 = 9 Form 605 = 0
Q4 Oktober - Desember October - December	Januari 2015 January 2015	Pengaduan Nasabah = 2.905 Customer Complaints = 2,905 Form 604 = 11 Form 605 = 0

Mediasi Perbankan

Mediasi perbankan dilakukan dalam hal apabila terjadi ketidaksepakatan dalam proses penyelesaian pengaduan nasabah. Transparansi atas proses mediasi perbankan disampaikan secara langsung kepada nasabah apabila terjadi ketidaksepakatan dalam proses penyelesaian pengaduan nasabah dengan mengacu kepada aturan BI/OJK mengenai mediasi dan diatur juga secara internal melalui SOP penanganan keluhan nasabah dan SOP mediasi perbankan.

Selama 2014 Bank telah melaksanakan 1 kali proses mediasi perbankan.

Banking Mediation

Banking mediation is conducted in the event of any disagreement in the process of customer complaint settlement. Transparency of the process of banking mediation is made immediately to the customer, should disagreement occur in the process of customer complaint settlement, by referring to the provisions of the BI/FSA on mediation, and governed internally through the SOP of customer complaints settlement and SOP of banking mediation.

During 2014 Bank has conducted 1 (one) time banking mediation.

Transparansi Kondisi Keuangan dan Non Keuangan Bank

Transparency Of Bank's Financial And Non-Financial Conditions

Kebijakan dan prosedur mengenai tata cara pelaksanaan transparansi kondisi keuangan dan non keuangan dilakukan sesuai dengan tata cara, jenis dan cakupan menurut ketentuan yang berlaku dari Bank Indonesia, Otoritas Jasa Keuangan dan peraturan perundang-undangan yang berlaku.

Bank telah menerapkan transparansi kondisi keuangan dan non-keuangan Bank kepada stakeholders, termasuk mempublikasikan laporan keuangan Bank dalam surat kabar berbahasa Indonesia serta melaporkan kepada Bank Indonesia, Otoritas Jasa Keuangan dan stakeholders sesuai dengan ketentuan yang berlaku.

Penyusunan dan penyajian laporan keuangan dan non keuangan telah dilakukan sesuai dengan tata cara, jenis dan cakupan menurut ketentuan yang berlaku dari Bank Indonesia, Otoritas Jasa Keuangan dan peraturan perundang-undangan yang berlaku.

Bank juga mengirimkan laporan keuangan setiap bulan untuk dipublikasikan dalam website Bank Indonesia dan Otoritas Jasa Keuangan. Laporan keuangan publikasi triwulanan dan Laporan Keuangan Konsolidasian telah disampaikan juga kepada Bank Indonesia, Otoritas Jasa Keuangan, Bursa Efek Indonesia, Badan Pengawas Pasar Modal dan Lembaga Keuangan (Bapepam-LK).

Di informasikan secara transparan produk-produk Bank telah ditransparasikan sesuai ketentuan Bank Indonesia tentang transparansi Informasi Produk Bank dan Penggunaan Data Pribadi Nasabah.

Bank mentransparasikan tata cara pengaduan nasabah dan penyelesaian sengketa kepada nasabah sesuai ketentuan Bank Indonesia tentang Pengaduan Nasabah dan Mediasi Perbankan.

Bank telah menyusun Laporan Pelaksanaan GCG dengan isi dan cakupan sekurang-kurangnya sesuai dengan ketentuan yang berlaku.

Laporan Tahunan Bank disampaikan ke pihak-pihak sebagaimana diatur dalam ketentuan Bank Indonesia, antara lain kepada Bank Indonesia (OJK), YLKI, Lembaga Pemeringkat di Indonesia, Asosiasi Bank-Bank di Indonesia, LPPI, 2 (dua) Lembaga Penelitian bidang Ekonomi dan Keuangan serta 2 (dua) Majalah Ekonomi dan Keuangan.

Policies and procedures regarding the process for implementing the transparency of financial and non-financial conditions are conducted in accordance with the procedures, types and scope as stated in the prevailing provisions of Bank Indonesia, Financial Services Authority and other prevailing legislation.

The bank has implemented transparency of the Bank's financial and non-financial conditions to stakeholders, including publicizing the Bank's financial statement in Indonesian-language newspapers as well as reporting to Bank Indonesia, Financial Services Authority and stakeholders, in accordance with the provisions in force.

The arrangement and presentation of financial and non-financial statements have been implemented in accordance with the procedure, type and scope as stated in prevailing provisions of Bank Indonesia, Financial Services Authority and prevailing legislation.

The bank also sends a monthly report to be publicized on the Bank Indonesia and Financial Services Authority website. Publications of quarterly financial statements and Consolidated Financial Statements have also been submitted to Bank Indonesia, Financial Services Authority, Indonesia Stock Exchange, and Indonesian Capital Market and FSA.

In terms of product information, it has been made transparent according to the provisions of Bank Indonesia on Transparency of Bank Product Information and Use of Customer Personal Data.

The bank has made the procedures of the customer's complaints and dispute settlement in a transparent manner, in accordance with the provisions of Bank Indonesia on Customer Complaints and Bank Mediation.

The bank has prepared a GCG Implementation Report with content and coverage at least meeting prevailing provisions.

The Bank's Annual Report is submitted to the parties as set in the provisions of Bank Indonesia, which include to FSA, YLKI, Ratings Agency of Indonesia, the Association of Banks in Indonesia, LPPI, 2 (two) Research Institutes of Economics and Finance and 2 (two) Economics and Finance Magazines.

Transparansi Kondisi Keuangan dan Non Keuangan Bank Transparency Of Bank's Financial And Non-Financial Conditions

PEMBERIAN DANA UNTUK KEGIATAN SOSIAL DAN KEGIATAN POLITIK

Kegiatan Sosial

Pemberian dana untuk kegiatan sosial merupakan salah satu bentuk penerapan Program Tanggung Jawab Sosial Perusahaan (Corporate Social Responsibility/ CSR). Perusahaan menjalankan CSR melalui program yang dinamakan "BII Berbagi". Sejalan dengan misi Perusahaan, yakni humanizing financial services, khususnya untuk selalu berada di tengah masyarakat, Perusahaan hadir di tengah masyarakat, baik melalui produk dan layanan perbankan maupun melalui program CSR yang dilaksanakan Perusahaan, dimana program CSR Perusahaan fokus pada empat pilar, yaitu pendidikan, kegiatan mendukung hidup sehat, pemberdayaan masyarakat dan pelestarian lingkungan. Perusahaan percaya bahwa kegiatan sosial memberi dampak positif kepada khalayak yang lebih luas untuk jangka panjang.

Informasi kegiatan sosial akan dilaporkan dalam bagian khusus Program Tanggung Jawab Sosial Perusahaan dalam Laporan Tahunan ini.

Kegiatan Politik

Bank memegang teguh kode etik dan pedoman tingkah laku dalam menjalankan kegiatan usahanya. Kebijakan intern Perusahaan melarang keterlibatan karyawan maupun Perusahaan dalam kegiatan politik, termasuk memberikan dana untuk kepentingan politik.

Selama 2014 Bank tidak melakukan pemberian dana untuk kegiatan politik.

FUNDING FOR SOCIAL AND POLITICAL ACTIVITIES

Social Activity

Funding for social activities is part of the Bank's Corporate Social Responsibility (CSR) implementation. The Bank conducts its CSR through an umbrella program known as "BII Berbagi." In line with Company's mission of humanizing financial services, especially its dedication to always be in the heart of the communities, the Company extends its presence through products and services as well as CSR programs, which focus on four pillars of education, health, community empowerment, and environmental preservation. The Company believes that social activities will provide a positive impact on the wider communities over the long term.

Information of social activities is reported in a dedicated section for Corporate Social Responsibility in this Annual Report.

Political Activities

The Bank strongly adheres to its code of ethics and conduct in performing its business activities. The Company's internal policies prohibit employees and the Company from taking part in political activities, including providing funding for political interests.

During 2014, the Bank did not provide any funds for political activities.

Rasio Gaji Tertinggi dan Terendah

Yang dimaksud dengan gaji adalah hak pegawai yang diterima dan dinyatakan dalam bentuk uang sebagai imbalan dari perusahaan atau pemberi kerja kepada pegawai yang ditetapkan dan dibayarkan menurut suatu perjanjian kerja, kesepakatan, atau peraturan perundang-undangan, termasuk tunjangan bagi pegawai dan keluarganya atas suatu pekerjaan dan/atau jasa yang telah dilakukannya.

Rasio gaji tertinggi dan terendah dalam skala perbandingan berikut:

No.	Jenis Rasio Types of Ratios	Besarnya Rasio The Magnitude Ratio			
		2014	2013	2012	2011
a	Rasio gaji pegawai yang tertinggi dan terendah The ratio of the highest salary to lowest	71,90 x	70,17 x	110,6 x	112 x
b	Rasio gaji Direksi yang tertinggi dan terendah The ratio of the highest Director salary to lowest	3,02 x	3,02 x	1,7 x	2,1 x
c	Rasio gaji Komisaris yang tertinggi dan terendah The ratio of the highest Commissioner salary to lowest	1,27 x	1,28 x	1,3 x	1,3 x
d	Rasio gaji Direksi tertinggi dan pegawai tertinggi The ratio of the highest Director salary to the highest top official's	3,24 x	3,24 x	1,7 x	1,7 x

Keterangan :

Gaji yang diperbandingkan dalam rasio gaji adalah imbalan yang diterima oleh anggota Dewan Komisaris, Direksi dan pegawai per bulan. Yang dimaksud dengan pegawai adalah pegawai tetap Bank sampai batas pelaksanaan.

Highest And Lowest Salary Ratio

Salary is employee's right received and stated in monetary form as reward from the company or employer to the employee. Salary is determined and paid pursuant to a working agreement, deals, or laws and regulations, and includes benefits for the employee and employee's family members to compensate for the work and/or services rendered by employee.

The highest and lowest salary ratio is presented in the following comparison scale:

Note:

Salaries compared in the salary ratio are rewards received by members of the Board of Commissioners, Board of Directors, and employees on monthly basis. Employees refer to permanent staff members of the Bank.

SHARES OPTION

Shares option adalah opsi untuk membeli saham oleh anggota Dewan Komisaris, Direksi dan Pejabat Eksekutif Bank yang dilakukan melalui penawaran saham atau penawaran opsi saham dalam rangka pemberian kompensasi yang diberikan kepada anggota Dewan Komisaris, Direksi dan Pejabat Eksekutif Bank dan telah diputuskan dalam Rapat Umum Pemegang Saham dan/atau Anggaran Dasar Bank. Selama 2014 BII tidak memiliki program pemberian opsi saham baik kepada Dewan Komisaris, Direksi maupun kepada Pejabat Eksekutif.

BUY BACK SAHAM ATAU BUY BACK OBLIGASI BANK

Buy back saham atau buy back obligasi adalah upaya mengurangi jumlah saham atau obligasi yang telah diterbitkan oleh Bank dengan cara membeli kembali saham atau obligasi tersebut, yang tata cara pelaksanaan atau mekanismenya telah diatur sesuai dengan ketentuan-ketentuan dan persyaratan yang berlaku atau perjanjian yang disepakati.

Selama tahun 2014, Bank tidak melakukan buy back saham maupun obligasi.

SHARES OPTION

Shares option is option to purchase shares offered to members of the Bank's BOC, BOD, and Executive Officers as a form of compensation provided to members of the Bank's BOC, BOD, and Executive Officers. The decision to provide shares option is made in General Meeting of Shareholders and/or stipulated in the Bank's Articles of Association. In 2014, BII did not provide shares option to members of BOC, BOD, and Executive Officers

BANK'S SHARE BUYBACK AND BOND BUYBACK

Share or bond buyback is done to reduce the amount of shares or bonds issued by the Bank by the repurchase of shares or bonds, which procedures or mechanisms are stipulated under provisions and prevailing requirements or as per agreement.

The Bank did not perform any share or bond buyback in 2014.

Rencana Peningkatan Kualitas Penerapan Tata kelola Quality Improvement Plan on Good Corporate Governance

Rencana Strategis Bank

Rencana strategis Bank disusun dengan mengacu pada visi, misi dan arah kebijakan Bank dalam jangka panjang. Bank memformulasikan inisiatif dan langkah-langkah strategis. Berdasarkan prinsip kehati-hatian dengan memperhatikan perkembangan kondisi internal dan eksternal terkini yang dapat mempengaruhi kelangsungan usaha Bank. Implementasi dan pencapaian dari rencana kerja, baik inisiatif-inisiatif maupun langkah-langkah strategis tersebut secara rutin dievaluasi secara berkala oleh manajemen Bank agar selaras dengan visi dan misi Bank.

Pada tahun 2014, Visi dan Misi Bank telah diperbaharui selaras dengan strategi dan pengembangan Bank dalam jangka panjang.

Rencana Bisnis Bank yang merupakan penjabaran dari Visi, Misi dan Strategi Bank dalam mencapai tujuan untuk menjadi “to be leading financial services in Indonesia, driven by passionately committed and innovative people, creating value and serving communities” yang hadir ditengah-tengah komunitas, menyediakan beragam produk dan solusi bisnis yang sesuai dengan kebutuhan nasabah, serta memberikan layanan yang berkualitas tinggi.

Bank bertujuan untuk tumbuh bersama-sama dengan komunitas dan mengupayakan *empowerment* terhadap pemberdayaan komunitas di sekelilingnya.

Untuk tahun 2015 kedepan, Manajemen Bank telah menetapkan 4 (empat) pilar aspirasi arah kebijakan dan langkah strategis Bank untuk memperkuat fundamental Bank dan memastikan pertumbuhan usaha yang dimiliki Bank. Dan untuk mendukung rencana pertumbuhan yang berkesinambungan, Bank masih terus menjalankan program transformasi Bank baik di kantor pusat maupun di tingkat wilayah dan cabang. Dengan dasar-dasar yang telah dibangun selama ini, manajemen Bank berkomitmen untuk melanjutkan program transformasi tersebut dengan melakukan penyempurnaan.

Bank's Strategic Plan

The Bank's Strategic Plan is prepared in accordance with vision, mission, and the Bank's long-term business policy direction. The Bank defines its strategic initiatives and programs and presented them as Bank's Business Plan (RBB), which further adjusted through Revised Bank's Business Plan (Revised RBB). The formulation process heeds prudential principle and takes into account latest development of internal and external conditions that may impact the Bank's business. Implementation and achievement of work plan as well as strategic initiatives and steps are regularly evaluated by the Bank's management to ensure their consistency with the Bank's vision and mission.

In 2014, the Bank's Vision and Mission are renewed as aligned with the Bank's strategy and long term business development.

The RBB elaborates the Bank's Vision, Mission, and Strategy that the Bank employs in its endeavors to be the “to be leading financial services in Indonesia, driven by passionately committed and innovative people, creating value and serving communities”.

The Bank is committed to grow with communities and seeks to empower its surrounding communities.

Going forward in 2015, the Bank's Management has defined 4 (four) pillars of policy and strategic directives to strengthen the Bank's fundament and ensure business growth. To support sustainable growth, the Bank is continuing transformative programs at head office, regional, and branch office levels. With the foundation that the Bank has, BII's management is committed to continue the transformative journey by introducing enhancements.

Rencana Peningkatan Kualitas Penerapan Tata kelola Quality Improvement Plan on Good Corporate Governance

Rencana strategis Bank didukung sepenuhnya oleh pemilik yang antara lain tercermin dari komitmen dan upaya pemilik (Grup Maybank sebagai pemegang saham utama) untuk mendukung dan memperkuat permodalan Bank. Sebagai salah satu upaya untuk memperkuat permodalan dan mendukung pertumbuhan aset secara berkelanjutan, Bank telah berhasil merealisasikan penerbitan Rights Issue VII sebesar Rp 1,5 triliun melalui mekanisme Penawaran Umum Terbatas (PUT) pada tanggal 24 Desember 2014.

BII bersama Grup Maybank secara berkala melaksanakan pembaharuan (*update*) dan diskusi atas kebutuhan strategis Bank. Pengukuran kinerja keuangan Bank serta review kinerja dari setiap unit bisnis yang ada pada Bank dilakukan secara rutin setiap bulan sehingga Bank dapat segera mengambil action plan untuk mencapai target tahunan yang telah ditetapkan.

Dewan Komisaris Bank juga senantiasa memberikan arahan dan masukan atas kinerja yang berhasil dicapai Bank untuk memastikan kesinambungan peningkatan usaha Bank di masa mendatang.

Dewan Komisaris melaksanakan fungsi pengawasan terhadap pelaksanaan Rencana Bisnis Bank (RBB) dengan melakukan evaluasi kinerja Bank secara rutin setiap bulannya. Laporan hasil Pengawasan Dewan Komisaris telah disampaikan ke regulator sesuai ketentuan yang berlaku. Bank juga telah menyampaikan Laporan Realisasi kinerja keuangan Bank selama tahun 2014 dengan tepat waktu ke regulator.

Rencana Bisnis Bank (RBB) tahun 2014-2016 maupun Revisi RBB tahun 2014-2016 telah dipresentasikan oleh Direksi Bank kepada Dewan Komisaris dan disetujui oleh Dewan Komisaris melalui Rapat Dewan Komisaris pada tanggal 27 November 2013 untuk RBB dan tanggal 30 Juni 2014 untuk Revisi RBB.

Sedangkan RBB tahun 2015-2017 telah dipresentasikan oleh Direksi Bank kepada Dewan Komisaris dan telah mendapat persetujuan melalui Rapat Dewan Komisaris pada tanggal 21 November 2014 serta telah disampaikan ke regulator tepat waktu sesuai ketentuan yang berlaku.

The Bank's strategic plan receives full support from the Bank's owner (Maybank Group as majority shareholder), which among others is reflected from the owner's commitment and efforts to support and strengthen the Bank's capital. To that end, and to support continuous growth of assets, the Bank on 24 December 2014 exercised Rights Issue VII amounting to Rp1.5 trillion through Limited Public Offering.

BII and Maybank Group periodically update and discuss the Bank's strategic needs. On monthly basis, the Bank's measures its financial performance and performance of business units, which results are used to develop action plan in order to achieve the agreed annual targets.

The Bank's Board of Commissioners also contributes by consistently providing direction and feedback on the Bank's performance to ensure the Bank's sustainable growth in the future.

The Board of Commissioners performs oversight function on RBB implementation by evaluating Bank's performance on monthly basis. The Board of Commissioners Oversight Report is submitted to regulators as required. The Bank also submits Bank's Realization Report of financial performance in 2014 to regulators in timely manner.

The RBB for 2014-2016 period and Revised RBB for 2014-2016 period has been presented by the Bank's BOD to BOC. The BOC granted its approval in BOC Meeting on 27 November 2013 for RBB and in BOC Meeting on 30 June 2014 for Revised RBB.

The RBB for 2015-2017 period has been presented by the Bank's Board of Directors to the Board of Commissioners, which has granted its approval in the Board of Commissioners Meeting on 21 November 2014. The document and its approval have been reported to regulators in timely manner and in accordance with applicable regulations.

