

TATA KELOLA PERUSAHAAN

Good Corporate Governance



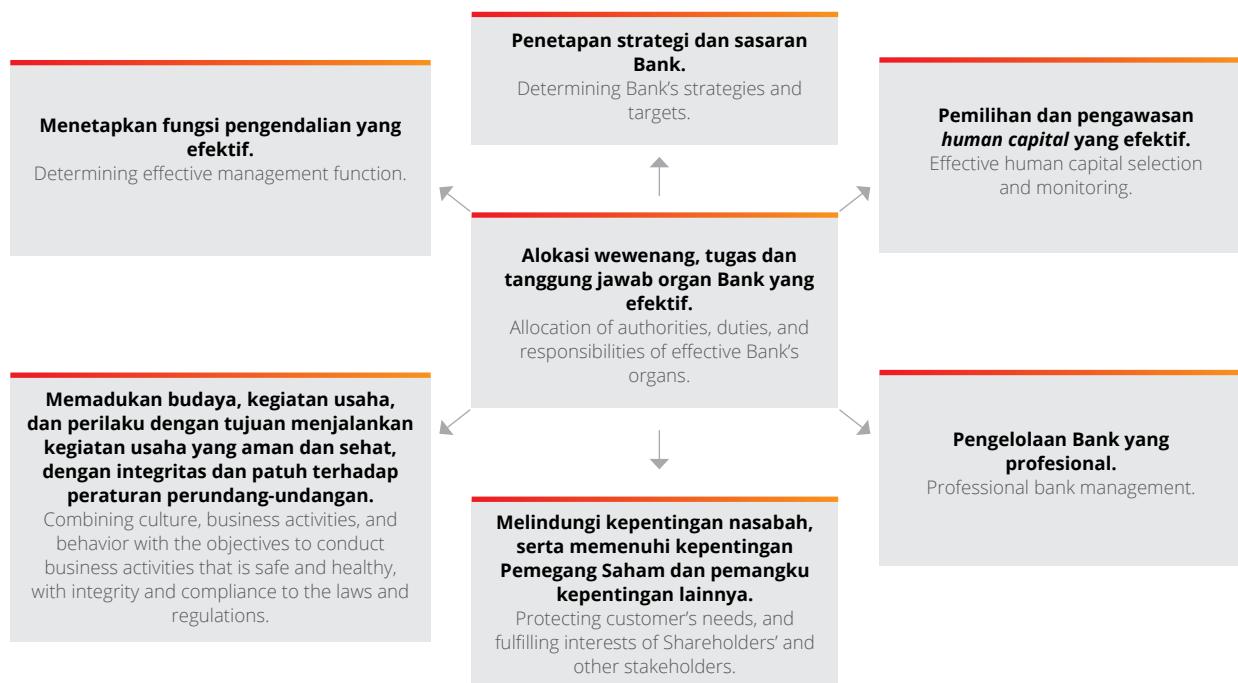


Corporate Governance Framework

Corporate Governance Framework

Implementasi GCG bersifat menyeluruh dan mencakup seluruh aspek pengelolaan usaha Bank. Terkait hal tersebut, Bank menyusun *Corporate Governance Framework* agar implementasi GCG berjalan efektif. *Corporate Governance Framework* Bank Victoria ditunjukkan dalam skema berikut:

GCG Implementation is comprehensive in nature and covers all aspects of the Bank's business management. In relation thereto, the Bank prepares Corporate Governance Framework for effective GCG implementation. The Corporate Governance Framework of Bank Victoria is shown in the following scheme;



Dasar Penerapan Good Corporate Governance

The Basis of Good Corporate Governance Implementation

Implementasi Tata Kelola Perusahaan yang baik (*Good Corporate Governance/GCG*) di Bank Victoria didasari pada komitmen Bank untuk menjalankan usaha yang sehat, pada koridor yang tepat, dan sesuai dengan regulasi. Komitmen tersebut timbul dari kesadaran Bank sebagai *Good Corporate Citizen* dan sebagai perpanjangan tangan dari pemerintah yang berperan dalam memediasi keuangan masyarakat.

Mengingat pentingnya peran Bank dalam keikutsertaan menjaga stabilitas keuangan di tanah air, maka Bank Victoria menerapkan setiap peraturan secara tepat dan ketat. Terkait dengan implementasi GCG, Bank Victoria menetapkan peraturan dan ketentuan yang diterbitkan oleh pemerintah dan Otoritas Jasa Keuangan, yang diantaranya meliputi:

1. Undang-Undang Republik Indonesia No. 10 Tahun 1998 tentang Perbankan;

The implementation of Good Corporate Governance (GCG) at Bank Victoria is based on the Bank's commitment to run a sound business, on the right track, and in accordance with the regulations. The commitment arises from the Bank's awareness as Good Corporate Citizen and as a support to government's role in mediating public finances.

Given the importance of the Bank's role in its participation in maintaining financial stability in the country, Bank Victoria applies every regulation appropriately and strictly. In relation to GCG implementation, Bank Victoria specified the rules and regulations issued by the government and the Financial Services Authority, which include:

1. Law of the Republic of Indonesia No. 10 of 1998 on Banking;

2. Undang-Undang Republik Indonesia No. 40 Tahun 2007 tentang Perseroan Terbatas;
3. Peraturan Otoritas Jasa Keuangan No. 17/POJK.03/2014 tentang Penerapan Manajemen Risiko Terintegrasi bagi Konglomerasi Keuangan;
4. Peraturan Otoritas Jasa Keuangan No. 18/POJK.03/2014 tentang Penerapan Tata Kelola Terintegrasi bagi Konglomerasi Keuangan;
5. Peraturan Otoritas Jasa Keuangan No. 8/POJK.04/2015 tentang Situs Web Emitter atau Perusahaan Publik;
6. Peraturan Otoritas Jasa Keuangan No. 21/POJK.04/2015 tentang Penerapan Pedoman Tata Kelola Perusahaan Terbuka;
7. Peraturan Otoritas Jasa Keuangan No. 31/POJK.04/2015 tentang Keterbukaan atas Informasi atau Fakta Material oleh Emitter atau Perusahaan Publik;
8. Peraturan Otoritas Jasa Keuangan No. 18/POJK.03/2016 tentang Penerapan Manajemen Risiko bagi Bank Umum;
9. Peraturan Otoritas Jasa Keuangan No. 38 /POJK.03/2016 tentang Penerapan Manajemen Risiko Dalam Penggunaan Teknologi Informasi Oleh Bank Umum.
10. Surat Edaran Otoritas Jasa Keuangan No. 21/SEOJK.03/2017 tentang Penerapan Manajemen Risiko dalam Penggunaan Teknologi Informasi oleh Bank Umum.
11. Peraturan Otoritas Jasa Keuangan No. 29/POJK.04/2016 tentang Laporan Tahunan Emitter atau Perusahaan Publik;
12. Peraturan Otoritas Jasa Keuangan No. 32/POJK.03/2016 tentang Transparansi dan Publikasi Laporan Bank;
13. Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tentang Penerapan Tata Kelola bagi Bank Umum;
14. Peraturan Otoritas Jasa Keuangan No. 4/POJK.03/2016 tentang Penilaian Tingkat Kesehatan Bank Umum;
15. Peraturan Otoritas Jasa Keuangan No. 46/POJK.03/2017 tentang Pelaksanaan Fungsi Kepatuhan Bank Umum; serta
16. Peraturan turunannya.

Bank Victoria juga mengimplementasikan peraturan GCG yang diinisiasi oleh lembaga-lembaga independen, diantaranya:

1. Prinsip-prinsip *Corporate Governance* yang dikembangkan oleh Organization for Economic Cooperation and Development (OECD);
2. ASEAN *Corporate Governance Scorecard*;
3. Pedoman GCG Indonesia yang dikembangkan oleh Komite Nasional Kebijakan Governance (KNKG);
4. Pedoman GCG Perbankan Indonesia yang dikembangkan oleh Komite Nasional Kebijakan Governance (KNKG);
5. *Principles for Enhancing Corporate Governance* yang diterbitkan oleh Basel Committee on Banking Supervision.

Berdasarkan peraturan-peraturan tersebut, pelaksanaan kegiatan usaha Bank selalui didasari pertimbangan terhadap pemenuhan prinsip-prinsip GCG yang diuraikan sebagai berikut:

2. Law of the Republic of Indonesia No. 40 of 2007 on Limited Liability Company;
3. Financial Services Authority Regulation No. 17/POJK.03/2014 on Implementation of Integrated Risk Management for Financial Conglomeration;
4. Financial Services Authority Regulation No. 18/POJK.03/2014 on Implementation of Integrated Governance for Financial Conglomeration;
5. Financial Services Authority Regulation No. 8/POJK.04/2015 on Website of Issuers or Public Companies;
6. Financial Services Authority Regulation No. 21/POJK.04/2015 on Implementation of Governance Guidelines of Public Company;
7. Financial Services Authority Regulation No. 31/POJK.04/2015 on Disclosure of Information or Material Fact by Issuers or Public Companies;
8. Financial Services Authority Regulation No. 18/POJK.03/2016 on Implementation of Risk Management for Commercial Bank;
9. Financial Services Authority Regulation No. 38/POJK.03/2016 on the Implementation of Risk Management in the Utilization of Information Technology by Commercial Banks
10. Financial Services Authority Circular Letter No. 21/SEOJK.03/2017 on the Implementation of Risk Management in the Utilization of Information Technology by Commercial Banks.
11. Financial Services Authority Regulation No. 29/POJK.04/2016 on Annual Report of Issuers or Public Companies;
12. Financial Services Authority Regulation No. 32/POJK.03/2016 on Transparency and Publication of Bank Reports;
13. Financial Services Authority Regulation No. 55/POJK.03/2016 on Implementation of Governance for Commercial Bank;
14. Financial Services Authority Regulation No. 4/POJK.03/2016 on Sound Level Assessment of Commercial Bank;
15. Financial Services Authority Regulation No. 46/POJK.03/2017 on Implementation of Compliance Function of Commercial Bank; and
16. The derivative regulations.

Bank Victoria also implements GCG regulations initiated by independent institutions, including:

1. Principles of Corporate Governance developed by the Organization for Economic Cooperation and Development (OECD);
2. ASEAN Corporate Governance Scorecard;
3. Guidelines of GCG Indonesia developed by National Committee of Governance Policies (KNKG);
4. Guidelines of GCG Banking Indonesia developed by National Committee of Governance Policies (KNKG);
5. Principles for Enhancing Corporate Governance issued by Basel Committee on Banking Supervision.

In accordance with these regulations, the implementation of the Bank's business activities must be rooted on the consideration of the fulfillment of GCG principles as described below:

Prinsip GCG GCG Principles	Pengertian Explanation	Standar Pemenuhan Standard of Fulfillment
Transparansi Transparency	<p>Terbuka dalam mengemukakan informasi yang material dan relevan, serta terbuka dalam pelaksanaan proses pengambilan keputusan.</p> <p>Openness in disclosing material and relevant information, and openness in implementing decision making process.</p>	<p>Bank harus memberikan informasi secara tepat waktu, memadai, jelas, akurat, dan dapat dibandingkan. Informasi tersebut juga harus mudah diakses pemangku kepentingan sesuai dengan haknya.</p> <p>Bank must provide information in a timely, adequately, clearly, accurately, and comparably manner. Such information must also be easily accessible to the stakeholders in accordance with their rights.</p>
Akuntabilitas Accountability	<p>Kejelasan fungsi dan pelaksanaan pertanggungjawaban organ Bank sehingga pengelolaan Bank berjalan secara efektif.</p> <p>Clarity of functions and implementation of the accountability of the Bank's organs so that the Bank's management runs effectively.</p>	<p>Bank harus menetapkan fungsi tugas dan tanggung jawab yang jelas dari setiap komponen organisasi, selaras dengan visi dan misi, sasaran usaha, serta strategi Bank. Setiap komponen organisasi mempunyai kompetensi sesuai dengan tugas dan tanggung jawab masing-masing, serta harus dapat memahami perannya dalam pelaksanaan GCG. Bank juga harus memastikan adanya <i>check and balance</i> dalam pengelolaan Bank, dimilikinya ukuran kinerja dari setiap jajaran berdasarkan ukuran yang disepakati secara konsisten, sesuai dengan nilai-nilai Bank, sasaran usaha, strategi Bank, serta dimilikinya sistem <i>reward and punishment</i>.</p> <p>Bank must establish a clear function of duties and responsibilities of each organizational component, consistent with the Bank's vision and mission, business objectives, and strategies. Each organizational component has the competence in accordance with their respective duties and responsibilities, and must be able to understand its role in GCG implementation. The Bank must also ensure the check and balance in the Bank's management, the consistent performance measure of each rank based on the agreed measures, in accordance with the Bank's values, business goals, the Bank's strategies, and reward and punishment system.</p>
Pertanggung jawaban Responsibility	<p>Kesesuaian pengelolaan Bank dengan peraturan perundang-undangan yang berlaku dan prinsip-prinsip pengelolaan bank yang sehat.</p> <p>The compliance of the Bank's management with the prevailing laws and regulations and sound principles of bank management.</p>	<p>Bank harus memegang prinsip <i>prudential banking practices</i>. Prinsip tersebut dijalankan sesuai dengan ketentuan dan peraturan perundang-undangan yang berlaku agar tetap terjaga kelangsungan usaha Bank. Bank juga harus mampu bertindak sebagai <i>Good Corporate Citizen</i>.</p> <p>Banks must hold the principles of prudential banking practices. These principles are executed in accordance with the prevailing provisions and laws and regulations in order to maintain the Bank's business continuity. The Bank must also be able to act as a Good Corporate Citizen.</p>
Independensi Independence	<p>Pengelolaan Bank secara profesional, tanpa pengaruh/tekanan dari pihak manapun.</p> <p>Managing the Bank professionally without any influence/pressure from any parties.</p>	<p>Bank harus dikelola secara profesional dan tanpa dominasi yang tidak wajar oleh pemangku kepentingan. Pengelola Bank tidak boleh terpengaruh oleh kepentingan sepikah dan harus menghindari segala bentuk benturan kepentingan.</p> <p>Bank must be managed professionally and without unfair domination by the stakeholders. The Bank managers must not be affected by unilateral interest and must avoid any kinds of conflict of interest.</p>
Kewajaran Fairness	<p>Keadilan dan kesetaraan dalam memenuhi hak-hak pemangku kepentingan yang timbul berdasarkan perjanjian dan peraturan perundang-undangan yang berlaku.</p> <p>Justice and equality in fulfilling the stakeholders' rights arising based on agreement and the applicable laws and regulations.</p>	<p>Bank harus memperhatikan kepentingan seluruh pemangku kepentingan berdasarkan atas kesetaraan dan kewajaran (<i>equal treatment</i>). Bank juga perlu memberikan kesempatan kepada pemangku kepentingan untuk memberikan masukan bagi kepentingan Bank, serta memiliki akses terhadap informasi, sesuai dengan prinsip keterbukaan.</p> <p>Bank must pay attention to the interests of all stakeholders based on the principle of equality and equal treatment. Bank also needs to provide opportunities to the stakeholders to give inputs for the Bank's interests, and to have access to information, in accordance with the principle of openness.</p>

STRUKTUR ORGAN PERUSAHAAN

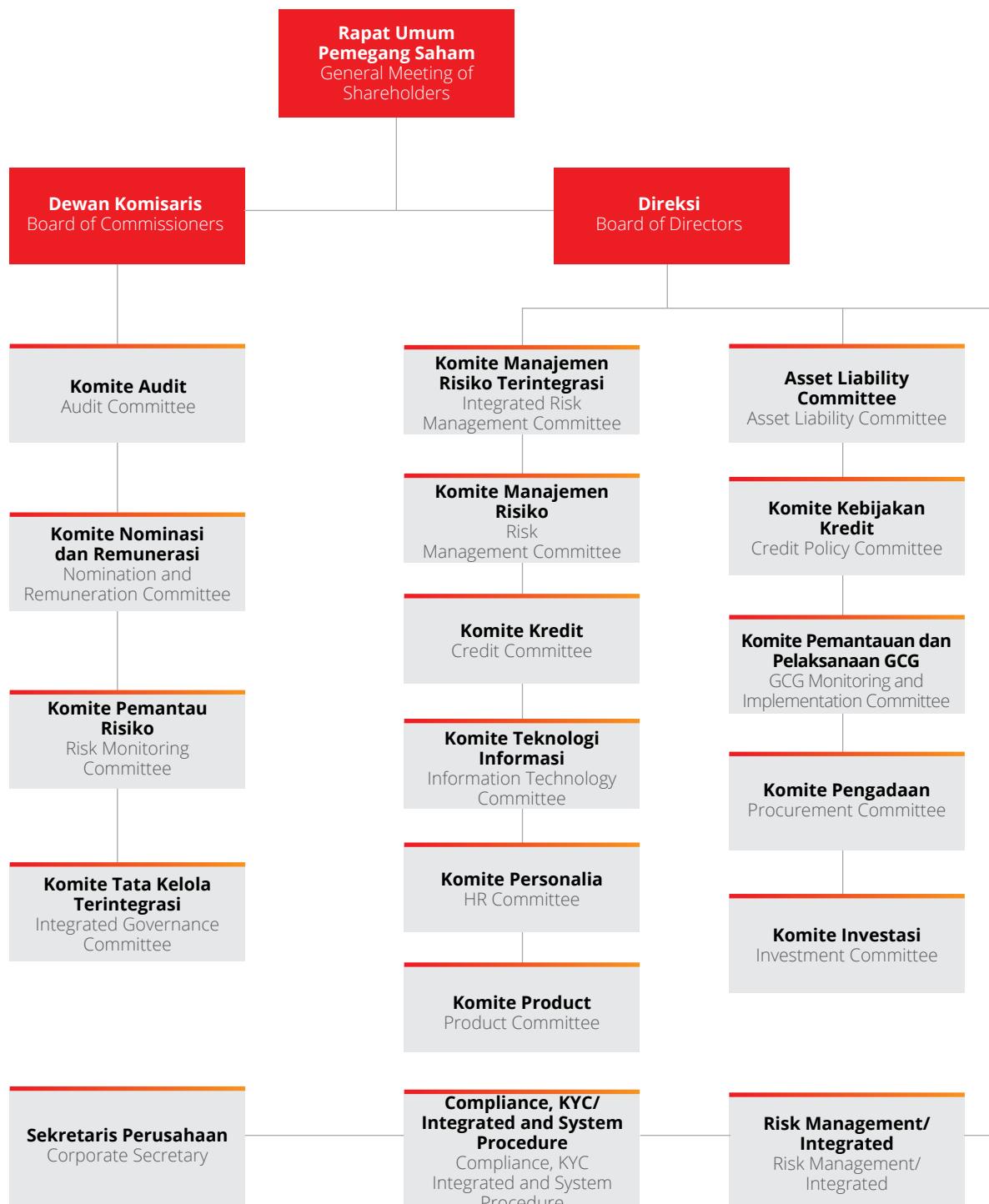
Implementasi GCG di Bank Victoria tidak lepas dari peran organ-organ Tata Kelola Perusahaan yang menggerakkan, memotivasi dan menjadi panutan bagi seluruh insan Bank dalam menerapkan GCG. Berdasarkan Undang-Undang No. 40 Tahun 2007 tentang Perseroan Terbatas, organ utama Tata Kelola Perusahaan terdiri dari Rapat Umum Pemegang Saham (RUPS), Dewan Komisaris dan Direksi. RUPS berperan dalam mengambil keputusan terkait hal-hal yang utama dan penting, khususnya terkait permodalan Bank. Sedangkan, Dewan Komisaris dan Direksi berperan dalam kepengurusan Bank, sesuai dengan sistem dua badan (*two tier system*) yang diterapkan Bank.

COMPANY ORGAN STRUCTURE

GCG Implementation at Bank Victoria cannot be separated from the role of corporate governance organs that drive, motivate, and become role models for all of the Bank's personnel in implementing GCG. Based on Law No. 40 of 2007 on Limited Liability Company, the main organs of corporate governance are General Meeting of Shareholders (GMS), Board of Commissioners, and Directors. The GMS is in charge of making decisions regarding key and important matters, particularly with regard to the Bank's capital. Meanwhile, the Board of Commissioners and Directors are in charge of the Bank's management, in accordance with the two-tier system implemented by Banks.

Dalam melaksanakan kepengurusan Bank, Dewan Komisaris dan Direksi memiliki fungsi yang berbeda, sehingga pelaksanaannya dilakukan secara independen, tanpa intervensi oleh masing-masing pihak. Pelaksanaan fungsi tersebut didukung oleh organ pendukung masing-masing yang dibentuk sesuai dengan kebutuhan Dewan Komisaris dan Direksi, serta kompleksitas usaha Bank.

Adapun struktur tata kelola Bank Victoria ditunjukkan sebagai berikut:



In implementing the Bank's management, the Board of Commissioners and Directors have different functions, so that the implementation is carried out independently, without any intervention by either party. The implementation of these functions is supported by each supporting organ established in accordance with the needs of the Board of Commissioners and Directors, as well as the Bank's business complexity. Bank Victoria's governance structure is shown as follows.

GOVERNANCE SOFT STRUCTURE

Masing-masing organ pada struktur tata kelola menjalankan peran sesuai dengan pedoman yang dimiliki Bank Victoria. Pedoman tersebut antara lain:

1. Pedoman Kode Etik Perilaku Karyawan yang ditetapkan berdasarkan Surat Keputusan Direksi No. 002/SK-DIR/02/16 tanggal 15 Februari 2016;
2. Standar Operasional Prosedur Anti *Fraud* yang ditetapkan dalam Surat Keputusan Direksi No. 006/SK-DIR/11/16 tanggal 28 November 2016;
3. Kebijakan *Good Corporate Governance* (GCG) yang telah disahkan melalui Keputusan Direksi No. 009/SK-DIR/02/16 tanggal 24 Februari 2016;
4. *Board of Commissioners Charter* (BOC Charter) yang telah disahkan melalui Surat Keputusan Dewan Komisaris No. 002/SK-KOM/09/18 tanggal 20 September 2018;
5. *Board of Directors Charters* (BOD Charter) yang telah disahkan melalui Surat Keputusan Direksi No. 007/SK-DIR/02/16 tanggal 24 Februari 2016;
6. Piagam dan Pedoman Kerja Komite Audit yang telah disahkan melalui Surat Keputusan Dewan Komisaris No. 004/SK-KOM/09/18 tanggal 21 September 2018;
7. Pedoman Komite Nominasi dan Remunerasi yang telah disahkan melalui Surat Keputusan Dewan Komisaris No. 003/SK-KOM/09/18 tanggal 20 September 2018;
8. Piagam dan Pedoman Kerja Komite Pemantau Risiko yang telah disahkan melalui Surat Keputusan Dewan Komisaris No. 001/SK-KOM/12/17 tanggal 8 Desember 2017;
9. Pedoman dan Tata Tertib Komite Manajemen Risiko Terintegrasi Grup Victoria yang ditetapkan berdasarkan Surat Keputusan Direksi No. 004/SK-DIR/09/15 tanggal 4 September 2015;
10. Pedoman dan Tata Tertib Komite Tata Kelola Terintegrasi Grup Victoria yang ditetapkan berdasarkan Surat Keputusan Direksi No. 006/SK-DIR/06/17 tanggal 20 Juni 2017;
11. Kebijakan dan Standar Operasional Prosedur (SOP).

Pedoman-pedoman tersebut ditujukan untuk:

1. Melengkapi kebijakan pendukung dalam penerapan GCG;
2. Menjadi pedoman bagi Bank dalam menjalankan aktivitas sehari-hari sesuai dengan budaya (*corporate culture*) yang diharapkan;
3. Menjadi bentuk komitmen tertulis bagi seluruh jajaran dan tingkatan organisasi Bank dalam rangka meningkatkan disiplin dan tanggung jawab organ perusahaan dalam rangka menjaga kepentingan pemangku kepentingan sesuai dengan tanggung jawab masing-masing.

Pedoman-pedoman tersebut telah dievaluasi dan telah dimutakhirkan secara berkala untuk menjaga kesesuaian dengan perubahan peraturan dan perundang-undangan yang berlaku.

GOVERNANCE SOFT STRUCTURE

Each organ on the governance structure performs its roles in accordance with Bank Victoria's guidelines. The guidelines are, among others:

1. Employee Ethics Guidelines stipulated in the Directors' Decree No. 002/SK-DIR/02/16 dated 15 February 2016;
2. Standard Operational Procedure of Anti Fraud stipulated in Directors' Decree No. 006/SK-DIR/11/16 dated 28 November 2016;
3. Good Corporate Governance (GCG) Policy ratified through Directors' Decree No. 009/SK-DIR/02/16 dated 24 February 2016;
4. the Board of Commissioners Charter (BOC Charter) ratified by Decree of Board of Commissioners No. 002/SK-KOM/09/18 dated 20 September 2018;
5. Board of Directors Charter (BOD Charter) ratified by the Directors' Decree No. 007/SK-DIR/02/16 dated 24 February 2016;
6. Charter and Working Guidelines of Audit Committee approved by Decree of Board of Commissioner No. 004/SK-KOM/09/18 dated 21 September 2018;
7. Guidelines of Nomination and Remuneration Committee ratified by Decree of Board of Commissioners No. 003/SK-KOM/09/18 dated 20 September 2018;
8. Charter and Working Guidelines of Risk Monitoring Committee ratified by Decree of Board of Commissioners No. 001/SK-KOM/12/17 dated 8 December 2017;
9. Guidelines and Procedures of Victoria Group Integrated Risk Management Committee stipulated under Directors' Decree No. 004/SK-DIR/09/15 dated 4 September 2015;
10. Guidelines and Procedures of Victoria Group Integrated Governance Committee stipulated under Directors' Decree No. 006/SK-DIR/06/17 dated 20 June 2017;
11. Policy and Standard Operating Procedure (SOP).

The guidelines are for:

1. Completing supporting policies in GCG implementation;
2. Being the guide for the Bank in carrying out its daily activities in accordance with the expected corporate culture;
3. Becoming a form of written commitment to all ranks and levels of the Bank's organization in order to improve discipline and responsibility of the Bank's organs in order to safeguard the stakeholders' interests according to their respective responsibilities.

