

PT BANK MAYBANK INDONESIA Tbk

PIAGAM KOMITE TATA KELOLA WHISTLEBLOWING/  
WHISTLEBLOWING GOVERNANCE COMMITTEE CHARTER

<p><b>1. Pendahuluan</b></p> <p>PT. Bank Maybank Indonesia, Tbk (“Bank”) berkomitmen menjalankan prinsip Good Corporate Governance dalam operasional Bank.</p> <p>Salah satu hal yang bertentangan dengan prinsip Good Corporate Governance adalah adanya praktek kecurangan (fraud) dan merupakan kewajiban seluruh karyawan untuk melakukan langkah-langkah yang diperlukan guna mencegah terjadinya fraud, pelanggaran kebijakan dan prosedur serta isu terkait integritas. Pencegahan fraud dan pelanggaran adalah sangat penting, maka setiap karyawan diwajibkan untuk selalu peka dan waspada terhadap lingkungan di sekitarnya. Dalam hal karyawan mengidentifikasi atau menemukan adanya indikasi pelanggaran maupun perbuatan fraud yang dilakukan oleh karyawan lain atau pihak terkait Bank yang merugikan atau berpotensi merugikan Bank, maka karyawan memiliki sarana penyampaian informasi tersebut melalui saluran whistleblowing.</p> <p>Bank telah membentuk Komite Tata Kelola Whistleblowing guna mendukung efektivitas fungsi tata kelola Whistleblowing.</p> <p>Piagam Komite Tata Kelola Whistleblowing disusun dengan mengacu pada:</p> <ol style="list-style-type: none"><li>Peraturan OJK Nomor 39/POJK.03/2019 tanggal 19 Desember 2019 tentang Penerapan Strategi Anti Fraud bagi Bank Umum</li><li>Surat Edaran OJK Nomor 13/SEOJK.03/2017 tanggal 17 Maret</li></ol>	<p><b>1. Introduction</b></p> <p>PT. Bank Maybank Indonesia, Tbk (“Bank”) is committed in implementing the principles of Good Corporate Governance in the Bank’s operations.</p> <p><i>One of the elements that is contrary to the principles of Good Corporate Governance is the practice of fraud and it is the obligation of all employees to take the necessary steps to prevent fraud, violation of policies and procedures, and integrity-related issue. The prevention of fraud and violations is crucial, therefore employees are required to always be sensitive and cautious to the surrounding environment. In the event that an employee identifies or detects any indication of a violation or fraudulent act committed by another employee or any Bank-related parties that is detrimental or potentially detrimental to the Bank, the employee has the means to convey the information through the whistleblowing channel.</i></p> <p><i>The Bank has established a Whistleblowing Governance Committee, in order to support the effectiveness of whistleblowing governance function.</i></p> <p><i>The Whistleblowing Governance Committee Charter was set referred to:</i></p> <ol style="list-style-type: none"><li><i>OJK Regulation No. 39/POJK.03/2019 dated 19 Desember 2019 regarding Implementation of Anti Fraud Strategy for Commercial Bank</i></li><li><i>OJK Circular Letter No.13/SEOJK.03/2017 dated 17</i></li></ol>
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<p>2017 tentang Penerapan Tata Kelola Bagi Bank Umum</p> <p>c. Peraturan Direksi tentang Kebijakan Whistleblowing</p>	<p><i>March 2017 regarding Implementation of Good Corporate Governance for Commercial Banks.</i></p> <p><i>c. Directors Regulations regarding Whistleblowing Policy</i></p>
<p><b>2. Tujuan</b></p> <p>Komite Tata Kelola Whistleblowing melakukan pengawasan untuk memastikan laporan whistleblowing ditindaklanjuti dengan perhatian yang semestinya, independensi, investigasi dan tindakan perbaikan, bila diperlukan.</p>	<p><b>2. Purpose</b></p> <p><i>The Whistleblowing Governance Committee provides oversight to ensure whistleblowing reports are followed up with adequate attention, independence, investigation and remedial action, where necessary.</i></p>
<p><b>3. Wewenang</b></p> <p>Komite Tata Kelola Whistleblowing mempunyai kewenangan sebagai berikut:</p> <ul style="list-style-type: none"> <li>a. Mengakses dokumen, data dan informasi Bank perusahaan tentang karyawan, dana, asset serta sumber daya Bank yang diperlukan dan relevan dengan pelaksanaan tugasnya.</li> <li>b. Berkomunikasi langsung dengan Direksi dan karyawan</li> <li>c. Melakukan kewenangan lain yang diberikan oleh Dewan Komisaris.</li> </ul>	<p><b>3. Authority</b></p> <p><i>The authorities of the Whistleblowing Governance Committee are:</i></p> <ul style="list-style-type: none"> <li><i>a. To access Bank's documents, data and information related to employees, funds, assets, and other Bank's resource which are required and relevant to its duties.</i></li> <li><i>b. To communicate directly with Directors and employees</i></li> <li><i>c. To implement other duties as assigned by BOC.</i></li> </ul>
<p><b>4. Keanggotaan</b></p> <p>Komposisi keanggotaan Komite Tata Kelola Whistleblowing adalah sebagai berikut:</p> <ul style="list-style-type: none"> <li>a. Ketua: Komisaris Independen</li> <li>b. Ketua Pengganti: Komisaris Independen</li> <li>c. Anggota Tetap: <ul style="list-style-type: none"> <li>i. Direktur Legal, Compliance &amp; Corporate Secretary</li> <li>ii. Direktur Human Capital</li> <li>iii. Direktur Risk Management</li> </ul> </li> <li>d. Undangan Tetap: <ul style="list-style-type: none"> <li>i. Komisaris Independen</li> <li>ii. Head, FCC &amp; NAF</li> </ul> </li> </ul>	<p><b>4. Membership</b></p> <p><i>Membership composition of the Whistleblowing Governance Committee is as follows:</i></p> <ul style="list-style-type: none"> <li><i>a. Chairman: Independent Commissioners</i></li> <li><i>b. Alternate Chairman: Independent Commissioners</i></li> <li><i>c. Permanent Members:</i> <ul style="list-style-type: none"> <li><i>i. Director Legal, Compliance &amp; Corporate Secretary</i></li> <li><i>ii. Director Human Capital</i></li> <li><i>iii. Director Risk Management</i></li> </ul> </li> <li><i>d. Permanent Invitee :</i> <ul style="list-style-type: none"> <li><i>i. Independent Commissioner</i></li> <li><i>ii. Head, FCC &amp; NAF</i></li> </ul> </li> </ul>