Rencana Peningkatan Kualitas Penerapan Tata kelola Quality Improvement Plan on Good Corporate Governance

Direksi Bank telah mengkomunikasikan Rencana Korporasi dan Rencana Bisnis Bank serta perkembangan kinerja Bank kepada Pemegang Saham Bank dan seluruh jenjang organisasi yang ada pada Bank, melalui:

- Rencana Korporasi (*corporate plan*) hingga 3 tahun ke depan telah dipresentasikan kepada pemegang saham dan juga kepada karyawan Bank melalui meeting khusus.
- BII Townhall Meeting dan Maybank Townhall Meeting yang diadakan pada setiap kuartal sebagai sarana komunikasi internal untuk menyampaikan kebijakan dan strategi manajemen serta hasil-hasil yang telah dicapai. Townhall Meeting merupakan forum komunikasi yang dihadiri oleh top manajemen, senior manajemen, pimpinan regional, pimpinan cabang, dan para serikat pekerja untuk menginformasikan kinerja perusahaan serta inisiatif-inisiatif yang sedang dan akan dilaksanakan.
- Melakukan up date perkembangan kinerja dan rencana Bank tahun 2014 pada Maybank *Board Meeting*.
- Menyelenggarakan *Public Expose* pada tanggal 28 November 2014.
- Melakukan *up date* perkembangan kinerja secara berkala pada Website perusahaan.

Direksi Bank telah melaksanakan Rencana Bisnis Bank secara efektif melalui hal-hal sebagai berikut:

- Menetapkan sasaran yang tercantum dalam Rencana Bisnis Bank menjadi KPI (*Key Performance Indicator*) masing-masing unit kerja. Pencapaian realisasi RBB 2014 yang dievaluasi dari waktu ke waktu untuk memastikan agar target tahunan dapat tercapai.
- Membuat *forecast* berdasarkan pencapaian terakhir dan melakukan monitoring secara intensif.
- Membentuk *task force* untuk memonitor mengimplementasikan rencana bisnis sehingga pencapaian kinerja dapat tercapai.

The Bank's Board of Directors has communicated Corporate Plan, RBB, and performance update to Shareholders and all levels of organization, through:

- Corporate plan for the next 3 years is presented to shareholders and Bank's employees in a special meeting.
- Quarterly BII Townhall Meeting and Maybank Townhall Meeting as internal communications forums to announce policies and management's strategies as well as results achieved. Townhall Meeting is a communications forum attended by top management, senior management, regional leaders, branch leaders, and employee unions where Bank's performance and existing and future initiatives are addressed.
- Maybank Board Meeting for performance update and discussion on the Bank's 2014 plan
- Public Exposé was held on 28 November 2014.
- Periodically updating the Bank's performance in the corporate Website.

The Bank's Board of Directors has executed RBB effectively by:

- Translating targets in RBB into KPI (Key Performance Indicator) of each unit. Realization of RBB 2014 is evaluated on ongoing basis to ensure that annual targets are achieved.
- Formulating forecast based on last achievement and conducting intensive monitoring.
- Establishing task force to monitor implementation of business plan and ensure target achievement.

Rencana Peningkatan Kualitas Penerapan Tata kelola Quality Improvement Plan on Good Corporate Governance

Seiring dengan kondisi pasar yang penuh tantangan, pada akhir tahun 2014 Bank membukukan Laba bersih lebih rendah dibanding periode tahun sebelumnya yang terutama disebabkan oleh peningkatan Biaya Provisi (CKPN) sebagai dampak dari penurunan kualitas kredit beberapa debitur korporasi yang mengalami penurunan bisnis akibat dampak dari kondisi pasar. Penyebab utama lainnya adalah tekanan terhadap marjin bunga bersih Bank serta *fee income* yang berhasil diperoleh pada tahun 2014 masih lebih rendah dibanding periode yang sama tahun sebelumnya. Namun demikian berbagai upaya perbaikan untuk meningkatkan kinerja terus dilakukan.

Berikut beberapa inisiatif penting telah dilakukan dalam upaya perbaikan yaitu:

- Melakukan *re-profiling* debitur di segmen perbankan korporasi (Global Banking) dengan menjadi fokus pada korporasi besar lokal dan Badan Usaha Milik Negara (BUMN).
- Menetapkan mekanisme pengawasan secara ketat terhadap debitur melalui *Early Alert Mechanism & Watch list account monitoring*.
- Memperketat prosedur persetujuan kredit dan menerapkan batas dan matriks persetujuan baru untuk memastikan pengendalian yang lebih ketat serta pemantauan intensif atas portofolio yang ada.

Selain itu terdapat beberapa perkembangan penting yang positif yang berhasil dicapai pada tahun 2014, antara lain:

- Mesin pertumbuhan di segmen Business Banking (BB) dan Retail Banking (RB) tetap berjalan dengan baik dan dengan pasar yang masih sangat potensial. *Launching Shariah First Strategy* pada bulan Juni 2014.
- Pertumbuhan bisnis mikro (kredit dan dana) dengan kualitas kredit yang terjaga dengan baik.
- Kinerja Kantor Regional dan Cabang menunjukkan trend yang positif. Terdapat penurunan yang signifikan pada jumlah kantor cabang yang merugi.

In line with challenging market conditions, at the end of 2014 the Bank recorded lower Net Income than the preceding period. This is largely due to increase of Provisions (Allowance for Impairment Losses) resulted from declining credit quality of several corporate debtors whose business are impacted by adverse market conditions. Other driver is pressure on NIM and Fee Income generated in 2014, which are lower than the previous year. However, the Bank has taken continuous efforts to boost performance.

Several key initiatives to improve performance include:

- Debtor re-profiling in corporate banking segment (Global Banking) and defining focus on large scale corporations and State Owned Enterprises (SOE).
- Applying stringent monitoring mechanism on debtors through Early Alert Mechanism & Watch list account monitoring.
- Applying stricter credit approval procedure and determining new limit and approval matrix to ensure more rigorous control. The Bank also exerted intensive monitoring on existing portfolio.

Further, some positive growth achievements in 2014 include:

- Growth drivers Business Banking and Retail Banking segments are performing strongly with highly potential markets. Shariah 1st Strategy was launched in June 2014.
- Micro business growth (lending and funding) with robust credit quality.
- Performance of Regional and Branch Offices are showing positive trend. There is a significant drop in the number of branch offices that book losses.

Rencana Peningkatan Kualitas Penerapan Tata kelola Quality Improvement Plan on Good Corporate Governance

Dalam upaya untuk memperkuat permodalan dan mendukung pertumbuhan usaha yang berkesinambungan:

- Selama 2014, BII telah melaksanakan beberapa aksi korporasi untuk memperkuat struktur pendanaan jangka panjang dan peningkatan permodalan. Pada Juli 2014, BII berhasil melakukan penerbitan Obligasi Subordinasi Berkelanjutan II Tahap I Bank BII Tahun 2014 sebesar Rp1,5 triliun dan Sukuk Mudharabah Berkelanjutan I Tahap I Bank BII Tahun 2014 sebesar Rp300 miliar.
- Pada Desember 2014, BII menyelesaikan Rights Issue VII untuk memperkuat modal inti (Tier 1). Rights Issue VII Bank telah meningkatkan modal Tier 1 sebesar Rp1,5 triliun.

Momentum pertumbuhan yang telah berhasil dicapai diharapkan dapat terjaga baik dan terus ditingkatkan secara berkesinambungan sehingga mampu meningkatkan pangsa pasar dengan kualitas aset yang baik.

Efforts to strengthen capital and support sustainable business growth include:

- Throughout 2014, BII conducted a number of corporate actions to strengthen long term funding and capital enhancement. In July 2014, BII issued Shelf Registration Subordinated Bonds II Bank BII Tier 1 Year 2014 in the amount of Rp1.5 trillion and Shelf Registration Sukuk Mudharabah Phase I Bank BII Year 2014 amounting to Rp300 billion.
- In December 2014, BII exercised Rights Issue VII to strengthen core capital. The Bank's Rights Issue increased Tier 1 capital to Rp1.5 trillion.

The Bank expects to maintain this growth momentum and improve them sustainably in order to achieve strong market share with sound asset quality.



**Laporan GCG
Unit Usaha Syariah
2014
GCG Report
Shariah Business Unit**

PENDAHULUAN

Seiring dengan pertumbuhan dan perkembangan aktivitas perbankan Syariah di Indonesia yang pesat saat ini, penerapan tata kelola perusahaan yang baik atau *Good Corporate Governance* (GCG) dan pemenuhan prinsip Syariah (*Shariah compliance*) menjadi aspek yang sangat penting dalam pengelolaan perbankan agar dapat memberikan perlindungan terhadap kepentingan *stakeholder*.

OVERVIEW

As Shariah banking activities in Indonesia continue to grow and thrive, the implementation of Good Corporate Governance (GCG) and Shariah compliance are now critical elements in banking management as ways to safeguard the interests of stakeholders.

Sesuai dengan Peraturan Bank Indonesia (PBI) No.11/33/PBI/2009 tanggal 7 Desember 2009 dan Surat Edaran Bank Indonesia (SEBI) No.12/13/DPbS tanggal 30 April 2010 tentang Pelaksanaan Good Corporate Governance bagi Bank Umum Syariah dan Unit Usaha Syariah, pelaksanaan GCG perbankan Syariah berlandaskan pada lima prinsip dasar. Pertama, transparansi (*transparency*), yaitu keterbukaan dalam mengemukakan informasi yang material dan relevan serta keterbukaan dalam proses pengambilan keputusan. Kedua, akuntabilitas (*accountability*), yaitu kejelasan fungsi dan pelaksanaan pertanggungjawaban organ bank sehingga pengelolaannya berjalan secara efektif. Ketiga, pertanggungjawaban (*responsibility*), yaitu kesesuaian pengelolaan bank dan peraturan perundang-undangan yang berlaku dan prinsip-prinsip pengelolaan bank yang sehat. Keempat, profesional (*professional*), yaitu memiliki kompetensi, mampu bertindak obyektif dan bebas dari pengaruh/tekanan dari pihak manapun (*independen*) serta memiliki komitmen yang tinggi untuk mengembangkan bank Syariah. Kelima, kewajaran (*fairness*), yaitu keadilan dan kesetaraan dalam memenuhi hak-hak *stakeholders* berdasarkan perjanjian peraturan perundang-undangan yang berlaku.

Tahun 2014 merupakan tahun dimana PT Bank Internasional Indonesia, Tbk (“BII”) semakin memantapkan bisnis Syariah pada Unit Usaha Syariah (“UUS”) melalui strategi ‘Shariah First’ yang sukses dilaksanakan di semua cabang yang memiliki Layanan Syariah. Selain itu, BII UUS terus berkomitmen melanjutkan peranan aktif dalam penerapan GCG dengan meluncurkan Kebijakan Kepatuhan Syariah (*Shariah Compliance Policy/SCP*) yang merupakan ringkasan prinsip-prinsip Syariah yang diterapkan untuk memastikan pemenuhan prinsip Syariah dalam kegiatan usaha Syariah Bank.

DIREKTUR UUS

Sesuai dengan ketentuan mengenai GCG, Direktur UUS bertanggung jawab penuh atas pelaksanaan pengelolaan UUS berdasarkan prinsip kehati-hatian dan prinsip Syariah. Berdasarkan hasil Rapat Umum Pemegang Saham (“RUPS”) BII pada 11 November 2013, Direktur UUS pada BII UUS dijabat oleh Taswin Zakaria yang juga merupakan Presiden Direktur BII. Penunjukan Direktur UUS ini telah memperoleh persetujuan dari Otoritas Jasa Keuangan (OJK) melalui surat No.S.114/PB.13/2014 tanggal 9 Oktober 2014 perihal Permohonan Persetujuan Calon Direktur Unit Usaha Syariah (UUS) PT Bank Internasional Indonesia, Tbk.

In accordance with Bank Indonesia Regulation (PBI) No.11/33/PBI/2009 dated 7 December 2009 and Bank Indonesia Circular Letter (SEBI) No.12/13/DPbS dated 30 April 2010 on the Implementation of Good Corporate Governance for Shariah Commercial Bank and Shariah Business Unit, there are five core principles in the GCG implementation of Shariah banking. First is transparency concerning the disclosure of material and relevant information as well as transparency in decision-making. Second is accountability, which delineates the clarity of function and responsibility performance of bank's organs to ensure effective management of the bank. Third is responsibility regarding the bank's management conformity with applicable regulations and sounds banking management principles. Fourth is professional, which demands the bank to have the competence, ability to take objective actions, and to be free from influence/pressure from any parties (*independent*). The bank must also have strong commitment to develop Shariah bank. The fifth principle, fairness, articulates about the fairness and equality in fulfilling the rights of stakeholders that arise from agreements or prevailing laws and regulations.

In 2014, PT Bank Internasional Indonesia, Tbk (“BII”) continued to strengthen shariah business under Shariah Business Unit (“UUS”). The Bank introduced ‘Shariah First’ strategy that was successfully implemented in all branches with office channeling services. In addition, BII UUS remained committed to take active role in GCG implementation by launching Shariah Compliance Policy (SCP). SCP containing summary of applicable Shariah principles to ensure compliance of the bank's activity with Shariah principles.

DIRECTOR IN CHARGE OF UUS

Pursuant to GCG policy, Director In Charge of UUS is fully responsible for UUS management based on sounds and prudential banking management as well as Shariah principles. In accordance with resolutions of General Meeting of Shareholders (“GMS”) BII held on 11 November 2013, the position of Director in Charge of BII UUS is presently held by Taswin Zakaria, who concurrently serves as BII President Director. The appointment as Director in Charge of UUS has obtained approval from Financial Services Authority (Otoritas Jasa Keuangan/OJK) through of letter No.S.114/PB.13/2014 dated 9 October 2014 concerning Proposal for Approval of Candidate of Director in Charge of Shariah Business Unit (UUS) of PT Bank Internasional Indonesia, Tbk.

Profil Direktur UUS
Profile of Director in charge of UUS

Taswin Zakaria

Presiden Direktur | Direktur UUS
President Director | Director in charge of UUS

Warga Negara Indonesia, 46 tahun.
Presiden Direktur BII
sejak 11 November 2013.

Indonesian Citizen, 46 years old.
Serves as BII President Director
since 11 November 2013.



Pengalaman

Sebelumnya beliau menjabat sebagai Komisaris Independen BII sejak 16 Desember 2003 sampai dengan 11 November 2013. Beliau juga Komisaris Independen PT Jasa Angkasa Semesta Tbk (2005-2013), Presiden Direktur PT Indonesia Infrastructure Finance (2010-2011), Direktur Barclays Bank Plc untuk Indonesia dan Kepala Regional Asia pada Alternate Capital Market/ Islamic Finance (2001-2003). Beliau juga menjabat Vice President Deutsche Bank AG Jakarta dan Kepala Divisi Debt Capital Market dan Liability Risk Management (1997-2001). Beliau memulai karir perbankan di Citibank NA Jakarta sebagai Kepala Divisi Corporate Restructuring dan Project Finance (1992-1997).

Kualifikasi

Sarjana Akuntansi dengan predikat Cum Laude dari The Ohio State University pada 1991.

Tugas dan Tanggung Jawab

Taswin Zakaria bertanggung jawab untuk menetapkan strategi bisnis dan memberikan arahan secara menyeluruh atas operasional bisnis Bank, serta secara langsung mengawasi pengembangan bisnis Perbankan Syariah dan membawahi unit kerja Internal Audit.

Keanggotaan Komite:

- Ketua Komite Manajemen Risiko
- Ketua Komite Assets & Liabilities Management
- Ketua IT Steering Committee
- Ketua Komite Human Capital

Training/Seminar/Workshop Syariah:

Syariah Training/Seminar/Workshop:

Tanggal Date	Syariah Training/Seminar/Workshop	Penyelenggara Organizer
5 Juni 2014 / 5 June 2014	Executive Distance Learning on Islamic Banking Training	Karim Consulting Indonesia
8 Oktober 2014 / 8 October 2014	Shariah Banking for Executives	LPPI

Experience

He served as Independent Commissioner of BII since 16 December 2003 to 11 November 2013. He has also served as Independent Commissioner of PT Jasa Angkasa Semesta Tbk (2005-2013), President Director of PT Indonesia Infrastructure Finance (2010-2011), and Director of Barclays Bank Plc for Indonesia and Head of Regional Asia for Alternate Capital Market/ Islamic Finance (2001-2003). He was Vice President of Deutsche Bank AG Jakarta and Head of Debt Capital Market and Liability Risk Management (1997-2001). He started his career in banking at Citibank NA Jakarta as Head of Corporate Restructuring and Project Finance (1992-1997).

Qualification

Bachelor in Accounting, graduated Cum Laude from The Ohio State University in 1991.

Role and Responsibility

Taswin Zakaria is primarily responsible to establish business strategies and to provide overall direction for the Bank's business operations as well as directly overseeing the development of Shariah Banking and Internal Audit unit of the Bank.

Committee Membership:

- Chairman of Risk Management Committee
- Chairman of Assets & Liabilities Management Committee
- Chairman of IT Steering Committee
- Chairman of Human Capital Committee

Laporan GCG Unit Usaha Syariah GCG Report Shariah Business Unit

Tugas & Tanggung Jawab Direktur UUS

Tugas dan tanggung jawab Direktur UUS meliputi:

Duties and Responsibilities of Director in Charge of UUS

Duties and responsibilities of Director in Charge of UUS are:

Akuntabilitas Utama Key Accountabilities	Aktivitas Utama Key Activities	Hasil Output
Bertanggung jawab terhadap strategi pengembangan UUS Responsible for UUS development strategies	<ol style="list-style-type: none"> Menyusun strategi bisnis UUS 3 sampai dengan 5 tahun ke depan. Menyusun Rencana Kerja Anggaran Tahunan (RKAT) UUS. 	Rencana Kerja Anggaran Tahunan Annual Business and Budget Plan
Bertanggung jawab penuh atas pelaksanaan pengelolaan UUS berdasarkan prinsip kehati-hatian dan prinsip Syariah Fully responsible for the implementation of UUS management based on prudent and Shariah principles.	<ol style="list-style-type: none"> Bersama Dewan Pengawas Syariah (DPS) mengawasi kegiatan perbankan UUS, baik produk maupun jasa Syariah agar sesuai dengan prinsip Syariah serta melakukan analisa terhadap temuan audit dan/atau rekomendasi dari hasil pengawasan OJK, auditor intern dan/ atau auditor ekstern. Menerima dan menindaklanjuti Laporan Hasil Pengawasan DPS setiap semesteran yang berisi laporan pelaksanaan atas kesesuaian produk dan jasa Bank dengan fatwa DSN dan opini Syariah atas pedoman operasional dan produk yang dikeluarkan oleh UUS. Menindaklanjuti temuan audit dan/atau rekomendasi dari hasil pengawasan OJK, auditor intern dan/atau auditor ekstern. 	<ol style="list-style-type: none"> Tindak lanjut pengawasan DPS dan Audit. Laporan GCG UUS. Laporan Profil Risiko UUS.
	<ol style="list-style-type: none"> Oversee UUS banking activities together with Shariah Supervisory Board (SSB) – including Sharia products and services to ensure their compliance with Shariah principles – and analyze audit findings and/or recommendation from OJK, internal auditor, and/or external auditor. Accept and follow-up SSB Monitoring Report submitted every semester that details the implementation of the Bank's products and services adherence to DSN fatwa and Shariah opinion on operating guidelines and products issued by UUS. Follow-up audit findings and/or recommendations from OJK, internal auditor and/or external auditor. 	<ol style="list-style-type: none"> Follow up SSB and Audit reports. UUS GCG report. UUS Risk Profile Report.