These guidelines have been evaluated and updated periodically to keep them in line with the changes to the applicable laws and regulations.

MEKANISME GOOD CORPORATE GOVERNANCE

RAPAT UMUM PEMEGANG SAHAM

Rapat Umum Pemegang Saham (RUPS) adalah organ tata kelola tertinggi yang memiliki kewenangan yang tidak dapat didelegasikan kepada Dewan Komisaris maupun Direksi. RUPS merupakan wadah bagi Pemegang Saham untuk mengambil keputusan penting sesuai Anggaran Dasar, Undang-Undang No. 40 Tahun 2007 tentang Perseroan Terbatas, dan Peraturan OJK No. 32/POJK.04/2014 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka.

HAK PEMEGANG SAHAM

Berdasarkan peraturan terkait RUPS di atas, hak dan wewenang Pemegang Saham dalam RUPS dijabarkan sebagai berikut:

Hak Pemegang Saham meliputi:

1. Menghadiri, menyampaikan pendapat, dan memberikan suara dalam RUPS berdasarkan ketentuan 1 (satu) saham memberi hak kepada pemegangnya untuk mengeluarkan 1 (satu) suara;
2. Memperoleh informasi mengenai Bank secara tepat waktu, benar dan teratur, kecuali hal-hal yang bersifat rahasia, sehingga memungkinkan Pemegang Saham membuat keputusan mengenai investasinya berdasarkan informasi yang akurat;
3. Menerima bagian dari keuntungan Bank yang diperuntukkan bagi Pemegang Saham dalam bentuk dividen dan pembagian keuntungan lainnya, sebanding dengan jumlah saham yang dimilikinya;
4. Memperoleh penjelasan lengkap dan informasi yang akurat mengenai prosedur yang harus dipenuhi berkenaan dengan penyelenggaraan RUPS agar Pemegang Saham dapat berpartisipasi dalam pengambilan keputusan, termasuk keputusan mengenai hal-hal yang mempengaruhi eksistensi perusahaan dan hak Pemegang Saham;
5. Dalam hal terdapat lebih dari 1 (satu) jenis dan klasifikasi saham, maka setiap Pemegang Saham berhak mengeluarkan suara sesuai dengan jenis, klasifikasi dan jumlah saham yang dimiliki, dan setiap Pemegang Saham berhak untuk diperlakukan setara berdasarkan jenis dan klasifikasi saham yang dimilikinya.

Sedangkan, wewenang Pemegang Saham melalui RUPS meliputi:

1. Mengangkat dan memberhentikan anggota Dewan Komisaris dan Direksi;
2. Menetapkan remunerasi anggota Dewan Komisaris dan Direksi;
3. Mengevaluasi kinerja Dewan Komisaris dan Direksi;
4. Mengesahkan perubahan Anggaran Dasar;
5. Memberikan persetujuan atas Laporan Tahunan;
6. Menetapkan alokasi penggunaan laba; dan
7. Menunjuk akuntan publik.

CORPORATE GOVERNANCE MECHANISMS

GENERAL MEETING OF SHAREHOLDERS

General Meeting of Shareholders (GMS) is the highest governance organ with authority that cannot be delegated to the Board of Commissioners and Directors. GMS is a forum for the Shareholders to make important decisions in accordance with the Articles of Association, Law No. 40 of 2007 on Limited Liability Company, and FSA Regulation No. 32/POJK.04/2014 on Planning and Organizing General Meeting of Shareholders of Public Companies.

GENERAL MEETING OF SHAREHOLDERS

Based on the GMS-related regulations, the rights and authority of Shareholders in the GMS are explained as follows.

Shareholders' Rights, include:

1. Attending, giving opinion, and casting a vote in the GMS based on the provisions of 1 (one) share gives the holder the right to cast 1 (one) vote;
2. Obtaining information about the Bank in a timely, properly, and regularly manner, except for confidential matters, to enable the Shareholders to make investment decisions based on accurate information;
3. Receiving part of the Bank's profits designated for the Shareholders in the form of dividend and other profit sharing, in proportion to the number of shares held;
4. Obtaining full explanation and accurate information on the procedures to be met regarding the conduct of the GMS so that Shareholders may participate in the decision-making, including decisions on matters affecting the company's existence and Shareholders' rights;
5. In the event that there are more than 1 (one) types and classifications of shares, then each Shareholder is entitled to cast a vote according to the type, classification, and number of shares held, and each Shareholder is entitled to be treated equally based on the type and classification of shares held.

Whereas, the authority of Shareholders through the GMS includes:

1. Appointing and dismissing members of Board of Commissioners and Directors;
2. Establishing the remuneration of members of Board of Commissioners and Directors;
3. Evaluating the performance of Board of Commissioners and Directors;
4. Approving the amendment of the Articles of Association;
5. Giving approval of the Annual Report;
6. Determining allocation of profit use; and
7. Appointing a public accountant.

MEKANISME PELAKSANAAN RUPS

RUPS dapat diselenggarakan dalam 2 (dua) jenis, yaitu RUPS Tahunan dan RUPS Luar Biasa. RUPS Tahunan diselenggarakan setiap tahun, paling lambat 6 (enam) bulan setelah tahun buku berakhir. Sedangkan, RUPS Luar Biasa diselenggarakan sesuai kebutuhan.

Dalam menyelenggarakan RUPS, Bank harus memperhatikan ketentuan dan mekanisme pelaksanaan, mulai dari pemberitahuan, pengumuman, pemanggilan sampai dengan penyelenggaraan RUPS, yang diuraikan sebagai berikut:

1. Pemberitahuan RUPS

Bank wajib menyampaikan pemberitahuan mata acara rapat kepada Otoritas Jasa Keuangan paling lambat 5 (lima) hari kerja sebelum pengumuman RUPS, dengan tidak memperhitungkan tanggal pengumuman RUPS.

2. Pengumuman RUPS

Bank wajib melakukan pengumuman RUPS kepada Pemegang Saham paling lambat 14 hari sebelum pemanggilan RUPS, dengan tidak memperhitungkan tanggal pengumuman dan tanggal pemanggilan. Pengumuman RUPS tersebut minimal memuat:

- Ketentuan Pemegang Saham yang berhak hadir dalam RUPS;
- Ketentuan Pemegang Saham yang berhak mengusulkan mata acara rapat;
- Tanggal penyelenggaraan RUPS; dan
- Tanggal pemanggilan RUPS.

Pengumuman RUPS tersebut minimal dilakukan melalui 1 (satu) surat kabar harian berbahasa Indonesia yang berperedaran nasional dan situs laman Bank.

3. Pemanggilan RUPS

Bank wajib melakukan pemanggilan kepada Pemegang Saham paling lambat 21 hari sebelum RUPS, dengan tidak memperhitungkan tanggal pemanggilan dan tanggal RUPS. Pemanggilan RUPS tersebut minimal memuat:

- Tanggal penyelenggaraan RUPS;
- Waktu penyelenggaraan RUPS;
- Tempat penyelenggaraan RUPS;
- Ketentuan Pemegang Saham yang berhak hadir dalam RUPS;
- Mata acara rapat, termasuk penjelasan atas setiap mata acara tersebut; dan
- Informasi yang menyatakan bahan terkait mata acara rapat tersedia bagi Pemegang Saham sejak tanggal dilakukannya pemanggilan RUPS sampai dengan RUPS diselenggarakan.

Pemanggilan RUPS tersebut minimal dilakukan melalui 1 (satu) surat kabar harian berbahasa Indonesia yang berperedaran nasional, situs laman Bursa Efek Indonesia, dan situs web Bank.

4. Penyelenggaraan RUPS

Penyelenggaraan RUPS wajib diselenggarakan di wilayah Negara Republik Indonesia, antara lain di:

- Tempat kedudukan Bank;
- Tempat Bank melakukan kegiatan usaha utamanya;
- Ibukota provinsi, di tempat kedudukan atau tempat kegiatan usaha utama Bank; atau
- Provinsi tempat kedudukan Bursa Efek Indonesia.

GMS MECHANISM

GMS can be held in 2 (two) types, which are Annual GMS and Extraordinary GMS. Annual GMS is held annually, no later than 6 (six) months after the end of the fiscal year. Meanwhile, Extraordinary GMS is held as required.

In conducting GMS, the Bank must observe the provisions and mechanisms of implementation, from notification, announcement, notice, to the GMS event, which is outlined as follows.

1. GMS Notification

Banks must submit notification of the meeting agenda to the Financial Services Authority no later than 5 (five) business days prior to GMS announcement, by excluding the GMS announcement date.

2. GMS Announcement

Banks must announce the GMS to the Shareholders no later than 14 days prior to GMS Notice, excluding the announcement date and notice date. The GMS announcement contains at least the following:

- Provisions of Shareholders who are entitled to attend the GMS;
- Provisions of Shareholders who are entitled to propose the meeting agenda;
- GMS date; and
- GMS notice date.

GMS is at least announced through 1 (one) Indonesian language daily newspaper with national circulation and the Bank's website.

3. GMS Notice

Banks must deliver the GMS Notice to the Shareholders no later than 21 days prior to the GMS, by excluding the notice date and GMS date. The GMS notice contains at least the following:

- GMS date;
- GMS time;
- GMS venue;
- Provisions of Shareholders who are entitled to attend the GMS;
- Meeting agenda, including explanation on each meeting agenda; and
- Information stating that the matter related to the meeting agenda is available to the Shareholders from the date of GMS notice to the GMS event.

GMS notice is at least announced through 1 (one) Indonesian language daily newspaper with national circulation, website of Indonesia Stock Exchange, and the Bank's website.

4. GMS event

GMS must be held in the territory of the Republic of Indonesia, such as in:

- The Bank's domicile;
- The location where the Bank conducts its main business activities;
- Provincial capital where the the Bank's domicile or principal business is; or
- Province of domicile of the Indonesia Stock Exchange.

RUPS dapat diselenggarakan jika dihadiri oleh Pemegang Saham Independen yang mewakili ½ (satu per dua) bagian dari jumlah seluruh saham dengan hak suara yang sah yang dimiliki oleh Pemegang Saham Independen.

PELAKSANAAN RUPS TAHUNAN 2018 DAN REALISASINYA

Tahapan pelaksanaan Rapat Umum Pemegang Saham Tahunan Perseroan di 2018 tergambar dalam tabel berikut:

Tabel Pelaksanaan RUPS Tahunan 2018
Table of Implementation of Annual GMS of 2018

Pemberitahuan Notification	Pengumuman Announcement	Pemanggilan Notice	Pelaksanaan Implementation	Hasil RUPS GMS Resolution
Diberitahukan pada tanggal 27 Maret 2018 kepada Otoritas Jasa Keuangan. Notified to the Financial Services Authority on 27 March 2018.	Diumumkan pada tanggal 4 April 2018 melalui situs laman Bank dan surat kabar harian Kontan. Announced on 4 April 2018 through the Bank's website and Kontan daily newspaper.	Diumumkan pada tanggal 24 April 2018 melalui situs laman Bank dan surat kabar harian Kontan. Announced on 4 April 2018 through the Bank's website and Kontan daily newspaper.	Dilaksanakan pada hari Jumat tanggal 18 Mei 2018 pukul 09.21-10.38 WIB di Graha BIP, Function Hall Lt. 11, Jalan Jend. Gatot Subroto Kav. 23, Jakarta 12930. Held on Friday dated 18 May, 2018 09.21-10:38, Graha BIP, Function Hall 11th fl., Jend. Gatot Subroto Kav. 23, Jakarta 12930.	Diumumkan pada tanggal 22 Mei 2018 melalui situs laman Bank dan surat kabar harian Kontan. Announced on 22 May 2018 through the Bank's website and Kontan daily newspaper.

REKAPITULASI KEHADIRAN PADA RUPS TAHUNAN 2018

RUPS Tahunan 2018 yang dihadiri oleh Dewan Komisaris dan Direksi Perseroan sebagai berikut:

The GMS can be held if attended by Independent Shareholder representing ½ (one-half) part of the total shares with valid voting rights owned by the Independent Shareholders.

IMPLEMENTATION OF GENERAL MEETING OF SHAREHOLDERS IN 2018 AND ITS REALIZATION

Implementation stages of Annual GMS of 2018 is shown in the following table:

SUMMARY OF ATTENDANCE IN ANNUAL GMS OF 2018

Annual GMS of 2018 was attended by members of the Board of Commissioners and the Board of Directors of the Company as the followings:

Tabel Rekapitulasi Kehadiran Pada RUPS Tahunan 2018
Table of Attendance Summary in Annual GMS of 2018

No.	Nama Name	Jabatan Position	Hadir Present
1.	Oliver Simorangkir	Komisaris Utama / President Commissioner	Hadir / Present
2.	Gunawan Tenggarahardja	Komisaris/Komisaris Independen / Commissioner / Independent Commissioner	Hadir / Present
3.	Zaenal Abidin, PhD	Komisaris/Komisaris Independen / Commissioner / Independent Commissioner	Hadir / Present
4.	Debora Wahjutirto Tanoyo	Komisaris / Commissioner	Hadir / Present
5.	Daniel Budirahayu	Direktur Utama / President Director	Hadir / Present
6.	Rusli	Wakil Direktur Utama / Deputy President Director	Hadir / Present
7.	Ramon Marlon Runtu	Direktur / Director	Hadir / Present
8.	Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	Hadir / Present

KEHADIRAN PIHAK INDEPENDEN DALAM RUPS TAHUNAN 2018

- Notaris Fathiah Helmi, SH.
- Drs. M. Jusuf Wibisana, Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan.
- Moses F Dasilva (Moses Fernandez Da Silva), Kantor Konsultan Hukum Da Silva dan Suhardiadi.
- Rosmaida Marpaung, Biro Administrasi Efek Perseroan PT Adimitra Jasa Korpora.

THE PRESENCE OF INDEPENDENT PARTY IN 2018 AGMS

- Notary Fathiah Helmi, SH
- Drs. M. Jusuf Wibisana, Tanudiredja, Wibisana, Rintis & Rekan Public Accountant Firm
- Moses F Dasilva (Moses Fernandez Da Silva), Da Silva and Suhardiadi Legal Consultant Firm
- Rosmaida Marpaung, PT Adimitra Jasa Korpora Shares Registration Bureau

KEPUTUSAN RUPS TAHUNAN 2018**ANNUAL GMS RESOLUTION OF 2018**

Agenda Agenda	Keputusan Resolution	Pengambilan Suara Voting	Realisasi Realization
Laporan Tahunan Perseroan Termasuk Laporan Direksi Dan Pengesahan Laporan Keuangan Tahunan Serta Laporan Tugas Pengawasan Dewan Komisaris untuk Tahun Buku yang berakhir pada tanggal 31 Desember 2017. Company's Annual Report including the Board of Directors' Report and Ratification of the Annual Financial Statements as well as Report of the Supervisory Duty of the Board of Commissioners for the Fiscal Year ended on 31 December 2017.	<p>1. Menerima baik dan menyetujui Laporan Tahunan Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2017, termasuk Laporan Direksi dan laporan tugas pengawasan Dewan Komisaris Perseroan.</p> <p>2. Menerima baik dan menyetujui serta mengesahkan Laporan Keuangan Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2017 yang telah diaudit oleh kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan dengan <i>partner</i> penanggung jawab Drs. M. Jusuf Wibisana, M. Ec., Cpa dengan opini audit wajar dalam semua hal yang material sesuai dengan laporan No. A180322002/DC2/MJW/2018, tanggal 22 Maret 2018 dengan demikian membebaskan anggota Direksi dan Dewan Komisaris Perseroan dari tanggung jawab dan segala tanggungan (<i>acquit et de charge</i>) atas tindakan pengurusan dan pengawasan yang Direksi dan Dewan Komisaris jalankan selama tahun buku 2017, sepanjang tindakan-tindakan mereka tercantum dalam neraca dan laporan laba rugi Perseroan tahun buku 2017.</p> <p>1. Well accepted and approved the Company's Annual Report ended on 31 December 2017, including the Board of Directors' Report and the Board of Commissioners's Report of the Supervisory Duty.</p> <p>2. Well accepted, approved, and endorsed the Company's Annual Financial Statements for the fiscal year ended on 31 December 2017 which has been audited by the Public Accountant Firm, Tanudiredja, Wibisana, Rintis & Rekan with the partner in charge, Drs. M. Jusuf Wibisana, M. Ec., Cpa with audit opinion of unqualified in all material according to the report No. A180322002/DC2/MJW/2018, dated 22 March 2018, therefore it released all members of the Board of Directors and the Board of Commissioners responsibilities and any liability (<i>acquit et de charge</i>) for the actions and supervision of the Board of Directors and the Board of Commissioners executed within the fiscal year of 2017, provided that their actions are contained in the balance sheet an income statements of the Company for the fiscal year of 2017.</p>	<ul style="list-style-type: none"> • Setuju: 6.531.498.968 saham atau 100% • Tidak Setuju: - • Abstain: - • Agree: 6,531,498,968 of shares or 100% • Disagree: - • Abstain: - 	Telah direalisasikan sepenuhnya. Fully realized.
Penetapan Penggunaan Laba Bersih Perseroan untuk Tahun Buku yang berakhir pada tanggal 31 Desember 2017. Determining for the Use of the Company's Net Income for the fiscal year ended on 31 December 2017.	<p>Menyetujui penetapan penggunaan laba bersih Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2017 sebesar Rp.131.387.618.296,00 dan oleh karena masih diperlukan dan untuk pengembangan usaha Perseroan, maka laba bersih tahun buku 2017 tersebut diusulkan untuk dipergunakan sebagai berikut:</p> <p>1. Sebesar Rp.25.000.000.000,00 dibukukan untuk pembentukan dana cadangan umum guna memenuhi ketentuan pasal 70 Undang-Undang No. 40 tahun 2007 tentang Perseroan Terbatas dan pasal 24 Anggaran Dasar Perseroan.</p> <p>2. Sisanya sebesar Rp.106.387.618.296,00 akan dibukukan sebagai laba ditahan.</p> <p>Dengan demikian Perseroan tidak memberikan dividen untuk tahun buku 2017.</p> <p>Approved the determination of the Company's net income for the fiscal year ended 31 December 2017 amounting to Rp.131,387,618,296.00, and therefore it is still required, and for the Company's business development, such net income for the fiscal year of 2017 is proposed to be used for the following:</p> <p>1. Amounting to Rp.25,000,000,000.00 is recorded for creating the general reserves to meet the regulation on Article 40 of Law No. 40 year 2007 on Limited Liability Companies and Article 24 of the Company's Articles of Association.</p> <p>2. The remaining of Rp.106,387,618,296.00 will be recorded as retained earnings.</p> <p>Therefore, the Company did not distribute dividend for the fiscal year of 2017.</p>	<ul style="list-style-type: none"> • Setuju: 6.531.498.968 saham atau 100% • Tidak Setuju: - • Abstain: - • Agree: 6,531,498,968 shares, or atau 100% • Disagree: - • Abstain: - 	Telah direalisasikan sepenuhnya. Fully realized.
Pemberian Kuasa dan Wewenang Kepada Wakil Pemegang Saham untuk Menetapkan Besarnya Honorarium Anggota Dewan Komisaris dan Memberi Kuasa dan Wewenang Kepada Dewan Komisaris untuk Menetapkan Pembagian Tugas Dan Wewenang Anggota Direksi serta besarnya Gaji dan Tunjangan Para Anggota Direksi.	<p>1. Menyetujui memberi kuasa dan wewenang kepada wakil pemegang saham Perseroan yaitu PT. Victoria Investama, Tbk untuk menetapkan besarnya honorarium anggota Dewan Komisaris untuk tahun 2018.</p> <p>2. Menyetujui pelimpahan wewenang kepada Dewan Komisaris Perseroan untuk menetapkan pembagian tugas dan wewenang anggota Direksi serta besarnya gaji dan tunjangan para anggota Direksi untuk tahun 2018.</p> <p>1. Approved for granting the power and authority to the representatives of the Company's shareholders namely, PT. Victoria Investama, Tbk to determine the amount of honorarium for the members of Board of Commissioners for the year of 2018.</p>	<ul style="list-style-type: none"> • Setuju: 6.531.498.968 saham atau 100% • Tidak Setuju: - • Abstain: - • Agree: 6,531,498.68 shares or 100% • Disagree: - • Abstain: - 	Telah direalisasikan sepenuhnya. Fully realized.

Agenda Agenda	Keputusan Resolution	Pengambilan Suara Voting	Realisasi Realization												
The grant of power and authority to the representatives of Shareholders to determine the amount of honorarium for members of the Board of Commissioners and to grant power and authority to the Board of Commissioners for setting division of duties and responsibilities of the Board of Directors as well as the amount salary and allowance for members of the Board of Directors.	2. Approved the transfer of power to the Company's Board of Commissioners to determine the division of duties and responsibilities of members of the Board of Directors including the amount of salaries and allowances for members of the Board of Directors for the year of 2018.														
Penunjukan Akuntan Publik Untuk Mengaudit Buku-Buku Perseroan Untuk Tahun Buku 2018 Dan Pemberian Kuasa Kepada Dewan Komisaris Untuk Menetapkan Honorarium Kantor Akuntan Publik Tersebut Serta Persyaratan Lain Penunjukannya.	Memberikan kewenangan kepada Dewan Komisaris Perseroan untuk menunjuk Akuntan Publik Independen dari kantor Akuntan Publik Independen yang terdaftar di Otoritas Jasa Keuangan (OJK) sehubungan dengan masih dalam proses penentuan kantor Akuntan Publik Independen yang akan mengaudit buku Perseroan, untuk mengaudit laporan keuangan Perseroan untuk tahun buku 2018 dengan memperhatikan rekomendasi dari komite audit dan melimpahkan kewenangan kepada Dewan Komisaris untuk menetapkan jumlah honorarium dan persyaratan lain sehubungan dengan penunjukan kantor Akuntan Publik Independen dimaksud.	<ul style="list-style-type: none"> • Setuju: 6.531.498.968 saham atau 100% • Tidak Setuju: - • Abstain: - • Agree: 6,531,498.968 shares or 100% • Disagree: - • Abstain: - 	Telah direalisasikan sepenuhnya. Fully realized.												
The appointment of Public Accountant to Audit the Company's Books for the Financial Year of 2018 Granting Power to members of the Board of Commissioners to Determine Honorarium of such Public Accountant Firm as well as other requirements related to the appointment.	Granted authority to the Company's Board of Commissioners to appoint an Independent Public Accountant registered by the Financial Services Authority relating to the ongoing process of determining an Independent Public Accountant that will audit the Company's books, audit the Company's financial statements for the fiscal year of 2018 taking into account the recommendation provided from the audit committee and the transferred authority to the Board of Commissioners to determine the amount of honorarium and other requirements in relation to the appointment of an Independent Public Accountant Firm.														
Perubahan Susunan Pengurus Perseroan. Change in the composition of Management of the Company	<p>1. Menerima pengunduran diri:</p> <ul style="list-style-type: none"> a. Ibu Rita Gosal dari jabatannya sebagai Direksi Perseroan. b. Bapak Daniel Budirahayu dari jabatannya sebagai Direktur Utama Perseroan. <p>Terhitung sejak di tutupnya Rapat Umum Pemegang Saham Tahunan ini dengan ucapan terima kasih atas sumbangan tenaga dan pikiran yang diberikan selama menjabat sebagai anggota Direksi dan membebaskan dari tanggung jawab dan segala tanggungan (<i>acquit et de charge</i>) atas tindakan pengurusan yang dijalankan sepanjang disetujui oleh Rapat Umum Pemegang Saham Tahunan 2017 yang diselenggarakan di tahun 2018.</p> <p>2. Menyetujui mengangkat:</p> <ul style="list-style-type: none"> a. Bapak Ahmad Fajri sebagai Direktur Utama Perseroan. b. Bapak Lembing sebagai Direktur Perseroan. c. Ibu Debora Wahjutirto Tanoyo sebagai Direktur Perseroan. <p>Pengangkatan tersebut berlaku efektif terhitung sejak diperoleh persetujuan dari Otoritas Jasa Keuangan atas penilaian kemampuan dan kepatutan (<i>fit and proper test</i>) dan memenuhi peraturan perundang-undangan yang berlaku serta memberhentikan dengan hormat Ibu Debora Wahjutirto Tanoyo sebagai Komisaris Perseroan apabila pengangkatannya tersebut telah mendapat persetujuan dari Otoritas Jasa Keuangan atas penilaian kemampuan dan kepatutan (<i>fit and proper test</i>). Dengan demikian, terhitung sejak ditutupnya Rapat ini susunan anggota Direksi dan Dewan Komisaris Perseroan adalah sebagai berikut:</p>	<ul style="list-style-type: none"> • Setuju: 6.531.498.968 saham atau 100% • Tidak Setuju : - • Abstain : - • Agree : 6,531,498.968 shares or 100% • Disagree: - • Abstain : - 	Telah direalisasikan sepenuhnya. Fully realized.												
	<p>Direksi</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">Wakil Direktur Utama</td> <td style="width: 50%;">: Bapak Rusli</td> </tr> <tr> <td>Direktur</td> <td>: Bapak Ramon Marlon Runtu</td> </tr> <tr> <td>Direktur Kepatuhan</td> <td>: Bapak Tamunan</td> </tr> </table> <p>Dewan Komisaris</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">Komisaris Utama</td> <td style="width: 50%;">: Bapak Oliver Simorangkir</td> </tr> <tr> <td>Komisaris/</td> <td></td> </tr> <tr> <td>Komisaris Independen</td> <td>: Bapak Gunawan Tenggarahardja</td> </tr> </table>	Wakil Direktur Utama	: Bapak Rusli	Direktur	: Bapak Ramon Marlon Runtu	Direktur Kepatuhan	: Bapak Tamunan	Komisaris Utama	: Bapak Oliver Simorangkir	Komisaris/		Komisaris Independen	: Bapak Gunawan Tenggarahardja		
Wakil Direktur Utama	: Bapak Rusli														
Direktur	: Bapak Ramon Marlon Runtu														
Direktur Kepatuhan	: Bapak Tamunan														
Komisaris Utama	: Bapak Oliver Simorangkir														
Komisaris/															
Komisaris Independen	: Bapak Gunawan Tenggarahardja														