<p>e. Sekretaris: <i>Head, NAF Prevention and Detection</i></p>	<p>e. Secretary : <i>Head, NAF Prevention and Detection</i></p>
<p><b>5. Tugas &amp; Tanggung Jawab</b></p> <p>Komite Tata Kelola Whistleblowing bertugas untuk:</p> <ol style="list-style-type: none"> <li>Mengkaji ulang dan menilai kecukupan kebijakan dan prosedur terkait whistleblowing.</li> <li>Melakukan evaluasi terkait tindak lanjut atas laporan whistleblowing dalam hal: tindak lanjut investigasi, penutupan kasus, dan dapat memberikan rekomendasi apabila diperlukan.</li> <li>Melakukan review terkait indikator whistleblowing, antara lain: statistik laporan yang diterima dari saluran whistleblowing, jenis laporan, analisis tren, laporan yang sedang dalam proses investigasi dan laporan yang ditutup.</li> </ol>	<p><b>5. Duties &amp; Responsibilities</b></p> <p><i>Whistleblowing Governance Committee is assigned to:</i></p> <ol style="list-style-type: none"> <li><i>Review and assess the adequacy of the Maybank Indonesia's Whistleblowing Policies and Procedures</i></li> <li><i>Evaluate the follow up of whistleblowing reports in terms of steps of investigation, the closure, and to make recommendations, where required</i></li> <li><i>Review whistleblowing indicators such as the statistic on reports received from the whistleblowing channels, nature of the reports received, trend analysis, reports under on-going investigation and closure of reports.</i></li> </ol>
<p><b>6. Frekuensi Rapat</b></p> <ol style="list-style-type: none"> <li>Rapat reguler Komite Tata Kelola Whistleblowing dilakukan setiap kuartal.</li> <li>Komite Tata Kelola Whistleblowing dapat setiap saat mengadakan rapat lain jika diperlukan.</li> <li>Rapat Komite Tata Kelola Whistleblowing harus dihadiri oleh minimal 3 (tiga) anggota Komite, termasuk Ketua Komite/Ketua Pengganti.</li> </ol>	<p><b>6. Meeting Frequency</b></p> <ol style="list-style-type: none"> <li><i>Regular meetings of the Whistleblowing Governance Committee are held on quarterly basis.</i></li> <li><i>Whistleblowing Governance Committee may hold additional meetings as necessary.</i></li> <li><i>Whistleblowing Governance Committee meeting shall be attended by at least 3 (three) Committee Members, including the Chairman/Alternate Chairman.</i></li> </ol>