Pengembangan Bisnis dan Layanan BII UUS

Pengembangan usaha BII dengan menggarap bisnis Syariah sebagai prioritas usahanya telah menunjukkan hasil yang signifikan. Tahun 2014, BII UUS telah berhasil menerapkan secara penuh model bisnis yang baru yaitu *'product @ sales support management'* dari sebelumnya *'monoline business'*, dimana fungsi BII UUS selain bertanggung jawab penuh atas kinerja UUS namun juga menjadi unit yang mengelola pengembangan produk dan mendukung kegiatan pemasaran produk Syariah serta mendukung bisnis BII dengan diferensiasi produk Syariah yang dikembangkan untuk memenuhi kebutuhan nasabah di seluruh segmen, yakni Perbankan Ritel, Perbankan Bisnis dan Perbankan Global.

BII UUS Business and Services Development

BII's business development strategy that focuses on Shariah business has generated significant results. In 2014, BII UUS successfully implemented fully its new business model, *'product & sales support management'* and moved from its previous business model of *'monoline business'*. With this shift, BII UUS is not only taking full responsibility of the overall Shariah performance, but also the unit that manages product development and marketing of Shariah products as well as supports BII business by differentiating Shariah products to meet the needs of customers across segments – Retail Banking, Business Banking, and Global Banking.

Selama 2014, BII UUS telah sukses menerapkan strategi baru dan menyelesaikan program kerja dan proyek untuk mendukung pencapaian kegiatan usaha Syariah, yaitu:

Strategi 'Shariah First'

Pada 2014, Manajemen BII menerapkan strategi 'Shariah First' yang merupakan strategi dimana *frontliners* akan menawarkan produk-produk Syariah kepada nasabah baru maupun eksisting dengan mengedepankan keunggulan produk Syariah. Strategi ini diharapkan dapat memperluas cakupan bisnis BII serta memberi nilai tambah bagi nasabah.

Strategi 'Shariah First' menjadi kelanjutan inisiatif BII UUS yang telah sukses diimplementasikan pada tahun sebelumnya yaitu penyesuaian model bisnis BII UUS sebagai penyedia produk & jasa Syariah dan manajemen pemasaran serta penataan ulang (*re-alignment*) struktur pengelolaan cabang-cabang Syariah.

E-Learning of Shariah Banking

Untuk mendukung penerapan strategi 'Shariah First', BII UUS terus berupaya untuk meningkatkan pengetahuan dan kemampuan di bidang perbankan Syariah melalui program sosialisasi dan edukasi perbankan Syariah kepada seluruh karyawan BII melalui *Shariah Business School Online Training* yang sudah dimulai sejak 2013. Pada 2014, BII UUS meluncurkan *e-Learning Comprehension of Shariah Banking* sebagai kelanjutan *e-Learning Foundation of Shariah Banking* serta menyelenggarakan Classroom Training yang meliputi '*Tips & Tricks Selling Shariah Banking Products*' dan '*Train the Trainers*' dan *roll-out* pelatihan Perbankan Syariah di seluruh regional di Indonesia.

Shariah Compliance Policy (SCP)

Pada 2014, BII UUS meluncurkan Kebijakan Kepatuhan Syariah (*Shariah Compliance Policy/SCP*) yang merupakan ringkasan prinsip-prinsip Syariah sesuai fatwa-fatwa Dewan Syariah Nasional – Majelis Ulama Indonesia (DSN-MUI) dan peraturan perbankan Syariah. SCP ini dikembangkan untuk meningkatkan kontrol dalam pemenuhan prinsip Syariah dalam kegiatan usaha Syariah Bank. SCP ini merupakan bagian dari Kerangka Kerja Tata Kelola Syariah (*Shariah Governance Framework/SGF*) yang telah diimplementasikan pada 2013 sebagai *framework* dalam mengelola kepatuhan Syariah pada tingkat Bank.

Throughout 2014, BII UUS successfully implemented a new strategy and completed its work programs as well as projects to support Shariah activities:

'Shariah First' Strategy

In 2014, BII's management implemented 'Shariah First' strategy. With this strategy, frontliner staff will offer Shariah products to both new and existing customers, emphasizing on the advantages of Shariah products. This strategy aims to broaden the coverage of BII's business and to create added value for customers.

'Shariah First' strategy builds upon BII UUS's initiative that was successfully implemented in the previous year. The initiative enhanced BII UUS's business model as provider of Shariah products and services, marketing management, and management structure re-alignment for Shariah branch offices.

E-Learning of Shariah Banking

To support 'Shariah First' strategy implementation, BII UUS builds and develops knowledge and capacity on Shariah banking through socialization and education program available for all employees of BII. The program namely *Shariah Business School Online Training*, commenced in 2013. In 2014, BII UUS launched *e-Learning Comprehension of Shariah Banking*, continuing the *e-Learning Foundation of Shariah Banking* and organized a Classroom Training that covered topics such as '*Tips & Tricks Selling Shariah Banking Products*' and '*Train the Trainers*'. BII also rolled out Shariah Banking training across regions in Indonesia.

Shariah Compliance Policy (SCP)

In 2014, BII UUS launched Shariah Compliance Policy/ (SCP) that summarizes Shariah principles in accordance with the fatwas issued by National Shariah Board – Indonesian Ulema Council (DSN-MUI) and Shariah banking policies. SCP is developed to increase control on Shariah compliance with respect to Shariah banking activities. SCP is part of Shariah Governance Framework (SGF) that was implemented in 2013 as the framework in managing bank-wide Shariah compliance.

Laporan GCG Unit Usaha Syariah GCG Report Shariah Business Unit

Dengan SCP, Bank dapat secara efektif dan efisien mengkomunikasikan dan melaksanakan ketentuan-ketentuan Syariah kepada internal *stakeholder* untuk memastikan pemenuhan kepatuhan Syariah dalam kegiatan usaha Syariah Bank. Sebagai kebijakan, SCP menjadi dasar dalam penyusunan ketentuan-ketentuan internal Bank yang menyangkut pemenuhan prinsip Syariah dalam menjalankan kegiatan usaha Syariah.

Sosialisasi, edukasi dan *awareness* perbankan Syariah

BII UUS senantiasa berpartisipasi aktif dalam kegiatan sosialisasi dan edukasi perbankan Syariah yang diprakarsai oleh OJK bersama dengan Asosiasi Bank Syariah Indonesia (Asbisindo), BUS dan UUS serta BPRS melalui 'Expo iB Vaganza' maupun kegiatan *awareness* Syariah lainnya.

Kegiatan ini bertujuan untuk mempromosikan perbankan Syariah kepada masyarakat melalui program edukasi, sosialisasi dan promosi perbankan Syariah yang mudah dimengerti, pengembangan produk, pemutakhiran, kualitas layanan perbankan Syariah yang sesuai dengan kebutuhan riil masyarakat dan dunia usaha pengguna jasa perbankan, perluasan jaringan kantor dan inovasi berbagai bentuk saluran penyediaan layanan perbankan Syariah yang mudah dan efisien, serta menjangkau seluruh lapisan masyarakat, dan peningkatan daya saing baik dari sisi biaya jasa dan pembiayaan perbankan yang murah, serta tingkat manfaat atau *return* investasi yang bersaing dalam menggunakan jasa perbankan Syariah.

Selama 2014, kegiatan sosialisasi dan edukasi perbankan Syariah BII UUS adalah sebagai berikut:

Tanggal / Date	Event	Lokasi / Location
19-22 Juni / June 2014	Expo iB Vaganza	Depok
14-17 Agustus / August 2014	Expo iB Vaganza	Bekasi
3-9 November 2014	Indonesia Sharia Economic Festival (ISEF)	Surabaya
6-9 November 2014	Expo iB Vaganza	Malang

Pengembangan Organisasi

Untuk meningkatkan bisnis Syariah, Manajemen BII melakukan penyesuaian strategi bisnis BII secara keseluruhan dengan mengembangkan BII UUS sebagai '*product @ sales support management*'.

Pengembangan organisasi BII UUS terus dilakukan untuk mendukung penerapan *Leverage Business Model* serta mempercepat pertumbuhan BII UUS dengan

With SCP, the Bank can effectively and efficiently communicate and exercise Shariah policies towards internal stakeholders in order to ensure that the Bank's Shariah activities conform to Shariah compliance principles. As a policy, SCP is the basis for the Bank's internal rules formulation related with Shariah compliance in Shariah business activities.

Shariah banking socialization, education, and awareness raising

BII UUS maintains active participation in Shariah banking socialization and education activities initiated by OJK and Indonesian Shariah Banks Association (Asbisindo), BUS and UUS, and BPRS, such as 'Expo iB Vaganza' and other activities to raise awareness on Shariah banking.

The goals of the activities are to promote Shariah banking to the public through simple and understandable education, socialization, and promotion programs of Shariah banking; product development, product update, and improvement on the quality of Shariah banking services that meet the real needs of the public and business society, office expansion as well as innovation of convenient and efficient Shariah banking services that reach customers at all levels, and enhanced competitiveness in terms of fees, affordable banking products, and level of investment return.

Shariah banking socialization and education activities that BII UUS participated in throughout 2014 are:

Organizational Development

To expand Shariah business, BII's management aligns BII's overall business strategy by developing BII UUS as '*product & sales support management*'.

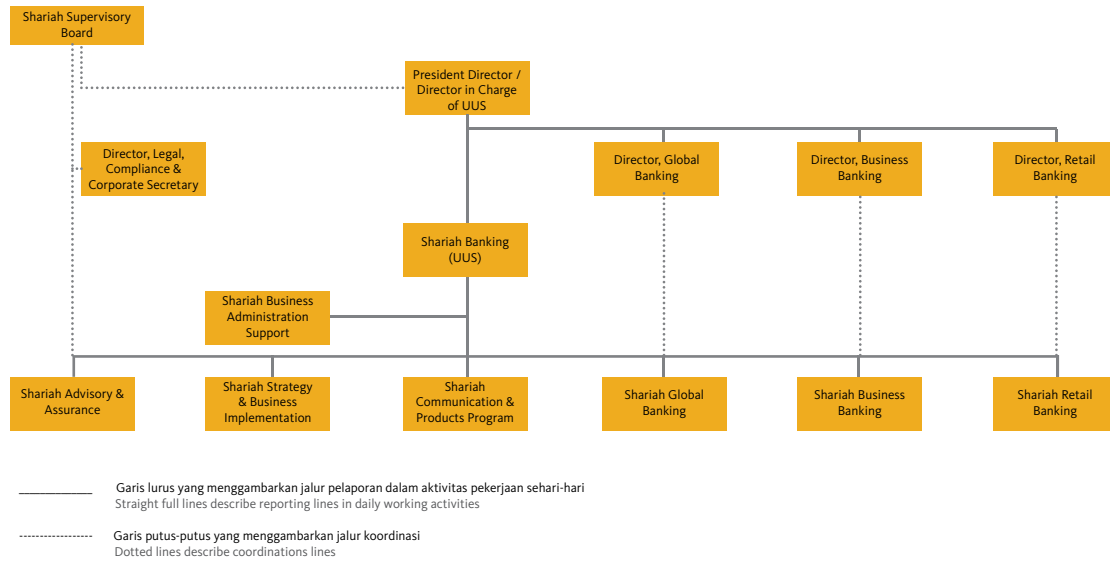
The Bank also continues to develop BII UUS organization to support *Leverage Business Model* implementation and to accelerate BII UUS growth

tetap menjaga kesesuaian bisnis dan operasional dengan prinsip Syariah.

whilst observing Shariah principles in its business and operational activities.

A. Struktur Organisasi

A. Organizational Structure



BII UUS memiliki 6 (enam) unit kerja, dimana unit kerja bisnis Syariah Global Banking, Syariah Business Banking dan Syariah Retail Banking menjalankan kegiatan bisnisnya dengan berkoordinasi langsung dengan unit kerja bisnis di BII dalam hal penjualan dan jalur distribusi semua produk Syariah di segmen Korporasi, segmen Usaha Mikro, Kecil & Menengah dan Komersial serta segmen Ritel.

BII UUS has 6 (six) units. Shariah Global Banking, Shariah Business Banking, and Shariah Retail Banking which coordinate their business activities with BII's business units in terms of Shariah product sales and distribution in the Corporate; Micro, Small, and Medium; Commercial, and Retail segments.

Sedangkan unit kerja pendukung yaitu Shariah Strategy & Business Implementation, Shariah Advisory & Assurance dan Shariah Communication & Product Program mendukung kegiatan usaha BII UUS dalam pembuatan strategi bisnis Syariah sesuai dengan arahan BII dan Grup, memastikan keseluruhan bisnis dan operasional BII UUS sesuai dengan prinsip Syariah dan ketentuan yang berlaku, serta membuat program-program pemasaran produk & layanan Syariah.

Meanwhile, supporting units namely Shariah Strategy & Business Implementation, Shariah Advisory & Assurance, and Shariah Communication & Product Program provide support to BII UUS activities by developing Shariah business strategy that is in line with BII and the Group's directives. They also ensure the conformity of BII UUS operations with Shariah principles and prevailing regulations as well as design marketing programs for Shariah products and services.

B. Pendidikan dan Pelatihan Sumber Daya Manusia (SDM)

BII UUS terus meningkatkan kemampuan/kompetensi SDM nya melalui berbagai macam pelatihan sebagai berikut:

1. Memberikan pelatihan perbankan Syariah kepada karyawan yang menangani atau berhubungan dengan bisnis Syariah di Kantor Cabang dan Kantor Pusat dalam bentuk e-Learning dan *in class training* sesuai dengan tingkatan pelatihan/level pelatihan yang diperlukan oleh masing-masing karyawan.

Selama 2014, kegiatan pendidikan dan pelatihan SDM yang dilakukan BII UUS adalah:

- a. menyelenggarakan 'Shariah Basic Training' sebanyak 8 *batch* untuk regional Jakarta Pusat, Jakarta Selatan, Jakarta Timur, Jakarta Barat dan Jakarta Utara, dan *roll-out* pelatihan Perbankan Syariah di seluruh regional di Indonesia.
 - b. meluncurkan *e-Learning Comprehension of Shariah Banking* yang merupakan kelanjutan *e-Learning Foundation of Shariah Banking* sebagai program pelatihan perbankan Syariah kepada seluruh karyawan BII melalui *Shariah Business School Online Training*.
 - c. menyelenggarakan *Classroom Training* yang meliputi 'Tips & Tricks Selling Shariah Banking Products' dan 'Train the Trainers'.
 - d. menyelenggarakan seminar 'Shariah Banking for Executives' untuk level Dewan Komisaris, Direksi, Anggota Komite, Group Head, Pimpinan Unit Kerja dan level Top Management yang bertujuan untuk membuka persepsi dan wawasan mengenai perbankan Syariah.
2. Memberikan kesempatan bagi anggota DPS untuk mengikuti pelatihan/seminar/workshop sesuai dengan kebutuhan pengembangan diri anggota DPS untuk mendukung dan meningkatkan kegiatan pengawasan Syariah di BII UUS, antara lain:
 - a. Joint Muzakarah 2014 yang diselenggarakan oleh Maybank Islamic Banking.
 - b. Ijtima' Sanawi (Annual Meeting) DPS X Tahun 2014 yang diselenggarakan oleh DSN-MUI.

B. Human Capital Education and Training Program

BII UUS endeavors to develop the capacity/competence of its human capital through the following various programs:

1. Provide Shariah banking training to employees who oversee or whose work related with Shariah business. Training programs are available at Branch Offices and Head Office levels in e-learning or in-class training format, depending on the level of training required by respective employees.

Human capital education and training programs held throughout 2014 by BII UUS are:

- a. 'Shariah Basic Training' – 8 batches for Central, South, East, West, and North Jakarta, and Shariah Banking training roll out across all regions in Indonesia.
 - b. Launch of e-Learning Comprehension of Shariah Banking program, a continuance of e-Learning Foundation of Shariah Banking and part of Shariah banking training program for all BII's employees provided by Shariah Business School Online Training.
 - c. Classroom Training with topics 'Tips & Tricks Selling Shariah Banking Products' and 'Train the Trainers'.
 - d. 'Shariah Banking for Executives' seminar for Board of Commissioners, Board of Directors, members of Committees, Group Heads, Head of Unit Business, and Top Management Level. The seminar aims to broaden the understanding regarding Shariah banking.
2. Open opportunities for members of SSB to attend training/seminar/workshop that are in line with capacity development needs of SSB member to better support and enhance Shariah oversight over BII UUS, among others:
 - a. Joint Muzakarah 2014 organized by Maybank Islamic Banking.
 - b. Ijtima' Sanawi (Annual Meeting) DPS X of 2014 organized by DSN-MUI.

3. Training untuk meningkatkan keterampilan fungsional yang diselenggarakan baik oleh eksternal/internal dalam bidang-bidang Manajemen Risiko, Super Service Excellence, Financial Analyst, dan lainnya.

3. Skill building trainings, organized by internal units or external organization, in Risk Management, Super Service Excellence, Financial Analyst, and others.

Penghargaan yang diperoleh

Selama 2014, BII UUS memperoleh penghargaan sebagai berikut:

Awards

Throughout 2014, BII UUS attained the following awards:

Award/Kategori Award/Category	Event	Penyelenggara Organizer	Tanggal Date
3rd Rank – Top Growth Financing (kategori Unit Usaha Syariah dengan asset > IDR 1 triliun) 3rd Rank – Top Growth Financing (Shariah Business Unit with > IDR 1 trillion category)	Islamic Finance Award 2014	KARIM Consulting Indonesia	24 Februari 2014 February 2014
Top 3 Saving Account Islamic Banking	Indonesia Banking Loyalty Award (IBLA) 2014	MarkPlus Insight dan Majalah Infobank	26 Februari 2014 February 2014
1. 2nd Best Phone Handling 2. 3rd Best Satpam 3. 3rd Best ATM 4. 5th Best Overall Performance	2014 Banking Service Excellence Award	Infobank - MRI	13 Juni 2014
Unit Usaha Syariah dengan Aset Rp1 Triliun ke Atas Sharia Business Unit with above Rp1 trillion Asset	Infobank Sharia Finance Award 2014	Infobank	30 September 2014

Pengembangan jaringan distribusi

Sejalan dengan penerapan strategi 'Shariah First' dimana pengembangan bisnis Syariah menjadi prioritas bisnis BII, maka diimplementasikan *leverage model* dengan memanfaatkan kantor cabang konvensional untuk memasarkan produk Syariah.