Agenda Agenda	Keputusan Resolution	Pengambilan Suara Voting	Realisasi Realization
	<p>Komisaris/ Komisaris Independen Komisaris : Bapak Zaenal Abidin, PhD</p> <p>Komisaris : Ibu Debora Wahjutirto Tanoyo</p> <p>dan setelah diperoleh persetujuan dari Otoritas Jasa Keuangan atas penilaian kemampuan dan kepatutan (<i>fit and proper test</i>) sampai dengan penutupan Rapat Umum Pemegang Saham Tahunan Perseroan yang diadakan pada tahun 2019, susunan anggota Direksi dan Dewan Komisaris Perseroan adalah sebagai berikut:</p> <p>Direksi</p> <p>Direktur Utama : Bapak Ahmad Fajar*) Wakil Direktur Utama : Bapak Rusli Direktur : Bapak Ramon Marlon Runtu Direktur : Ibu Debora Wahjutirto Tanoyo*) Direktur : Bapak Lembing*) Direktur Kepatuhan : Bapak Tamunan</p> <p>Dewan Komisaris</p> <p>Komisaris Utama : Bapak Oliver Simorangkir Komisaris/ Komisaris Independen : Bapak Gunawan Tenggarahardja Komisaris/ Komisaris Independen : Bapak Zaenal Abidin, PhD</p> <p>*) berlaku efektif setelah mendapat persetujuan dari Otoritas Jasa Keuangan atas penilaian kemampuan dan kepatutan (<i>fit and proper test</i>).</p> <p>3. Memberikan kuasa kepada Direksi Perseroan untuk menyatakan keputusan Rapat mengenai perubahan anggota Direksi dan Dewan Komisaris Perseroan dalam akta tersendiri di hadapan Notaris dan untuk memohon pemberitahuan kepada Menteri Hukum Dan Hak Asasi Manusia Republik Indonesia sehubungan dengan perubahan anggota Direksi dan Dewan Komisaris Perseroan tersebut di atas, serta melakukan segala tindakan yang diperlukan dan disyaratkan oleh peraturan perundang-undangan yang berlaku.</p> <p>1. Accepted the resignation of the following names: a. Ms. Rita Gosal from her position as the Company's Director. b. Mr. Daniel Budirahayu from his position as the Company's President Director. As of the closing of the Annual General Meeting of Shareholders, with an appreciation and gratitude for the contribution of energy and thought while serving as the members of the Board of Directors and released from the responsibilities and any liability (acquit et de charge) for the management actions insofar as it is approved by the Annual Meeting of Shareholders 2017 held in 2018.</p> <p>2. Approved to appoint the following names: a. Mr. Ahmad Fajar as the Company's President Director. b. Mr. Lembing as the Company's Director. c. Ms. Debora Wahjutirto Tanoyo as the Company's Director. Such appointments will be effective upon the approval obtained by the Financial Services Authority on the assessment of fit and proper test and having met with the applicable laws and regulations, as well as terminated Ms. Debora Wahjutirto Tanoyo as the Company's Commissioner provided that such appointment has been approved by the Financial Services Authority on the assessment of fit and proper test. Therefore, as of the closing of this meeting the composition of the Company's Board of Commissioners is the following:</p> <p>Board of Directors:</p> <p>Deputy President Director : Mr. Rusli Director : Mr. Ramon Marlon Runtu Director of Compliance : Mr. Tamunan</p> <p>Board of Commissioners</p> <p>President Commissioner : Mr. Oliver Simorangkir Commissioner/ Independent Commissioner : Mr. Gunawan Tenggarahardja Commissioner/ Independent Commissioner : Mr. Zaenal Abidin, PhD Commissioner : Ms. Debora Wahjutirto Tanoyo</p>		

Agenda Agenda	Keputusan Resolution	Pengambilan Suara Voting	Realisasi Realization																						
	<p>and after having obtained approval from the Financial Services Authority on the assessment of fit and proper test until the closing of the Company's Annual General Meeting of Shareholders held in 2019, the composition of the Board of Directors and the Board of Commissioners is as follows:</p> <p>Board of Directors</p> <table> <tr><td>President Director</td><td>: Mr. Ahmad Fajar*)</td></tr> <tr><td>Deputy President Director</td><td>: Mr. Rusli</td></tr> <tr><td>Director</td><td>: Mr. Ramon Marlon Runtu</td></tr> <tr><td>Director</td><td>: Ms. Debora Wahjutirto Tanoyo*)</td></tr> <tr><td>Director</td><td>: Mr. Lembing*)</td></tr> <tr><td>Director of Compliance</td><td>: Mr. Tamunan</td></tr> </table> <p>Board of Commissioners</p> <table> <tr><td>President Commissioner</td><td>: Mr. Oliver Simorangkir</td></tr> <tr><td>Commissioner/</td><td></td></tr> <tr><td>Independent Commissioner</td><td>: Mr. Gunawan Tenggarahardja</td></tr> <tr><td>Commisioner/</td><td></td></tr> <tr><td>Independent Commissioner</td><td>: Mr. Zaenal Abidin, PhD</td></tr> </table> <p>*) will be effective upon approval from the Financial Services Authority on the assessment of fit and proper test.</p> <p>3. Granted power to the Company's Board of Directors to declare resolutions of the Meeting on the changes in the Company's Board of Directors and the Board of Commissioners in a separate deed made before a Notary, and to request a notification to the Minister of Law and Human Rights of the Republic of Indonesia concerning the changes in the Company's members of the Board of Directors and the Board of Commissioners as above mentioned, as well as to take any necessary action required by the prevailing laws and regulations.</p>	President Director	: Mr. Ahmad Fajar*)	Deputy President Director	: Mr. Rusli	Director	: Mr. Ramon Marlon Runtu	Director	: Ms. Debora Wahjutirto Tanoyo*)	Director	: Mr. Lembing*)	Director of Compliance	: Mr. Tamunan	President Commissioner	: Mr. Oliver Simorangkir	Commissioner/		Independent Commissioner	: Mr. Gunawan Tenggarahardja	Commisioner/		Independent Commissioner	: Mr. Zaenal Abidin, PhD		
President Director	: Mr. Ahmad Fajar*)																								
Deputy President Director	: Mr. Rusli																								
Director	: Mr. Ramon Marlon Runtu																								
Director	: Ms. Debora Wahjutirto Tanoyo*)																								
Director	: Mr. Lembing*)																								
Director of Compliance	: Mr. Tamunan																								
President Commissioner	: Mr. Oliver Simorangkir																								
Commissioner/																									
Independent Commissioner	: Mr. Gunawan Tenggarahardja																								
Commisioner/																									
Independent Commissioner	: Mr. Zaenal Abidin, PhD																								
<p>Persetujuan pengeluaran saham baru Tanpa Hak Memesan Efek Terlebih Dahulu (HMETD) melalui Program Management Stock Option Program (MSOP).</p> <p>Approval on the Disbursement of new shares without Pre-emptive Right through Management Stock Option Program (MSOP)</p>	<p>Memberikan wewenang kepada Direksi Perseroan dengan persetujuan Dewan Komisaris untuk melaksanakan dan menetapkan tata cara Program Management Stock Option Program (MSOP) untuk dimintakan persetujuan Rapat sesuai dengan ketentuan peraturan perundang-undangan yang berlaku dibidang Pasar Modal dan Perbankan. Sedangkan Mata Acara Rapat ketujuh mengenai Laporan Realisasi Penggunaan Dana Penawaran Umum Berkelanjutan Obligasi Berkelanjutan I Bank Victoria Tahap I Tahun 2017 dan Laporan Realisasi Penggunaan Dana Penawaran Umum Berkelanjutan Obligasi Subordinasi Berkelanjutan I Bank Victoria Tahap I Tahun 2017, hanya bersifat laporan tidak mengambil keputusan.</p> <p>Granted authority to the Company's Board of Directors as approved by the Board of Commissioners to undertake and establish the procedures of Management of Stock Option Program (MSOP) to gain approval from the Meeting according to the applicable rules and regulations in the Capital Market and Banking. Whereas, the seventh Meeting Agenda concerning the Realization Report on the Use of Continuous Public Offering Funds I of Bank Victoria, Stage I in 2017 and Realization Report on the Use of Continuous Public Offering Funds of Continuous Subordinated Bonds I of Bank Victoria Stage I in 2017, is only a reporting not for decision making.</p>	<ul style="list-style-type: none"> • Setuju: 6.531.498.968 saham atau 100% • Tidak Setuju: - • Abstain: - • Agree: 6,531,498.968 shares or 100% • Disagree: - • Abstain: - 	<p>Belum direalisasikan. Not realized.</p>																						
<p>Laporan Realisasi Penggunaan Dana Penawaran Umum Berkelanjutan Obligasi Berkelanjutan I Bank Victoria Tahap I Tahun 2017 dan Laporan Realisasi Penggunaan Dana Penawaran Umum Berkelanjutan Obligasi Subordinasi Berkelanjutan I Bank Victoria Tahap I Tahun 2017.</p>																									

Agenda Agenda	Keputusan Resolution	Pengambilan Suara Voting	Realisasi Realization
Report on the Use of Public Offering Proceeds for Sustainable Bond I of Bank Victoria Stage I of Year 2017, and Report on the Realization of the Use of Public Offering Proceeds for Sustainable Subordinated Bonds I of Bank Victoria Stage I Year 2017			

PELAKSANAAN RUPS LUAR BIASA TAHUN 2018 DAN REALISASINYA

IMPLEMENTATION OF EXTRAORDINARY GMS IN 2018 AND ITS REALIZATION

Tabel Pelaksanaan RUPS Luar Biasa Tahun 2018

Table of the Implementation of Extraordinary GMS in 2018

Pemberitahuan Notification	Pengumuman Announcement	Pemanggilan Notice	Pelaksanaan Implementation	Hasil RUPS GMS Resolution
Diberitahukan pada tanggal 12 September 2018 kepada Otoritas Jasa Keuangan. Notified to the Financial Services Authority on 12 September 2018.	Diumumkan pada tanggal 19 September 2018 melalui situs laman Bank dan surat kabar harian Kontan. Announced on 19 September 2018 through the Bank's website and Kontan daily newspaper.	Diumumkan pada tanggal 4 Oktober 2018 melalui situs laman Bank dan surat kabar harian Kontan. Announced on 4 October 2018 though the Bank's website and Kontan daily newspaper.	Dilaksanakan pada hari Jumat tanggal 26 Oktober 2018 pukul 10.17-10.41 WIB di Graha BIP, Function Hall Lt. 11, Jalan Jend. Gatot Subroto Kav. 23, Jakarta 12930. Conducted on Friday dated 26 October 2018, at 10.17-10.41 at Graha BIP, Function Hall 11th fl. at Jalan Jend. Gatot Subroto Kav. 23, Jakarta 12930.	Diumumkan pada tanggal 30 Oktober 2018 melalui situs laman Bank dan surat kabar harian Kontan. Announced on 30 October 2018 through the Bank's website and Kontan daily newspaper.

REKAPITULASI KEHADIRAN PADA RUPS LUAR BIASA TAHUN 2018

ATTENDANCE RECAPITULATION AT EXTRAORDINARY GMS IN 2018

Tabel Rekapitulasi Kehadiran Pada RUPS Luar Biasa Tahun 2018

Table of Attendance Recapitulation in Extraordinary GMS in 2018

No.	Nama Name	Jabatan Position	Hadir Present
1.	Oliver Simorangkir	Komisaris Utama / President Commissioner	Hadir / Present
2.	Gunawan Tenggarahardja	Komisaris/Komisaris Independen / Commissioner / Independent Commissioner	Hadir / Present
3.	Zaenal Abidin, PhD	Komisaris/Komisaris Independen / Commissioner / Independent Commissioner	Hadir / Present
4.	Debora Wahjutirto Tanoyo	Komisaris / Commissioner	Hadir / Present
5.	Rusli	Wakil Direktur Utama / Deputy President Director	Hadir / Present
6.	Ramon Marlon Runtu	Direktur / Director	Hadir / Present
7.	Tamunan	Direktur Kepatuhan / Director of Compliance	Hadir / Present

KEHADIRAN PIHAK INDEPENDEN DALAM RUPS LUAR BIASA TAHUN 2018

- Notaris Fathiah Helmi, SH.
- Lucy Luciana Suhenda, Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan.
- Andry, Biro Administrasi Efek Perseroan PT Adimitra Jasa Korpora.

THE PRESENCE OF INDEPENDENT PARTY IN 2018 EGMS

- Notary Fathiah Helmi SH.
- Mrs. Lucy Luciana Suhenda, Tanudiredja, Wibisana, Rintis & Rekan Public Accountant Firm.
- Mr. Andry, PT Adimitra Jasa Korpora Shares Registration Bureau.

KEPUTUSAN RUPS LUAR BIASA TAHUN 2018**EXTRAORDINARY GMS RESOLUTION IN 2018**

Agenda Agenda	Keputusan Resolution	Pengambilan Suara Voting	Realisasi Realization																		
Perubahan Tempat Kedudukan Perseroan. Change in the domicile of the Company	<p>1. Menyetujui untuk merubah tempat kedudukan Perseroan yang semula berkedudukan di Jakarta Pusat menjadi berkedudukan di Jakarta Selatan.</p> <p>Dengan demikian merubah Pasal 1 Anggaran Dasar Perseroan menjadi berbunyi sebagai berikut:</p> <p>NAMA DAN TEMPAT KEDUDUKAN</p> <p>Pasal 1</p> <ol style="list-style-type: none"> 1. Perseroan Terbatas ini bernama PT Bank Victoria International Tbk. Dan bertempat kedudukan di Jakarta Selatan. 2. Perseroan dapat membuka kantor-kantor, mendirikan cabang-cabang dan kantor-kantor perwakilan di tempat-tempat lain, baik di dalam maupun di luar wilayah Republik Indonesia sebagaimana ditetapkan oleh Direksi dengan mengindahkan semua ketentuan perundang-undangan yang berlaku. <p>2. Memberikan kuasa kepada Direksi Perseroan dengan hak substitusi untuk menyatakan perubahan Anggaran Dasar Perseroan tersebut dalam suatu akta tersendiri dihadapan notaris dan mengurus persetujuan serta pendaftaran kepada instansi yang berwenang, serta melakukan segala tindakan yang diperlukan sehubungan dengan hal tersebut.</p> <p>1. Approved to change a domicile of the Company which was previously having domiciled in Central Jakarta to South Jakarta. Therefore, Article 1 of the Company's Articles of Association has been changed to the following :</p> <p>NAME AND DOMICILE OF THE COMPANY</p> <p>Article 1</p> <ol style="list-style-type: none"> 1. This Limited Liability Company is named PT Bank Victoria International Tbk, having domiciled in South Jakarta. 2. The Company may open offices, establish branches and representative offices in other places in the country or outside the region of the Republic of Indonesia, as stipulated by the Board of Directors complying to all prevailing laws and regulations. <p>2. Granted power to the Company's Board of Directors with a substitution right to declare a change in the Company's Articles of Association in a separate deed made before a notary and to process approval as well as to register to the authorized institution, as well as to undertake any necessary actions required according to such matters.</p>	<ul style="list-style-type: none"> - Setuju: 7.346.277.776 saham atau 97,07%. - Tidak Setuju: - - Abstain: 221.934.815 saham atau 2,93%. - Agree: 7,346,277,776 shares or 97.07%. - Disagree: - - Abstain: 221,934,815 shares or 2.93%. 	Telah direalisasikan sepenuhnya. Fully realized.																		
Penegasan Kembali Pengangkatan Anggota Direksi Perseroan. Reaffirmation of the Appointment of the Company's Members of the Board of Directors	<p>1. Menyetujui untuk menegaskan kembali pengangkatan Ibu Debora Wahjutirto Tanoyo sebagai Direktur Perseroan, pengangkatan tersebut yang berlaku efektif terhitung sejak diperoleh persetujuan dari Otoritas Jasa Keuangan atas penilaian kemampuan dan kepatuhan (<i>fit and proper test</i>) dan memenuhi peraturan perundang-undangan yang berlaku serta memberhentikan dengan hormat Ibu Debora Wahjutirto Tanoyo sebagai Komisaris Perseroan apabila pengangkatan tersebut telah mendapat persetujuan dari Otoritas Jasa Keuangan atas penilaian kemampuan dan kepatuhan (<i>fit and proper test</i>). Dengan demikian, terhitung sejak ditutupnya rapat ini susunan anggota Direksi dan Dewan Komisaris Perseroan adalah sebagai berikut:</p> <p>Direksi</p> <table> <tr> <td>Wakil Direktur Utama</td> <td>: Bapak Rusli</td> </tr> <tr> <td>Direktur</td> <td>: Bapak Ramon Marlon Runtu</td> </tr> <tr> <td>Direktur Kepatuhan</td> <td>: Bapak Tamunan</td> </tr> </table> <p>Dewan Komisaris</p> <table> <tr> <td>Komisaris Utama</td> <td>: Bapak Oliver Simorangkir</td> </tr> <tr> <td>Komisaris/</td> <td></td> </tr> <tr> <td>Komisaris Independen</td> <td>: Bapak Gunawan Tenggarahardja</td> </tr> <tr> <td>Komisaris/</td> <td>: Bapak Zaenal Abidin, PhD</td> </tr> <tr> <td>Komisaris Independen</td> <td></td> </tr> <tr> <td>Komisaris</td> <td>: Ibu Debora Wahjutirto Tanoyo</td> </tr> </table> <p>dan setelah diperoleh persetujuan dari Otoritas Jasa Keuangan atas penilaian kemampuan dan kepatuhan (<i>fit and proper test</i>) sampai dengan penutupan Rapat Umum Pemegang Saham Tahunan Perseroan yang pada tahun 2019, susunan anggota Direksi dan Dewan Komisaris Perseroan adalah sebagai berikut:</p>	Wakil Direktur Utama	: Bapak Rusli	Direktur	: Bapak Ramon Marlon Runtu	Direktur Kepatuhan	: Bapak Tamunan	Komisaris Utama	: Bapak Oliver Simorangkir	Komisaris/		Komisaris Independen	: Bapak Gunawan Tenggarahardja	Komisaris/	: Bapak Zaenal Abidin, PhD	Komisaris Independen		Komisaris	: Ibu Debora Wahjutirto Tanoyo	<ul style="list-style-type: none"> - Setuju: 7.346.277.776 saham atau 97,07%. - Tidak Setuju: - - Abstain: 221.934.815 saham atau 2,93%. - Agree: 7,346,277,776 shares or 97.07%. - Disagree: - - Abstain: 221,934,815 shares or 2.93%. 	-
Wakil Direktur Utama	: Bapak Rusli																				
Direktur	: Bapak Ramon Marlon Runtu																				
Direktur Kepatuhan	: Bapak Tamunan																				
Komisaris Utama	: Bapak Oliver Simorangkir																				
Komisaris/																					
Komisaris Independen	: Bapak Gunawan Tenggarahardja																				
Komisaris/	: Bapak Zaenal Abidin, PhD																				
Komisaris Independen																					
Komisaris	: Ibu Debora Wahjutirto Tanoyo																				

Agenda Agenda	Keputusan Resolution	Pengambilan Suara Voting	Realisasi Realization
	<p>Direksi</p> <p>Direktur Utama : Bapak Ahmad Fajar*) Wakil Direktur Utama : Bapak Rusli Direktur : Bapak Ramon Marlon Runtu Direktur : Ibu Debora Wahjutirto Tanoyo Direktur : Bapak Lembing*) Direktur Kepatuhan : Bapak Tamunan</p> <p>*) Berlaku efektif setelah mendapat persetujuan dari atas penilaian kemampuan dan kepatuhan (<i>fit and proper test</i>).</p> <p>Dewan Komisaris</p> <p>Komisaris Utama : Bapak Oliver Simorangkir Komisaris/ Komisaris Independen : Bapak Gunawan Tenggarahardja Komisaris/ Komisaris Independen : Bapak Zaenal Abidin, PhD</p> <p>2. Memberikan kuasa kepada Direksi Perseroan dengan hak substitusi untuk menyatakan keputusan Rapat mengenai perubahan anggota Direksi dan Dewan Komisaris Perseroan dalam akta tersendiri di hadapan Notaris dan untuk memohon pemberitahuan kepada Menteri Hukum dan Hak Asasi Manusia Republik Indonesia sehubungan dengan perubahan anggota Direksi dan Dewan Komisaris Perseroan tersebut di atas, serta melakukan segala tindakan yang diperlukan dan disyaratkan oleh peraturan perundang-undangan yang berlaku.</p> <p>1. Approved to reaffirm the appointment of Ms. Debora Wahjutirto as the Company's Director, in which such appointment will be effective as of the approval obtained from the Financial Services Authority on the assessment of fit-and-proper test and having met the applicable rules and regulations, as well as to terminate with respect Ms. Debora Wahjutirto Tanoyo as the Company's Commissioner if such appointment has gained approval from the Financial Services Authority on the assessment of fit and proper test. Therefore, as of the closing of this meeting, the composition of members of the Company's Board of Directors and the Board of Commissioners is as follows:</p> <p>Board of Directors</p> <p>Deputy President Director : Mr. Rusli Director : Mr. Ramon Marlon Runtu Director of Compliance : Mr. Tamunan</p> <p>Board of Commissioners</p> <p>President Commissioner : Mr. Oliver Simorangkir Commissioner/ Independent Commissioner : Mr. Gunawan Tenggarahardja Commissioner/ Independent Commissioner : Mr. Zaenal Abidin, PhD Commissioner : Ms. Debora Wahjutirto Tanoyo</p> <p>and upon gaining approval from the Financial Services Authority on the assessment of fit and proper until the closing of the Company's Annual General Meeting of Shareholders in which in 2019 the composition of members of the Company's the Board of Directors and the Board of Commissioners is the following:</p> <p>Board of Directors</p> <p>President Director : Mr. Ahmad Fajar*) Deputy President Director : Mr. Rusli Director : Mr. Ramon Marlon Runtu Director : Ms. Debora Wahjutirto Tanoyo*) Director : Mr. Lembing*) Director of Compliance : Mr. Tamunan</p> <p>*) will be effective upon gaining approval on the assessment of fit and proper test.</p> <p>Board of Commissioners</p> <p>President Commissioner : Mr. Oliver Simorangkir Commissioner/ Independent Commissioner : Mr. Gunawan Tenggarahardja Commissioner/ Independent Commissioner : Mr. Zaenal Abidin, PhD</p>		

Agenda Agenda	Keputusan Resolution	Pengambilan Suara Voting	Realisasi Realization
	2. Granted power to the Company's Board of Directors with a substitution right to declare resolutions of the Meeting on a change in members of the Company's the Board of Directors and the Board of Commissioners in a separate deed made before a notary and to request a notification to the Minister of Law and Human Rights of the Republic of Indonesia concerning a change in the Company's members of the Board of Directors and the Board of Commissioners as mentioned above, as well as to undertake any necessary and required actions pursuant to the applicable laws and regulations.		

PELAKSANAAN RUPS TAHUNAN 2017 DAN REALISASINYA

THE IMPLEMENTATION OF 2017 ANNUAL GMS AND ITS REALIZATION

Tabel Pelaksanaan RUPS Tahunan 2017
Table of Implementation of 2017 Annual GMS

Pemberitahuan Notification	Pengumuman Announcement	Pemanggilan Notice	Pelaksanaan Implementation	Hasil RUPS GMS Resolution
Diberitahukan pada tanggal 2 Mei 2017 kepada Otoritas Jasa Keuangan. Notification to the Financial Services Authority on 2 May 2017.	Diumumkan pada tanggal 9 Mei 2017 melalui situs laman Bank dan surat kabar harian Kontan. Announcement on 9 May 2017 through the Bank's website and Kontan daily newspapers.	Diumumkan pada tanggal 24 Mei 2017 melalui situs laman Bank dan surat kabar harian Kontan. Announcement on 24 May 2017 through the Bank's website and Kontan daily newspapers.	Dilaksanakan pada hari Jumat tanggal 16 Juni 2017 pukul 09.00 WIB – 10.05 WIB di Graha BIP, Function Hall Lt. 11, Jalan Jend. Gatot Subroto Kav. 23, Jakarta 12930. Conducted on Friday dated 16 June 2017, at 10.17-10.41 at Graha BIP, Function Hall 11th fl, at Jalan Jend. Gatot Subroto Kav. 23, Jakarta 12930.	Diumumkan pada tanggal 20 Juni 2017 melalui situs laman Bank dan surat kabar harian Kontan. Announcement on 20 June 2017 through the Bank's website and Kontan daily newspapers.

REKAPITULASI KEHADIRAN RUPS TAHUNAN 2017

ATTENDANCE RECAPITULATION AT ANNUAL GMS IN 2017

Rekapitulasi kehadiran RUPS Tahunan 2017
Table of Attendance Recapitulation at Annual GMS in 2018

No.	Nama Name	Jabatan Position	Hadir Present
1.	Oliver Simorangkir	Komisaris Utama / President Commissioner	Hadir / Present
2.	Gunawan Tenggarahardja	Komisaris/Komisaris Independen / Commissioner/Independent Commissioner	Hadir / Present
3.	Zaenal Abidin, PhD	Komisaris/Komisaris Independen / Commissioner/Independent Commissioner	Hadir / Present
4.	Debora Wahjutirto Tanoyo	Komisaris / Commissioner	Hadir / Present
5.	Daniel Budirahayu	Direktur Utama / President Director	Hadir / Present
6.	Rusli	Wakil Direktur Utama / Deputy President Director	Hadir / Present
7.	Rita Gosal	Direktur / Director	Hadir / Present
8.	Ramon Marlon Runtu	Direktur / Director	Hadir / Present
9.	Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	Hadir / Present

KEHADIRAN PIHAK INDEPENDEN DALAM RUPS TAHUNAN 2017

Kehadiran Pihak Independen dalam RUPS Tahunan 2017 sebagai berikut:

- Notaris Fathiah Helmi, SH.
- Lucy Luciana Suhenda, Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan.
- Moses F Dasilva (Moses Fernandez Da Silva), Kantor Konsultan Hukum Da Silva dan Suhardiadi.
- Ita Novita, Biro Administrasi Efek Perseroan PT Adimitra Jasa Korpora.