<p><b>7. Agenda Rapat</b></p> <ul style="list-style-type: none"> <li>a. Agenda setiap rapat harus ditetapkan dengan jelas dan materi rapat didistribusikan kepada anggota Komite Tata Kelola Whistleblowing sebelum pelaksanaan rapat</li> <li>b. Untuk rapat yang bersifat rutin agenda rapat diawali dengan pembahasan tindak lanjut rapat sebelumnya</li> <li>c. Untuk agenda rapat yang bersifat adhoc dapat diajukan oleh anggota komite atau unit kerja terkait</li> </ul>	<p><b>7. Meeting Agenda</b></p> <ul style="list-style-type: none"> <li>a. <i>Meeting agenda shall be determined prior to the meeting and materials shall be distributed to the Whistleblowing Governance Committee member before the meeting</i></li> <li>b. <i>For regular meetings, the first agenda shall include information of follow-up taken on the previous meeting.</i></li> <li>c. <i>Adhoc meeting agendas can be proposed by committee member or related working unit</i></li> </ul>
<p><b>8. Ketua dan Peserta Rapat</b></p> <ul style="list-style-type: none"> <li>a. Ketua Komite Tata Kelola Whistleblowing memimpin rapat dan dapat mengundang anggota Direksi, pejabat dan karyawan Bank maupun pihak-pihak lainnya yang terkait dengan agenda rapat yang hendak dibicarakan.</li> <li>b. Dalam hal Ketua Komite Tata Kelola Whistleblowing tidak hadir, Ketua Pengganti Komite Tata Kelola Whistleblowing akan memimpin rapat.</li> </ul>	<p><b>8. Meeting Leader and Participants</b></p> <ul style="list-style-type: none"> <li>a. <i>Chairman of Whistleblowing Governance Committee shall lead the meeting and may invite Directors or employees and other relevant parties whom relevant to the meeting agenda discussion.</i></li> <li>b. <i>In the absence of Chairman of Whistleblowing Governance Committee, Alternate Chairman of Whistleblowing Governance Committee shall lead the meeting.</i></li> </ul>
<p><b>9. Hasil dan Risalah Rapat</b></p> <ul style="list-style-type: none"> <li>a. Keputusan rapat berdasarkan musyawarah mufakat.</li> <li>b. Dalam hal tidak terjadi musyawarah mufakat, pengambilan keputusan dilakukan berdasarkan suara terbanyak.</li> <li>c. Hasil rapat wajib dituangkan dalam risalah rapat.</li> <li>d. Perbedaan pendapat (<i>dissenting opinions</i>), wajib dicantumkan dalam risalah rapat beserta alasannya.</li> <li>e. Risalah rapat dibuat oleh staf satuan kerja FCC&amp;NAF Bank dan</li> </ul>	<p><b>9. Result and Minutes of Meeting</b></p> <ul style="list-style-type: none"> <li>a. <i>Meeting decision shall be achieved unanimously.</i></li> <li>b. <i>When via the consensus mechanism the decision cannot be reached unanimously, the decision is reached by the simple majority vote.</i></li> <li>c. <i>Meeting decision shall be documented in a minutes of meeting.</i></li> <li>d. <i>Dissenting opinions along with the reason shall be clearly documented in the minutes of meeting.</i></li> </ul>

<p>harus ditandatangani oleh seluruh anggota Komite Tata Kelola Whistleblowing yang hadir.</p>	<p><i>e. Minutes of meeting shall be prepared by the FCC &amp; NAF staff and signed by Whistleblowing Governance Committee members attending the meeting.</i></p>
<p><b>10. Pelaporan</b></p> <p>a. Komite Tata Kelola Whistleblowing wajib menyampaikan laporan kegiatan kepada Dewan Komisaris segera setelah rapat Komite Tata Kelola Whistleblowing.</p> <p>b. Seluruh laporan yang dibuat Komite Tata Kelola Whistleblowing harus ditandatangani oleh Ketua Komite Tata Kelola Whistleblowing.</p>	<p><b>10. Reporting</b></p> <p>a. <i>The Whistleblowing Governance Committee is required to submit an activity report to the Board of Commissioners after every Whistleblowing Governance Committee meeting.</i></p> <p>b. <i>All reports made by the Whistleblowing Governance Committee shall be signed by the Chairman of the Whistleblowing Governance Committee.</i></p>