Distribution Network Development

Aligned with 'Shariah First' strategy, where Shariah business has become the priority for BII, conventional branch offices are leveraged – using leverage model – to market Shariah products.

Untuk itu, dilakukan penataan ulang (*re-alignment*) struktur cabang Syariah dan pemberdayaan cabang konvensional. BII memanfaatkan cabang-cabangnya sebagai Layanan Syariah (LS) untuk *service point* dalam penjualan produk-produk Syariah.

To that end, BII re-aligned its Shariah branch office structure and empower conventional branch offices. BII utilizes its branch offices as Office Channeling (LS) and service point of Shariah product sales.

Untuk meningkatkan efektifitas, efisiensi dan kapasitas saluran distribusinya, BII UUS menambah KCS dan LS serta melakukan penguatan struktur pengelolaan cabang-cabang Syariah di bawah koordinasi Sales & Distribution BII dalam operasional sehari-hari dengan tetap menjaga tanggung jawab fungsional BII UUS terhadap operasional KCS dan LS.

To enhance effectiveness, efficiency, and the capacity of distribution channel, BII UUS added new KCS and LS. BII also strengthened the management of Shariah branches under the coordination of BII Sales & Distribution, whilst maintaining the functional responsibilities of BII UUS over KCS and LS operations.

Selama 2014, BII UUS memperluas jaringan kantornya dengan membuka 2 (dua) Kantor Cabang Syariah (KCS) di Medan dan Makassar serta 141 Layanan Syariah (LS) di KC konvensional, LS Mikro dan LS MKK. Pada 2014, jumlah jaringan kantor Syariah adalah 7 (tujuh) KCS, 2 (dua) KCPS Mikro dan 449 LS.

Throughout 2014, BII UUS developed its office network by opening 2 (two) Shariah Branch Office (KCS) in Medan and Makassar, and 141 Office Channeling (LS) within conventional KS, Micro LS, and MKK LS. As of 2014, Shariah banking managed 7 (seven) KCS, 2 (two) Micro KCPS, and 449 LS.

Laporan GCG Unit Usaha Syariah GCG Report Shariah Business Unit

Kinerja Keuangan

Strategi 'Shariah First' yang diterapkan pada 2014 telah menunjukkan hasil yang signifikan pada pencapaian kinerja keuangan BII UUS.

Pada 31 Desember 2014, total aset BII UUS tumbuh 79,6% menjadi Rp7,18 triliun dari Rp3,99 triliun pada tahun sebelumnya. Total pembiayaan tumbuh sebesar 64,9% menjadi Rp5,68 triliun dari Rp3,44 triliun dan total Dana Pihak Ketiga (DPK) tumbuh 37,0% menjadi Rp4,16 triliun dari Rp3,04 triliun dibandingkan pada Desember 2013.

Non Performing Financing (NPF) membaik menjadi 1,00% dibandingkan 2,82% pada Desember 2013, dan laba bersih BII UUS per 31 Desember 2014 tercatat sebesar Rp98,36 miliar.

DEWAN PENGAWAS SYARIAH (DPS)

Jumlah, kriteria, rangkap jabatan, dan tugas & tanggung jawab DPS BII UUS telah sesuai dengan ketentuan mengenai GCG dan Unit Usaha Syariah.

Jumlah dan Komposisi DPS

Per 31 Desember 2014, anggota DPS berjumlah 3 (tiga) orang dan salah satunya ditunjuk sebagai Ketua dengan komposisi sebagai berikut:

No	Nama Name	Jabatan Position	Persetujuan RUPS AGMS Approval	Masa Jabatan Term of Office
1	Dr. M. Anwar Ibrahim, MA.	Ketua Chairman	Berita Acara RUPST PT BII Tbk. Nomor 32 tanggal 19 April 2012	19 April 2012 sd RUPST tahun 2015
2	Prof. Drs. H. Muh. Nahar Nahrawi, SH, MM.	Anggota Member	Minutes of AGMS PT BII Tbk. No. 32 dated 19 April 2012	19 April 2012 until AGMS 2015
3	Dr. Abdul Jabar Majid, MA.	Anggota Member		

Financial Performance

Significant results of 'Shariah First' strategy implemented in 2014 were reflected in BII UUS financial performance.

As of 31 December 2014, total asset of BII UUS rose by 79.6% to Rp 7.18 trillion from Rp3.99 trillion in the preceding year. Total financing grew by 64.9% to Rp5.68 trillion from Rp3.44 trillion and total Third Party Funds (TPF) increased by 37.0% to Rp4.16 trillion from Rp3.04 trillion compared to December 2013.

Non Performing Financing (NPF) improved to 1.00% from 2.82% in December 2013, while net profit of BII UUS as per 31 December 2014 stood at Rp98.36 billion.

SHARIAH SUPERVISORY BOARD (SSB)

The number, criteria, policy on concurrent positions, and duties & responsibilities of BII UUS SSB are in accordance with GCG and Shariah Business Unit regulations and policies.

Member and Composition of SSB

As of 31 December 2014, SSB comprises 3 (three) persons, including one who is appointed as the Chairman. The composition is as follows:

Dr. M. Anwar Ibrahim, MA.

Ketua
Chairman



Warga Negara Indonesia, 74 tahun.
Ketua DPS BII UUS sejak 20 Mei 2003 dan diangkat kembali melalui RUPST dan RUPSLB BII tanggal 19 April 2012.

Pengalaman

Aktif di Majelis Ulama Indonesia sebagai Wakil Ketua Komisi Fatwa sejak 2000 hingga sekarang, pengawas di beberapa UUS di Indonesia. Memiliki berbagai pengalaman mengajar dalam karirnya dan saat ini mengajar pada Institut Ilmu Al Quran, Jakarta untuk bidang Studi Islam, Universitas Islam Negeri Syarif Hidayatullah Jakarta dan Universitas Trisakti.

Kualifikasi

Sarjana dalam Studi Islam dan Syariah dari Institut Agama Islam Raden Fatah, Palembang (1964), Master of Arts (1966 – 1969) Doctor of Philosophy dalam bidang Fiqh dan Ushululfiqh, perbandingan dari Al-Azhar University, Cairo (1974 – 1978).

Indonesian Citizen, 74 years old.
Serves as Chairman of BII UUS SSB since 20 May 2003 and was reappointed in BII AGMS and EGMS on 19 April 2012.

Experience

Active involvement in Indonesian Ulema Council as Deputy to Fatwa Commission from 2000 to present, and supervisor in several UUS in Indonesia. A lecturer throughout his career (1964-2013), presently he is a lecturer of Islamic Study in Al-Quran Science Institute, Jakarta, Sate Islamic University Syarif Hidayatullah Jakarta and Trisakti University.

Qualifications

Bachelor's Degree in Islamic and Sharia Studies from Raden Fatah Islamic Institute, Palembang (1964), Master of Arts (1966 – 1969) and Doctor of Philosophy in Fiqh dan Ushululfiqh Comparison from Al-Azhar University, Cairo (1974 – 1978).

Profil DPS SSB Profile



Prof. Drs. H. Muh. Nahar Nahrawi, SH. MM.

Anggota
Member

Warga Negara Indonesia, 70 tahun.
Anggota DPS BII UUS sejak 20 Mei 2003 dan diangkat kembali melalui RUPST dan RUPSLB BII tanggal 19 April 2012.

Pengalaman

Menduduki posisi di beberapa organisasi keagamaan seperti Wakil Ketua Komisi Fatwa Majelis Ulama Indonesia (1995 – sekarang), Dewan Syariah Nasional (1997 – sekarang) dan Dewan Pengawas Syariah di beberapa Lembaga Keuangan Syariah. Pengalaman karirnya menjadi Kepala Pusat Penelitian Beragama (1995 – 1998), Staf Ahli Menteri Agama (1996 – 1997) dan sebagai Profesor (Rst) Ahli Peneliti Utama di Departemen Agama.

Kualifikasi

Sarjana Hukum di Universitas Brawijaya, Malang (1972), Studi Islam di Universitas Leiden, Belanda (1987) dan Magister Manajemen Pemasaran IPWI Jakarta (1997) serta mengikuti kursus Reguler Lembaga Pertahanan Nasional (1995).

Indonesian citizen, 70 years old.
Member of BII UUS SSB since 20 May 2003, re-appointed at BII AGMS and EGMS on 19 April 2012.

Experience

Holds positions in several Islamic organisations such as Deputy to Fatwa Commission of Indonesia Ulema Council (1995-present), National Shariah Council (1997-present), and Shariah Supervisory Board in several Shariah Financial Institutions. In his professional career, he was the Head of Religious Research Centre (1995-1998), Expert Staff to the Minister of Religious Affairs (1996-1997), and a Professor (Rst) Expert Research in the Department of Religion.

Qualifications

Bachelor of Law from Brawijaya University, Malang (1972), Islamic Studies in Leiden University, Netherlands (1987), and Master of Marketing Management IPWI Jakarta (1997). He also attended Regular Course in National Defense Institute (1995).

Dr. Abdul Jabar Majid, MA.

Anggota
Member



Warga Negara Indonesia, 63 tahun.
Anggota DPS BII UUS sejak 20 Mei 2003 dan diangkat kembali melalui RUPST dan RUPSLB BII tanggal 19 April 2012.

Pengalaman

Karirnya dipenuhi dengan kegiatan mengajar dan pada saat ini mengajar pada Sekolah Tinggi Agama Islam Attaqwa dan Pasca Sarjana Universitas Islam 45, Bekasi.

Kualifikasi

Memiliki beberapa gelar kesarjanaan dalam Studi Islam, yaitu Tarbiyah Pendidikan Agama Islam dari Institut Islam Negeri Sulthan Syarif Qasim, Riau (1975), Sarjana Ushuluddin Dakwah dari Al-Azhar University, Cairo (1979), S2 Pendidikan Islam dari Institute of Islamic Studies, Cairo (1991) dan S3 Kajian Islam dari Universitas Islam Negeri Syarif Hidayatullah, Jakarta (2007).

Indonesian Citizen, 63 tahun.
Member of BII UUS SSB since 20 May 2003 and was reappointed in BII AGMS and EGMS on 19 April 2012.

Experience

Has held numerous teaching positions throughout his career; presently a lecturer in Attaqwa Islamic School and in Post Graduate program of Islam University 45, Bekasi.

Qualifications

Holds several degrees in Islamic Studies: Tarbiyah Islam Education from Sulthan Syarif Qasim State Islamic Insitute, Riau (1975), Ushuluddin Dakwah Degree from Al-Azhar University, Cairo (1979), Master's of Islamic Education from Institute of Islamic Studies, Cairo (1993), and Doctorate of Islamic Studies from Syarif Hidayatullah State Islamic University, Jakarta (2007).

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Rangkap Jabatan sebagai DPS

Sesuai ketentuan mengenai rangkap jabatan DPS, anggota DPS BII UUS merangkap jabatan sebagai anggota DPS paling banyak pada empat Lembaga Keuangan Syariah lainnya.

Rangkap jabatan anggota DPS BII UUS pada 2014 adalah sebagai berikut:

Nama Name	Posisi Position	Perusahaan Company
Dr. M. Anwar Ibrahim, MA.	Ketua DPS SSB Chairman	OCBC NISP Prudential
Prof. Drs. H. Muh. Nahar Nahrawi, SH, MM.	Anggota DPS SSB Member	Tokyo Marine Insurance Indonesia NSC Pembiayaan Motor Berjenjang PT Pegadaian Unit Syariah IBF Leasing Alat Berat Syariah
Dr. Abdul Jabar Majid, MA.	Ketua DPS SSB Chairman	WOM Finance

Tugas dan Tanggung Jawab DPS

DPS bertugas dan bertanggung jawab memberikan nasihat dan saran kepada Direktur UUS serta mengawasi kegiatan BII UUS agar sesuai dengan Prinsip Syariah yang disampaikan dalam pertemuan dengan Manajemen.

Tugas dan tanggung jawab DPS meliputi antara lain:

- Melakukan penilaian dan memastikan pemenuhan Prinsip Syariah atas pedoman operasional dan produk yang dikeluarkan BII UUS.
- Melakukan pengawasan terhadap proses pengembangan produk baru BII UUS agar sesuai dengan fatwa DSN - MUI.
- Meminta fatwa kepada Dewan Syariah Nasional – Majelis Ulama Indonesia untuk produk baru BII UUS yang belum ada fatwanya.
- Melakukan review secara berkala atas pemenuhan Prinsip Syariah terhadap mekanisme penghimpunan dana dan penyaluran dana serta pelayanan jasa BII UUS.
- Meminta data dan informasi terkait dengan aspek Syariah dari satuan kerja BII UUS dalam rangka pelaksanaan tugasnya.
- Menyampaikan hasil pengawasan yang dituangkan dalam Laporan Hasil Pengawasan DPS secara semesteran.
- Senantiasa melakukan analisa terhadap produk dan layanan jasa baru dalam bentuk Opini DPS yang di dalamnya disampaikan kesesuaian produk dan layanan yang akan diluncurkan dengan Fatwa DSN-MUI.

Concurrent Positions

In accordance with stipulations concerning concurrent positions in other SSB, members of BII UUS SSB are allowed to be members in no more than four other Sharia Financial Institutions.

Concurrent positions of BII UUS SSB members in 2014 are:

Duties and Responsibilities of SSB

SSB has the duties and responsibilities to provide consultation and recommendations to Director in Charge of UUS, and to oversee the activities of BII UUS to ensure the compliance with Shariah principles presented in meetings with the Management.

In details, the duties and responsibilities SSB cover the following:

- Assess and ensure that operational guidelines and products of BII UUS comply with Shariah principles.
- Supervise product development process in BII UUS to ensure the conformity with fatwa from DSN-MUI.
- Request fatwas to the National Shariah Board – Indonesian Ulema Council for BII UUS's new products that are yet to have fatwas.
- Conduct periodic review on Shariah compliance of funding and fund disbursement mechanisms as well as the services of BII UUS.
- Request data and information to BII UUS working units related to Shariah aspects in their duty implementation.
- Submit the oversight result in SSB Oversight Report by semester.
- Analyze new products and services on continuous basis and issue the results as SSB Opinion document that describes the conformity of products and services to be issued with Fatwa from DSN-MUI.

Untuk dapat melaksanakan tugas dan tanggung jawabnya sebagaimana tersebut di atas, DPS diberi kewenangan melakukan hal-hal sebagai berikut:

- a. Memeriksa dan meminta penjelasan dari pejabat BII dan BII UUS yang berwenang mengenai tujuan, karakteristik, kebijakan SOP dan akad-akad yang digunakan pada produk-produk dan aktivitas keuangan yang ada pada BII UUS.
- b. Melakukan review dan memberikan rekomendasi atas kebijakan, sistem, SOP, produk yang terkait dengan prinsip Syariah dan akad yang dikeluarkan oleh BII UUS.
- c. Melakukan inspeksi, pengamatan, permintaan keterangan dan/atau konfirmasi kepada pegawai BII dan/atau BII UUS dan/atau nasabah untuk memperkuat hasil pemeriksaan.
- d. Meminta seluruh data dan informasi yang diperlukan kepada Direktur yang membawahi UUS dalam rangka pelaksanaan tugasnya.

Tugas dan tanggung jawab DPS dituangkan dalam SGF sebagai pedoman pelaksanaan tugas dan tanggung jawabnya. Pelaksanaan tugas dan tanggung jawab DPS dibantu oleh unit kerja Syariah Advisory & Assurance yang bertugas mengelola pelaksanaan rapat/pertemuan DPS, mengadministrasikan permohonan dan hasil opini DPS serta kewajiban pelaporan hasil pengawasan DPS kepada OJK.

Rapat & Agenda Rapat DPS

Selama 2014, DPS telah melakukan pengawasan dan memberikan nasehat, saran, opini terhadap produk dan kegiatan BII UUS agar senantiasa sesuai dengan prinsip Syariah yang tercermin dari beberapa rangkaian Rapat DPS di bawah ini.

Total penyelenggaraan Rapat DPS selama 2014 adalah sebanyak 37 pertemuan. Adapun rincian jumlah kehadiran anggota DPS dalam Rapat DPS selama 2014 adalah sebagai berikut:

Nama Name	Jumlah Kehadiran Total Attendance
Dr. M. Anwar Ibrahim, MA.	32
Prof. Drs. H. Muh. Nahar Nahrawi, SH, MM.	35
Dr. Abdul Jabar Majid, MA.	27

Jumlah Rapat DPS sesuai regulasi adalah minimum 12 kali pertemuan per tahun.
The minimum number of DPS meetings according to regulation is 12 meetings per year

To carry out its duties and responsibilities, SSB has the authority to perform the following:

- a. Review and request explanation from BII and BII UUS officials regarding the purpose, characteristics, SOP, and contracts applied on BII UUS products as well as financial activities.
- b. Review and provide recommendations on policies, systems, SOP, and products related with Shariah principles and contracts issued by BII UUS.
- c. Inspect, observe, and request explanation and/or confirmation to BII and/or BII UUS employees and/or customers to substantiate result of review.
- d. Request the availability of all required data and information to Director in charge of UUS in its task implementation.

The duties and responsibilities of SSB are delineated in SGF that serves as duties and responsibilities implementation guideline. In implementing its duties and responsibilities, SSB is assisted by Syariah Advisory & Assurance unit that is responsible to organize SSB meetings, administer requests and SSB opinions as well as SSB reports to OJK.

SSB Meeting & Meeting Agenda

In 2014, SSB has provided oversight, advices, suggestions, and opinions on BII UUS's products and services, ensuring their compliance to Shariah principles. The activities are reflected in the following details of SSB meeting.

In total, in 2014 SSB held 37 meetings with the following attendance rate:

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Rapat DPS diselenggarakan untuk membahas permohonan opini DPS dari unit dan operasional bisnis BII UUS serta, unit kerja pendukung lainnya. Risalah rapat DPS sudah didokumentasikan dan diadministrasikan dengan baik.

SSB meetings are held to discuss requests for SSB opinions from BII UUS business units, other units, or with BII's Management. The minutes of meeting are documented and administered appropriately.