THE PRESENCE OF INDEPENDENT PARTY IN 2017 AGMS

The Presence of Independent Party in the 2017 AGMS is as follows:

- Notary Fathiah Helmi SH.
- Lucy Luciana Suhenda, Tanudiredja, Wibisana, Rintis & Rekan Public Accountant Firm.
- Moses F Dasilva (Moses Fernandez Da Silva), Da Silva and Suhardiadi Legal Consultants Firm.
- Ita Novita, PT Adimitra Jasa Korpora Shares Registration Bureau.

**KEPUTUSAN RUPS TAHUNAN 2017 DAN
REALISASINYA**
**ANNUAL AGM DECISION 2017 AND
THE REALIZATION**

Agenda Agenda	Keputusan Resolution	Pengambilan Suara Voting	Realisasi Realization
Laporan Tahunan Perseroan, termasuk Laporan Direksi dan Pengesahan Laporan Keuangan Tahunan, serta Laporan Tugas Pengawasan Dewan Komisaris untuk tahun buku yang berakhir pada tanggal 31 Desember 2016. Company's Annual Report, including the Directors' Report and Ratification of the Annual Financial Statements, as well as Report of Supervisory Duty of Board of Commissioners for the fiscal year ended on 31 December 2016.	<p>1. Menerima baik dan menyetujui Laporan Tahunan Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2016, termasuk Laporan Direksi dan pemberitahuan pelaksanaan waran seri VI menjadi saham selama tahun 2016 adalah sebesar Rp75.148.654.700,- dengan realisasi penggunaan dana adalah untuk menambah atau meningkatkan modal kerja bank. Laporan realisasi penggunaan dana hasil pelaksanaan waran seri VI menjadi saham Perseroan selama tahun 2016 telah disampaikan oleh Perseroan kepada Otoritas Jasa Keuangan setiap periode pelaporan dengan surat No. 023/DIR-EKS/04/16 tanggal 7 April 2016 dan surat No. 019/DIR-EKS/07/16 tanggal 13 Juli 2016, serta surat No. 029/DIR-EKS/08/16 tanggal 09 Agustus 2016 yang dimana pada tanggal tersebut secara bersamaan diunggah pada website PT Bursa Efek Indonesia, serta laporan tugas pengawasan Dewan Komisaris Perseroan.</p> <p>2. Menerima baik dan menyetujui serta mengesahkan Laporan Keuangan Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2016 yang telah diaudit oleh Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan dengan <i>partner</i> penanggung jawab Lucy Luciana Suhenda SE, AK, CPA dengan opini audit "tanpa modifikasi" (dahulu "wajar tanpa pengecualian") sesuai dengan laporan No. A170519017/DC2/LLS/2017 tanggal 22 Mei 2017, dengan demikian membebaskan anggota Direksi dan Dewan Komisaris Perseroan dari tanggung jawab dan segala tanggungan (<i>acquit et de charge</i>) atas tindakan pengurusan dan pengawasan yang Direksi dan Dewan Komisaris jalankan selama tahun buku 2016, sepanjang tindakan-tindakan mereka tercantum dalam neraca dan laporan laba rugi Perseroan tahun buku 2016.</p> <p>1. Well-accepted and approved the Company's Annual Report for the fiscal year ended on 31 December 2016, including the Directors' Report and notification of the exercise of Series VI Warrants to be shares throughout 2016 which was Rp75.148.654.700,- with the realization of use of proceed to add or increase the bank's working capital. Realization report of the use of proceed of the exercise of Series VI Warrants to be the Company's shares throughout 2016 has been submitted by the Company to the Financial Services Authority each reporting period with letter No. 023/DIR-EKS/04/16 dated 7 April 2016 and letter No. 019/DIR-EKS/07/16 dated 13 July 2016, and letter No. 029/DIR-EKS/08/16 dated 09 August 2016 in which on those dates, the same were uploaded to the website of PT Bursa Efek Indonesia, as well as the report of supervisory duty of the Company's Board of Commissioners.</p> <p>2. Well-accepted and approved and ratified the Company's Financial Statements for the fiscal year ended on 31 December 2016, which has been audited by the Public Accounting Firm, Tanudiredja, Wibisana, Rintis & Rekan, with the partner in charge was Lucy Luciana Suhenda SE, AK, CPA, with the audit opinion of "without modification" (formerly "unqualified") in accordance with the report No. A170519017/DC2/LLS/2017 dated 22 May 2017, and therefore, release the members of the Company's Directors and Board of Commissioners from responsibility and any liability(<i>acquit et de charge</i>) for the actions of management and supervision that the Directors and Board of Commissioners executed during the fiscal year of 2016, provided that their actions are contained in the Company's balance sheet and income statement for the fiscal year of 2016.</p>	<ul style="list-style-type: none"> - Setuju: 6.716.627.149 saham atau 89,59%. - Tidak Setuju: - - Abstain: 780.394.335 saham atau 10,41%. - Agree: 6,716,627,149 shares or 89.59%. - Disagree: - - Abstain : 780,394,335 shares or 10.41%. 	Telah direalisasikan sepenuhnya. Fully realized.
Penetapan penggunaan laba bersih Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2016. Determining the use of the Company's net income for the fiscal year ended on 31 December 2016.	<p>Menyetujui penetapan penggunaan laba bersih Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2016 sebesar Rp100.360.475.499,- dan laba bersih tahun buku 2016 tersebut dipergunakan sebagai berikut:</p> <p>1. Sebesar Rp.25.000.000.000,00 dibukukan sebagai pembentukan dana cadangan umum guna memenuhi ketentuan pasal 70 Undang-Undang No. 40 Tahun 2007 tentang Perseroan Terbatas dan pasal 24 Anggaran Dasar Perseroan.</p>	<ul style="list-style-type: none"> - Setuju: 6.716.627.149 saham atau 89,59%. - Tidak Setuju: - - Abstain: 780.394.335 saham atau 10,41%. - Agree: 6,716,627,149 shares or 89.59%. - Disagree: - - Abstain : 780,394,335 shares or 10.41%. 	Telah direalisasikan sepenuhnya. Fully realized.

Agenda Agenda	Keputusan Resolution	Pengambilan Suara Voting	Realisasi Realization
	<p>2. Sisanya sebesar Rp.75.360.475.499,00 akan dibukukan sebagai laba ditahan. Dengan demikian, Perseroan tidak memberikan dividen untuk tahun buku 2016.</p> <p>Approved the determination of use of the Company's net income for the fiscal year ended on 31 December 2016 of Rp100,360,475,499 and the net income of the fiscal year of 2016, which would be used as follows.</p> <p>1. A total of Rp25,000,000,000,- was recorded as the formation of a general reserve fund to comply with the provisions of Article 70 of Law no. 40 of 2007 on Limited Liability Company and Article 24 of the Company's Articles of Association.</p> <p>2. The remaining of Rp75,360,475,499,- will be recorded as retained earnings.</p> <p>Therefore, the Company did not distribute dividend for 2016 fiscal year.</p>		
<p>Pemberian kuasa dan wewenang kepada Wakil Pemegang Saham untuk menetapkan besarnya honorarium anggota Dewan Komisaris, dan pemberian kuasa dan wewenang kepada Dewan Komisaris untuk menetapkan pembagian tugas dan wewenang anggota Direksi, serta besarnya gaji dan tunjangan para anggota Direksi.</p> <p>Granting power and authority to the Representative of Shareholders to determine the honorarium amount of members of Board of Commissioners, and granting power and authority to Board of Commissioners to determine the division of duties and authority of members of Directors, as well as the amount of salaries and allowances of members of Directors.</p>	<p>1. Menyetujui untuk memberi kuasa dan wewenang kepada wakil Pemegang Saham Perseroan, yaitu PT Victoria Investama Tbk untuk menetapkan besarnya honorarium anggota Dewan Komisaris untuk tahun 2017.</p> <p>2. Menyetujui pelimpahan kuasa kepada Dewan Komisaris untuk menetapkan pembagian tugas dan wewenang anggota Direksi serta besarnya gaji dan tunjangan para anggota Direksi untuk tahun 2017.</p> <p>1. Approved the granting of power and authority to representatives of the Company's Shareholders, which is PT Victoria Investama Tbk, to determine the honorarium amount of members of Board of Commissioners for 2017.</p> <p>2. Approved the transfer of power to Board of Commissioners to determine the division of duties and authority of members of Directors and the amount of salaries and allowances of members of Directors for 2017.</p>	<ul style="list-style-type: none"> - Setuju: 6.716.627.149 saham atau 89,59%. - Tidak Setuju: - - Abstain: 780.394.335 saham atau 10,41%. - Agree: 6,716,627,149 shares or 89.59%. - Disagree: - - Abstain : 780,394,335 shares or 10.41%. 	<p>Telah direalisasikan sepenuhnya. Fully realized.</p>
<p>Pemberhentian dan penunjukan akuntan publik untuk mengaudit buku-buku Perseroan untuk tahun buku 2017 dan pemberian kuasa kepada Dewan Komisaris untuk menetapkan honorarium kantor akuntan publik tersebut serta persyaratan lain penunjukannya.</p> <p>Termination and appointment of public accountant to audit the Company books for 2017 fiscal year and granting power to the Board of Commissioners to determine the fees for the public accountant, and other appointment requirements.</p>	<p>Memberikan wewenang kepada Dewan Komisaris Perseroan untuk menunjuk akuntan publik independen dari kantor akuntan publik independen yang terdaftar di Otoritas Jasa Keuangan, sehubungan dengan masih dalam proses penentuan akuntan publik yang akan mengaudit buku Perseroan, untuk mengaudit Laporan Keuangan Perseroan untuk tahun buku 2017 dengan memperhatikan rekomendasi dari Komite Audit dan melimpahkan kewenangan kepada Dewan Komisaris untuk menetapkan jumlah honorarium dan persyaratan lain sehubungan dengan penunjukan akuntan publik tersebut.</p> <p>Granted authority to the Company's Board of Commissioners to appoint independent public accountant from independent public accounting firm that is registered with the Financial Services Authority, in relation to the ongoing process of determining a public accountant to audit the Company's books, to audit the Company's Financial Statements for 2017 fiscal year by considering the recommendations from Audit Committee and transferred authority to the Board of Commissioners to determine the honorarium amount and other requirements related to the appointment of such public accountant.</p>	<ul style="list-style-type: none"> - Setuju: 6.716.627.149 saham atau 89,59%. - Tidak Setuju: - - Abstain: 780.394.335 saham atau 10,41%. - Agree: 6,716,627,149 shares or 89.59%. - Disagree: - - Abstain : 780,394,335 shares or 10.41%. 	<p>Telah direalisasikan sepenuhnya. Fully realized.</p>

DEWAN KOMISARIS

Dewan Komisaris merupakan organ tata kelola Bank yang berperan penting untuk mengawasi kebijakan dan jalannya pengurusan, serta memberi nasihat kepada Direksi dalam rangka mencapai kepentingan Bank. Pelaksanaan peran Dewan Komisaris dilakukan dengan itikad baik, hati-hati, profesional, penuh tanggung jawab, serta atas dasar peraturan perundang-undangan dan Anggaran Dasar Bank.

Dewan Komisaris diangkat dan diberhentikan oleh Pemegang Saham melalui mekanisme RUPS. Dengan demikian, Dewan Komisaris harus mempertanggungjawabkan pelaksanaan tugas dan tanggung jawabnya dalam pelaksanaan RUPS.

TUGAS DAN TANGGUNG JAWAB DEWAN KOMISARIS

1. Tugas dan Kewajiban Secara Umum
 - a. Menetapkan tugas dan wewenang setiap anggota Direksi sebagaimana isi Anggaran Dasar Perseroan.
 - b. Memberikan pengesahan tentang arah kebijakan, strategi usaha dari Rencana Bisnis Bank, baik rencana jangka pendek (program kerja tahunan), jangka menengah, maupun jangka panjang, yang wajib dilaporkan kepada Otoritas Jasa Keuangan.
 - c. Melakukan pengawasan atas pelaksanaan maupun pencapaian Rencana Bisnis.
 - d. Memberikan keputusan tertulis disertai dengan alasan-alasan atas transaksi-transaksi yang diusulkan yang melampaui batas wewenang Direksi.
 - e. Menyetujui dan mengevaluasi kebijakan Manajemen Risiko serta mengevaluasi pertanggungjawaban pelaksanaan Manajemen Risiko.
 - f. Dalam rangka pengendalian Internal, Dewan Komisaris wajib:
 1. Memastikan Direksi menyusun dan memelihara sistem pengendalian internal yang memadai, efektif dan efisien.
 2. Mengkaji efektivitas dan efisiensi sistem pengendalian internal berdasarkan informasi yang diperoleh dari Satuan Kerja Audit Intern (SKAI) paling sedikit 1 (satu) kali dalam 1 (satu) tahun.
 3. Mengkaji kinerja SKAI.
 4. Menunjuk *quality assurance independent* dari pihak eksternal untuk melakukan kaji ulang terhadap kinerja SKAI.
 - g. Menyelenggarakan rapat internal Dewan Komisaris, sekurang-kurangnya 4 (empat) kali dalam 1 (satu) tahun, sesuai dengan ketentuan *Good Corporate Governance*.
 - h. Menghadiri rapat gabungan dengan Direksi untuk membahas perkembangan dari laporan kinerja Direksi minimal 1 (satu) kali dalam 4 (empat) bulan.
 - i. Membuat laporan Dewan Komisaris kepada Otoritas Jasa Keuangan pada setiap akhir semester perihal pengelolaan dan kinerja Bank, termasuk pencapaian target-target rencana bisnis tahunan yang wajib disampaikan dalam batas waktu 2 (dua) bulan setelah bulan laporan.
 - j. Menyampaikan laporan Kepada OJK paling lambat 7 (tujuh) hari kerja sejak ditemukan;

BOARD OF COMMISSIONERS

The Board of Commissioners is a governance organ of the Bank that plays an important role to supervise policies, and the conduct of management, as well as to provide advice to the Board of Directors for the purpose of achieving the interests of the Bank. The role is performed by the Board of Commissioners in a good faith, prudent, professional and fully responsible, as well as in accordance with the laws and regulations and the Bank's Articles of Association.

The Board of Commissioners is appointed and terminated by the Shareholders through a GMS mechanism. Therefore, the Board of Commissioners shall be responsible for undertaking its duties and responsibilities in the conduct of GMS.

DUTIES AND RESPONSIBILITIES OF BOARD OF COMMISSIONERS

1. Duties and Obligations in general
 - a. To determine duties and authority of each member of Directors as stipulated in the Bank's Articles of Association.
 - b. To approve the policy direction, business strategy of the Bank's Business Plan, either short-term (annual work plan), medium-term, and long-term plans, which must be reported to the Financial Services Authority.
 - c. To supervise the implementation and achievement of the Business Plan.
 - d. To provide a written decision accompanied by reasons for the proposed transactions that exceed the limits of the Directors' authority.
 - e. To approve and evaluate the Risk Management policy and evaluate the accountability of Risk Management implementation.
 - f. In implementing internal control, the Board of Commissioners have the following duties:
 1. Ensures the Board of Directors to establish and maintain an adequate, effective and efficient internal control system.
 2. Reviews the effectiveness and efficiency of internal control system based on information obtained from Internal Audit Unit (SKAI) at least once in a year.
 3. Reviews the performance of SKAI.
 4. Appoints an external independent quality assurance to review the performance of SKAI.
 - g. To conduct internal meetings of the Board of Commissioners, at least 4 (four) times a year, in accordance with the provisions of Good Corporate Governance.
 - h. To attend a joint meeting with the Directors to discuss progress of the Directors performance report at least once in 4 (four) months.
 - i. To make a report of the Board of Commissioners to the Financial Services Authority at the end of each semester on the Bank's management and performance, including the achievement of the annual business plan targets that must be submitted within 2 (two) months after the reporting month.
 - j. Submits a report to OJK no later than 7 (seven) work days since the discovery of;

- a. Pelanggaran perundang-undangan di bidang keuangan dan perbankan; dan/atau
 - b. Kedaan atau perkiraan keadaan yang dapat membahayakan kelangsungan usaha Bank.

- 2. Tugas dan Kewajiban Terkait Evaluasi Kinerja Dewan Komisaris dan Direksi
 - a. Menyusun *Key Performance Indicators (KPI)* Dewan Komisaris.
 - b. Melakukan evaluasi kinerja Dewan Komisaris berdasarkan KPI Dewan Komisaris dengan sistem *self assessment* atau sistem lain untuk kemudian diputuskan dalam rapat Dewan Komisaris.
 - c. Memberikan tanggapan dan rekomendasi mengenai penetapan KPI Direksi pada setiap awal tahun kerja.

 - d. Melakukan evaluasi atas kinerja Direksi berdasarkan KPI Direksi dan memberikan tanggapan kepada Direksi, selanjutnya menyampaikan rekomendasi kepada RUPS.
 - e. Secara rinci, pembagian tugas dan tanggung jawab setiap anggota Dewan Komisaris diatur dalam surat keputusan Dewan Komisaris secara terpisah.

HAK DAN WEWENANG DEWAN KOMISARIS

Penetapan tugas dan tanggung jawab Dewan Komisaris disertai dengan penetapan hak dan wewenang dalam rangka menjalankan tugas dan tanggung jawab tersebut. Hak Dewan Komisaris diuraikan sebagai berikut:

1. Anggota Dewan Komisaris, baik bersama-sama maupun sendiri-sendiri, setiap waktu dalam jam kerja Bank berhak memasuki pekarangan, gedung dan kantor atau tempat lain yang dipergunakan atau yang dikuasai oleh Bank dan berhak memeriksa semua pembukuan, surat-surat, serta dokumen lainnya, memeriksa dan mencocokkan keadaan uang kas untuk keperluan verifikasi dan lain-lain, memeriksa surat berharga dan memeriksa kekayaan Bank, serta mengetahui segala tindakan yang telah dijalankan oleh Direksi.
2. Memperoleh akses atas informasi Bank secara tepat waktu dan lengkap.
3. Meminta penjelasan tentang segala hal yang dinyatakan atau yang diminta dari Direksi dan segenap anggota Direksi.
4. Membentuk Komite Audit, Komite Pemantau Risiko, Komite Nominasi dan Remunerasi, serta Komite lainnya (jika dianggap perlu) dengan memperhatikan kebutuhan dan kemampuan Bank.
5. Menghadiri rapat Direksi jika diundang Direksi dan memberikan pandangan terhadap hal-hal yang dibicarakan.
6. Mengangkat dan memberhentikan Sekretaris Dewan Komisaris (jika dianggap perlu), untuk memperlancar tugas Dewan Komisaris.
7. Setiap anggota Dewan Komisaris berhak untuk menerima honorarium dan tunjangan atau fasilitas yang jenis dan jumlahnya ditetapkan oleh RUPS dengan memperhatikan ketentuan peraturan perundang-undangan yang berlaku.
8. Mendapatkan sarana dan fasilitas Bank sesuai dengan keputusan RUPS yang penyediaannya disesuaikan dengan kondisi keuangan Bank, azas kepatutan dan kewajaran, serta tidak bertentangan dengan peraturan perundang-undangan yang berlaku.

- a. Violations of financial and banking laws and regulations and/or
 - b. The actual and perceived occurrence that may harm the Bank's business sustainability.

- 2. Duties and Obligations Related to Performance Evaluation of Board of Commissioners and Directors
 - a. To develop Key Performance Indicators (KPI) of the Board of Commissioners.
 - b. To evaluate the performance of the Board of Commissioners based on KPI of Board of Commissioners with self assessment system or other system to be determined in the Board of Commissioners' meeting.
 - c. To provide responses and recommendations on KPI establishment for Directors at the beginning of each business year.
 - d. To evaluate the Directors' performance based on the Directors' KPI and respond to the Directors, then submit the recommendation to the GMS.
 - e. In detail, the allocation of duties and responsibilities of each member of the Board of Commissioners is regulated separately on Board of Commissioners' Decree.

RIGHTS AND AUTHORITIES OF BOARD OF COMMISSIONERS

The determination of the Board of Commissioners' duties and responsibilities is accompanied by the determination of rights and authority in the framework of performing such duties and responsibilities. The Rights of the Board of Commissioners are described as follows.

1. Members of the Board of Commissioners, either jointly or individually, at any time during the Bank's business hours have the right to enter the yard, building, and office or other place used or controlled by the Bank and are entitled to examine all records, letters, and other documents, to inspect and verify the state of cash for verification purpose and others, to check the securities and the Bank's assets, as well as to know all actions performed by the Directors.

2. To obtain access to the Bank's information in a timely and complete manner.
3. To ask for an explanation of all matters stated or requested from the Directors and all members of Directors.
4. To establish Audit Committee, Risk Monitoring Committee, Nomination and Remuneration Committee, and other Committees (if deemed necessary) by considering the Bank's needs and capabilities.
5. To attend Directors' meetings if invited by the Directors and provide views on matters discussed.
6. To appoint and discharge the Secretary of the Board of Commissioners (if deemed necessary), to facilitate the duties of the Board of Commissioners.
7. Each member of the Board of Commissioners is entitled to receive honorarium and allowances or similar facilities in which the amount is specified by the GMS with due regard to the prevailing laws and regulations.

8. To receive the Bank's facilities in accordance with GMS resolution in which the provision is adjusted to the Bank's financial condition, the principles of decency and fairness, and does not conflict with the applicable laws and regulations.

9. Anggota Dewan Komisaris memiliki hak untuk membela diri, jika anggota Dewan Komisaris diberhentikan sewaktu-waktu oleh RUPS dengan menyebutkan alasannya, maka anggota Dewan Komisaris diberi kesempatan untuk hadir dalam RUPS guna membela diri.

Sedangkan, wewenang Dewan Komisaris diuraikan sebagai berikut:

1. Dewan Komisaris dengan suara terbanyak, setiap waktu, berhak memberhentikan untuk sementara waktu seorang atau lebih anggota Direksi, jika bertindak bertentangan dengan Anggaran Dasar serta peraturan lainnya atau melalaikan kewajibannya atau terdapat alasan yang mendesak bagi Perseroan, termasuk dalam hal Direksi sakit dan tidak dapat menjalankan tugas. Dalam jangka waktu paling lambat 30 hari setelah tanggal pemberhentian sementara, harus diselenggarakan RUPS.
2. Dalam hal jabatan salah seorang anggota Direksi kosong, baik mengundurkan diri maupun diberhentikan, dan penggantinya belum ada atau belum memangku jabatannya, maka Dewan Komisaris berwenang menunjuk salah seorang anggota Direksi untuk menjalankan pekerjaan anggota Direksi lainnya yang kosong tersebut dengan kekuasaan dan wewenang yang sama, dan Direktur tersebut dapat bertindak untuk dan atas nama Direksi serta menunjuk pihak lain untuk mewakili Bank dalam hal terjadi benturan kepentingan Perseroan dengan kepentingan semua anggota Direksi.
3. Menetapkan komposisi Direksi berdasarkan kewenangan yang dilimpahkan oleh RUPS.
4. Mendapatkan informasi dari Direksi Anak Perusahaan terkait dengan kondisi Anak Perusahaan.
5. Dewan Komisaris berwenang menyetujui atau menolak secara tertulis tindakan-tindakan yang dilakukan Direksi, diantaranya sebagai berikut:
 - a. Menerima pinjaman dari siapapun atau menjadi terhutang kepada siapapun, badan hukum atau Bank untuk jangka waktu 3 (tiga) tahun atau lebih dan apabila jumlah pinjaman tersebut untuk 1 (satu) kali transaksi melebihi suatu jumlah yang sama dengan 25% dari jumlah modal Bank yang telah disetor penuh dan cadangan-cadangan yang terakhir, sebagaimana sewaktu-waktu ternyata dari laporan keuangan Bank yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik.
 - b. Memberi pinjaman kepada siapapun juga untuk jangka waktu 1 (satu) tahun atau lebih sesuai dengan peraturan perundang-undangan yang berlaku, apabila jumlah pinjaman tersebut untuk 1 (satu) kali transaksi melebihi 5% (lima persen) dari jumlah modal Bank yang disetor penuh dan cadangan-cadangan yang terakhir, sebagaimana ternyata dari laporan keuangan Bank yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik.
 - c. Memberi jaminan hutang atau tanggungan untuk seseorang, badan hukum atau Bank, apabila jumlah yang dijamin itu untuk setiap transaksi yang dijamin melebihi suatu jumlah yang sama dengan 5% (lima persen) dari jumlah modal Bank yang disetor penuh dan cadangan-cadangan yang terakhir, sebagaimana sewaktu-waktu ternyata dari laporan keuangan Bank yang terakhir yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik.
9. If a member of Board of Commissioners is discharged at any time by the GMS by stating the reasons, that member of Board of Commissioners is given a chance to attend the GMS in order to defend him/herself;

Meanwhile, the authority of the Board of Commissioners is described as follows.

1. The Board of Commissioners with the most votes, at all times, has the rights to temporarily suspend one or more members of the Directors, if acting on the contrary to the Articles of Association and other regulations or neglecting the obligations or there is an urgent reason for the Bank, including in the case of the Directors being sick and unable to perform the duties. Within the period of no more than 30 days after the temporary suspension date, GMS must be held.
2. In the event that one position of Directors is vacant, either due to resignation or discharge, and no successor has assumed the office, the Board of Commissioners is authorized to appoint a member of the Directors to carry on the work of the vacant position of Directors with equal power and authority, and this Director may act for and on behalf of the Directors and appoint other party to represent the Bank in the event of a conflict of interest of the Bank with the interest of all members of the Directors.
3. Determining the composition of the Directors based on the authority delegated by the GMS.
4. Obtaining information from the Directors of a Subsidiary related to the Subsidiary condition.
5. The Board of Commissioners is authorized to approve or reject in writing the actions of the Directors, including the following.
 - a. To receive loan from any party or become indebted to any party, legal entity, or Bank for a period of 3 (three) years or more and in the event that the loan amount for 1 (one) transaction exceeds an amount equal to 25% of the Bank's total paid up capital and the latest reserves as may be evident in the Bank's latest financial statements which have been reviewed, approved, and as declared by a public accountant.
 - b. To provide loan to any party for a period of 1 (one) year or more in accordance with the applicable laws and regulations, in the event that the loan amount for 1 (one) transaction exceeds 5% (five percent) of the Bank's total paid up capital and its latest reserves as may be evident in the Bank's financial statements which have been reviewed, approved, and as declared by the public accountant.
 - c. To provide a loan guarantee or cover for a person, legal entity, or Bank, if the event that the guaranteed amount for each guaranteed transaction exceeds the equal amount of 5% (five percent) of the Bank's total paid up capital and the latest reserves as may be evident in the Bank's latest financial statements which have been reviewed, approved, and as declared by a public accountant.

- d. Memasang atau membebankan hak tanggungan, menggadaikan atau dengan cara lain mempertanggungkan kekayaan atau kekayaan-kekayaan Bank untuk setiap transaksi yang merupakan suatu jumlah yang sama dengan atau melebihi 5% (lima persen) dari nilai buku dari seluruh jumlah kekayaan Bank, sebagaimana sewaktu-waktu ternyata dari laporan keuangan Bank yang terakhir yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik.
- e. Memperoleh, mengalihkan atau melepaskan dengan cara apapun hak-hak atas barang-barang tidak bergerak dan Bank.

MASA JABATAN DEWAN KOMISARIS

Para anggota Dewan Komisaris diangkat untuk jangka waktu terhitung sejak tanggal yang ditetapkan oleh RUPS yang mengangkatnya dan berakhir pada penutupan RUPS Tahunan ketiga pada akhir 1 (satu) periode masa jabatan dimaksud dengan ketentuan 1 (satu) periode masa jabatan anggota Dewan Komisaris adalah 3 (tiga) tahun, dengan memperhatikan peraturan perundang-undangan di bidang Pasar Modal, namun demikian dengan tidak mengurangi hak RUPS tersebut untuk memberhentikan anggota Dewan Komisaris tersebut sewaktu-waktu sebelum masa jabatannya berakhir dengan memperhatikan ketentuan Anggaran Dasar.

Anggota Dewan Komisaris setelah masa jabatanya berakhir dapat diangkat kembali sesuai dengan keputusan RUPS.

KRITERIA ANGGOTA DEWAN KOMISARIS

Berdasarkan BOC Charter, jumlah anggota Dewan Komisaris paling sedikit beranggotakan 3 (tiga) orang anggota, termasuk Komisaris Independen, yang terdiri dari 1 (satu) orang Komisaris Utama dan 2 (dua) orang Komisaris atau lebih. Seluruh anggota Dewan Komisaris tersebut harus memenuhi persyaratan Dewan Komisaris yang diuraikan sebagai berikut:

A. Persyaratan Formal

1. Cakap melakukan perbuatan hukum.
2. Dalam 5 (lima) tahun sebelum pengangkatan dan selama menjabat:
 - a. Tidak pernah dinyatakan pailit.
 - b. Tidak pernah menjadi anggota dan/atau Dewan Komisaris yang dinyatakan bersalah menyebabkan suatu Bank dinyatakan pailit.
 - c. Tidak pernah dihukum karena melakukan tindak pidana yang merugikan keuangan negara dan/atau yang berkaitan dengan sektor keuangan, dan
 - d. Tidak pernah menjadi anggota dan/atau Dewan Komisaris yang selama menjabat:
 - Pernah tidak menyelenggarakan RUPS tahunan.
 - Pertanggungjawabannya sebagai anggota Dewan Komisaris pernah tidak diterima oleh RUPS atau pernah tidak memberikan pertanggungjawaban sebagai anggota Dewan Komisaris kepada RUPS, dan
 - Pernah menyebabkan Bank yang memperoleh izin, persetujuan, atau pendaftaran dari Otoritas Jasa Keuangan tidak memenuhi

- d. To encumber or charge mortgage, pledge, or otherwise insure the Bank's asset or assets for each transaction which is an amount equal to or exceeding 5% (five percent) of the book value of the Bank's total assets as may be evident in the Bank's latest financial statements which have been reviewed, approved, and as declared by a public accountant.
- e. To obtain, transfer, or waive by any means the rights to immovable and movable property of the Bank.

TERM OF OFFICE OF THE BOARD OF COMMISSIONERS

All members of the Board of Commissioners are appointed for term of office commencing from the date set by GMS that appoints, and ending at the closing of the third Annual GMS on the end of 1 (one) such term of office with a provision of 1 (one) term of office of the Board of Directors is 3 (three) years, considering the laws and regulations in Capital Market without prejudice to the rights of GMS to terminate such members of the Board of Commissioners at any time before their term of office ends by considering the provisions of the Articles of Association.

After the term of office of members of the Board of Commissioners ends, they can be reappointed according to GMS resolution.

CRITERIA OF THE BOARD OF COMMISSIONERS

In accordance with the BOC Charter, the number of Board of Commissioner is at least 3(three) people, including Independent Commissioner, consisting of 1 (one) President Commissioner and 2 (two) or more Commissioners. All members of the Board of Commissioners must meet the requirements of the Board of Commissioners as described below.

A. Formal Requirements

1. Capable in performing legal actions.
2. Within 5 (five) years before appointment and during the term of office:
 - a. Never being declared bankrupt;
 - b. Never become a member of Board of Commissioners who is found guilty of causing a bank to be declared bankrupt;
 - c. Never been punished for committing a criminal act that is detrimental to state finances and/or related to the financial sector; and
 - d. Never been the member of Board of Commissioners who is during the term of office:
 - Has ever not convening an annual GMS;
 - Has ever had his/her accountability as the member of Board of Commissioners rejected by the GMS or has ever been absent in giving his/her accountability as the member of Board of Commissioners to the GMS;
 - Has ever caused a Bank that obtains permit, approval, or registration from the Financial Services Authority not to fulfill its obligation

kewajiban menyampaikan laporan tahunan dan/atau laporan keuangan kepada Otoritas Jasa Keuangan.

B. Persyaratan Materiil

1. Mempunyai akhlak, moral, dan integritas yang baik.
2. Memiliki komitmen untuk mematuhi peraturan perundang-undangan.
3. Memiliki pengetahuan dan/atau keahlian di bidang yang dibutuhkan untuk menjalankan tugasnya.

C. Persyaratan lainnya

1. Anggota Dewan Komisaris tidak diperkenankan merangkap jabatan sebagai anggota Direksi, anggota Dewan Komisaris atau Pejabat Eksekutif pada lembaga keuangan (Bank atau Non Bank) dan pada lebih dari 1 (satu) perusahaan bukan lembaga keuangan baik yang berkedudukan di dalam negeri atau luar negeri.
2. Anggota Dewan Komisaris tidak termasuk rangkap jabatan apabila menjabat sebagai Direksi, anggota Dewan Komisaris atau Pejabat Eksekutif yang melaksanakan fungsi pengawasan pada 1 (satu) perusahaan anak Bank yang dikendalikan oleh Bank (konsolidasi).
3. Komisaris non independen tidak termsuk rangkap jabatan dalam menjalankan tugas fungsional dari pemegang saham yang berbentuk badan hukum pada kelompok usaha bank.

BOARD OF COMMISSIONERS CHARTER (BOC CHARTER)

Untuk mendukung dan memudahkan Dewan Komisaris dalam memahami dan melaksanakan tugas dan tanggung jawab, serta wewenangnya secara efektif, efisien, transparan, kompeten, independen, serta dapat dipertanggungjawabkan, Bank menyusun *Board of Commissioners Charter (BOC Charter)* PT Bank Victoria International Tbk. Piagam dan pedoman Dewan Komisaris tersebut telah disahkan melalui Surat Keputusan Dewan Komisaris No. 002/SK-KOM/09/18 tanggal 20 September 2018.

BOC Charter Bank Victoria disusun berdasarkan Undang-Undang Perseroan Terbatas, Surat Edaran Bank Indonesia tentang Pelaksanaan *Good Corporate Governance* bagi bank Umum, Peraturan Otoritas Jasa Keuangan tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik, serta Anggaran Dasar Bank.

BOC Charter tersebut berisi:

A. Pendahuluan

1. Latar Belakang
2. Maksud dan Tujuan
3. Landasan dan Peraturan Perundang-undangan
4. Daftar Istilah

B. Dewan Komisaris

1. Fungsi Dewan Komisaris
2. Keanggotaan Dewan Komisaris
3. Program Pengenalan dan Peningkatan Kapabilitas
4. Etika Jabatan Dewan Komisaris
5. Tugas dan Kewajiban Dewan Komisaris
6. Wewenang Dewan Komisaris
7. Hak Dewan Komisaris
8. Ketentuan Rapat Dewan Komisaris
9. Evaluasi Kinerja Dewan Komisaris
10. Organ dan Komite Pendukung Dewan Komisaris

to submit its annual report and/or financial statements to the Financial Services Authority.

B. Material Requirements

1. Have good character, morals, and integrity;
2. Has a commitment to comply with the laws and regulations;
3. Has knowledge and/or expertise in the field required to perform the duties.

C. Other requirements

1. Members of the Board of Commissioners are prohibited to hold concurrent position as members of the Board of Directors, Board of Commissioners or Executive Officer in a financial institution (Bank or Non-Bank) and in more than 1 (one) non-financial institution/company both domestically or abroad.
2. Board of Commissioners does not hold any concurrent position as a member of the Board of Directors, Board of Commissioners or Executive Officer who conduct the supervisory function in 1 (one) Bank's subsidiary controlled by the Bank (consolidated).
3. Non-independent Commissioners do not hold concurrent position in performing functional duties of shareholders in a form of legal entities within the Bank's business group.

BOARD OF COMMISSIONERS CHARTER (BOC CHARTER)

In order to support and allow the Board of Commissioners to understand and perform their duties and responsibilities, as well as authority in an effective, efficient, transparent, competent, and independent, and accountable manner, the Bank prepares the Board of Commissioners Charter (BOC Charter) of PT Bank Victoria International Tbk. The Charter and Board Manual of Board of Commissioners have been ratified by Decree of Board of Commissioner No. 002/SK-KOM/09/18 dated 20 September 2018.

The BOC Charter of Bank Victoria is prepared based on the Limited Liability Company Laws, Circular Letter of Bank Indonesia on the Implementation of Good Corporate Governance for Commercial Banks, Financial Services Authority Regulation on the Directors and Board of Commissioners of Issuers or Public Company, and the Bank's Articles of Association.

BOC Charter consists of:

- A. Foreword
 1. Background
 2. Purpose and Objective
 3. Basis and Laws and Regulations
 4. List of Terms
- B. Board of Commissioners
 1. Functions of Board of Commissioners
 2. Membership of Board of Commissioners
 3. Orientation Program and Capacity Building
 4. Code of Ethics of the Position of Board of Commissioners
 5. Duties and Obligations of the Board of Commissioners
 6. Authority of the Board of Commissioners
 7. Rights of Board of Commissioners
 8. Provisions of Board of Commissioners' Meeting
 9. Performance Assessment of the Board of Commissioners
 10. Organs and Committees Supporting the Board of Commissioners

- C. Kegiatan antar Organ Bank
- D. Penutup

Uraian lebih jelas mengenai isi BOC Charter Bank Victoria dapat dilihat pada situs web Bank bagian Tata Kelola (<http://www.victoriabank.co.id/pdf/1602SKKOM002.pdf>).

KOMPOSISI DAN DASAR PENGANGKATAN DEWAN KOMISARIS

Komposisi Dewan Komisaris paling sedikit terdiri dari 3 (tiga) orang anggota termasuk Komisaris Independen, yang terdiri dari:

1. Seorang Komisaris Utama.
2. 2 (dua) orang Komisaris atau lebih.

Selama tahun 2018 telah terjadi beberapa kali perubahan komposisi Dewan Komisaris. Perubahan komposisi Dewan Komisaris adalah sebagai berikut.

PERIODE 1 JANUARI 2018 – 22 NOVEMBER 2018

Dewan Komisaris Bank Victoria beranggotakan 4(empat) orang, yang terdiri dari 1 (satu) orang Komisaris Utama, 2 (dua) orang Komisaris Independen, dan 1 (satu) orang Komisaris. Informasi terkait komposisi keanggotaan Dewan Komisaris, periode dan dasar pengangkatannya diuraikan sebagai berikut:

- C. Activity among the Bank's Organs
- D. Closure

Further explanation on the content of Bank Victoria's BOC Charter can be viewed on the Bank's website on Governance section (<http://www.victoriabank.co.id/pdf/001SKKOM1117.pdf>).

COMPOSITION AND BASIS OF APPOINTMENT FOR BOARD OF COMMISSIONER

The composition of the Board of Commissioners consists of at least 3 (three) members including the Independent Commissioner, comprising:

1. A President Commissioner
2. 2 (two) or more Commissioners

Throughout 2018 there have been several changes in the composition of the Board of Commissioners. Changes in the composition of the Board of Commissioners are as follows.

PERIOD OF 1 JANUARY 2018 – 22 NOVEMBER 2018

The Board of Commissioners of Bank Victoria has members of 4 (four) members, consisting of 1 (one) President Commissioner, 2 (two) Independent Commissioners, and 1 (one) Commissioner. Information concerning the composition of members of the Board of Commissioners, the period and basis of appointment is described as the following:

Tabel Komposisi dan Dasar Pengangkatan Dewan Komisaris

Table of Composition and Basis of Appointment of the Board of Commissioners

Nama Name	Jabatan Position	Pelaksana Organizer	Dasar Pengangkatan Basis of Appointment	Tanggal Efektif Effective Date
Oliver Simorangkir	Komisaris Utama / President Commissioner	Otoritas Jasa Keuangan Financial Services Authority	Akta Berita Acara RUPS Tahunan No. 131 tanggal 26 Juni 2015. Deed of Minutes of Annual GMS No. 131 dated 26 June 2015 Akta Berita Acara RUPS Tahunan No. 96 tanggal 24 Juni 2016 Deed of Minutes of Annual GMS dated 24 June 2016	15 September 2015 15 September 2015
Gunawan Tenggarahardja	Komisaris/Komisaris Independen / Independent Commissioner / Commissioner	Bank Indonesia Bank Indonesia	Akta Berita Acara RUPS Luar Biasa No. 32 tanggal 24 Februari 2003 Deed of Meeting of Extraordinary GMS No. 32 dated 24 February 2003 Akta Berita Acara RUPS Luar Biasa No. 48 tanggal 19 Desember 2007 Deed of Minutes of Extraordinary GMS No. 48 dated 19 December 2007 Akta Berita Acara RUPS Tahunan No. 81 tanggal 25 Juni 2010 Deed of Minutes of Extraordinary GMS No. 81 dated 25 June 2010 Akta Berita Acara RUPS Tahunan No. 122 tanggal 28 Juni 2013 Deed of Minutes of Extraordinary GMS No. 122 dated 28 June 2013	Sebagai Komisaris: 22 April 2003 As the Commissioner: 22 April 2003 Sebagai Komisaris Independen: 13 September 2007 As the Independent Commissioner: 13 September 2007

Nama Name	Jabatan Position	Pelaksana Organizer	Dasar Pengangkatan Basis of Appointment	Tanggal Efektif Effective Date
Zaenal Abidin, PhD	Komisaris/Komisaris Independen / Commissioner/ Independent Commissioner	Bank Indonesia Bank Indonesia	Akta Berita Acara RUPS Tahunan No. 96 tanggal 24 Juni 2016 Deed of Minutes of Extraordinary GMS No. 96 dated 24 June 2016	
Debora Wahjutirto Tanoyo*)	Komisaris / Commissioner	Otoritas Jasa Keuangan Financial Services Authority	Akta Berita Acara RUPS Tahunan No. 119 tanggal 29 Juni 2012 Deed of Minutes of Annual GMS No. 119 dated 29 June 2012 Akta Berita Acara RUPS Tahunan No. 122 tanggal 28 Juni 2013 Deed of Minutes of Annual GMS No. 122 dated 28 June 2013 Akta Berita Acara RUPS Tahunan No. 96 tanggal 24 Juni 2016 Deed of Minutes of Annual GMS No. 96 dated 24 June 2016	27 September 2012 27 September 2012
			Akta Berita Acara RUPS Luar Biasa No. 29 tanggal 18 November 2016 Deed of Minutes of Extraordinary GMS No. 29 dated 18 November 2016	17 Februari 2017 17 February 2017

*) Berhenti menjabat sejak tanggal 22 November 2018. / End of term of office as of 22 November 2018.

PERIODE 22 NOVEMBER 2018 - SEKARANG

Berdasarkan keputusan RUPS Tahunan Tahun 2018, menyetujui pengangkatan Ibu Debora Wahjutirto Tanoyo sebagai Direktur Perseroan, pengangkatan tersebut yang berlaku efektif terhitung sejak diperoleh persetujuan dari Otoritas Jasa Keuangan atas penilaian kemampuan dan kepatuhan (*fit and proper test*) dan memenuhi peraturan perundang-undangan yang berlaku serta memberhentikan dengan hormat Ibu Debora Wahjutirto Tanoyo sebagai Komisaris Perseroan apabila pengangkatan tersebut telah mendapat persetujuan dari Otoritas Jasa Keuangan atas penilaian kemampuan dan kepatuhan (*fit and proper test*).

Sehingga Dewan Komisaris Bank Victoria periode 22 November 2018 sampai sekarang beranggotakan 3 (tiga) orang, yang terdiri dari 1 (satu) orang Komisaris Utama dan 2 (dua) orang Komisaris Independen. Informasi terkait komposisi keanggotaan Dewan Komisaris, periode dan dasar pengangkatannya diuraikan sebagai berikut.

PERIOD OF 22 NOVEMBER 2018 – CURRENT

In accordance with the Annual GMS year 2018, it has been the appointment of Ms. Debora Wahjutirto Tanoyo as the Company's Director which will be effective upon the obtaining approval from the Financial Services Authority on the assessment of fit and proper and having met the applicable laws and regulations, and terminated Ms. Debora Wahjutirto Tanoyo with respect as the Company's Commissioner if such appointment has obtained approval from the Financial Services Authority.

Thus, the Board of Commissioners of Bank Victoria for the period of 22 November 2018 until present has 3 (three) members, consisting of 1 (one) President Commissioner and 2 (two) Independent Commissioner. Information on the composition of members of the Board of Commissioners, the period and the basis of appointment is described as the following:

Tabel Komposisi dan Dasar Pengangkatan Dewan Komisaris

Table of Composition and Basis of Appointment of the Board of Commissioners

Nama Name	Jabatan Position	Pelaksana Organizer	Dasar Pengangkatan Basis of Appointment	Tanggal Efektif Effective Date
Oliver Simorangkir	Komisaris Utama / President Commissioner	Otoritas Jasa Keuangan Financial Services Authority	Akta Berita Acara RUPS Tahunan No. 131 tanggal 26 Juni 2015. Deed of Minutes of Annual GMS No. 131 dated 26 June 2015 Akta Berita Acara RUPS Tahunan No. 96 tanggal 24 Juni 2016 Deed of Minutes of Annual GMS No. 96 dated 24 June 2016	15 September 2015 15 September 2015

Nama Name	Jabatan Position	Pelaksana Organizer	Dasar Pengangkatan Basis of Appointment	Tanggal Efektif Effective Date
Gunawan Tenggarahardja	Komisaris/Komisaris Independen / Commissioner/ Independent Commissioner	Bank Indonesia Bank Indonesia	Akta Berita Acara RUPS Luar Biasa No. 32 tanggal 24 Februari 2003 Deed of Minutes of Extraordinary GMS No. 32 dated 24 February 2003 Akta Berita Acara RUPS Luar Biasa No. 48 tanggal 19 Desember 2007 Deed of Minutes of Extraordinary GMS No. 48 dated 19 December 2007 Akta Berita Acara RUPS Tahunan No. 81 tanggal 25 Juni 2010 Deed of Minutes of Extraordinary GMS No. 81 dated 25 June 2010 Akta Berita Acara RUPS Tahunan No. 122 tanggal 28 Juni 2013 Deed of Minutes of Extraordinary GMS No. 122 dated 28 June 2013 Akta Berita Acara RUPS Tahunan No. 96 tanggal 24 Juni 2016 Deed of Minutes of Extraordinary GMS No. 96 dated 24 June 2016	Sebagai Komisaris: 22 April 2003 As the Commissioner: 22 April 2003 Sebagai Komisaris Independen: 13 September 2007 As the Independent Commissioner: 13 September 2007
Zaenal Abidin, PhD	Komisaris/Komisaris Independen / Commissioner/ Independent Commissioner	Bank Indonesia Bank Indonesia	Akta Berita Acara RUPS Tahunan No. 119 tanggal 29 Juni 2012 Deed of Minutes of Annual GMS No. 119 dated 29 June 2012 Akta Berita Acara RUPS Tahunan No. 122 tanggal 28 Juni 2013 Deed of Minutes of Annual GMS No. 122 dated 28 June 2013 Akta Berita Acara RUPS Tahunan No. 96 tanggal 24 Juni 2016 Deed of Minutes of Annual GMS No. 96 dated 24 June 2016	27 September 2012 27 September 2012

PROGRAM ORIENTASI BAGI KOMISARIS BARU

- Untuk Anggota Dewan Komisaris yang baru diangkat, wajib diberikan Program Pengenalan mengenai kondisi Bank secara umum.
- Penanggungjawab atas program pengenalan tersebut adalah Sekretaris Perusahaan atau siapapun yang menjalankan fungsi sebagai Sekretaris Perusahaan.
- Peningkatan kapabilitas dinilai agar Dewan Komisaris dapat selalu memperbarui informasi tentang perkembangan terkini dari bisnis Bank dan peraturan perundang-undangan yang berlaku dan sebagai bentuk antisipasi atas masalah yang timbul di kemudian hari bagi keberlangsungan dan kemajuan Bank.
- Program orientasi bagi Komisaris baru meliputi dan tidak terbatas pada hal-hal berikut ini:
 - Pemberian Informasi yang terdapat pada situs laman Bank.
 - Pengenalan tentang seluruh Sistem dan Prosedur yang terdapat pada Intranet PT Bank Victoria International Tbk.
 - Membawa keliling ke kantor cabang-kantor cabang terutama kantor cabang besar.
 - Menginformasikan hal-hal yang terdapat di dalam Laporan Tahunan.

ORIENTATION PROGRAM FOR NEW MEMBERS OF THE BOARD OF COMMISSIONERS

- The newly appointed members of the Board of Commissioners are required to follow an Orientation Program about the general conditions of the Bank.
- The person responsible for such orientation program is the Corporate Secretary or any person performing the function as the Corporate Secretary.
- The capacity building is assessed, so that the Board of Commissioners is able to update information on the current development of the Bank's business and the prevailing laws and regulations, as well as an anticipation of the potential problem occurring in the future that may affect the sustainability and the progress of the Bank.
- The orientation program for new members of Commissioners includes but not limited to the following aspects:
 - Information provided on the Bank's website.
 - Introduction to the entire System and Procedures contained on the intranet of PT Bank Victoria International Tbk.
 - Taking around to branch offices particularly to the large branch offices.
 - Informing matters contained in the Annual Report.

PEMBIDANGAN TUGAS PENGAWASAN DEWAN KOMISARIS

Untuk mengefektifkan peran Dewan Komisaris, dilakukan pembagian tugas diantara anggota Dewan Komisaris dengan mempertimbangkan pembagian tugas Direksi. Pembagian tugas diantara anggota Dewan Komisaris ditujukan agar pelaksanaan tugas masing-masing anggota Dewan Komisaris secara teknis pada aspek yang dibidangi dapat berjalan lancar, efektif dan efisien, sesuai tanggung jawab dan wewenang masing-masing sehingga terdapat kejelasantentang peran anggota Dewan Komisaris, baik secara kolektif maupun individual.

Adapun pembagian fungsi, tugas dan tanggung jawab Dewan Komisaris sebagai berikut:

Tabel Pembidangan Tugas Dewan Komisaris
Table of Division of Duties of the Board of Commissioners

Nama Name	Jabatan Position	Bidang Tugas Field of Duty
Oliver Simorangkir	Komisaris Utama / President Commissioner	<ol style="list-style-type: none"> 1. Treasury & International Banking. 2. Finance & Accounting. 3. Operations. 4. Loan Operations. 5. Corporate Legal. 6. Credit Legal.
Gunawan Tenggarahardja	Komisaris/Komisaris Independen / Commissioner / Independent Commissioner	<ol style="list-style-type: none"> 1. Perkreditan Kredit Korporasi, Kredit Komersil, Kredit Konsumen, Kredit Perusahaan Pembiayaan dan Kredit SME/UKM. / Credit of Corporate Credit, Commercial Credit, Consumer Credit, Financing Corporate Credit and Small Medium Enterprise (SME) Credit 2. Retail Banking, Branch Banking Network & Performance. 3. SKAI/Integrated & Anti Fraud. 4. Information Technology. 5. Human Capital & General Affair.
Zaenal Abidin, PhD	Komisaris/Komisaris Independen / Commissioner / Independent Commissioner	<ol style="list-style-type: none"> 1. Good Corporate Governance. 2. Compliance, KYC/Integrated and System Procedure. 3. Risk Management/Integrated. 4. Tata Kelola Terintegrasi/Integrated Corporate Governance. Corporate Governance/ Integrated Corporate Governance.
Debora Wahjutirto Tanoyo*)	Komisaris / Commissioner	<ol style="list-style-type: none"> 1. Human Capital Management. 2. Accounting and Financial Control. 3. Treasury and Retail Banking.

*) Berhenti menjabat sejak tanggal 22 November 2018. / Ceased serving as of 22 November 2018.