Agenda Rapat DPS selama 2014 adalah sebagai berikut:

SSB Meeting Agenda in 2014 are as follows:

No	Tanggal Date	Tempat Venue	Agenda Rapat Agenda Items	Peserta Participant(s)
1	10 Jan 2014	Sentral Senayan 3 (SS3)	<ul style="list-style-type: none"> - Presentasi draft Shariah Compliance Policy (SCP) - Simplifikasi Akad-akad pembiayaan untuk SME - Update data GCG 2013 - Shariah Compliance Policy (SCP) draft presentation - Simplification of financing agreements for SMEs - GCG data update 	MAI MNN AJM
2	23 Jan 2014	SS3	<ul style="list-style-type: none"> - Permohonan opini DPS mengenai produk Tabungan BII Woman One iB dan Tabungan BII Superkidz iB - Diskusi <i>take over</i> skema Musyarakah, MMq dan <i>take over</i> Syariah - ALCO Cost on Incentive Mudharabah - Diskusi struktur Sukuk BII Syariah - Request for SSB opinion on BII Woman One iB and BII Superkidz iB savings products - Discussion on the takeover of Musyarakah, MMq schemes and Shariah takeover - ALCO Cost on Incentive Mudharabah - Discussion on the structure of BII Shariah Sukuk 	MAI MNN AJM
3	30 Jan 2014	SS3	<ul style="list-style-type: none"> - Subsidi Insentif Mudharabah dari BII kepada BII UUS - <i>Take Over</i> pembiayaan Syariah pada Micro Banking - Konversi KPR BII menjadi KPR BII Syariah dengan Nilai Top-up - Subsidy of Mudharabah Incentive from BII to BII UUS - Shariah financing take over in Micro Banking - BII Home Loan conversion into BII Home Loan Shariah with Top-up value 	MAI MNN
4	6 Feb 2014	SS3	<ul style="list-style-type: none"> - Review DPS mengenai pembiayaan untuk segmentasi SMEC, Corporate dan Produk BII Tunai Emas iB untuk laporan ke OJK - Permohonan opini DPS mengenai Kebijakan dan SOP Trade Finance Service khususnya produk LC, SKBDN dan BG - Pemberian informasi mengenai marjin & diskon Murabahah kepada Nasabah - SSB review on SMEC and Corporate financing and BII Tunai Emas iB product to be submitted as report to OJK - Request for SSB opinion on Trade Finance Service Policy and SOP, especially LC, SKBDN, and BG products - Disclosure on margin and Murabahah discount for Customers 	MAI MNN
5	13 Feb 2014	SS3	<ul style="list-style-type: none"> - Notifikasi Angsuran Murabahah - Rencana pembiayaan kepada Garuda Indonesia Airways (GIA) - Cross Currency Hedging iB (CCH iB) - Mudharabah Muqayyadah Investment - Murabahah installment notification - Financing plan for Garuda Indonesia Airways (GIA) - Cross Currency Hedging iB (CCH iB) - Mudharabah Muqayyadah Investment 	MAI MNN AJM
6	20 Feb 2014	SS3	<ul style="list-style-type: none"> - Mudharabah Muqayyadah - BG/LC (Kafalah/Wakalah Bil Ujrah) - CCH iB (pembahasan lanjutan) - Mudharabah Muqayyadah - BG/LC (Kafalah/Wakalah Bil Ujrah) - CCH iB (continued discussion) 	MNN AJM

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No	Tanggal Date	Tempat Venue	Agenda Rapat Agenda Items	Peserta Participant(s)
7	28 Feb 2014	SS3	<ul style="list-style-type: none"> - Pembahasan Akad SMEC - Pembahasan Kertas Kerja Laporan GCG 2013 - Discussion on Agreement for SMEC - Discussion on GCG Report Work Sheet 	MAI MNN AJM
8	7 Mar 2014	SS3	<ul style="list-style-type: none"> - Pembahasan draft akad Musyarakah untuk GIA - Discussion on Musyarakah agreement draft for GIA 	MAI MNN AJM
9	12 Mar 2014	SS3	<ul style="list-style-type: none"> - Pembahasan akad Musyarakah untuk GIA - Permohonan opini DPS akad Musyarakah untuk GIA - Discussion on Musyarakah agreement for GIA - Request for SSB opinion on Musyarakah agreement for GIA 	MAI MNN AJM
10	20 Mar 2014	SS3	<ul style="list-style-type: none"> - Penggunaan Rekening Deposito Syariah sebagai Agunan Kredit Konvensional - Pembahasan keikutsertaan Giro Wadiah dalam Program BII Giro Pasti - Shariah Time Deposit account as Collateral for Conventional Loan - Discussion on involving Giro Wadiah in BII Giro Pasti program 	MAI MNN AJM
11	3 Apr 2014	SS3	<ul style="list-style-type: none"> - Pembahasan Perjanjian Perwaliananatan Sukuk Mudharabah - Pembahasan keikutsertaan Giro Wadiah dalam Program BII Giro Pasti - Discussion on Trusteeship Agreement for Sukuk Mudharabah - Discussion on involving Giro Wadiah in BII Giro Pasti Program 	MAI MNN
12	10 Apr 2014	SS3	<ul style="list-style-type: none"> - Keikutsertaan Giro Wadiah dalam Program BII Giro Pasti - Giro Wadiah in BII Giro Pasti Program 	MAI MNN AJM
13	17 Apr 2014	SS3	<ul style="list-style-type: none"> - Pembahasan Pengalihan Porsi Modal BII – Garuda ke MSI - Discussion on the Transfer of BII-Garuda Capital to MSI 	MAI MNN AJM
14	28 Apr 2014	SS3	<ul style="list-style-type: none"> - Pembahasan Skema Investasi Mudharabah Muqayadah (lanjutan) - Mudharabah Muqayadah Investment (Continued) 	MAI MNN AJM
15	12 Mei 2014	SS3	<ul style="list-style-type: none"> - Permohonan opini tentang Mudharabah Muqayadah (penyempurnaan opini) - Request for opinion on Mudharabah Muqayadah (refinement) 	MAI MNN AJM
16	30 Mei 2014	SS3	<ul style="list-style-type: none"> - Prospektus Sukuk Mudharabah - Permohonan opini tambahan untuk dokumentasi Sukuk Mudharabah - Sukuk Mudharabah Prospectus - Request for additional opinion for Sukuk Mudharabah documentation 	MAI MNN AJM
17	10 Juni 2014	SS3	<ul style="list-style-type: none"> - Pembahasan Materi Joint Muzakarah di Kuala Lumpur - Presentation material for Kuala Lumpur 	MNN AJM
18	17 Jun 2014	SS3	<ul style="list-style-type: none"> - Finalisasi Materi untuk Joint Muzakarah di Kuala Lumpur - Finalization of Joint Muzakarah material in Kuala Lumpur 	MAI MNN AJM
19	20 Jun 2014	Hilton Hotel, Kuala Lumpur - Malaysia	<ul style="list-style-type: none"> - Joint Muzakarah 2014 (DPS BII UUS dan Shariah Committee Maybank Islamic Banking) - Joint Muzakarah 2014 (BII UUS SSB and Maybank Islamic Banking Shariah Committee) 	MIB* MAI MNN AJM
20	1 Juli 2014	SS3	<ul style="list-style-type: none"> - Pembahasan rencana audit internal BII UUS - BII UUS internal audit plan discussion 	MAI MNN AJM
21	24 Juli 2014	SS3	<ul style="list-style-type: none"> - Presentasi Petunjuk Teknis Pembiayaan Syariah - Pembahasan pertanyaan-pertanyaan audit internal - Shariah Financing Technical Guideline Presentation - Discussion on Audit questions 	AJM

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No	Tanggal Date	Tempat Venue	Agenda Rapat Agenda Items	Peserta Participant(s)
22	18 Ags 2014	SS3	<ul style="list-style-type: none"> - Pembahasan dan Persetujuan Laporan Pengawasan DPS Semester I 2014 - Update BII UUS dengan strategi 'Shariah First' - Discussion and Approval on SSB Semester I 2014 Oversight Report - BII UUS update on 'Shariah First' strategy 	MAI MNN AJM HB
23	26 Ags 2014	SS3	<ul style="list-style-type: none"> - Pembahasan hasil audit internal - Pembahasan draft perubahan nisbah pada Giro Mudharabah - Discussion on Internal Audit results - Discussion on draft of percentage adjustment in Giro Mudharabah 	MAI AJM
24	3 Sep 2014	SS3	<p>Diskusi Satuan Kerja Audit Internal (SKAI) dengan DPS dan pembahasan hasil audit internal</p> <p>Internal Audit consultation with SSB; discussion on internal audit results</p>	MAI MNN AJM
25	9 Sep 2014	SS3	<ul style="list-style-type: none"> - Perizinan produk BII UUS ke OJK – CCH iB dan RPSIA iB - Sertifikasi Syariah untuk Wali Amanat BII - Struktur Close & Rebook pada pembiayaan mikro Syariah - Pembiayaan Pembangunan Gudang - BII UUS product licensing to OJK - CCH iB and RPSIA iB - Shariah Certification for BII Trustees - Close & Rebook structure in Shariah micro financing - Warehouse construction financing 	MAI MNN HB
26	16 Sep 2014	SS3	<ul style="list-style-type: none"> - Diskusi produk Mudharabah Muqayadah BII UUS untuk pertemuan OJK & DSN - Diskusi produk Cross Currency Hedging BII UUS untuk pertemuan OJK & DSN - Pelunasan Dipercepat Sebagian/Seluruhnya Pembiayaan BII UUS - Mekanisme transaksi antara BII dan BII UUS - Discussion on Mudharabah Muqayadah BII UUS product for OJK & DSN meeting - Discussion on BII UUS Cross Currency Hedging for OJK & DSN meeting - Early Partial/Full Payment of BII UUS financing - Transaction mechanism between BII and BII UUS 	MNN AJM
27	23 Sep 2014	SS3	<ul style="list-style-type: none"> - Agunan pada IMBT - Telemarketing - Collateral in IMBT - Telemarketing 	MNN
28	24 Sep 2014	Gedung DSN-MUI	<p>Rapat Badan Pelaksana Harian DSN-MUI, membahas Surat permohonan pernyataan kesesuaian Syariah:</p> <ul style="list-style-type: none"> - Produk Cross Currency Hedging iB (CCH iB) - Produk Restricted Profit Sharing Investment Account iB (RPSIA iB) <p>DSN-MUI Executive Board Meeting, discussing request for Shariah compliance statement:</p> <ul style="list-style-type: none"> - Cross Currency Hedging iB (CCH iB) product - Restricted Profit Sharing Investment Account iB (RPSIA iB) product 	BPH DSN-MUI** MAI MNN AJM
29	9 Okt 2014	SS3	<ul style="list-style-type: none"> - Pembahasan surat OJK - Permohonan opini <i>guarantee</i> iB - Pricing Giro Mudharabah - Discussion on OJK letter - Request for iB guarantee opinion - Giro Mudharabah Pricing 	MAI MNN HB

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No	Tanggal Date	Tempat Venue	Agenda Rapat Agenda Items	Peserta Participant(s)
30	23 Okt 2014	SS3	<ul style="list-style-type: none"> - Rencana pembiayaan ke Angkasa Pura II (AP II) - Pembahasan Juknis Pembiayaan Syariah - Planning of financing for Angkasa Pura II (AP II) - Discussion on Shariah financing technical guideline 	MAI MNN
31	30 Okt 2014	SS3	<ul style="list-style-type: none"> - Shariah Compliance Policy (SCP) - Shariah Governance Framework (SGF) - Petunjuk Teknis Pembiayaan Syariah iB - Shariah Compliance Policy (SCP) - Shariah Governance Framework (SGF) - Syariah iB Financing technical guideline 	MAI MNN AJM
32	20 Nov 2014	SS3	<p>Pembahasan contoh transaksi CCH iB</p> <p>Discussion on examples of CCH iB transactions</p>	MAI MNN AJM
33	28 Nov 2014	SS3	<p>Penandatanganan opini Supervalas iB</p> <p>Signing of Supervalas iB opinion</p>	MAI MNN
34	1 Des 2014	Gedung OJK DPbS - OJK	<p>Pembahasan produk Cross Currency Hedging iB (CCH iB)</p> <p>Discussion on Cross Currency Hedging iB (CCH iB) product</p>	DPbS – OJK*** MAI MNN
35	4 Des 2014	SS3	<ul style="list-style-type: none"> - Biaya pelunasan - Material promosi internal - Perubahan basis perhitungan Bagi Hasil DPK - Juknis Pembiayaan Syariah - Repayment fee - Internal promotion material - Change on profit-sharing calculation base - Shariah Financing technical guideline 	MAI MNN
36	11 Des 2014	SS3	<ul style="list-style-type: none"> - Pelunasan dipercepat Musyarakah Mutanaqisah (MMq) - Perubahan basis perhitungan bagi hasil DPK dari Revenue Sharing menjadi Profit Sharing - Petunjuk Teknis Pembiayaan Syariah iB - Musyarakah Mutanaqisah (MMq) early repayment - Change of third party fund calculation basis from Revenue Sharing to Profit Sharing - Syariah iB Financing Technical Guideline 	MAI MNN AJM
37	17 Des 2014	SS3	<p>Transaksi sub limit LC Konvensional dan Line Musyarakah</p> <p>Sub limit Conventional LC and Line Musyarakah Transaction</p>	MAI MNN AJM

Keterangan | Note:

MAI	M. Anwar Ibrahim
MNN	Muh. Nahar Nahrawi
AJM	Abdul Jabar Majid
HB	Herwin Bustaman
*MIB	Maybank Islamic Banking
**BPH DSN-MUI	Badan Pelaksana Harian Dewan Syariah Nasional – Majelis Ulama Indonesia National Shariah Board Executive Body – Indonesian Ulema Council
***DPbS - OJK	Departemen Perbankan Syariah – Otoritas Jasa Keuangan Shariah Banking Department – Financial Services Authority

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Opini DPS

Selama 2014, DPS mengeluarkan 15 opini Syariah yang mengacu dan sesuai dengan fatwa DSN-MUI. Opini tersebut berkaitan dengan rencana produk, layanan baru dan aspek operasional lainnya.

Opini DPS selama 2014 adalah sebagai berikut:

SSB Opinion

Throughout 2014, SSB issued 15 Shariah opinions that referred and adhered to DSN-MUI fatwas. The opinions were issued with respect to products, new services, and other operational aspects.

SSB opinions in 2014 are as follows:

No	Tanggal Date	No. Opini No. Opinion	Opini Opinion
1	23 Jan 2014	M.2014.001/BOC-Syariah Supervisory	Produk Tabungan BII Woman One iB BII Woman One iB savings product
2	23 Jan 2014	M.2014.002/BOC-Syariah Supervisory	Produk Tabungan BII Superkidz iB BII Superkidz iB savings product
3	28 Jan 2014	M.2014.003/BOC-Syariah Supervisory	Transaksi Take Over Pembiayaan Syariah (Akad Murabahah) Shariah financing take over (Murabahah Agreement)
4	28 Jan 2014	M.2014.004/BOC-Syariah Supervisory	Penerbitan Sukuk BII UUS dengan Skema Sukuk Mudharabah Issuance of BII UUS Sukuk under Sukuk Mudharabah scheme
5	6 Feb 2014	M.2014.005/BOC-Syariah Supervisory	Daftar Ringkasan Kebijakan dan SOP Trade Service dan Daftar Penyesuaian Surat dan Formulir BG, L/C dan SKBDN List of Policy Briefs, Trade Service SOP, and List of Adjustments of BG, L/C, and SKBDN Forms and Letters
6	20 Feb 2014	M.2014.006/BOC-Syariah Supervisory	Struktur dan Fitur Deposito Mudharabah Muqayyadah Structure and Features of Mudharabah Muqayyadah Time Deposit
7	20 Feb 2014	M.2014.007/BOC-Syariah Supervisory	Struktur Cross Currency Hedging iB (CCH iB) Cross Currency Hedging iB (CCH iB) Structure
8	12 Mar 2014	M.2014.008/BOC-Syariah Supervisory	Perjanjian Pembiayaan Musyarakah Garuda Indonesia Airways (GIA) Musyarakah Financing Garuda Indonesia Airways (GIA) Agreement
9	12 Mar 2014	M.2014.009/BOC-Syariah Supervisory	Produk Tabungan Valas iB Valas iB Saving Account product
10	10 Apr 2014	M.2014.010/BOC-Syariah Supervisory	Program BII Giro Pasti untuk Produk Giro Wadiah BII Giro Pasti Program fo Giro Wadiah Product
11	18 Mei 2014 18 May 2014	M.2014.011/BOC-Syariah Supervisory	Struktur, Spesifikasi, Alur Proses dan Akuntansi Investasi Mudharabah Muqayyadah Structure, Specification, Process Flow, and Accounting for Mudharabah Muqayyadah Investment
12	20 Mei 2014 20 May 2014	M.2014.012/BOC-Syariah Supervisory	Skema Pinjaman Luar Negeri untuk Pengembangan Kegiatan Usaha Syariah BII Foreign Loan Scheme for BII Shariah Business Development
13	30 Mei 2014 30 May 2014	M.2014.013/BOC-Syariah Supervisory	Penerbitan Sukuk Mudharabah Berkelanjutan Tahap I Bank BII Tahun 2014 Issuance of Phase I Continuous Sukuk Mudharabah Bank BII in 2014
14	10 Jul 2014	M.2014.014/BOC-Syariah Supervisory	Perubahan Nisbah Change of Ratio
15	28 Nov 2014	M.2014.015/BOC-Syariah Supervisory	Produk Tabungan Super Valas iB Super Valas iB savings account product

Laporan Hasil Pengawasan DPS

Sesuai tugas dan tanggung jawab DPS yang tercantum dalam SGF, DPS melakukan pengawasan terhadap kegiatan BII UUS untuk memastikan implementasi produk dan layanan Syariah sesuai dengan prinsip Syariah.

Pemeriksaan DPS terhadap kegiatan BII UUS dilakukan setiap semester dan dituangkan dalam Laporan Pengawasan DPS yang dilaporkan kepada OJK. DPS terus meningkatkan pengawasannya dengan meningkatkan intensitas pemeriksaan dengan menambah frekuensi kunjungan dan pemeriksaan di KCS, LS dan Kantor Pusat, serta menambah jumlah sampel transaksi dan pertemuan dengan staf dan manajemen Bank.

Selama periode Pengawasan DPS, DPS melakukan kunjungan dan pemeriksaan transaksi serta dokumentasi produk Syariah ke KCS dan LS sebagai berikut:

Tanggal Date	KCS & LS Shariah Sub Branch & Office Channeling
Semester I 2014	
24-25 April 2014	Semarang
6-7 Juni 2014 June 2014	Surabaya
Semester II 2014	
23-24 Oktober 2014 October 2014	Yogyakarta dan Solo
12 Januari 2015 January 2015	KP - Treasury
14 Januari 2015 January 2015	Jakarta: Panglima Polim Fatmawati
19 Januari 2015 January 2015	Jakarta: Thamrin Jatinegara Kelapa Gading
27 Januari 2015 January 2015	Jakarta: TB. Simatupang Mikro Depok Mikro Cibubur

SSB Oversight Report

In accordance with SSB's duties and responsibilities stated in SGF, SSB carries out oversight on BII UUS's activities to ensure that the implementation of Shariah products and services to comply with Shariah principles.

SSB conducts its supervision on BII UUS's activities every semester and compile the results into SSB Oversight Report submitted to OJK. SSB continuously enhances its oversight SSB increases its inspection intensity by raising the frequency of visits and inspections to KCS, LS, and Head Office as well as by increasing the number of transaction sample and meeting with the Bank's staff and management.

During the period of SSB oversight, SSB visit and conducted Shariah audit on transaction and Shariah product documentation in the following KCS and LS:

Laporan GCG Unit Usaha Syariah GCG Report Shariah Business Unit

DPS telah menyampaikan Laporan Hasil Pengawasan DPS Semester I dan semester II 2014 kepada Bank Indonesia masing-masing melalui surat No.S.2014.083/PRES DIR tanggal 26 Agustus 2014 dan No.S.2015.015/PRES DIR tanggal 26 Februari 2015.

SSB has submitted SSB Oversight Report Semester I and Semester II 2014 to Otoritas Jasa Keuangan, each by virtue of letter No.S.2014.083/PRES DIR dated 26 August 2014 and No.S.2015.015/PRES DIR dated 26 February 2015.

Pengawasan terhadap Produk Baru BII UUS

Selama 2014, DPS melakukan pengawasan terhadap produk dan layanan baru BII UUS yang akan diluncurkan, yaitu sebagai berikut:

Oversight on BII UUS New Products

In 2014, SSB conducted oversight on the following products and services to be issued by BII UUS:

Laporan Hasil Pengawasan DPS – Semester I 2014 SSB Oversight Report – Semester I 2014

Produk Tabungan BII Woman One iB

Savings Product - BII Woman One iB

- Produk tabungan yang ditujukan khusus bagi nasabah perempuan yang dilengkapi dengan fitur-fitur yang sesuai dengan kebutuhan perempuan.
- Opini DPS: No.M.2014.001/BOC-Syariah Supervisory tanggal 23 Januari 2014 tentang Produk Tabungan BII Woman One iB.
- Savings products designed for women customers, equipped with features that meet women's needs.
- Opini DPS: No.M.2014.001/BOC-Syariah Supervisory dated 23 January 2014 on Savings Product -BII Woman One iB.

Produk Tabungan BII Superkidz iB

Savings Product - BII Superkidz iB

- Produk tabungan yang ditujukan khusus bagi nasabah yang belum genap 17 tahun yang dilengkapi dengan fitur-fitur yang sesuai dengan kebutuhan nasabah.
- Opini DPS: No.M.2014.002/BOC-Syariah Supervisory tanggal 23 Januari 2014 tentang Produk Tabungan BII Superkidz iB.
- Savings products for customers under 17 years of age, with features that meet the needs of customers.
- Opini DPS: No.M.2014.002/BOC-Syariah Supervisory dated 23 January 2014 on Savings Product - BII Superkidz iB.

Penerbitan Sukuk BII UUS dengan Skema Sukuk Mudharabah

Sukuk BII UUS Issuance with Mudharabah Contract

- Produk Sukuk dengan Skema Mudharabah bertujuan untuk memperoleh sumber pendanaan alternatif untuk mendukung peningkatan aset produktif dalam rangka pengembangan usaha BII, terutama dalam bidang penyaluran pembiayaan Syariah.
- Opini DPS: No.M.2014.004/BOC-Syariah Supervisory tanggal 28 Januari 2014 tentang Penerbitan Sukuk BII UUS dengan Skema Sukuk Mudharabah.
- Sukuk with Mudharabah Contract; issued to increase productive asset that would support BII's business development programs, especially in Shariah financing.
- Opini DPS: No.M.2014.004/BOC-Syariah Supervisory dated 28 January 2014 on Issuance BII UUS Sukuk with Mudharabah Sukuk Contract

Produk Tabungan BII Valas iB

Savings Product - BII Valas iB

- Produk tabungan untuk meningkatkan DPK dengan denominasi mata uang asing.
- Opini DPS: No.M.2014.009/BOC-Syariah Supervisory tanggal 12 Maret 2014 tentang Produk Tabungan Valas iB.
- Savings product to increase TPF in foreign currencies.
- Opini DPS: No.M.2014.009/BOC-Syariah Supervisory dated 12 March 2014 on Savings Product - Valas iB.

Laporan GCG Unit Usaha Syariah GCG Report Shariah Business Unit

<p>Pinjaman Luar Negeri untuk Pengembangan Kegiatan Usaha Syariah BII</p> <p>Foreign Loan for BII Shariah Business Development Activities</p>	<ul style="list-style-type: none"> - Merupakan penempatan dana milik Non-Resident (dapat berupa Bank Asing) yang dikelola sesuai prinsip Syariah yang akan disalurkan untuk kegiatan usaha Syariah BII UUS. - Opini DPS: No.M.2014.012/BOC-Syariah Supervisory tanggal 20 Mei 2014 tentang Skema Pinjaman Luar Negeri untuk Pengembangan Kegiatan Usaha Syariah BII. - Non-resident (may include Foreign Banks) fund placement managed with observance to Shariah principles and disbursed for Shariah activities of BII UUS. - Opini DPS: No.M.2014.012/BOC-Syariah Supervisory dated 20 May 2014 on Foreign Loan for BII Shariah Business Development Activities.
<p>Cross Currency Hedging iB (CCH iB)</p> <p>Cross Currency Hedging iB (CCH iB)</p>	<ul style="list-style-type: none"> - Produk transaksi lindung nilai mata uang sesuai prinsip Syariah (Cross Currency Hedging iB) dengan prinsip Wa'ad dan Al Sharf merupakan produk yang diharapkan dapat membantu mengurangi risiko kerugian akibat nilai tukar mata uang bagi Nasabah sehingga kegiatan usaha riilnya dapat berjalan dengan baik. - Opini DPS: No.M.2014.007/BOC-Syariah Supervisory tanggal 20 Februari 2014 tentang Struktur Cross Currency Hedging iB (CCH iB). - Cross Currency Hedging iB in accordance with Wa'ad and Al Sharf principles; this product is expected to help mitigating customers' loss risk arising from change of exchange rate, therefore ensuring their business activities can commence smoothly. - Opini DPS: No.M.2014.007/BOC-Syariah Supervisory dated 20 February 2014 on the Structure of Cross Currency Hedging iB (CCH iB).
<p>Restricted Profit Sharing Investment Account iB (Rekening Investasi Mudharabah Muqayyadah)</p> <p>Restricted Profit Sharing Investment Account iB (Mudharabah Muqayyadah Investment Account)</p>	<ul style="list-style-type: none"> - Deposito Mudharabah Muqayyadah memfasilitasi Nasabah untuk dapat memilih investasi pada pembiayaan Syariah yang dikelola oleh Bank sesuai dengan batasan-batasan dan tingkat risiko yang dikehendaki oleh Nasabah. Produk ini memerlukan komitmen Nasabah untuk memberikan pendanaan dalam jangka waktu tertentu sesuai dengan kebutuhan pembiayaan Syariah yang dibiayai dengan dana Nasabah. - Opini DPS: No.M.2014.006/BOC-Syariah Supervisory tanggal 20 Februari 2014 tentang Struktur dan Fitur Deposito Mudharabah Muqayyadah. - Mudharabah Muqayyadah Time Deposit facilitates Customers to select investment options under Shariah financing program managed by the Bank with boundaries and risk levels according to Customers' choice. This product requires Customers' commitment to deposit funds within fixed period of time based on Shariah financing derived from Customers' funds. - Opini DPS: No.M.2014.006/BOC-Syariah Supervisory dated 20 February 2014 on the Structure and Features of Feature Mudharabah Muqayyadah Time Deposit.
<p>Laporan Hasil Pengawasan DPS – Semester II 2014 SSB Oversight Report – Semester II 2014</p>	
<p>Produk Tabungan BII Super Valas iB</p> <p>Savings Product - BII Super Valas iB</p>	<ul style="list-style-type: none"> - Produk tabungan untuk meningkatkan DPK dengan denominasi mata uang asing. - Opini DPS: No.M.2014.015/BOC-Syariah Supervisory tanggal 28 November 2014 tentang Produk Tabungan BII Super Valas iB. - Savings product to increase TPF in foreign currencies. - Opini DPS: No.M.2014.015/BOC-Syariah Supervisory dated 28 November 2014 on Savings Product - Valas iB.

Pengawasan terhadap Kegiatan Bank – BII UUS

Selama 2014, DPS melakukan pengawasan terhadap kegiatan BII UUS yang meliputi penghimpunan dana dan pembiayaan, yaitu sebagai berikut:

Oversight on BII UUS Banking Activities

Throughout 2014, SSB conducted oversight on activities of BII UUS that include funding and financing with details as follows:

Laporan GCG Unit Usaha Syariah GCG Report Shariah Business Unit

Penghimpunan Dana Funding			
Mudharabah		Wadiah	
Pengawasan kegiatan penghimpunan dana dengan akad Mudharabah meliputi produk: <ul style="list-style-type: none"> - BII Tabungan Reguler iB - BII MyPlan iB - BII Deposito iB 		Pengawasan kegiatan penghimpunan dana dengan akad Wadiah meliputi produk: <ul style="list-style-type: none"> - BII TabunganKu iB - BII Giro iB 	
Oversight on funding activities under Mudharabah contract includes the following products: <ul style="list-style-type: none"> - BII Tabungan Reguler iB - BII MyPlan iB - BII Deposito iB 		Oversight on funding activities under Wadiah contract includes the following products: <ul style="list-style-type: none"> - BII TabunganKu iB - BII Giro iB 	
Pembiayaan Financing			
Murabahah	Mudharabah/Musyarakah	Qardh, Rahn dan Ijarah	IMBT
Pengawasan kegiatan penyaluran dana dengan akad Murabahah meliputi pengawasan terhadap produk dengan akad Murabahah pada segmen: <ul style="list-style-type: none"> - Konsumer - SME - Komersial - Korporasi - Mikro 	Pengawasan kegiatan penyaluran dana dengan akad Mudharabah dan Musyarakah meliputi pengawasan terhadap produk dengan akad Musyarakah Mutanaqisah (MMq), Mudharabah dan Musyarakah pada segmen: <ul style="list-style-type: none"> - Konsumer - Komersial - Korporasi 	Pengawasan kegiatan penyaluran dana dengan akad Qardh, Rahn dan Ijarah meliputi produk Pembiayaan BII Tunai Emas iB.	Pengawasan kegiatan penyaluran dana dengan akad IMBT meliputi produk Pembiayaan BII Corporate Leasing iB.
Oversight on fund disbursement activities under Murabahah contract, including products with Murabahah contract provided by the following segment: <ul style="list-style-type: none"> - Consumer - SME - Commercial - Corporate - Micro 	Oversight on fund disbursement activities under Mudharabah and Musyarakah contracts, including products with Musyarakah Mutanaqisah (MMq), Mudharabah, and Musyarakah contracts provided by the following segment: <ul style="list-style-type: none"> - Consumer - Commercial - Corporate 	Oversight on fund disbursement activities under Qardh, Rahn, and Ijarah contracts including Financing Product BII Tunai Emas iB	Oversight on fund disbursement activities under IMBT contract, including financing product BII Corporate Leasing iB
Laporan Hasil Pengawasan DPS – Semester I 2014 SSB Oversight Report – Semester I 2014			
Penghimpunan Dana Funding			
Mudharabah		Wadiah	
Selama Semester I 2014 terdapat pembukaan produk penghimpunan dana dengan akad Mudharabah sebanyak 11.320 rekening.		Selama Semester I 2014 terdapat pembukaan produk penghimpunan dana dengan akad Wadiah sebanyak 1.173 rekening.	
DPS menetapkan uji sampel secara acak terhadap 16 sampel Nasabah di KCS dan LS Semarang dan 11 sampel Nasabah di KCS dan LS Surabaya untuk menguji kesesuaian dan kualitas pelaksanaan pemenuhan prinsip Syariah pada produk tersebut.		DPS menetapkan uji sampel secara acak terhadap 6 sampel Nasabah di KCS dan LS Semarang dan 4 sampel Nasabah di KCS dan LS Surabaya untuk menguji kesesuaian dan kualitas pelaksanaan pemenuhan prinsip Syariah pada produk tersebut.	
Berdasarkan pemeriksaan sampel dokumen transaksi meliputi aplikasi pembukaan rekening dan akad penghimpunan dana, transaksi sudah memenuhi ketentuan/prinsip Syariah.		Berdasarkan pemeriksaan sampel dokumen transaksi meliputi aplikasi pembukaan rekening dan akad penghimpunan dana, transaksi sudah memenuhi ketentuan/prinsip Syariah.	
In Semester I 2014, there were 11,320 new account opening with Mudharabah contract.		In Semester I 2014, there were 1,173 new account opening with Wadiah contract.	
SSB exercised random sample testing on 16 customer samples in KCS and LS Semarang and 11 customer samples in KCS and LS Surabaya to assess the conformity and quality of Shariah compliance.		SSB exercised random sample testing on 6 customer samples in KCS and LS Semarang and 4 customer samples in KCS and LS Surabaya to assess the conformity and quality of Shariah compliance.	
Based on assessment on sample transaction documents that include account opening application and funding contract, the transactions have complied with Shariah principles.		Based on assessment on sample transaction documents that include account opening application and funding contract, the transactions have complied with Shariah principles.	

Pembiayaan Financing			
Murabahah	Mudharabah/Musyarakah	Qardh, Rahn dan Ijarah	IMBT
<p>Selama Semester I 2014 terdapat transaksi pembiayaan dengan akad Murabahah sebanyak 1.345 nasabah.</p> <p>DPS menetapkan uji sampel produk pembiayaan dengan akad Murabahah pada 12 sampel Nasabah di KCS dan LS Semarang dan 2 sampel Nasabah di KCS dan LS Surabaya untuk menguji kesesuaian dan kualitas pelaksanaan pemenuhan prinsip Syariah pada produk tersebut.</p> <p>Berdasarkan pemeriksaan terhadap sampel dokumen transaksi meliputi dokumen Aplikasi Permohonan Nasabah, Surat Penawaran Pembiayaan, Memorandum Internal, Surat Kuasa Nasabah, dan Akad disimpulkan bahwa Pembiayaan secara umum sudah memenuhi prinsip Syariah.</p> <p>Opini DPS: No.M.2014.003/BOC-Syariah Supervisory tanggal 28 Januari 2014, tentang Transaksi Take Over Pembiayaan Murabahah.</p> <p>In Semester I 2014, there were 1,345 transactions with Murabahah contract.</p> <p>SSB exercised sample testing on financing products using Murabahah contract, on 12 customer samples in KCS and LS Semarang and 2 customer samples in KCS and LS Surabaya to assess the conformity and quality of Shariah compliance.</p> <p>Based on assessment on sample transaction documents that include Customer Application, Financing Proposal Letter, Internal Memorandum, Customers' Letter of Attorney, and Financing Contract, the transactions in general have complied with Shariah principles.</p> <p>Opini DPS: No.M.2014.003/BOC-Syariah Supervisory dated 28 January 2014 on Murabahah Financing Takeover Transaction.</p>	<p>Selama Semester I 2014 terdapat transaksi pembiayaan MMq, Mudharabah dan Musyarakah sebanyak 384 nasabah.</p> <p>DPS menetapkan uji sampel produk pembiayaan dengan akad MMq, Mudharabah dan Musyarakah pada 10 sampel Nasabah di KCS dan LS Semarang dan 6 sampel Nasabah di KCS dan LS Surabaya untuk menguji kesesuaian dan kualitas pelaksanaan pemenuhan prinsip Syariah pada produk tersebut.</p> <p>Berdasarkan pemeriksaan terhadap sampel dokumen transaksi meliputi dokumen Aplikasi Permohonan Nasabah, Surat Penawaran Pembiayaan, Memorandum Internal dan Akad disimpulkan bahwa Pembiayaan secara umum sudah memenuhi prinsip Syariah.</p> <p>Opini DPS: No.M.2014.008/BOC-Syariah Supervisory tanggal 12 Maret 2014 tentang Perjanjian Pembiayaan Musyarakah Garuda Indonesia Airways (GIA).</p> <p>In Semester I 2014 there were 384 new financing facilities with MMq, Mudharabah, and Musyarakah contracts</p> <p>SSB exercised sample testing on financing products using MMq, Mudharabah, and Musyarakah contract, on 10 customer samples in KCS and LS Semarang and 6 customer samples in KCS and LS Surabaya to assess the conformity and quality of Shariah compliance.</p> <p>Based on assessment on sample transaction documents that include Customer Application, Financing Proposal Letter, Internal Memorandum, and Financing Contract, the transactions in general have complied with Shariah principles.</p> <p>Opini DPS: No.M.2014.008/BOC-Syariah Supervisory dated 12 March 2014 on Musyarakah Financing Agreement with Garuda Indonesia Airways (GIA).</p>	<p>Selama Semester 2014 terdapat transaksi pembiayaan BII Tunai Emas iB dengan akad Qardh, Rahn dan Ijarah sebanyak 108 nasabah.</p> <p>DPS menetapkan uji sampel produk pembiayaan dengan akad Qardh, Rahn dan Ijarah pada 10 sampel Nasabah Mikro di Jakarta untuk menguji kesesuaian dan kualitas pelaksanaan prinsip Syariah pada produk tersebut.</p> <p>Berdasarkan pemeriksaan terhadap sampel dokumen, transaksi pembiayaan BII Tunai Emas iB secara umum sudah memenuhi prinsip Syariah.</p> <p>In Semester I 2014, there were 108 BII Tunai Emas iB financing transactions with Qardh, Rahn, and Ijarah contracts.</p> <p>SSB exercised sample testing on financing products using Qardh, Rahn, and Ijarah contract, on 10 Micro customer samples in Jakarta to assess the conformity and quality of Shariah compliance.</p> <p>Based on assessment on sample transaction documents, BII Tunai Emas iB financing transactions in general have complied with Shariah principles.</p>	<p>Selama Semester I 2014 terdapat transaksi pembiayaan IMBT sebanyak 2 nasabah.</p> <p>DPS menetapkan uji sampel produk pembiayaan dengan akad IMBT pada 2 sampel Nasabah Komersial di Surabaya untuk menguji kesesuaian dan kualitas pelaksanaan prinsip Syariah pada produk tersebut.</p> <p>Berdasarkan pemeriksaan terhadap sampel dokumen, pelaksanaan pembiayaan IMBT secara umum sudah memenuhi prinsip Syariah.</p> <p>In Semester I 2014, there were 2 IMBT financing transactions.</p> <p>SSB exercised sample testing on financing products using IMBT contract, on 2 Commercial customer samples in Surabaya to assess the conformity and quality of Shariah compliance.</p> <p>Based on assessment on sample transaction documents, IMBT financing in general have complied with Shariah principles.</p>

Laporan GCG Unit Usaha Syariah GCG Report Shariah Business Unit

Laporan Hasil Pengawasan DPS – Semester II 2014 | SSB Oversight Report – Semester II 2014

Penghimpunan Dana | Funding

Mudharabah	Wadiah
Selama Semester II 2014 terdapat pembukaan produk penghimpunan dana dengan akad Mudharabah sebanyak 34.478 rekening.	Selama Semester II 2014 terdapat pembukaan produk penghimpunan dana dengan akad Wadiah sebanyak 2.011 rekening.
DPS menetapkan uji sampel secara acak terhadap 87 sampel Nasabah di KCS dan LS Jakarta, LS Yogyakarta dan cabang-cabang KCS dan LS BII di kota-kota lain (Bandung, Semarang, Surabaya dan Aceh) untuk menguji kesesuaian dan kualitas pelaksanaan pemenuhan prinsip Syariah pada produk tersebut.	DPS menetapkan uji sampel secara acak terhadap terhadap 27 sampel Nasabah di KCS dan LS Jakarta, LS Yogyakarta dan LS BII di kota-kota lain (Bandung, Semarang, Surabaya dan Aceh) untuk menguji kesesuaian dan kualitas pelaksanaan pemenuhan prinsip Syariah pada produk tersebut.
Berdasarkan pemeriksaan sampel dokumen transaksi meliputi aplikasi pembukaan rekening dan akad penghimpunan dana, transaksi sudah memenuhi ketentuan/prinsip Syariah.	Berdasarkan pemeriksaan sampel dokumen transaksi meliputi aplikasi pembukaan rekening dan akad penghimpunan dana, transaksi sudah memenuhi ketentuan/prinsip Syariah.
In Semester II 2014, there were 34.478 new account opening with Mudharabah contract.	In Semester I 2014, there were 2.011 new account opening with Wadiah contract.
SSB exercised random sample testing on 87 customer samples in KCS and LS Jakarta, LS Yogyakarta as well as BII KCS and LS in other cities (Bandung, Semarang, Surabaya and Aceh) to assess the conformity and quality of Shariah compliance.	SSB exercised random sample testing on 27 customer samples in KCS and LS Jakarta, LS Yogyakarta as well as BII KCS and LS in other cities (Bandung, Semarang, Surabaya and Aceh) to assess the conformity and quality of Shariah compliance.
Based on assessment on sample transaction documents that include account opening application and funding contract, the transactions have complied with Shariah principles.	Based on assessment on sample transaction documents that include account opening application and funding contract, the transactions have complied with Shariah principles.