KEBIJAKAN KEBERAGAMAN DEWAN KOMISARIS DAN PENERAPANNYA

Dalam rangka mengupayakan penguatan peran, fungsi dan tugas Dewan Komisaris, Bank Victoria telah menyusun Kebijakan Keberagaman Komposisi *Board of Commissioners and Board of Directors* PT Bank Victoria International Tbk yang telah disahkan melalui Surat Keputusan Dewan Komisaris No. 001/SK-KOM/12/16 tanggal 14 Desember 2016. Kebijakan keberagaman tersebut disusun berdasarkan Surat Edaran Otoritas Jasa Keuangan tentang Pedoman Tata Kelola Perusahaan Terbuka. Berdasarkan kebijakan keberagaman tersebut, komposisi Dewan Komisaris harus memperhatikan persyaratan minimum serta keseimbangan pengetahuan, keahlian, dan pengalaman masing-masing anggota Dewan Komisaris.

Pada periode 2018, keberagaman komposisi Dewan Komisaris yang tercermin dalam pendidikan, pengalaman kerja, usia dan jenis kelamin, dapat dilihat sebagaimana dalam tabel di bawah ini:

DIVISION OF SUPERVISORY DUTIES OF THE BOARD OF COMMISSIONERS

To make the role of the Board of Commissioners effective, the division of duties amongst the Board of Commissioners is made by considering the division of duties of the Board of Directors. The division of duties amongst members of the Board of Commissioners technically on the aspects concerned can be conducted smoothly, effectively and efficiently, according to responsibilities and authorities of each member, so that there is clarity of about the roles of members of the Board of Commissioners both collectively and individually.

Meanwhile, the division of functions, duties and responsibilities of the Board of Commissioners is as follows:

DIVERSITY OF POLICY OF THE BOARD OF COMMISSIONERS AND ITS IMPLEMENTATION

With a view to strengthen the role, functions and duties of the Board of Commissioners, Bank Victoria has determined Diversity of Policy in the Composition of the Board of Commissioners and the Board of Directors of PT Bank Victoria International Tbk which has been endorsed through a Decree of the Board of Commissioners No. 001/SK-KOM/12/16 dated 14 December 2016. Such diversity of Policy has been compiled according to a Circular of the Financial Services Authority concerning the Guideline for Corporate Governance in Public Companies. In accordance with such diversity of policy, the composition of the Board of Commissioners shall take into account the minimum requirements as well as the balance of knowledge, competence and experience of each member of the Board of Commissioners.

In the period of 2018, the diversity of policy in the composition of the Board of Commissioners reflected in education, work experience, age and gender is shown in the following table:

Tabel Kebijakan Keberagaman Komposisi Dewan Komisaris
Table of Diversity of Policy in the Composition of the Board of Commissioners

Nama Name	Jabatan Position	Usia Age	Jenis Kelamin Gender	Pendidikan Education	Pengalaman kerja Work Experience	Keahlian Competence
Oliver Simorangkir	Komisaris Utama President Commissioner	68 tahun 68 years	Laki-laki Male	Sarjana Ekonomi Akuntansi Bachelor of Economics Accounting	<ul style="list-style-type: none"> - Officer Development Program di PT Bank Niaga Tbk (1980-1981). - Sub Manager Staff Internal Audit di PT Bank Niaga Tbk (1981-1983). - Assistant Manager-Department Head of Credit Administration Cabang Utama Jakarta di PT Bank Niaga Tbk (1983-1985). - Kepala Divisi Operasional Cabang Utama Jakarta di PT Bank Niaga Tbk (1985-1987). - Senior Manager-Wakil Pimpinan Cabang Thamrin di PT Bank Niaga Tbk (1987-1988). - Assistant Vice President-Manager in Charge Sentralisasi Operasional Wilayah Jakarta di PT Bank Niaga Tbk (1988-1989). - Vice President Operasional-Manager in Charge Wilayah Jakarta di PT Bank Niaga Tbk (1990-1994). - Group Head Operation System and Procedure Head Office di PT Bank Niaga Tbk (1994-1998). - Group Head Corporate Planning and Accounting Control Head Office di PT Bank Niaga Tbk (1998-2000). - Senior Vice President - General Manager Internal Audit di PT Bank Permata Tbk (2001-2003). - Direktur Kepatuhan dan Manajemen Risiko di PT Bank Victoria International Tbk (2005-2008). - Direktur Operasi dan Sistem di PT Bank Victoria International Tbk (2008-2015). - Komisaris Utama di PT Bank Victoria International Tbk (2015-sekarang) - Development Program at PT Bank Niaga Tbk (1980-1981). - Sub Manager Staff Internal Audit at PT Bank Niaga Tbk (1981-1983). - Assistant Manager-Department Head of Credit Administration at the Main Branch of Jakarta at PT Bank Niaga Tbk (1983-1985). - Head of Operational Division at the Main Branch of Jakarta at PT Bank Niaga Tbk (1985-1987). - Senior Manager-Deputy Manager of Thamrin Branch at PT Bank Niaga Tbk (1987-1988). - Assistant Vice President-Manager in Charge of the Operational Centralization of Jakarta Region at PT Bank Niaga Tbk (1988-1989). - Vice President Operational-Manager in Charge of Jakarta Region at PT Bank Niaga Tbk (1990-1994). - Group Head of Operational System and Procedure Head Office at PT Bank Niaga Tbk (1994-1998). - Group Head of Corporate Planning and Accounting Control Head Office at PT Bank Niaga Tbk (1998-2000). - Senior Vice President – General Manager of Internal Audit at PT Bank Permata Tbk (2001-2003). 	Perbankan dan audit Banking and audit

Nama Name	Jabatan Position	Usia Age	Jenis Kelamin Gender	Pendidikan Education	Pengalaman kerja Work Experience	Keahlian Competence
Gunawan Tenggarahardja	Komisaris/ Komisaris Independen Commissioner/ Independent Commissioner	63 tahun 63 years	Laki-laki Male	Sarjana Teknik Sipil Bachelor of Civil Engineering	<ul style="list-style-type: none"> - Director of Compliance and Risk Management at PT Bank Victoria International Tbk (2005-2008). - Director of Operation and System at PT Bank Victoria International Tbk (2008-2015). - President Commissioner at PT Bank Victoria International Tbk. (2015-current) - <i>International Field Engineer 1</i> di Schlumberger OSA (1982-1984). - <i>Assistant Manager</i> di PT Bank Bali (1985-1988). - <i>General Manager</i> di PT Sampoerna Transport Nusantara (1989-1992). - Direktur Eksekutif di PT Duta Pertiwi Tbk (1992-1996). - Direktur di PT Bhuwanatala Indah Permai Tbk (1996-1998). - Komisaris Independen PT Jakarta Setiabudi International Tbk. (2004-sekarang). - Komisaris Utama di PT Sigma Karya Sempurna (Bali Camp) (1998-2004). - Komisaris dan Komisaris Independen di PT Bank Victoria International Tbk. (2003-sekarang). - International Field Engineer 1 at Schlumberger OSA (1982-1984). - Assistant Manager at PT Bank Bali (1985-1988). - General Manager at PT Sampoerna Transport Nusantara (1989-1992). - Executive Director at PT Duta Pertiwi Tbk (1992-1996). - Director at PT Bhuwanatala Indah Permai Tbk (1996-1998). - Independent Commissioner at PT Jakarta Setiabudi International Tbk. (2004-current). - President Commissioner at PT Sigma Karya Sempurna (Bali Camp) (1998-2004). - Commissioner and Independent Commissioner at PT Bank Victoria International Tbk. (2003-current). 	Perbankan dan bisnis Banking and business
Zaenal Abidin, PhD	Komisaris/ Komisaris Independen Commissioner/ Independent Commissioner	55 tahun 55 years	Laki-laki Male	<ul style="list-style-type: none"> - Sarjana Ekonomi - Master Manajemen - Doctor of Philosophy - Bachelor Economy - Master Management - Doctor of Philosophy 	<ul style="list-style-type: none"> - <i>Pro Manager Treasury</i> dan Analisa di Bidang Dana Perbankan (1989-1992). - Dosen di Perbanas Institute (1993-2015) - Dosen di STIE IBS (2013-sekarang). - Koordinator Staf Khusus Bidang Riset Asosiasi Perbanas (2011-2012). - Peneliti Senior GCG pada Indonesia Institute Corporate Governance (2008-sekarang). - Komisaris Independen di PT Bank Victoria International Tbk (2012-sekarang). - Pro Manager Treasury Analysis in Banking Fund Sector (1989-1992). - Lecturer at Perbanas Institute (1993-2015) - Lecturer at STIE IBS (2013-current). - Coordinator of Special Staff in the Research Field of Perbanas Association (2011-2012). - Senior Researcher of GCG at Indonesia Institute Corporate Governance (2008-present). - Independent Commissioner at PT Bank Victoria International Tbk (2012-current). 	Perbankan dan Good Corporate Governance Banking and Good Corporate Governance

Nama Name	Jabatan Position	Usia Age	Jenis Kelamin Gender	Pendidikan Education	Pengalaman kerja Work Experience	Keahlian Competence
Debora Wahjutirto Tanoyo*)	Komisaris Commissioner	33 tahun 33 years	Perempuan Female	<ul style="list-style-type: none"> - Bachelor of Science - Master of Business Administration 	<ul style="list-style-type: none"> - Assurance Staff di Burr Pilger & Mayer LLP (2007-2008). - Senior Associate 2 di Ernst & Young LLP (2011-2013). - Finance Manager di PT Victoria Investama Tbk (2014). - Senior Staf Manajemen Risiko di PT Bank Victoria International Tbk (2014-2015). - Direktur di PT Victoria Investama Tbk (2014-2018). - Komisaris di PT Bank Victoria International Tbk. (2016-2018). - Assurance Staff at Burr Pilger & Mayer LLP (2007-2008). - Senior Associate 2 at Ernst & Young LLP (2011-2013). - Finance Manager at PT Victoria Investama Tbk (2014). - Senior Staff Risk Management Risiko at PT Bank Victoria International Tbk (2014-2015). - Director at PT Victoria Investama Tbk (2014-2018). - Commissioner at PT Bank Victoria International Tbk. (2016-2018) 	Perbankan dan bisnis Banking and business

*) Berhenti menjabat sejak tanggal 22 November 2018. / Ceased serving as of 22 November 2018.

HUBUNGAN AFILIASI DEWAN KOMISARIS

Dalam mengupayakan pengambilan keputusan yang profesional dan independen, serta meminimalisir terjadinya benturan kepentingan, Bank mengelola hubungan afiliasi antara anggota Dewan Komisaris, anggota Direksi, dan Pemegang Saham Pengendali. Hal ini antara lain dilakukan dengan menjaga komposisi Komisaris Independen dan Komisaris Non Independen. Hubungan afiliasi anggota Dewan Komisaris ditunjukkan sebagai berikut.

AFFILIATION RELATIONSHIP OF THE BOARD OF THE COMMISSIONERS

In the efforts of making a professional and independent decision, as well as to minimize the conflict of interest to occur, the Bank manages the affiliation relationship amongst members of the Board of Commissioners, the Board of Directors, and the Controlling Shareholders. The purpose among other is for maintaining the composition of the Independent Commissioners and Non Independent Commissioners. This affiliation relationship of members of the Board of Commissioners is indicated as the following:

Tabel Hubungan Afiliasi Dewan Komisaris

Table of Affiliation Relationship of the Board of Commissioners

Hubungan Keuangan, Keluarga dan Kepengurusan Komisaris Financial Relationship, Family and Management of Commissioner															
Nama Name	Jabatan Position	Hubungan Keuangan Dengan Financial Relationship with						Hubungan Keluarga Dengan Family Relationship With						Hubungan Kepengurusan Management Relationship	
		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	Ya Yes	Tidak No
Zaenal Abidin, PhD	Komisaris/ Komisaris Independen Commissioner/ Independent Commissioner		√		√		√		√		√		√		√
Debora Wahjutirto Tanoyo*)	Komisaris Commissioner		√		√	√			√		√	√			√

*) Berhenti menjabat sejak tanggal 22 November 2018. / Ceased serving as of 22 November 2018.

KEBIJAKAN RANGKAP JABATAN DEWAN KOMISARIS

Dewan Komisaris dapat melakukan rangkap jabatan sesuai dengan Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tentang Penerapan Tata Kelola bagi Bank Umum, serta peraturan turunannya, sepanjang yang bersangkutan tidak mengabaikan pelaksanaan tugas dan tanggung jawab sebagai anggota Dewan Komisaris Bank. Berdasarkan peraturan tersebut, ketentuan rangkap jabatan Dewan Komisaris diuraikan sebagai berikut:

1. Anggota Dewan Komisaris dilarang melakukan rangkap jabatan sebagai anggota Direksi, anggota Dewan Komisaris atau Pejabat Eksekutif:
 - a. Pada lembaga keuangan atau perusahaan keuangan, baik bank maupun bukan bank;
 - b. Pada lebih dari 1 (satu) lembaga bukan keuangan atau perusahaan bukan keuangan, baik yang berkedudukan di dalam maupun di luar negeri.
2. Tidak termasuk rangkap jabatan sebagaimana dimaksud pada poin 1 dalam hal:
 - a. Anggota Dewan Komisaris menjabat sebagai anggota Direksi, anggota Dewan Komisaris atau Pejabat Eksekutif yang melaksanakan fungsi pengawasan pada 1 (satu) Anak Perusahaan bukan bank yang dikendalikan oleh Bank;
 - b. Komisaris Non Independen menjalankan tugas fungsional dari Pemegang Saham Bank yang berbentuk badan hukum pada kelompok usaha Bank; dan/atau
 - c. Anggota Dewan Komisaris menduduki jabatan pada organisasi atau lembaga nirlaba.

Sesuai dengan ketentuan tersebut, beberapa anggota Dewan Komisaris Bank Victoria melakukan rangkap jabatan sebagaimana diuraikan berikut:

CONCURRENT POSITION POLICY OF THE BOARD OF COMMISSIONERS

The Board of Commissioners may take the concurrent position according to the Regulation of the Financial Services No. 55/POJK.03/2016 concerning the Application of Governance of Commercial Banks, as well as its derivative regulations, insofar as the concerned parties do not neglect to perform the duties and responsibilities of members of the Board of Commissioners. Pursuant to the said regulation the provision on concurrent position of the Board of Commissioners is described as the following:

1. Members of the Board of Commissioners are not allowed to take concurrent position as members of the Board of Directors, members of the Board Commissioners, or Executive Officers as the following:
 - a. At a financial institution or financial company, either a bank or non-bank;
 - b. At more than 1 (one) non-financial institution or non-financial company, having domiciled either in the country or abroad.
2. Excluding in the concurrent positions as referred to in point 1, in the event of the following:
 - a. Members of the Board of Commissioners serving as the Board of Directors, members of the Board of Commissioners or Executive Officers performing supervisory function at 1 (one) non-bank Subsidiary controlled by the Bank;
 - b. Non-independent Commissioners performing functional duties from the Bank's Shareholders in the form of legal body in the Bank's business group; and/or
 - c. Members of the Board of Commissioners serving a position in an organization or non-profit institution.

In accordance with these provisions, several members of Bank Victoria's Board of Commissioners hold concurrent positions as described below:

Tabel Rangkap Jabatan Dewan Komisaris
Table of Concurrent Positions of the Board of Commissioners

Nama Name	Jabatan Position	Jabatan pada Perusahaan/ Instansi Lain Position at Companies/ Other Institutions	Nama Perusahaan/ Instansi Lain Name of Companies/Other Institutions
Oliver Simorangkir	Komisaris Utama President Commissioner	-	-
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Komisaris Independen Independent Commissioner	PT Jakarta Setiabudi Internasional Tbk.
Zaenal Abidin, PhD	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	-	-
Debora Wahjutirto Tanoyo*)	Komisaris Commissioner	Direktur Director	PT Victoria Investama Tbk.

*) Berhenti menjabat sejak tanggal 22 November 2018. / Ceased serving as of 22 November 2018.

PENGELOLAAN BENTURAN KEPENTINGAN DEWAN KOMISARIS

Dewan Komisaris menjalankan tugas dan tanggung jawabnya secara profesional dan independen, tanpa intervensi dari organ tata kelola Bank lainnya. Pelaksanaan tugas tersebut dilakukan sesuai dengan strategi, target, visi dan misi Bank, serta untuk kepentingan Bank. Terkait hal tersebut, Dewan Komisaris harus menghindari terjadinya benturan kepentingan dalam setiap pengambilan keputusan. Dalam hal terjadi benturan kepentingan, anggota Dewan Komisaris dilarang mengambil tindakan yang dapat merugikan Bank atau mengurangi keuntungan Bank, serta wajib mengungkapkan benturan kepentingan dalam setiap keputusan.

Untuk meminimalisir terjadinya benturan kepentingan, maka setiap anggota Dewan Komisaris diwajibkan untuk menandatangani Pakta Integritas yang berisikan komitmen bahwa dalam melaksanakan tugasnya, anggota Dewan Komisaris tidak akan melakukan hal-hal yang dapat menimbulkan konflik kepentingan. Pakta Integritas tersebut disimpan dan diadministrasikan oleh Sekretaris Dewan Komisaris.

KEPEMILIKAN SAHAM DEWAN KOMISARIS

Berdasarkan Peraturan Otoritas Jasa Keuangan tentang Penerapan Tata Kelola bagi Bank Umum, Dewan Komisaris wajib mengungkapkan kepemilikan saham yang mencapai 5% (lima persen) atau lebih, baik pada Bank Victoria maupun pada bank dan perusahaan lain, yang berkedudukan di dalam dan di luar negeri. Pengungkapan kepemilikan saham anggota Dewan Komisaris pada Bank Victoria, bank lain atau perusahaan lain ditunjukkan sebagai berikut:

MANAGEMENT OF CONFLICT OF INTEREST OF THE BOARD OF COMMISSIONERS

The Board of Commissioners performs its duties and responsibilities professionally and independently, without being interfered by other governing organs of the Bank. The duties are performed according to strategy, target, vision and mission of the Bank as well as for the interests of the Bank. For this, the Board of Commissioners shall avoid conflict of interests to occur in any decision making. In the event of a conflict of interest, members of the Board of Commissioners shall not take any action that will harm the Bank or reduce the Bank's profits. Therefore, members of the Board of Commissioners are required to disclose the conflict of interest in any decision making.

To minimize the conflict of interest to occur, each member of the Board of Commissioners is required to sign an Integrity Treaty containing a commitments that in carrying out duties, members of the Board Commissioners shall not take any action that may incur a conflict of interest. The Integrity Treaty is safekeeping and administered by a Secretary of the Board of Commissioners.

SHARES OWNERSHIP OF THE BOARD OF COMMISSIONERS

Pursuant to the Regulation of the Financial Services Authority concerning the Application of Governance for Commercial Banks, the Board of Commissioners is required to disclose shares ownership of 5% (five) percent or above, at Bank Victoria or other banks and companies having domiciled in the country and abroad. The disclosure of shares ownership of the Board of Commissioners at Bank Victoria, other banks or companies is shown in the following:

Tabel Kepemilikan Saham Dewan Komisaris
Table of Shares Ownership of the Board of Commissioners

Nama Name	Jabatan Position	Kepemilikan Saham Shares Ownership			
		Bank Victoria	Bank Lain Other Banks	Lembaga Keuangan Non Bank Non-bank Financial Institution	Perusahaan Lain Other companies
Oliver Simorangkir	Komisaris Utama President Commissioner	-	-	-	-
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner/ Independent Commissioner	-	-	-	-
Zaenal Abidin, PhD	Komisaris/Komisaris Independen Commissioner/ Independent Commissioner	-	-	-	-
Debora Wahjutirto Tanoyo*)	Komisaris Commissioner	-	-	✓	✓

*) Berhenti menjabat sejak tanggal 22 November 2018. / Ceased serving as of 22 November 2018.

KOMISARIS INDEPENDEN

Berdasarkan Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tentang Penerapan Tata Kelola bagi Bank Umum, serta peraturan turunannya, Bank wajib memiliki Komisaris Independen paling sedikit 50% (lima puluh persen) dari jumlah anggota Dewan Komisaris. Komisaris Independen yang dimaksud adalah anggota Dewan Komisaris yang tidak memiliki hubungan keuangan, kepengurusan, kepemilikan, dan/atau hubungan keluarga dengan anggota Direksi, anggota Dewan Komisaris lain, dan/atau Pemegang Saham Pengendali, atau hubungan dengan Bank yang dapat mempengaruhi kemampuan untuk bertindak independen. Komposisi Dewan Komisaris Bank Victoria Per 31 Desember 2018 berjumlah 3 (tiga) orang anggota dengan 2 (dua) orang diantaranya sebagai Komisaris Independen yang berarti 50% (lima puluh persen) dari Komisaris yang ada dan telah memenuhi ketentuan Bank Indonesia/OJK.

KRITERIA PENENTUAN KOMISARIS INDEPENDEN

Berdasarkan ketentuan Otoritas Jasa Keuangan tersebut, maka Komisaris Independen Bank harus memenuhi persyaratan:

1. Tidak memiliki hubungan keuangan dengan anggota Direksi, anggota Dewan Komisaris lain, dan/atau Pemegang Saham Pengendali, yakni tidak menerima penghasilan, bantuan keuangan, atau pinjaman dari:
 - a. Anggota Direksi dan/atau anggota Dewan Komisaris Bank;
 - b. Perusahaan yang Pemegang Saham Pengendalinya adalah anggota Direksi dan/atau anggota Dewan Komisaris Bank; dan/atau
 - c. Pemegang Saham Pengendali Bank.

INDEPENDENT COMMISSIONER

Pursuant to Financial Services Authority Regulation No. 55/POJK.03/2016 on the Implementation of Governance for Commercial Bank, and its derivative regulations, the Bank must have Independent Commissioner at least 50% (fifty percent) of the number of members of the Board of Commissioners. Independent Commissioner is member of Board of Commissioners who does not have financial, management, share ownership, and/or family relationship with members of Directors, other members of Board of Commissioners, and/or Controlling Shareholders or relationship with the Bank that may affect the ability to act independently. As of 31 December 2018, Bank Victoria's Board of Commissioners composed of 3 (three) members, including 2 (two) Independent Commissioners or 50% (fifty percent) of existing Commissioners, and has met the regulation of Bank Indonesia/OJK.

CRITERIA FOR DETERMINING INDEPENDENT COMMISSIONER

Under the regulation of the Financial Services Authority, the Bank's Independent Commissioner shall meet the following requirements:

1. Having no financial relationship with members of the Board of Directors, other members of the Board of Commissioners, and/or the Controlling Shareholders, namely not receiving income, financial assistance, or loan from:
 - a. Members of the Board of Directors and/or members of the Board of Commissioners;
 - b. Companies in which its Controlling Shareholders are members of the Board of Directors and/or members of the Bank's Board of Commissioners; and/or
 - c. The Bank's Controlling Shareholders.

2. Tidak memiliki hubungan kepengurusan dengan anggota Direksi, anggota Dewan Komisaris lain, dan/atau Pemegang Saham Pengendali, yakni tidak menduduki jabatan sebagai:
 - a. Anggota Direksi atau anggota Dewan Komisaris pada perusahaan yang anggota Dewan Komisarisnya menjadi anggota Direksi dan/atau anggota Dewan Komisaris Bank;
 - b. Anggota Direksi atau anggota Dewan Komisaris pada perusahaan yang Pemegang Saham Pengendalinya adalah anggota Direksi dan/atau anggota Dewan Komisaris Bank; dan/atau
 - c. Anggota Direksi, anggota Dewan Komisaris, atau Pejabat Eksekutif pada perusahaan Pemegang Saham Pengendali Bank.
3. Tidak memiliki hubungan kepemilikan dengan anggota Direksi, anggota Dewan Komisaris lain, dan/atau Pemegang Saham Pengendali, yakni tidak menjadi pemegang saham pada:
 - a. Perusahaan yang secara bersama-sama dimiliki oleh anggota Direksi, anggota Dewan Komisaris, dan/atau Pemegang Saham Pengendali Bank sehingga bersama-sama menjadi Pemegang Saham Pengendali pada perusahaan tersebut; dan/atau
 - b. Perusahaan Pemegang Saham Pengendali Bank.
4. Tidak memiliki hubungan keluarga dengan anggota Direksi, anggota Dewan Komisaris lain, dan/atau Pemegang Saham Pengendali, yakni tidak memiliki hubungan keluarga sampai dengan derajat kedua, baik hubungan vertikal maupun hubungan horizontal, termasuk mertua, menantu dan ipar.
5. Tidak memiliki hubungan dengan bank yang dapat mempengaruhi kemampuan untuk bertindak independen, yakni tidak memiliki hubungan dalam bentuk:
 - a. Kepemilikan saham Bank dengan jumlah kepemilikan lebih dari 5% (lima persen) dari modal disetor Bank; dan/atau
 - b. Menerima atau memberi penghasilan, bantuan keuangan, atau pinjaman dari atau kepada Bank yang menyebabkan pihak yang memberi penghasilan, bantuan keuangan atau pinjaman memiliki kemampuan untuk mempengaruhi (*controlling influence*) pihak yang menerima penghasilan, bantuan keuangan atau pinjaman, seperti:
 - Pihak terafiliasi; dan/atau
 - Transaksi keuangan dengan Bank yang dapat mempengaruhi kelangsungan usaha Bank dan/ atau pihak yang melakukan transaksi keuangan.
6. Mantan anggota Direksi Bank atau mantan Pejabat Eksekutif Bank atau pihak yang mempunyai hubungan dengan Bank, yang dapat mempengaruhi kemampuan untuk bertindak independen, tidak dapat menjadi Komisaris Independen pada Bank, sebelum menjalani masa tunggu (*cooling off*) paling singkat 1 (satu) tahun. Ketentuan masa tunggu tersebut tidak berlaku bagi mantan anggota Direksi atau mantan Pejabat Eksekutif yang memiliki tugas hanya melakukan fungsi pengawasan paling sedikit 1 (satu) tahun.
2. Having no management relationship with members of the Board of Directors, members of other Board of Commissioners, and/or the Controlling Shareholders, namely not serving the following positions:
 - a. Members of the Board of Directors at companies in which its members of the Board of Commissioners are members of the Board of Directors and/or members of the Bank's Board of Commissioners.
 - b. Members of the Board of Directors or members of the Board of Commissioners at companies in which its Controlling Shareholders are member of the Board of Directors and/or members of the Bank's Board Commissioners; and/or
 - c. Members of the Board of Directors, members of the Board of Commissioners, or Executive Officers at the companies of the Bank's Shareholders.
3. Having no ownership relationship he Board of Commissioners, or Executive Officers at the Controlling Shareholders' companies of the Bank. with members of the Board of Directors, members of other Board of Commissioners, and/or the Controlling Shareholders, namely not being shareholders at the following:
 - a. Companies that are jointly owned by members of the Board of Directors, members of the Board of Commisioners, and/or the Bank's Controling Shareholders, so that together become the Controlling Shareholders at the said companies; and/or
 - b. Companies of the Bank's Controlling Shareholders.
4. Having no family relationship with members of the Board of the Directors, members of other Board of Commissioners, and/or the Controlling Shareholders, namely not having family relationship until the second level, both vertical and horizontal relationship, including in-laws, son-in-law and brother-in-law.
5. Having no relationship with banks that may influence the ability to act independently, namely has no any relationship in terms of the following:
 - a. Shares ownership of the bank amounting with total ownership of more than 5% (five percent) of Paid-up Capital of the Bank; and/or
 - b. Receiving or giving income party, financial assistance or loans from or to the Bank causing giving income parties, financial assistance or loans that have ability to influence (controlling influence) the receiving income parties, financial assistance or loans, such as:
 - Affiliated parties; and/or
 - Financial transactions with the Bank that may influence the bussines sustainability of the Bank and/or parties conducting financial transactions.
6. Former members of the Bank's Board of Directors or former the Bank's Executive Officers or Parties having relationship with the Bank which may influence the ability to act independently, are not allowed to be Independent Commissioners at the Bank, before undergoing the cooling off period with of at least 1 (one) year. The provisions of such cooling off period do not apply to the former members of the Board of Directors or former Executive Officers that conduct duties of supervisory function only for at least 1 (one) year.