Pembiayaan | Financing

Murabahah	Mudharabah/Musyarakah	Qardh, Rahn dan Ijarah	IMBT
Selama Semester II 2014 terdapat transaksi pembiayaan dengan akad Murabahah sebanyak 2.185 nasabah.	Selama Semester II 2014 terdapat transaksi pembiayaan MMq, Mudharabah dan Musyarakah sebanyak 734 nasabah.	Selama Semester II 2014 terdapat transaksi pembiayaan BII Tunai Emas iB dengan akad Qardh, Rahn dan Ijarah sebanyak 74 nasabah.	Selama Semester II 2014 terdapat transaksi pembiayaan IMBT sebanyak 4 nasabah.
DPS menetapkan uji sampel produk pembiayaan dengan akad Murabahah pada 48 sampel Nasabah di KCS dan LS Jakarta, LS Yogyakarta dan LS BII di kota-kota lain (Bandung, Semarang, Surabaya dan Aceh) untuk menguji kesesuaian dan kualitas pelaksanaan pemenuhan prinsip Syariah pada produk tersebut.	DPS menetapkan uji sampel produk pembiayaan dengan akad MMq, Mudharabah dan Musyarakah pada 22 sampel Nasabah di KCS dan LS Jakarta, LS Yogyakarta dan LS BII di kota-kota lain (Bandung, Semarang, Surabaya dan Aceh) untuk menguji kesesuaian dan kualitas pelaksanaan pemenuhan prinsip Syariah pada produk tersebut.	DPS menetapkan uji sampel produk pembiayaan dengan akad Qardh, Rahn dan Ijarah pada 12 sampel Nasabah BII Tunai Emas iB di Jakarta untuk menguji kesesuaian dan kualitas pelaksanaan prinsip Syariah pada produk tersebut.	DPS menetapkan uji sampel produk pembiayaan dengan akad IMBT pada 3 sampel Nasabah Komersial di Jakarta dan Surabaya untuk menguji kesesuaian dan kualitas pelaksanaan prinsip Syariah pada produk tersebut.
Berdasarkan pemeriksaan terhadap sampel dokumen transaksi meliputi dokumen Aplikasi Permohonan Nasabah, Surat Penawaran Pembiayaan, dan Akad Pembiayaan dapat disimpulkan bahwa secara umum pembiayaan sudah memenuhi prinsip Syariah.	Berdasarkan pemeriksaan terhadap sampel dokumen transaksi meliputi dokumen Aplikasi Permohonan Nasabah, Surat Penawaran Pembiayaan, dan Akad Pembiayaan dapat disimpulkan bahwa secara umum pembiayaan sudah memenuhi prinsip Syariah.	Berdasarkan pemeriksaan terhadap sampel dokumen, transaksi pembiayaan BII Tunai Emas iB dapat disimpulkan bahwa pembiayaan secara umum sudah memenuhi prinsip Syariah.	Berdasarkan pemeriksaan terhadap sampel dokumen, pelaksanaan pembiayaan secara umum sudah memenuhi prinsip Syariah.
In Semester II 2014, there were 2,185 new transactions with Murabahah contract.	In Semester II 2014 there were 734 new financing facilities with MMq, Mudharabah, and Musyarakah contracts	In Semester II 2014, there were 74 BII Tunai Emas iB financing transactions with Qardh, Rahn, and Ijarah contracts.	In Semester II 2014, there were 4 IMBT financing transactions.
SSB exercised sample testing on financing products using Murabahah contract, on 48 customer samples KCS and LS Jakarta, LS Yogyakarta as well as BII KCS and LS in other cities (Bandung, Semarang, Surabaya and Aceh) to assess the conformity and quality of Shariah compliance.	SSB exercised sample testing on financing products using Qardh, Rahn, and Ijarah contract, on 12 BII Tunai Emas iB customer samples in Jakarta to assess the conformity and quality of Shariah compliance.	SSB exercised sample testing on financing products using Qardh, Rahn, and Ijarah contract, on 12 BII Tunai Emas iB customer samples in Jakarta to assess the conformity and quality of Shariah compliance.	SSB exercised sample testing on financing products using IMBT contract, on 3 Commercial customer samples in Jakarta and Surabaya to assess the conformity and quality of Shariah compliance.
Based on assessment on sample transaction documents that include account opening application and funding contract, the transactions have complied with Shariah principles.	Based on assessment on sample transaction documents, BII Tunai Emas iB financing transactions in general have complied with Shariah principles.	Based on assessment on sample transaction documents, BII Tunai Emas iB financing transactions in general have complied with Shariah principles.	Based on assessment on sample transaction documents, IMBT financing in general have complied with Shariah principles.

Laporan GCG Unit Usaha Syariah GCG Report Shariah Business Unit

Based on assessment on sample transaction documents that include Customer Application, Financing Proposal Letter, and Financing Contract, the transactions in general have complied with Shariah principles.

SSB exercised sample testing on financing products using MMq, Mudharabah, and Musyarakah contract, on 22 customer samples in KCS and LS Jakarta, LS Yogyakarta as well as BII KCS and LS in other cities (Bandung, Semarang, Surabaya and Aceh) to assess the conformity and quality of Shariah compliance.

Based on assessment on sample transaction documents that include Customer Application, Financing Proposal Letter, and Financing Contract, the transactions in general have complied with Shariah principles.

Remunerasi DPS

Total remunerasi yang dibayarkan kepada DPS selama 2014 yang meliputi gaji adalah sebesar Rp562 juta.

SSB Remuneration

The total remuneration paid to SSB throughout 2014, including salary, amounted to Rp562 million.

No	Jenis Remunerasi dan Fasilitas lainnya Type of Remuneration of Other Facility	Jumlah Diterima dalam 1 Tahun Amount Received in 1 Year	
		Orang Person	Jutaan Rupiah in Million Rupiah
1.	Remunerasi Remuneration	3	562
2.	Fasilitas Lainnya a. Yang dapat dimiliki b. Yang tidak dapat dimiliki Other facility a. That can be owned b. That cannot be owned	-	-
Total	-	562	
Jumlah Remunerasi *) per orang dalam 1 tahun Amount of Remuneration *) per person per year		Jumlah DPS Total SSB	
Di atas Rp2 miliar Above Rp2 billion		-	
Di atas Rp1 miliar sd Rp2 miliar Above Rp1 billion up to Rp2 billion		-	
Di atas Rp500 juta sd Rp1 miliar Above Rp500 million up to Rp1 billion		-	
Rp500 juta ke bawah Rp500 million and below		3	

*) yang diterima dalam bentuk keuangan (non natura)

*) received in cash (non in kind)

Laporan GCG Unit Usaha Syariah GCG Report Shariah Business Unit

DAFTAR KONSULTAN DAN PENASEHAT

Pada 2014, BII UUS menggunakan konsultan untuk proyek yang bersifat khusus dan didasari dengan proses pemilihan dan kontrak yang jelas sesuai dengan ketentuan yang berlaku. Konsultan tersebut independen, profesional dan memiliki kualifikasi yang memadai.

Konsultan yang digunakan oleh BII UUS selama 2014 adalah sebagai berikut:

LIST OF CONSULTANTS AND ADVISORS

Throughout 2014, BII UUS engaged consultants for special projects. Appointment of consultants based on selection process and contract awards have complied with prevailing regulations. The consultants are independent, professional entities with adequate qualifications.

List of consultants that BII UUS engaged in 2014 are:

Nama Perusahaan Konsultan Name of Consulting Company	Bidang /Area Field/Area	Keterangan Description
PT MAGKNA	Jasa Pengembangan Sistem System Development Service	<ul style="list-style-type: none"> - Proyek pengembangan sistem untuk pembuatan Laporan Bank Indonesia – Laporan Stabilitas Moneter dan Keuangan. - Proyek ini bekerjasama dengan unit kerja internal lainnya yaitu BII MIS dan BII Financial Controlling. - System development service for Reports to Bank Indonesia – Monetary and Financial Stability Report - This project is carried out in collaboration with other internal units, BII MIS and BII Financial Controlling.
PT Adicipta Teknologi Inovasi	Jasa Pengembangan Sistem System Development Service	<ul style="list-style-type: none"> - Proyek pengembangan sistem untuk pembuatan Aplikasi Pembiayaan Ijarah Muntahiyah Bittamlik (IMBT) anak perusahaan BII, BII Finance. - Proyek ini bekerjasama dengan unit kerja internal lainnya yaitu BII – Finance & Accounting. - System development project to create Ijarah Muntahiyah Bittamlik (IMBT) Financing Application for BII subsidiary, BII Finance. - This project is carried out in collaboration with other internal unit, BII – Finance & Accounting.
Fidelity International Resource Management Inc.	Jasa Pengembangan Sistem System Development Service	<ul style="list-style-type: none"> - Proyek pengembangan sistem untuk pembuatan Aplikasi Pembiayaan Ijarah Muntahiyah Bittamlik (IMBT), Istishna, Mudharabah Muqayadah dan Aplikasi Bagi Hasil. - Proyek ini bekerjasama dengan unit kerja internal lainnya yaitu BII – Operations, System Support & Development dan CAC, CPC & TOC. - System development project for Ijarah Muntahiyah Bittamlik (IMBT) Financing, Istishna, Mudharabah Muqayadah, and Profit Sharing Applications. - This project is carried out in collaboration with other internal units in BII – Operations, System Support & Development, and CAC, CPC & TOC.
PT iKonsultan Inovatama	Jasa Konsultasi Project Management Project Management Consulting Service	<ul style="list-style-type: none"> - Proyek konsultasi untuk melakukan Manajemen Proyek UUS untuk pembuatan Aplikasi Pembiayaan Ijarah Muntahiyah Bittamlik (IMBT), Istishna, Mudharabah Muqayadah dan Aplikasi Bagi Hasil. - Proyek ini bekerjasama dengan unit kerja internal lainnya yaitu BII – Operations, System Support & Development dan CAC, CPC & TOC. - Consultation on UUS Project Management for projects of Ijarah Muntahiyah Bittamlik (IMBT) Financing, Istishna, Mudharabah Muqayadah, and Profit Sharing Applications development. - This project is carried out in collaboration with other internal units, BII – Operations, System Support & Development, and CAC, CPC & TOC.

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PT Digital Mind System	<p>Jasa Pengembangan Sistem</p> <p>System Development Service</p>	<ol style="list-style-type: none"> 1 Proyek pengembangan sistem untuk pembuatan Aplikasi Mikro Syariah. Proyek ini bekerjasama dengan unit kerja internal lainnya yaitu BII – Micro Banking dan CAC, CPC & TOC. 2 Proyek pengembangan sistem untuk pembuatan Aplikasi Gadai Syariah. Proyek ini bekerjasama dengan unit kerja internal lainnya yaitu BII – Micro Banking/Business Banking dan CAC, CPC & TOC. <ol style="list-style-type: none"> 1 System development project for Micro Shariah Application. This project is carried out in collaboration with other internal units, BII – Micro Banking and CAC, CPC & TOC. 2 System development project for Shariah Pawn Application. This project is carried out in collaboration with other internal units, BII – Micro Banking/Business Banking and CAC, CPC & TOC.
Brandt Exigo Pte Ltd (Brandt International)	<p>Jasa Konsultan Training</p> <p>Training Consulting Service</p>	<ul style="list-style-type: none"> - Konsultasi proyek pengembangan dan roll-out 'Shariah Business School' yang merupakan BII UUS learning program baik modul Online (OL) maupun Class Room Training (CRT). - Proyek ini bekerjasama dengan unit kerja internal lainnya yaitu BII – Talent Management & Organization Learning. - Consultation for 'Shariah Business School' development and rollout project – a learning program from BII UUS that consists of online (OL) module in Class Room Training (CRT). - This project is carried out in collaboration with other internal units, BII – Talent Management & Organization Learning.
PT Bloomhead Indonesia (Voloxa)	<p>Jasa Produksi E-Learning</p> <p>E-Learning Production Service</p>	<ul style="list-style-type: none"> - Proyek pengembangan materi 'Shariah Business School' yang merupakan BII UUS learning program untuk modul Online (OL). - Proyek ini bekerjasama dengan unit kerja internal lainnya yaitu BII - Talent Management & Organization Learning. - Online (OL) module development for 'Shariah Business School' under BII UUS. - This project is carried out in collaboration with other internal units, BII – Talent Management & Organization Learning.
Ali Budiarmo, Nugroho & Reksodiputro Consellor at Law (ABNR)	<p>Konsultan Hukum</p> <p>Legal Consultant</p>	<p>Pemberian opini hukum terkait dengan Keputusan Mahkamah Konstitusi No.93/PUU-X/2012 – program bersama dengan Maybank Islamic Banking.</p> <p>Administering legal opinion concerning Constitutional Court No.93/PUU-X/2012 – program with Maybank Islamic Banking.</p>
PT Zen Armada ("RzCapital")	<p>Jasa Sukuk Advisory</p> <p>Sukuk Advisory</p>	<p><i>Advisory structuring</i>/skema penerbitan Sukuk Mudharabah.</p> <p>Advisory on Sukuk Mudharabah scheme structuring.</p>

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PENYIMPANGAN INTERNAL

Selama 2014, tidak terdapat penyimpangan internal (internal fraud) di BII UUS.

INTERNAL FRAUD

There were no internal fraud cases in BII UUS throughout 2014.

Internal Fraud (dalam 1 tahun) (in 1 year)	Jumlah Kasus yang Dilakukan oleh Cases Committed by					
	Dewan Komisaris/Direksi BOC/BOD		Pegawai Tetap Permanent Employee		Pegawai tidak Tetap Temporary Employee	
	2013	2014	2013	2014	2013	2014
Total Fraud	-	-	-	-	-	-
Telah diselesaikan Resolved	-	-	-	-	-	-
Dalam proses penyelesaian di internal UUS Under UUS internal settlement process	-	-	-	-	-	-
Belum diupayakan penyelesaiannya Resolution process pending	-	-	-	-	-	-
Telah ditindaklanjuti melalui proses hukum ollowed up with legal action	-	-	-	-	-	-

PERMASALAHAN HUKUM BII UUS

Permasalahan hukum perdata dan pidana yang dihadapi BII UUS selama periode 2014 adalah sebagai berikut:

BII UUS LITIGATIONS

Criminal and civil legal cases that involved BII UUS throughout 2014 are:

Permasalahan Hukum Legal Case	Jumlah Total	
	Perdata/ Civil	Pidana/ Criminal
Telah selesai (telah mempunyai kekuatan hukum yang tetap) Resolved (has legally binding resolution)	-	-
Dalam proses penyelesaian In process of resolution	1	-
Total	1	-

PENGHIMPUNAN DANA OLEH DEPOSAN INTI

Per 31 Desember 2014, deposito inti BII UUS adalah sebagai berikut:

FUND COLLECTION BY CORE DEPOSITORS

As of 31 December 2014, BII UUS core depositors are as follows:

(Rp juta | IDR million)

No	Depositor Depositors	Giro Current Account	Tabungan Savings	Deposito Time Deposit	Total
1	A	-	-	368.110	368.110
2	B	-	-	222.500	222.500
3	C	160.016	-	-	160.016
4	D	-	-	75.000	75.000
5	E	-	-	70.000	70.000
6	F	-	-	61.925	61.925
7	G	-	-	60.000	60.000
8	H	-	-	54.000	54.000
9	I	-	-	52.500	52.500
10	J	-	-	50.787	50.787

**PEMBIAYAAN KEPADA NASABAH
PEMBIAYAAN INTI**

Per 31 Desember 2014, nasabah pembiayaan inti BII UUS adalah sebagai berikut:

(Rp juta | IDR million)

No	Nama Debitur Debtor's Name	Murabahah	Musyarakah	IMBT	Mudharabah	MMq	Total
1	A	-	1.201.345	-	-	-	1.201.345
2	B	376.603	-	-	-	-	376.603
3	C	180.425	-	-	-	-	180.425
4	D	80.000	-	-	-	-	80.000
5	E	-	74.924	-	-	-	74.924
6	F	48.762	-	-	-	-	48.762
7	G	-	44.881	-	-	-	44.881
8	H	-	42.585	-	-	-	42.585
9	I	-	40.909	-	-	-	40.909
10	J	-	30.000	-	-	-	30.000

**FINANCING FOR CORE FINANCING
CUSTOMERS**

As of 31 December 2014, core financing customers of BII UUS are:

**PENYALURAN DANA UNTUK KEGIATAN
SOSIAL**

Selama 2014, BII UUS menyalurkan dana sosial untuk pembangunan sarana umum, sarana ibadah, sekolah, santunan kaum dhuafa, dan hewan qurban dalam kegiatan Idul Adha.

DONATIONS FOR SOCIAL ACTIVITIES

In 2014, BII UUS disbursed social funds for the development of public facilities, praying facility, and schools; donation for the poor and donation of sacrificial animals for Idul Adha celebration.

No	Bulan Month	Kegiatan Activity	Jumlah (Rp) Amount (Rp)
1	Januari January	1. Pembangunan Pondok Pesantren Curug, Bojongsari 1. Curug Islamic Boarding School Construction, Bojongsari	10.000.000
		2. Pembangunan Masjid Baitul Hikmah, Bekasi 2. Baitul Hikmah Mosque Construction, Bekasi	5.000.000
		3. Pembangunan Masjid Al-Afiah, Jagakarsa Jakarta Selatan 3. Al-Afiah Mosque Construction, Jagakarsa South Jakarta	10.000.000
2	Februari February	Pembangunan Masjid Uswatun Hasanah Al Mubarakah, Sukabumi Uswatun Hasanah Al Mubarakah Mosque Construction, Sukabumi	5.000.000
3	Juni June	Dana sosial/dana kebajikan pada kegiatan iB Vaganza Depok Donation/Alms during iB Vaganza Depok	5.000.000
4	Juli July	1. Yayasan Bakti Sosial Ibu-ibu Bintaro 1. Charity Foundation, Yayasan Bakti Sosial Ibu-ibu Bintaro	25.000.000
		2. Bantuan perlengkapan kegiatan Sholat Jumat BII SS3 Lt.28 2. Supplies for Friday Prayer activity at BII SS3, 28th fl	25.000.000
		3. Pembangunan Mushola An-Nur, Jatiasih Bekasi 3. An-Nur Musholla construction, Jatiasih Bekasi	5.000.000
		Pembangunan Masjid Al-Afiah, Jagakarsa Jakarta Selatan Al-Afiah Mosque Construction, Jagakarsa South Jakarta	5.000.000
		Santunan kaum dhuafa dan kegiatan Idul Fitri Alms and Eid-al Fitr activities	111.000.000

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No	Bulan Month	Kegiatan Activity	Jumlah (Rp) Amount (Rp)
5	September	Pengadaan Perlengkapan Asrama Mahasiswa Walisongo YAPI (Yayasan Asrama Pelajar Islam) Equipment and Supplies for Walisongo Student Dormitory under YAPI (Asrama Pelajar Islam Foundation)	70.000.000
6	November	1. Pembangunan Masjid Khoiru Ummah, Ciputat, Tangerang 1. Khoiru Ummah Mosque Construction, Ciputat, Tangerang	10.000.000
		2. Pembangunan Asrama dan Sekolah Tanara, Serang, Banten 2. Construction of Tanara Dormitory and School, Serang, Banten	30.000.000
		3. Pembelian Hewan Qurban – Idul Adha 3. Sacrificial Animals – Eid-al Adha	42.432.500

PELAPORAN BII UUS

Dalam hal pelaporan, BII UUS telah didukung oleh sistem informasi manajemen dan IT *security system* yang memadai dan sumber daya manusia yang kompeten sehingga informasi UUS tersedia secara akurat dan tepat waktu.

BII UUS telah mengumumkan Laporan Keuangan Publikasi Triwulanan sesuai dengan ketentuan yang berlaku, yaitu di surat kabar berbahasa Indonesia yang mempunyai peredaran luas, yaitu:

1. Triwulan I 2014 telah dipublikasikan di harian Media Indonesia tanggal 30 April 2014.
2. Triwulan II 2014 telah dipublikasikan di harian Media Indonesia pada tanggal 25 Juli 2014.
3. Triwulan III 2014 telah dipublikasikan di harian Media Indonesia pada tanggal 22 Oktober 2014.
4. Triwulan IV 2014 telah dipublikasikan di harian Media Indonesia pada tanggal 12 Februari 2015.

Selama 2014, laporan-laporan BII UUS adalah sebagai berikut:

BII UUS REPORT

In terms of reporting, BII UUS uses information management system and appropriate IT security system. Competent personnel are in place to ensure that information from UUS is available accurately and in timely manner.

BII UUS has published its Quarterly Financial Statements. In accordance with prevailing regulations, the publication is made through Indonesian newspaper with extensive circulation:

1. Quarter I 2014, published on Media Indonesia newspaper on 30 April 2014.
2. Quarter II 2014, published on Media Indonesia newspaper on 25 July 2014.
3. Quarter III 2014, published on Media Indonesia newspaper on 22 October 2014.
4. Quarter IV 2014, published on Media Indonesia newspaper on 12 February 2015.

Throughout 2014, BII UUS published the following reports:

No	Laporan Report	Frekuensi Frequency	Keterangan Description
LAPORAN KE PIHAK EKSTERNAL REPORT TO EXTERNAL PARTIES			
	Good Corporate Governance (GCG) Good Corporate Governance (GCG)	tahunan annual	Laporan Tata Kelola Perusahaan Good Corporate Governance Report
	Rencana Bisnis Bank Bank's Business Plan	tahunan annual	Laporan Rencana Kerja Bank Bank's Business Plan Report
	Perubahan Rencana Bisnis Bank Adjustment to Bank's Business Plan	tahunan annual	Revisi Laporan Rencana Kerja Bank Revised Bank's Business Plan Report
	Self Assessment GCG Self Assessment GCG	tahunan annual	Laporan self assessment BII UUS BII UUS self assessment report
	Tingkat Kesehatan Bank (TKS) Risk Based Bank Rating/RBBR	semester semester	Laporan TKS (berisi pilar/faktor Profil Risiko) TKS Report (contains pillar/profile of Risk Profile)
	Laporan Hasil Pengawasan DPS SSB Oversight Report	semester semester	Laporan Pengawasan terhadap Produk Baru dan Pengawasan terhadap Kegiatan Bank Oversight Report on New Products and Bank's Activities

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No	Laporan Report	Frekuensi Frequency	Keterangan Description
	Laporan Publikasi Syariah (LPS) Shariah Publication Report	triwulan quarterly	Laporan mengenai Neraca, Laba/Rugi dan Aset BII UUS serta informasi distribusi bagi hasil Statements on Balance, Profit/Loss, and Asset of BII UUS as well as profit-sharing
	Realisasi Rencana Bisnis Bank Bank's Business Plan Realization	triwulan quarterly	Realisasi Laporan Rencana Kerja Bank Realization on the Bank's Business Plan
	Risk Profile Risk Profile	triwulan quarterly	Laporan Profil Risiko Risk Profile Report
	Laporan Bank Umum (LBU) Basel (versi Excel) Conventional Bank Report (LBU) Basel (Excel version)	bulanan monthly	Laporan mengenai data keuangan BII UUS Report on BII UUS financial data
	LKPBU LKPBU	bulanan monthly	Laporan penggunaan Alat Pembayaran Menggunakan Kartu ATM (APMK) Report on Usage of ATM Cards as Payment System (APMK)
	KPMM/ATMR KPMM/ATMR	bulanan monthly	Laporan Aktiva Tertimbang yang dimiliki terhadap modal dan risiko Report on Weighted Assets to Capital and Risk
	LBUS LBUS	bulanan monthly	Laporan Neraca, R/L, Pembiayaan serta Rekening Administratif per cabang dan konsolidasi melalui website BI Report on Balance Sheet, P/L, Financing, Administrative Account of each branch and consolidation through BI website
	LSMK Syariah (Laporan Stabilitas Moneter dan Sistem Keuangan) LSMK Syariah (Monetary and Financial System Stability)	bulanan monthly	Laporan Neraca, R/L, Pembiayaan serta Rekening Administratif dalam satuan angka penuh baik per cabang dan konsolidasi melalui website BI Report on Balance Sheet, P/L, Financing, Administrative Account on full nominal by branch and consolidation through BI Website
	LBUS versi Excell LBUS, Excel Version	bulanan monthly	Laporan Neraca, R/L, Pembiayaan serta Rekening Administratif per cabang dan konsolidasi perform dalam format Excell Report on Balance Sheet, P/L, Financing, Administrative Account by branch and consolidation in Excell format
	Laporan 50 debitur, 10 Debitur Multifinance, dan per segmen (Excel) Report on 50 Debtors, 10 Multifinance Debtors, and by segment (Excel)	bulanan monthly	Laporan nominative (format BI) Nominative report (BI format)
	Laporan Berkala Bank Umum Syariah (LBBUS) Shariah Commercial Banks Periodic Report (LBBUS)	mingguan weekly	Laporan mengenai Neraca, Laba/Rugi dan Aset BII UUS Report on BII UUS Balance Sheet, Profit/Loss, and Assets
	Pembukaan KCS & KC di bawah KCS New KCS & KC under KCS	Sesuai rencana pembukaan Kantor Cabang In accordance with plan to open new Branch Office	Laporan pembukaan KCS Report on new KCS
	Pembukaan, pemindahan alamat dan penutupan kegiatan LS Opening, change of address, and closing of LS	Sesuai rencana pembukaan LS In accordance with plan to open LS	Laporan pembukaan, pemindahan alamat dan penutupan kegiatan LS Report on new product issuance
	Rencana pengeluaran Produk Baru New Product issuance plan	Sesuai rencana pengeluaran produk In accordance with plan to issue new products	Laporan rencana produk baru Report on opening, change of address, and closing of LS

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No	Laporan Report	Frekuensi Frequency	Keterangan Description
	Realisasi pengeluaran Produk Baru Realization of new product issuance	Sesuai rencana pengeluaran produk In accordance with plan of product issuance	Laporan realisasi produk baru Report on new product realization
LAPORAN KE PIHAK INTERNAL REPORT TO INTERNAL PARTIES			
	Annual Operating Plan Annual Operating Plan	tahunan annual	Laporan Rencana Kerja Bank secara detail Line of Business Detailed Bank's Operating Plan by Line of Business
	Compliance Plan Self Assessment (CPSA) Compliance Plan Self Assessment (CPSA)	semester semester	Laporan mengenai pemenuhan kepatuhan BII UUS BII UUS compliance report
	Half-Yearly Product Performance Report Half-Yearly Product Performance Report	semester semester	Laporan performa produk/aktivitas Product/activity performance report
	Laporan Performa Produk Product Performance Report	semester semester	Laporan performa produk/aktivitas beserta justifikasi atas kinerja produk Product/activity performance report and performance justification
	Risk Compliance Self Assessment (RCSA) Risk Compliance Self Assessment (RCSA)	triwulan quarterly	Laporan mengenai temuan pemeriksaan terkait dengan manajemen risiko BII UUS Findings report concerning BII UUS risk management
	Realisasi Rencana Kerja Pengembangan Produk/ Aktivitas Baru Realization of New Product/Activity Development Plan	triwulan quarterly	Laporan realisasi pengembangan produk/ aktivitas baru sesuai dengan Rencana Bisnis Bank Report on realization of new products/activities based on Bank's Business Plan
	Operational Risk Dashboard Operational Risk Dashboard	bulanan monthly	Laporan mengenai: <ol style="list-style-type: none"> 1. Non Compliance Item(s) of Shariah product found by OJK & DPS 2. Percentage of unsatisfactory item(s) during half yearly DPS review 3. Purification of Shariah income to total gross income of Shariah 4. Shariah Non Compliance Incident(s) - High Risk 5. Shariah Non Compliance Incident(s) - Non High Risk 6. Shariah Readiness Checklist <p>Reports on:</p> <ol style="list-style-type: none"> 1. Non Compliance Item(s) of Shariah product found by OJK & DPS 2. Percentage of unsatisfactory item(s) during half yearly DPS review 3. Purification of Shariah income to total gross income of Shariah 4. Shariah Non Compliance Incident(s) - High Risk 5. Shariah Non Compliance Incident(s) - Non High Risk 6. Shariah Readiness Checklist
	Shariah Portfolio Shariah Portfolio	bulanan monthly	Laporan kinerja bisnis BII UUS BII UUS business performance report
	Monthly Business Report Monthly Business Report	bulanan monthly	Laporan kegiatan bulanan mengenai financing & projects BII UUS Monthly report on BII UUS financing activities and projects
	Enterprise Risk Dashboard Enterprise Risk Dashboard	bulanan monthly	Laporan kinerja risk management BII UUS BII UUS risk management performance report
	Shariah Performance by LoB Shariah Performance by LoB	bulanan monthly	Laporan kinerja BII UUS per Line of Business BII UUS performance report by Line of Business

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No	Laporan Report	Frekuensi Frequency	Keterangan Description
	Result Management Report (RMR) Result Management Report (RMR)	bulanan monthly	Laporan mengenai data keuangan BII UUS BII UUS financial data report
	Laporan un-used pembiayaan komitmen & kontinjensi Un-used financing commitment and contingency report	bulanan monthly	Laporan mengenai un-used pembiayaan komitmen & kontinjensi Un-used financing commitment and contingency report
	Customer with collectibility (SM & NPF) Customer with collectibility (SM & NPF)	bulanan monthly	Laporan mengenai debitur dengan klasifikasi Special Mention dan Non Performing Financing BII UUS Report on Special Mention debtors and BII UUS Non-Performing Financing
	Laporan Profit Distribusi Bagi Hasil dan Bonus Distribution of Profit Sharing and Bonus Report	bulanan monthly	Laporan mengenai hasil investasi yang ditanamkan oleh nasabah Report on results of investments placed by customers
	Laporan GWM Syariah Shariah Statutory Reserve Report	bulanan monthly	Laporan mengenai Giro Wajib Minimum BII UUS BII UUS Statutory Reserve Report
	Laporan Keuangan Backdate Backdated Finance Report	bulanan monthly	Laporan mengenai Neraca, Laba/Rugi dan Rekapitulasi Backdate BII UUS BII UUS Balance Sheet, Profit/Loss, and Backdate Recapitulation Report
	Laporan NPL dan Credit Restructure NPL and Credit Restructure Report	bulanan monthly	Laporan mengenai kredit bermasalah dan restrukturisasi kredit UUS Report on BII UUS's
	Laporan Sektor Ekonomi Syariah Shariah Economy Sector Report	bulanan monthly	Laporan mengenai pengelompokan pembiayaan berdasarkan sektor ekonomi Report on financing by economic sector
	Laporan Keuangan Bank (LKB) Bank Financial Statements (LKB)	bulanan monthly	Laporan mengenai Neraca, Laba/Rugi, Aset dan Distribusi Bagi Hasil BII UUS Report on BII UUS's balance sheet, Profit/Loss, Assets, and Distribution of Profit Sharing
	Maturity Profile Maturity Profile	bulanan monthly	Laporan jatuh tempo arus kas Report on cash flow maturity
	Laporan Nominatif Pembiayaan Financing Nominative Report	bulanan monthly	Laporan O/S Pembiayaan Report on Financing O/S P
	Marketing Communication Budget Tracking Marketing Communication Budget Tracking	bulanan monthly	Laporan mengenai realisasi biaya sponsorship dan advertising & promosi Report on realization of sponsorship, advertisement, and promotion budget
	Outstanding Surat Berharga Outstanding Securities	mingguan weekly	Pelaporan kolektibilitas surat berharga yang dimiliki ke FAD Report on securities collectability to FAD
	Past-due Report Past-due Report	harian daily	Laporan mengenai debitur yang belum memenuhi kewajibannya Report on debtors in arrears
	Subledger Subledger	harian daily	Laporan Neraca Harian dan R/L per cabang dan konsolidasi untuk kepentingan pembukuan cabang Report on daily Balance Sheet and P/L per branch and consolidation for branch bookkeeping

Profil Kepala BII UUS

Profile of Head, Shariah Banking BII UUS



Herwin Bustaman

Warga Negara Indonesia, berusia 45 tahun.
Menjabat sebagai Head, Shariah Banking BII UUS sejak 21 Januari 2013.

Pengalaman

Sebelum bergabung dengan BII, beliau berkarir di HSBC Amanah (UAE & Indonesia) pada tahun 2010-2013 dengan jabatan terakhir sebagai Direktur Unit Usaha Syariah - HSBC Amanah (Indonesia). Sebelum bergabung kembali dengan HSBC Amanah di kantor pusatnya di Dubai, beliau menjabat sebagai Head of Product Management & Proposition di Bank Al Bilad (Kerajaan Arab Saudi) di tahun 2008-2010. Beliau meniti karir di dunia perbankan di tahun 2005 dengan bergabung di HSBC Amanah (Indonesia) dengan posisi terakhir sebagai Senior Vice President Personal Financial Services.

Awal karirnya dimulai di dunia productivity management di beberapa firma konsultan (1995-1998) yang kemudian bergabung dengan Procter & Gamble (Indonesia-Singapore) sampai kemudian memutuskan untuk melanjutkan jenjang pendidikannya ke S2 di tahun 2003.

Kualifikasi

Lulus Bachelor of Business dari University of Southern Queensland (Australia) di tahun 1994 dan Master of Business Administration dari International Islamic University (Malaysia) di tahun 2005.

Indonesian Citizen, 45 years old.
Serves as Head, Shariah Banking BII UUS effective as of 21 January 2013.

Experience

Prior to joining BII, he worked in HSBC Amanah (UAE & Indonesia) from 2010-2013 and last served as Director of Shariah Business Unit – HSBC Amanah (Indonesia). Prior to returning to the head office of HSBC Amanah in Dubai, he served as Head of Product Management & Proposition in Bank Al Bilad (Kingdom of the Saudi Arabia). He started his career in banking sector in 2005 by joining HSBC Amanah (Indonesia) and last served as Senior Vice President Personal Financial Services.

Started his career in productivity management in several consulting firms (1995-1998), he then joined Procter & Gamble (Indonesia-Singapore) until he decided to pursue Master's Degree in 2003.

Qualification

Graduated as Bachelor of Business from University of Southern Queensland (Australia) in 1994 and Master of Business Administration from International Islamic University (Malaysia) in 2005.

HASIL SELF ASSESSMENT GCG

GCG SELF ASSESSMENT RESULT

No	Faktor Factor	2014		
		Bobot Weight	Peringkat Rating	Nilai Score
		(a)	(b)	(a) x (b)
1	Pelaksanaan tugas dan tanggung jawab Direktur UUS Implementation of duties and responsibilities of the Director in Charge of UUS	35%	1,00	0,35
2	Pelaksanaan tugas dan tanggung jawab Dewan Pengawas Syariah Implementation of duties and responsibilities of Shariah Supervisory Board	20%	1,13	0,23
3	Pelaksanaan prinsip Syariah dalam kegiatan penghimpunan dana dan penyaluran dana serta pelayanan jasa Implementation of Shariah principles in funding, fund disbursement, and services	10%	1,60	0,16
4	Penyaluran dana kepada nasabah pembiayaan inti dan penyimpanan dana oleh deposan inti Fund disbursement to core financing customers and fund placement by core depositors	10%	1,33	0,13
5	Transparansi kondisi keuangan dan non keuangan, laporan pelaksanaan tata kelola perusahaan dan pelaporan internal Transparency of financial and non-financial condition, corporate governance implementation reporting, and internal reporting	25%	1,25	0,31
Nilai Komposit Composite Score		100%		1,18
Predikat Komposit			Sangat Baik Very Good	

Nilai Komposit Composite Score	Predikat Komposit Composite Rating
Nilai Komposit < 1,5 Composite Score < 1,5	Sangat Baik Very Good
1,5 ≤ Nilai Komposit < 2,5 Composite Score < 2,5	Baik Good
2,5 ≤ Nilai Komposit < 3,5 Composite Score < 3,5	Cukup Baik Fair
3,5 ≤ Nilai Komposit < 4,5 Composite Score < 4,5	Kurang Baik Poor
4,5 ≤ Nilai Komposit ≤ 5 Composite Score ≤ 5	Tidak Baik Very Poor



**LEMBAR PERSETUJUAN
APPROVAL SHEET
PT BANK INTERNASIONAL INDONESIA TBK.**

Taswin Zakaria
Presiden Direktur / Direktur UUS
President Director / Director in Charge of UUS

Dewan Pengawas Syariah | Shariah Supervisory Board

Dr. M. Anwar Ibrahim, MA
Ketua | Chairman

Prof. Dr. H. Muh. Nahar Nahrawi, SH. MM
Anggota | Member

Dr. Abdul Jabar Majid, MA
Anggota | Member



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