Komisaris Independen yang telah menjabat selama 2 (dua) periode masa jabatan berturut-turut dapat diangkat kembali pada periode selanjutnya sebagai Komisaris Independen, dalam hal:

1. Rapat anggota Dewan Komisaris menilai bahwa Komisaris Independen tetap dapat bertindak independen; dan
2. Komisaris Independen menyatakan dalam RUPS mengenai independensi yang bersangkutan.

PERNYATAAN KOMISARIS INDEPENDEN

Sesuai dengan peraturan Otoritas Jasa Keuangan (OJK), pengangkatan kembali Komisaris Independen Bank yang telah menjabat selama 2 (dua) periode atau lebih wajib disertai dengan penyampaian Pernyataan Independensi Komisaris Independen kepada Otoritas Jasa Keuangan (OJK). Redaksional penyampaian pernyataan independensi adalah sebagai berikut:

Surat Pernyataan Independen PT Bank Victoria International Tbk

Saya yang bertanda tangan di bawah ini :

Nama :
Tempat/tanggal lahir :
Alamat domisili (copy KTP/SIM terlampir) :
Nomor telepon rumah :
Jabatan :
Nama perusahaan :
Nomor telepon perusahaan :

Dengan ini menyatakan bahwa saya:

1. Tidak memiliki hubungan keuangan, hubungan kepengurusan, kepemilikan saham dan/atau hubungan keluarga dengan anggota Dewan Komisaris lainnya, Direksi dan/atau Pemegang Saham Pengendali atau hubungan dengan Bank, yang dapat mempengaruhi kemampuan saya untuk bertindak Independen sebagaimana diatur dalam ketentuan Pelaksanaan *Good Corporate Governance* bagi Bank Umum.
2. Apabila dikemudian hari, saya ditemukan memiliki hubungan-hubungan sebagaimana dimaksud pada butir 1 di atas, maka saya bersedia melepaskan jabatan Komisaris Independen saya dan bersedia untuk diganti.

(.....)

RAPAT DEWAN KOMISARIS

Rapat Dewan Komisaris dapat diadakan setiap waktu apabila dianggap perlu oleh salah seorang anggota Dewan Komisaris atau atas permintaan tertulis 1 (satu) pemegang saham atau lebih yang (bersama-sama) memiliki sedikitnya 1/10 (satu per sepuluh) bagian dari jumlah semua saham dengan hak suara yang sah yang dikeluarkan Bank. Rapat Dewan Komisaris secara berkala paling kurang 1 (satu) kali dalam 2 (dua) bulan.

Rapat Dewan Komisaris wajib dihadiri oleh seluruh anggota Dewan Komisaris secara fisik paling kurang 2 (dua) kali dalam setahun, dan apabila anggota Dewan Komisaris tidak dapat menghadiri rapat Dewan Komisaris secara fisik, maka dapat menghadiri rapat melalui teknologi *teleconference*.

An Independent Commissioner that has served within 2 (two) periods of terms of office respectively may be reappointed as the Independent Commissioners, in terms of the following:

1. Meetings of members of the Board of Commissioners assess that the Independent Commissioner is still able to act independently; and
2. The Independent Commissioner declares in GMS about its independence.

PERNYATAAN KOMISARIS INDEPENDEN

In accordance with the Financial Services Authority regulation, the reappointment of the Bank's Independent Commissioner who has served for 2 (two) or more periods must be accompanied by the submission of Independence Statement of the Independent Commissioner to the OJK. Editorial submission of statement of independence is as follows:

Statement of Independence PT Bank Victoria International Tbk

I, the undersigned below: :
Name :
Place/date of birth :
(copy of National ID/Driving License attached) :
Home phone number :
Position :
Company name :
Company phone number :

Herewith state that I:

1. Do not have financial relationship, management relationship, share ownership and/or family relationship with other members of Board of Commissioners, Directors, and/or Controlling Shareholders or relationship with the Bank, which may affect my ability to act independently as stipulated in the provisions of Good Corporate Governance Implementation for Commercial Banks.
2. In the event that in the future I am found to have the relationships as referred to in item 1 above, I am willing to give up my position as Independent Commissioner and am willing to be replaced.

(.....)

BOARD OF COMMISSIONERS' MEETING

The Board of Commissioners' meeting can be held at any time if deemed necessary by a member of the Board of Commissioners or at a written request of 1 (one) or more shareholders who (collectively) have at least 1/10 (one-tenth) of the total shares having valid voting rights issued by the Bank. Periodic Meetings of the Board of Commissioners held at least 1 (one) time in 2 (two) months.

The meeting of the Board of Commissioners must be attended by all members of the Board of Commissioners physically at least 2 (two) times a year, and if members of the Board of Commissioners cannot physically attend the Board of Commissioners' meetings, they can attend the meeting through the teleconference technology.

Rapat Dewan Komisaris dapat dilangsungkan, sah dan berhak mengambil keputusan yang mengikat apabila dihadiri secara fisik atau secara telekonferensi lebih dari $\frac{1}{2}$ (satu per dua) bagian dari jumlah anggota Dewan Komisaris. Dewan Komisari menjadwalkan rapat untuk tahun berikutnya sebelum berakhirnya tahun buku.

Rapat Dewan Komisaris hanya sah dan dapat mengambil keputusan yang mengikat apabila lebih dari 50% (lima puluh persen) dari jumlah anggota Dewan Komisaris yang hadir dan/atau diwakili. Keputusan Rapat Dewan Komisaris diambil berdasarkan musyawarah untuk mufakat, jika keputusan berdasarkan musyawarah untuk mufakat tidak tercapai, maka keputusan harus diambil berdasarkan suara setuju lebih dari $\frac{1}{2}$ (satu per dua) dari jumlah anggota Dewan Komisaris yang hadir dan/atau diwakili.

Hasil rapat Dewan Komisaris dituangkan dalam risalah rapat ditandatangani oleh Pimpinan Rapat dan salah seorang anggota Dewan Komisaris yang hadir dan/atau diwakili dalam rapat tersebut, dan disampaikan kepada seluruh anggota Dewan Komisaris.

Rencana rapat Dewan Komisaris di tahun 2018 adalah sebagai berikut:

1. Rapat Dewan Komisaris dilaksanakan 1 (satu) kali dalam 2 (dua) bulan.
2. Rapat gabungan Dewan Komisaris bersama Direksi diselenggarakan setiap 1 (satu) kali dalam 1 (satu) bulan. Adapun agenda dan jadwal rapat sebagai berikut:

Materi Agenda	Jadwal Rapat Meeting Schedule
1. Kinerja Keuangan Financial performance	Setiap bulan pada tahun 2018 Every month in 2018
2. Pencapaian Rencana Bisnis Bank (Perbandingan Realisasi dengan Target Kualitatif dan Kuantitatif) Achievements of the Bank's Business Plan (quantitative and qualitative realization vs target)	

3. Rapat Dewan Komisaris bersama Direktorat diselenggarakan setiap 1 (satu) kali dalam 6 (enam) bulan dengan materi rencana kerja Direktorat, strategi dan *action plan* untuk mencapai target tahun 2018 dan bersama Kepala Divisi (Direksi optional) diselenggarakan setiap 1 (satu) kali dalam 4 (empat) bulan dengan materi masalah-masalah operasional, serta bersama Kepala Divisi *Special Asset Management* (Direksi optional) diselenggarakan setiap 1 (satu) kali dalam 2 (dua) bulan. Adapun materi dan jadwal rapat sebagai berikut:

Materi Agenda	Jadwal Rapat Meeting Schedule
1. Rencana Kerja Direktorat, Strategi dan <i>Action Plan</i> untuk mencapai target tahun 2018 (Direktorat Direktur Utama, Direktorat Wakil Direktur Utama, Direktorat <i>Business</i> , Direktorat Kredit, dan Direktorat Kepatuhan dan Manajemen Risiko). The respective Directorate's work plan, strategy, and action plan to achieve target in 2018 (President Director, Deputy President Director, Directorates of, respectively, Business, Credit, and Compliance & Risk Management).	Setiap semester pada tahun 2018 Every semester in 2018
2. Masalah-masalah Operasional (<i>Operational Issue</i>) (Divisi <i>Operational</i> dan <i>Internal Control</i> , Divisi Administrasi Perkreditan, Divisi Biro Hukum dan Legal, Divisi <i>Finance</i> dan Akunting, Divisi <i>Human Capital</i> , dan Divisi <i>General Affairs</i>). Operational issues, (Divisions of, respectively, Operations & Internal Control, Credit Administration, Legal, Finance & Accounting, Human Capital, and General Affairs).	
3. Penanganan Non Performing Loan (NPL), Agunan Yang Diambil Alih (AYDA) dan <i>Write Off</i> . Handling of Non-Performing Loans (NPLs), foreclosed assets (AYDA), and write-off.	

The Board of Commissioners' meeting can be held, valid and reserves the right to make binding resolutions if attended physically or by teleconference more than $\frac{1}{2}$ (one-half) of the total members of the Board of Commissioners. The Board of Commissioners schedules meetings for the following year before the end of the financial year.

Board of Commissioners meeting is considered valid and can make binding decisions if more than 50% (fifty percent) of total members of the Board of Commissioners are present and/or represented. Decision of the Board of Commissioners' Meeting is taken based on deliberation for consensus and if decision is not reached, then decision must be made based on an agreed vote of at least $\frac{1}{2}$ (one per two) of the total of Board of Commissioners' members present and/or represented.

Results of the Board of Commissioners' meeting are stated in the minutes of the meeting signed by the Chairman of the Meeting and one of the Board of Commissioners' members present and/or represented at the meeting, and submitted to all members of the Board of Commissioners.

Board of Commissioners' meetings in 2018 are scheduled as follow:

1. Meetings of Board of Commissioners will be held 1 (one) time every 2 (two) months.
2. Joint meetings of Board of Commissioners and Board of Directors will be held 1 (one) time every 1 (one) month.

The agenda and schedule of meetings are as follows:

Materi Agenda	Jadwal Rapat Meeting Schedule
1. Rencana Kerja Direktorat, Strategi dan <i>Action Plan</i> untuk mencapai target tahun 2018 (Direktorat Direktur Utama, Direktorat Wakil Direktur Utama, Direktorat <i>Business</i> , Direktorat Kredit, dan Direktorat Kepatuhan dan Manajemen Risiko). The respective Directorate's work plan, strategy, and action plan to achieve target in 2018 (President Director, Deputy President Director, Directorates of, respectively, Business, Credit, and Compliance & Risk Management).	Setiap semester pada tahun 2018 Every semester in 2018
2. Masalah-masalah Operasional (<i>Operational Issue</i>) (Divisi <i>Operational</i> dan <i>Internal Control</i> , Divisi Administrasi Perkreditan, Divisi Biro Hukum dan Legal, Divisi <i>Finance</i> dan Akunting, Divisi <i>Human Capital</i> , dan Divisi <i>General Affairs</i>). Operational issues, (Divisions of, respectively, Operations & Internal Control, Credit Administration, Legal, Finance & Accounting, Human Capital, and General Affairs).	

Materi Agenda	Jadwal Rapat Meeting Schedule
3. Penanganan Non Performing Loan (NPL), Agunan Yang Diambil Alih (AYDA) dan <i>Write Off</i> . Handling of Non-Performing Loans (NPLs), foreclosed assets (AYDA), and write-off.	

4. Pelaksanaan rapat tersebut setiap hari Rabu dan Jumat serta dapat berkembang dan berubah sesuai kebutuhan.

AGENDA, TANGGAL DAN PESERTA RAPAT DEWAN KOMISARIS

Rapat Dewan Komisaris

Sepanjang tahun 2018, agenda, tanggal dan peserta Rapat Dewan Komisaris adalah sebagai berikut:

Tabel Rapat Dewan Komisaris

Table of Meeting of the Board of Commissioners

No.	Tanggal Date	Agenda Rapat Agenda of Meeting	Peserta Rapat Participant of Meeting	Hadir/ Tidak Hadir Present/Absence	Alasan Ketidakhadiran Reason of Absence
1.	7 Februari 2018 7 February 2018	Pengunduran Diri Direktur Bisnis. Resignation of the Director of Bussines	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir / Present Hadir / Present Hadir / Present Tidak Hadir / Absent	- - - Cuti / on leave
2.	4 April 2018 4 April 2018	Pembahasan Revisi RBB 2018-2020. Discussion on RBB Revision of 2018-2020	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir / Present Hadir / Present Hadir / Present Hadir / Present	- - - -
3.	6 April 2018 6 April 2018	Pembatalan Pencalonan Direktur Bisnis Sdri. Rolytha Sayuli Manullang. Cancellation of Nomination for Director of Business, Ms. Rolytha Sayuli Manullang.	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir / Present Hadir / Present Hadir / Present Hadir / Present	- - - -
4.	18 April 2018 18 April 2018	Pengangkatan Pengurus Perseroan. Appointment of the Company's Management	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir / Present Hadir / Present Hadir / Present Hadir / Present	- - - -
5.	13 Juli 2018 13 July 2018	Fokus Pengawasan Dewan Komisaris. Supervision Focus of the Board of Commissioners	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir / Present Hadir / Present Hadir / Present Hadir / Present	- - - -
6.	25 Juli 2018 25 July 2018	1. Penyesuaian Tugas dan Wewenang Anggota Direksi dan Anggota Dewan Komisaris. 2. Prosedur persetujuan dan Wewenang Komite Kredit Pusat. 3. Rencana Penyelenggaraan RUPSLB. 1 Adjustment in Duties and Responsibilities of Members of the Board of Directors and Members of the Board of Commissioners 2. Procedure for Approval and Responsibilities of the Central Credit Committee 3. Plan on the Conduct of Extraordinary Shareholders.	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir / Present Hadir / Present Hadir / Present Hadir / Present	- - - -

4. Meetings are held on Wednesday and Friday with additional agenda as deemed necessary.

AGENDA, DATE AND PARTICIPANTS OF MEETINGS OF THE BOARD OF COMMISSIONERS

Meeting of The Board of Commissioners

Throughout 2018, agenda, dates and participants of meetings of the Board of Commissioners were the following:

No.	Tanggal Date	Agenda Rapat Agenda of Meeting	Peserta Rapat Participant of Meeting	Hadir/ Tidak Hadir Present/Absence	Alasan Ketidakhadiran Reason of Absence
7.	3 Agustus 2018 3 August 2018	Rekomendasi dan Penunjukan Akuntan Publik dan/atau Kantor Akuntan Publik tahun 2018 Recommendation and Appointment of Public Accountant and/or Public Accountant Firm in 2018	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD	Hadir / Present Hadir / Present Hadir / Present	- - -
8.	30 November 2018 30 November 2018	1. Perubahan Struktur Organisasi. 2. Penyesuaian Tugas dan Wewenang Anggota Direksi dan Anggota Dewan Komisaris, serta Penyesuaian Prosedur Persetujuan dan Wewenang Komite Kredit Pusat. 1. Change in the Organization Structure 2. Adjustment in Duties and Responsibilities of Members of the Board of Directors and Members of the Board of Commissioners, as well as Adjustment in Procedure for Approval and Duties of the Central Credit Committee	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD	Hadir / Present Hadir / Present Hadir / Present	- - -

*) Berhenti menjabat sejak tanggal 22 November 2018. / Ceased serving as of 22 November 2018.

Rapat Gabungan Dewan Komisaris Dengan Direksi

Sepanjang tahun 2018, agenda, tanggal dan peserta Rapat Gabungan Dewan Komisaris dengan Direksi adalah sebagai berikut:

Joint Meeting of The Board of Commissioners and The Board of Directors

Throughout 2018, agenda, date and participants of the Joint Meetings of the Board of Commissioners and the Board of Directors were the following:

Tabel Rapat Gabungan Dewan Komisaris
Table of Joint Meeting of the Board of Commissioners

No.	Tanggal Rapat Meeting Date	Agenda Rapat Agenda of Meeting	Peserta Rapat - Dewan Komisaris Participants of Meeting of the Board of Commissioners	Hadir/ Tidak Hadir Present/ Absence	Keterangan Description	Peserta Rapat - Direksi Participant of the Board of Directors	Hadir/ Tidak Hadir Absence/ Present	Keterangan Description
1.	24 Januari 2018 24 January 2018	1. Kinerja Keuangan Posisi 31 Desember 2017. 2. Paparan Direksi. 3. Corporate IB & Core Banking Project. 4. PSAK 71 Project. 1. Financial Performance as of January 2018 2. Presentation of the Board of Directors 3. Corporate IB & Core Banking Project. 4. PSAK of 71 Projects	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir Present Hadir Present Hadir Present Hadir Present		Daniel Budirahayu **) Rusli Rita Gosal ***) Ramon M. Runtu Tamunan	Hadir Present Hadir Present Hadir Present Hadir Present	
2.	14 Februari 2018 14 February 2018	1. Kinerja Keuangan posisi 31 Januari 2018. 2. Paparan Direksi. 1. Financial Performance as of 31 January 2018 2. Presentation of the Board of Directors.	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir Present Hadir Present Hadir Present Hadir Present		Daniel Budirahayu**) Rusli Rita Gosal***) Ramon M. Runtu Tamunan	Hadir Present Hadir Present Tidak Hadir Absent Hadir Present	Cuti / on leave Dinas / Business Trip

No.	Tanggal Rapat Meeting Date	Agenda Rapat Agenda of Meeting	Peserta Rapat - Dewan Komisaris Participants of Meeting of the Board of Commissioners	Hadir/ Tidak Hadir Present/ Absent	Keterangan Description	Peserta Rapat - Direksi Participant of the Board of Directors	Hadir/ Tidak Hadir Absent/ Present	Keterangan Description
3.	14 Maret 2018 14 March 2018	1. Kinerja Keuangan posisi 28 Februari 2018. 2. Paparan Direksi. 1. Financial Performance as of 28 February 2018 2. Presentation of the Board of Directors.	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir Present Hadir Present Hadir Present Hadir Present		Daniel Budirahayu**) Rusli Ramon M. Runtu Tamunan	Hadir Present Hadir Present Hadir Present Hadir Present	
4.	11 April 2018 11 April 2018	Kinerja Keuangan posisi 31 Maret 2018. Financial Performance as of 31 March 2018	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir Present Hadir Present Hadir Present Hadir Present		Daniel Budirahayu**) Rusli Ramon M. Runtu Tamunan	Hadir Present Hadir Present Hadir Present Hadir Present	
5.	13 April 2018 13 April 2018	1. Kinerja Keuangan posisi 11 April 2018. 2. Paparan Direksi. 1. Financial Performance as of 11 April 2018 2. Presentation of the Board of Directors	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir Present Hadir Present Hadir Present Hadir Present		Daniel Budirahayu**) Rusli Ramon M. Runtu Tamunan	Hadir Present Hadir Present Hadir Present Hadir Present	
6.	16 Mei 2018 16 May 2018	Kinerja Keuangan posisi 11 Mei 2018. Financial Performance as of 11 May 2018	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir Present Hadir Present Hadir Present Hadir Present		Daniel Budirahayu**) Rusli Ramon M. Runtu Tamunan	Hadir Present Hadir Present Hadir Present Hadir Present	
7.	21 Mei 2018 21 May 2018	NPL dan Core Value. NPL and Core Value.	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir Present Hadir Present Hadir Present Hadir Present		Rusli Ramon M. Runtu Tamunan	Hadir Present Hadir Present Hadir Present	
8.	18 Juli 2018 18 July 2018	1. Kinerja Keuangan posisi 30 Juni 2018 dan Update IFRS 9. 2. Update Corebanking Project. 3. Update SME Project. 1. Financial Performance at 30 June 2018 and IFRS 9 Update. 2. Update the Corebanking Project. 3. Update the SME Project.	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir Present Hadir Present Hadir Present Hadir Present		Rusli Ramon M. Runtu Tamunan	Hadir Present Hadir Present Hadir Present	

No.	Tanggal Rapat Meeting Date	Agenda Rapat Agenda of Meeting	Peserta Rapat - Dewan Komisaris Participants of Meeting of the Board of Commissioners	Hadir/ Tidak Hadir Present/Absence	Keterangan Description	Peserta Rapat - Direksi Participant of the Board of Directors	Hadir/ Tidak Hadir Absent/Present	Keterangan Description
9.	20 Juli 2018 20 July 2018	1. Kinerja Keuangan proyeksi 30 Juni 2018. 2. Paparan Direksi. 1. Financial Performance as of 30 June 2018 2. Presentation of the Board of Directors.	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir Present Hadir Present Hadir Present Hadir Present	Rusli Ramon M. Runtu Tamuhan	Hadir Present Hadir Present Hadir Present		
10.	7 September 2018 7 September 2018	1. Kinerja Keuangan posisi 31 Agustus 2018. 2. Paparan Direksi. 1. Financial Performance as of 31 August 2018 2. Presentation of the Board of Directors.	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir Present Hadir Present Hadir Present Hadir Present	Rusli Ramon M. Runtu Tamuhan	Hadir Present Tidak Hadir Absence Hadir Present	Cuti / on leave	
11.	12 Oktober 2018 14 November 2018	1. Kinerja Keuangan posisi 30 September 2018. 2. Pembahasan <i>Business Improvement</i> . 3. Paparan Direksi. 1. Financial Performance as of 30 September 2018 2. Discussion of Business Improvement 3. Presentation of the Board of Directors.	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir Present Hadir Present Hadir Present Hadir Present	Rusli Ramon M. Runtu Tamuhan	Hadir Present Hadir Present Hadir Present		
12.	14 November 2018 14 November 2018	Kinerja Keuangan posisi 31 Oktober 2018. Financial Performance as of 31 October 2018	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir Present Hadir Present Hadir Present Hadir Present	Ahmad Fajar****) Rusli Lembing****) Ramon M. Runtu Tamuhan	Hadir Present Hadir Present Hadir Present Hadir Present		
13.	23 November 2018 23 November 2018	Kinerja Keuangan proyeksi posisi 31 Oktober 2018. Financial Performance as of 31 October 2018	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Debora Wahjutirto Tanoyo*)	Hadir Present Hadir Present Hadir Present Hadir Present	Ahmad Fajar****) Rusli Lembing****) Ramon M. Runtu Tamuhan	Hadir Present Hadir Present Hadir Present Hadir Present		

No.	Tanggal Rapat Meeting Date	Agenda Rapat Agenda of Meeting	Peserta Rapat - Dewan Komisaris Participants of Meeting of the Board of Commissioners	Hadir/ Tidak Hadir Present/ Absent	Keterangan Description	Peserta Rapat - Direksi Participant of the Board of Directors	Hadir/ Tidak Hadir Absent/ Present	Keterangan Description
14.	14 Desember 2018 14 December 2018	1. Kinerja Keuangan posisi 30 November 2018 dan 12 Desember 2018 dibandingkan dengan pencapaian target RBB 2018. 2. Pipeline Bisnis dan target achievement Desember 2018. 3. Lain-Lain. 1. Financial Performance as of 30 November 2018 and 12 December 2018 compared to target achievement of RBB. 2. Pipeline Business and target achievement in December 2018 3. Others	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD	Hadir Present Hadir Present Hadir Present		Ahmad Fajar****) Rusli Debora Wahjutirto Tanoyo****) Lembing****) Ramon M. Runtu Tamuhan	Hadir Present Hadir Present Hadir Present Hadir Present Hadir Present	

*) Berhenti menjabat sejak tanggal 22 November 2018. / Held the position until 22 November 2018.

**) Berhenti menjabat sejak tanggal 18 Mei 2018. / Held the position until 18 May 2018.

***) Berhenti menjabat sejak tanggal 18 Mei 2018. / Held the position until 18 May 2018.

****) Menjabat sejak tanggal 30 Oktober 2018. / Held the position starting 30 October 2018.

*****) Menjabat sejak tanggal 22 November 2018. / Held the position starting 22 November 2018.

**Rapat Gabungan Dewan Komisaris dengan Direktorat,
Kepala Divisi, dan Kepala Divisi Special Asset
Management**

**Joint Meeting of the Board of Commissioners
with the Directorate, Head of Division, and Head
of the Special Asset Management Division**

No	Tanggal Rapat Meeting Date	Agenda Rapat Agenda of Meeting	Peserta Rapat Participants of Meeting	Hadir/ Tidak Hadir Present/Absence	Keterangan Description
1	23 Agustus 2018 23 August 2018	Pembahasan dan realisasi Net Performing Loan Write Off, dan Aset yang Diambil Alih Juli-Agustus 2018. Discussion and realization of Net Performing Loan Write Off, and Assets Taken Over July-August 2018.	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Ramon M. Runtu Duisa Labora	Hadir Present Hadir Present Hadir Present Hadir Present Hadir Present	
2	5 September 2018 5 September 2018	Pembahasan dan realisasi Net Performing Loan Write Off, dan Aset yang Diambil Alih Agustus-September 2018. Discussion and realization of Net Performing Loan Write Off, and Assets Taken Over August-September 2018.	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Ramon M. Runtu Duisa Labora	Hadir Present Hadir Present Hadir Present Hadir Present Hadir Present	

No	Tanggal Rapat Meeting Date	Agenda Rapat Agenda of Meeting	Peserta Rapat Participants of Meeting	Hadir/ Tidak Hadir Present/Absence	Keterangan Description
3	21 September 2018 21 September 2018	Tindak lanjut Pembahasan dan realisasi Net Performing Loan Write Off, dan Aset yang Diambil Alih September 2018. Follow-up on the Discussion and realization of the Net Performing Loan Write Off, and Assets Taken Over September 2018.	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Ramon M. Runtu Duisa Labora	Hadir Present Hadir Present Tidak Hadir Absence Hadir Present Hadir Present	
4	17 Oktober 2018 17 October 2018	Pembahasan dan realisasi Net Performing Loan Write Off, dan Aset yang Diambil Alih September-Okttober 2018. Discussion and realization of Net Performing Loan Write Off, and Assets Taken Over September-October 2018.	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Ramon M. Runtu Duisa Labora	Hadir Present Hadir Present Hadir Present Hadir Present Hadir Present	
5	9 November 2018 9 November 2018	Pembahasan dan realisasi Net Performing Loan Write Off, dan Aset yang Diambil Alih Oktober-November 2018. Discussion and realization of Net Performing Loan Write Off, and Assets Taken Over October-November 2018.	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Ramon M. Runtu Duisa Labora	Hadir Present Hadir Present Hadir Present Hadir Present Hadir Present	
6	7 Desember 2018 7 December 2018	Pembahasan dan realisasi Net Performing Loan Write Off, dan Aset yang Diambil Alih November-Desember 2018. Discussion and realization of Net Performing Loans Write Off, and Assets Taken Over November - December 2018.	Oliver Simorangkir Gunawan Tenggarahardja Zaenal Abidin, PhD Ramon M. Runtu Duisa Labora	Hadir Present Hadir Present Tidak Hadir Absence Hadir Present Tidak Hadir Absence	
MEETING FREQUENCY AND ATTENDANCE					

FREKUENSI DAN KEHADIRAN RAPAT

Tabel Frekuensi dan Kehadiran Rapat Dewan Komisaris
Table of Meeting Frequency and Attendance of the Board of Commissioners

Nama Name	Jabatan Position	Rapat Dewan Komisaris Board of Commissioners Meeting			Rapat Gabungan Dewan Komisaris dengan Direksi Joint Meeting of Board of Commissioners and Board of Directors			Rapat Gabungan Dewan Komisaris Dengan Direktorat, Kepala Divisi, Dan Kepala Divisi Special Asset Management Joint Meeting of the Board of Commissioners with the Directorate, Head of Division, and Head of Division of Special Asset Management		
		Jumlah dan (%) Kehadiran Amount and (%) Attendance			Jumlah dan (%) Kehadiran Amount and (%) Attendance			Jumlah dan (%) Kehadiran Amount and (%) Attendance		
		Jumlah Rapat Number of Meetings	Jumlah Kehadiran Attendance Amount	%	Jumlah Rapat Number of Meetings	Jumlah Kehadiran Attendance Amount	%	Jumlah Rapat Number of Meetings	Jumlah Kehadiran Attendance Amount	%
Oliver Simorangkir	Komisaris Utama President Commissioner	8	8	100%	14	14	100%	6	6	100%

Nama Name	Jabatan Position	Rapat Dewan Komisaris Board of Commissioners Meeting			Rapat Gabungan Dewan Komisaris dengan Direksi Joint Meeting of Board of Commissioners and Board of Directors			Rapat Gabungan Dewan Komisaris Dengan Direktorat, Kepala Divisi, Dan Kepala Divisi Special Asset Management Joint Meeting of the Board of Commissioners with the Directorate, Head of Division, and Head of Division of Special Asset Management		
		Jumlah dan (%) Kehadiran Amount and (%) Attendance			Jumlah dan (%) Kehadiran Amount and (%) Attendance			Jumlah dan (%) Kehadiran Amount and (%) Attendance		
		Jumlah Rapat Number of Meetings	Jumlah Kehadiran Attendance Amount	%	Jumlah Rapat Number of Meetings	Jumlah Kehadiran Attendance Amount	%	Jumlah Rapat Number of Meetings	Jumlah Kehadiran Attendance Amount	%
Gunawan Tenggarahardja	Komisaris/ Komisaris Independen Commissioner / Independent Commissioner	8	8	100%	14	14	100%	6	6	100%
Zaenal Abidin, PhD	Komisaris/ Komisaris Independen Commissioner / Independent Commissioner	8	8	100%	14	14	100%	6	6	100%
Debora Wahjutirto Tanoyot*)	Komisaris Commissioner	6	5	83%	13	13	100%	-	-	-

*) Berhenti menjabat sejak tanggal 22 November 2018. / Ceased serving as of 22 November 2018.

KEBIJAKAN REMUNERASI DEWAN KOMISARIS

Uraian terkait Kebijakan Remunerasi Dewan Komisaris dapat dilihat pada Bagian Penerapan Tata Kelola Remunerasi Bab Tata Kelola Perusahaan dalam Laporan Tahunan ini.

KEPUTUSAN, REKOMENDASI DAN PELAKSANAAN TUGAS DEWAN KOMISARIS

Surat Keputusan yang diterbitkan Dewan Komisaris selama tahun 2018 adalah sebagai berikut:

1. Surat Keputusan Dewan Komisaris No. 001/SK-KOM/02/18 tgl 7 Februari 2018 tentang Pelimpahan Tugas dan Tanggung Jawab Direktur Bisnis kepada Wakil Direktur Utama.
2. Surat Keputusan Dewan Komisaris No. 001/SK-KOM/09/18 tanggal 5 September 2018 tentang Prosedur Persetujuan dan Wewenang Komite Kredit Pusat.
3. Surat Keputusan Dewan Komisaris tentang No. 001/SK-KOM/12/18 tanggal 3 Desember 2018 tentang Pembagian Tugas dan Wewenang Anggota *Board Of Directors*.
4. Surat Keputusan Dewan Komisaris tentang No. 002/SK-KOM/09/18 tanggal 20 September 2018 tentang BOC Charter.
5. Surat Keputusan Dewan Komisaris tentang No. 003/SKOKOM/09/18 tanggal 20 September 2018 tentang Pedoman Komite Nominasi dan Remunerasi.
6. Surat Keputusan Dewan Komisaris tentang No. 004/SK-KOM/09/18 tanggal 21 September 2018 tentang Piagam dan Pedoman Kerja Komite Audit.
7. Surat Keputusan Dewan Komisaris tentang No. 002/SK-KOM/12/18 tanggal 3 Desember 2018 tentang Pembagian Tugas dan Wewenang Anggota *Board of Commissioners*.

REMUNERATION POLICY OF THE BOARD OF COMMISSIONERS

Description related to the Board of Commissioners' Remuneration Policy can be seen in the Implementation of Remuneration Governance section, on Corporate Governance Chapter in this Annual Report.

RESOLUTIONS, RECOMMENDATIONS, AND IMPLEMENTATION OF BOARD OF COMMISSIONERS DUTIES

Decrees issued by the Board of Commissioners throughout 2018 are as follows:

1. Decree of the Board of Commissioners No. 001/SK-KOM/02/18 dated 7 February 2018 on Delegation of Duties and Responsibilities of the Business Director to the Deputy President Director.
2. Board of Commissioners Decree No. 001/SK-KOM/09/18 dated September 5, 2018 on the Procedures for Approval and Authority of the Central Credit Committee.
3. Decree of the Board of Commissioners No. 001/SK-KOM/12/18 dated 3 December 2018 on Division of Duties and Authorities of Members of the Board of Directors.
4. Decree of the Board of Commissioners No. 002/SK-KOM/09/18 dated 20 September 2018 on BOC Charter.
5. Decree of the Board of Commissioners No. 003/SKOKOM/09/18 dated 20 September 2018 on the Guideline for Nomination and Remuneration Committee.
6. Decree of the Board of Commissioners No. 004/SK-KOM/09/18 dated 21 September 2018 on the Work Charter and Guideline for the Audit Committee.
7. Decree of the Board of Commissioners No. 002/SK-KOM/12/18 dated 3 December 2018 on Division of Duties and Authorities of the Board of Commissioners Member

Rekomendasi yang diberikan Dewan Komisaris kepada Direksi tahun 2018 adalah sebagai berikut:

1. Strategi dan Pengelolaan Bisnis
 - a. Meningkatkan sinergi dan melakukan analisa yang lebih mendalam untuk mendukung pertumbuhan kredit khususnya segmen Usaha Kecil dan Menengah.
 - b. Menjaga kualitas kredit Bank, salah satu caranya yaitu dengan mempertahankan nasabah Bank yang loyal.
 - c. Meningkatkan kualitas sumber daya manusia melalui berbagai pelatihan dan penugasan guna meningkatkan kualitas layanan serta lebih memahami kebutuhan nasabah.
 - d. Terus menerus fokus untuk meningkatkan kompetensi dan kemampuan para pemangku bisnis/kredit dalam rangka memperoleh pemberian kredit yang berkualitas.
 - e. Menyelesaikan kredit bermasalah (NPL) dan Aset yang di Ambil Alih (AYDA) yang saat ini rasio dan *outstandingnya* cukup tinggi. Sehingga produktivitas Bank menjadi lebih baik dan risiko yang mungkin bisa terjadi dapat dikurangi.
 - f. Senantiasa memelihara kerja sama yang baik diantara Unit Kerja Bisnis dan Unit Kerja Independen (*Credit Risk Review*) untuk bersinergi dan Bersama-sama mencapai tujuan yang sama yaitu kualitas kredit.
 - g. Mengikuti perkembangan teknologi terutama *Financial Technology* (Fintech) untuk mengimbangi persaingan perbankan dalam pelayanan nasabah.
2. Manajemen Risiko
 - a. Terkait dengan risiko kredit, perlu dilakukan analisa risiko yang lebih mendalam pada beberapa sektor industri yang mengalami penurunan kinerja sehingga dapat dilakukan tindakan-tindakan preventif untuk meminimalisasi risiko yang mungkin terjadi.
 - b. Untuk mengelola risiko operasional perlu dilakukan kajian dan pemantauan secara berkala atas sistem-sistem di Bank, agar dapat menjag serta mendukung kesinambungan operasional usaha Bank.
 - c. Seiring dengan berkeembangnya teknologi informasi dan telekomunikasi, Bank perlu terus mangkaji perkembangan *business model* yang diterapkan.
3. Audit dan Kepatuhan

Perlu dipastikan bahwa Bank mematuhi seluruh ketentuan-ketentuan regulator dalam menjalankan aktivitas operasionalnya.

Rekomendasi yang diberikan Dewan Komisaris sebagai upaya meningkatkan kinerja Bank antara lain:

1. Menetapkan rencana strategis jangka pendek berupa perbaikan aktivitas perkreditan yang terukur, pemantauan kualitas kredit eksisting, perbaikan dokumentasi kredit serta peningkatan kompetensi aparat perkreditan dengan lebih baik sehingga diharapkan kredit dapat tumbuh secara berkelanjutan dan berkualitas.
2. Meningkatkan pertumbuhan kredit kepada nasabah yang memiliki daya tahan yang lebih baik dari ancaman *cyclical* antara lain Kredit Korporasi, Kredit Komersial, Kredit UMKM, dan Kredit kepada beberapa sektor prioritas Pemerintah.
3. Tetap fokus pada aktivitas pemantauan dan pengendalian melalui upaya penagihan dan penyelesaian permasalahan debitur Dalam Perhatian Khusus (kolektabilitas 2), Penyelesaian Kredit Bermasalah (NPL), Penyelesaian AYDA, Penagihan Aset dihapus buku, agar dalam penyelesaian

The recommendations given by the Board of Commissioners to the Board of Directors in 2018 were as follows:

1. Business Strategy and Management
 - a. Improves synergy and conducts deeper analysis to support credit growth, especially for Small and Medium Enterprises segment.
 - b. Maintain the Bank's credit quality, one of which is by sustaining loyal Bank customers.
 - c. Improve the quality of human resources through various trainings and assignments to improve service quality and better understanding of customer needs.
 - d. Constantly focus on improving the competencies and capabilities of business/credit stakeholders to be able distribute quality credit.
 - e. Resolving non-performing loans (NPLs) and foreclosed assets (AYDA), which currently have a quite high ratio and outstanding balance. Thus, the Bank's productivity improved and the risks can be reduced.
 - f. Constantly maintain good cooperation between Business Working Unit and Credit Risk Review to synergize and achieve the common goal of credit quality.
 - g. Keep up with the development of technology, especially Financial Technology (Fintech) to remain competitive in banking competition especially in customer service.
2. Risk Management
 - a. Regarding credit risk, a deeper risk analysis needs to be conducted in various industry sectors that experience a decline in performance so that preventive measures can be taken to minimize any risks that may occur.
 - b. To manage operational risk, it is necessary to conduct periodic reviews and monitoring of the Bank's systems, to maintain and support the Bank's operational business sustainability.
 - c. Along with the development of information technology and telecommunications, Bank needs to continue assessing the progress of the implemented business model.
3. Audit and Compliance

It is necessary to ensure that the Bank complies with all regulatory provisions in carrying out its operational activities.

Recommendations given by the Board of Commissioners as an effort to improve the Bank's performance include:

1. Establish a short-term strategic plan such as improving measured credit activities, monitoring the quality of existing credit, improving credit documentation and the competence of credit officers so it is expected that credit will grow sustainably and with good quality.
2. Increasing credit growth to the customers who have better resilience to cyclical threats including Corporate Credit, Commercial Credit, MSME Credit, and other Credits to various Government priority sectors.
3. Remain focused on monitoring and controlling activities through collection efforts and resolve issues of debtors in Special Mention (collectability 2), Settlement of Non-Performing Loans (NPL), Settlement of foreclosed assets, billing for written off asset, so that settlement of non-performing loans (NPL) is

- kredit bermasalah (NPL) dilakukan secara prudent termasuk penerapan skem restrukturisasi kredit yang tepat.
4. Karena struktur pendanaan Bank yang sensitive terhadap pergerakan suku bunga, maka perlu disikapi secara konsisten dan cepat untuk menciptakan terobosan kebijakan seperti meningkatkan *account CASA* untuk memperluas *base customer* dengan meningkatkan promosi dan pemasaran akan produk-produk unggulan Bank serta memberdayakan dan peningkatan teknologi digital.
 5. Proses peningkatan kompetensi SDM yang berkesinambungan semakin disempurnakan, pendidikan dan pelatihan *inhouse*, penugasan pada tanggung jawab tertentu terus berlanjut, jenjang karir yang terstruktur, serta penilaian *performance* yang dilakukan secara *periodic* berbasis pada *achievement, skill, knowledge, and attitude*.
 6. Meningkatkan budaya manajemen risiko pada setiap lini bisnis, di samping pemahaman *prudential banking* dan kepatuhan sebagai pilar tata kelola dan manajemen risiko.

SERTIFIKASI MANAJEMEN RISIKO

Pada periode 2018, Dewan Komisaris yang telah lulus sertifikasi manajemen risiko sebagai berikut:

Nama Name	Jabatan Position	Sertifikasi Manajemen Risiko Risk Management Certification
Oliver Simorangkir	Komisaris Utama / President Commissioner	Level V
Gunawan Tenggarahardja	Komisaris/Komisaris Independen / Commissioner/ Independent Commissioner	Level V
Zaenal Abidin, PhD	Komisaris/Komisaris Independen / Commissioner/ Independent Commissioner	Level II
Debora Wahjutirto Tanoyo*)	Komisaris / Commissioner	Level V

*) Berhenti menjabat sejak tanggal 22 November 2018. / Ceased serving as of 22 November 2018.

PENILAIAN KINERJA DEWAN KOMISARIS

Sebagai bagian dari implementasi GCG, Dewan Komisaris wajib melaksanakan evaluasi kinerja Dewan Komisaris secara mandiri (*self assessment*), *peer evaluation*, atau dengan sistem lain untuk kemudian diputuskan dalam rapat Dewan Komisaris.

PENILAIAN KINERJA DEWAN KOMISARIS BERDASARKAN RUPS

Prosedur Pelaksanaan Penilaian Kinerja Dewan Komisaris

Penilaian kinerja oleh pemegang saham dilakukan dalam RUPS Tahunan tentang Laporan Pertanggungjawaban Kinerja Bank Victoria dan Pengesahan Laporan Keuangan Tahunan *Audited* tahun buku yang bersangkutan. *Peer group evaluation* merupakan penilaian dengan cara masing-masing Komisaris memberikan penilaian terhadap Komisaris lainnya. Penilaian dilakukan berdasarkan bidang pengawasan dan pekerjaan masing-masing Dewan Komisaris. Kriteria penilaian dibuatkan secara general dan diuraikan dengan penjelasan secara kualitatif (tidak diberikan nilai secara angka/skala).

done prudently including the implementation of an appropriate credit restructuring scheme.

4. As the Bank's funding structure is sensitive to interest rates movements, it needs to be addressed consistently and promptly to create policy breakthroughs such as increasing CASA accounts to expand customer base by intensifying the promotion and marketing of Bank's flagship products also empowering and enhancing digital technology.
5. The process of improving sustainable HR competencies is increasingly refined by the following measures: inhouse education and training, assignments to certain responsibilities, structured career paths, and periodic performance evaluations based on achievement, skill, knowledge, and attitude.
6. Improving the risk management culture in each business line, in addition to understanding of prudential banking and compliance as a pillar of governance and risk management.

RISK MANAGEMENT CERTIFICATION

In the period of 2018, the Board of Commissioners having passed the risk management certification exam is the following:

PERFORMANCE ASSESSMENT OF THE BOARD OF COMMISSIONERS

As part of the implementation of GCG, the Board of Commissioners shall conduct self performance evaluation (self-assessment), peer evaluation, or by other systems which will then be decided in the Board of Commissioners' meetings.

PERFORMANCE ASSESSMENT OF THE BOARD OF COMMISSIONERS BASED ON GMS

The Procedure of The Execution of The Board of Commissioners Performance Assessment

Performance assessment by the shareholders made in the Annual General Meeting of Shareholders on Bank Victoria's Performance Accountability Report and the endorsement of Audited Annual Financial Statements of the fiscal year concerned. Peer group evaluation is an evaluation conducted by each Commissioner by providing an evaluation of other Commissioners. The evaluation is done based on each field of supervision and work of the Board of Commissioners. Evaluation criteria are made in general and described by qualitative explanation (no numeral value/scale is given).

Kriteria Penilaian Kinerja Dewan Komisaris

Penilaian kinerja dapat dilakukan berdasarkan kriteria umum, antara lain:

- a. Kehadiran dalam rapat internal Dewan Komisaris;
- b. Kehadiran dalam rapat Dewan Komisaris dengan Direksi;
- c. Kehadiran dalam rapat Dewan Komisaris dengan Pemegang Saham; dan
- d. Kehadiran dalam rapat Dewan Komisaris atau Komite dengan Unit Kerja Bank.

Kinerja Dewan Komisaris juga dapat dinilai menurut faktor lainnya, baik secara individual maupun kolektif, dengan kriteria berikut, namun tidak terbatas kepada:

- a. Integritas (misalnya benturan kepentingan yang muncul);
- b. Pengetahuan dan pemahaman Dewan Komisaris atas nilai-nilai misi, Rencana Jangka Panjang Bank, dan merefleksikan pemahaman ini kepada isu-isu penting sepanjang tahun;
- c. Partisipasi Dewan Komisaris dalam rapat-rapat, termasuk kemampuan untuk menyampaikan, memberikan argumentasi dan memberikan solusi mengenai isu-isu strategis Bank;
- d. Kemampuan Dewan Komisaris dalam mengikuti isu-isu dan tren yang berpengaruh terhadap Bank dan menggunakan informasi tersebut untuk menilai dan mengarahkan kinerja Bank, bukan hanya dari tahun ke tahun, akan tetapi juga dalam jangka panjang;
- e. Hubungan anggota Dewan Komisaris dengan sesama anggota Dewan Komisaris lainnya, dengan Direksi, dan pihak-pihak lain yang diatur dalam Anggaran Dasar dan peraturan perundang-undangan; dan
- f. Hasil penilaian kinerja Dewan Komisaris disampaikan melalui Komite Nominasi dan Remunerasi kepada pemegang saham sebelum pelaksanaan RUPS Tahunan.

Pihak yang Melakukan Assessment

Hasil penilaian kinerja Dewan Komisaris disampaikan melalui Komite Nominasi dan Remunerasi kepada Pemegang saham sebelum pelaksanaan RUPS Tahunan.

Hasil Penilaian Kinerja Dewan Komisaris

Hasil dari *peer group evaluation* Dewan Komisaris di tahun 2018, menunjukkan bahwa kinerja masing-masing anggota Dewan Komisaris dalam menjalankan tugas dan tanggungjawabnya, yang dinilai berdasarkan bidang pengawasan dan pekerjaan masing-masing Anggota Dewan Komisaris sudah berjalan dengan baik.

PENILAIAN KINERJA PENERAPAN GCG (SELF ASSESSMENT) DEWAN KOMISARIS SESUAI KETENTUAN OJK

Pelaksanaan *self assessment* Dewan Komisaris berdasarkan Peraturan Otoritas Jasa Keuangan tentang Penerapan Tata Kelola bagi Bank Umum. Berdasarkan peraturan tersebut, Bank wajib melaksanakan *self assessment* implementasi GCG dengan salah satu faktor penilaian adalah pelaksanaan tugas dan tanggung jawab Dewan Komisaris.

Evaluation Criteria of The Board of Commissioners Performance

Performance assessment can be conducted based on general criteria as the following:

- a. Attendance at the internal meetings of the Board of Commissioners;
- b. Attendance at the meetings of the Board of Commissioners with the Board of Directors;
- c. Attendance at the meetings of the Board of Commissioners with the Shareholders; and
- d. Attendance at the Board of Commissioners or Committee meetings with Work Units of the Bank.

Performance of the Board of Commissioners can also be assessed by other factors, both individually and collectively using the following criteria, but not limited to:

- a. Integrity (e.g.: conflict of interest occurred);
- b. Knowledge and understanding of the Board of Commissioners about values, mission, Long-term Planning of the Bank, and reflecting this understanding into important issues throughout the year;
- c. Participation of the Board of Commissioners at meeting, including its ability to present, provide argumentation, and solution about strategic issues of the Bank;
- d. Ability of the Bank to keep up with issues and trend that will affect to the Bank, and to use such information for evaluating and directing the performance of the Bank, not only from year to year, but also in the longterm;
- e. Relationship amongst members of the Board of Commissioners, member of the Board of Directors, and other parties set in the Articles of Association and the applicable rules and regulations; and
- f. Performance assessment results of the Board of Commissioners are submitted through the Nomination and Remuneration Committee to the shareholders prior to the conduct of Annual GMS.

The Parties Undertake The Assessment

The results of the Board of Commissioners' performance assessment are submitted through the Nomination and Remuneration Committee to the Shareholders prior to the execution of the Annual General Meeting of Shareholders.

The Result of The Board of Commissioners Performance Assessment

The results of the peer group evaluation of the Board of Commissioners in 2018 indicated that the performance of each member of the Board of Commissioners in carrying out its duties and responsibilities which is assessed on the basis of the supervision and work of each Commissioner Member has been well executed.

ASSESSMENT ON THE GCG IMPLEMENTATION PERFORMANCE (SELF ASSESSMENT) BY THE BOARD OF COMMISSIONERS IN ACCORDANCE WITH FSA PROVISION

The implementation of self-assessment of the Board of Commissioners is pursuant to the Regulation of the Financial Services Authority concerning the Application of Corporate Governance for Commercial Banks. Under such regulation, the Bank is required to conduct the implementation of GCG self-assessment with one assessment factor, namely the implementation of duties and responsibilities of the Board of Commissioners.

Prosedur Pelaksanaan Penilaian Kinerja Dewan Komisaris

Pelaksanaan *assessment* kinerja Dewan Komisaris termasuk di dalam pelaksanaan *self assessment* GCG Bank yang dilakukan secara berkala setiap semester.

Kriteria Penilaian

Faktor penilaian terkait Dewan Komisaris tersebut mencakup 16 (enam belas) indikator *governance structure*, 17 (tujuh belas) indikator *governance process*, dan 6 (enam) indikator *governance outcome* sebagaimana diatur dalam Lampiran III Surat Edaran Otoritas Jasa Keuangan No. 13 /SEOJK.03/2017 tentang Penerapan Tata Kelola Bagi Bank Umum.

Pihak yang Melakukan Penilaian

Pelaksanaan *self assessment* terkait Dewan Komisaris dikoordinir oleh Divisi *Compliance, KYC/Integrated and System Procedure* dan dilaporkan kepada Dewan Komisaris melalui Komite Nominasi dan Remunerasi.

Hasil Penilaian Kinerja Dewan Komisaris

Adapun hasil penilaian *self assessment* pelaksanaan *Good Corporate Governance* tahun 2018 Bank Victoria, untuk aspek Pelaksanaan Tugas dan Tanggung Jawab Dewan Komisaris mendapat nilai komposit 1 atau **SANGAT BAIK**.

PENILAIAN KINERJA KOMITE DI BAWAH DEWAN KOMISARIS DAN DASAR PENILAIANNYA

Dalam rangka meningkatkan peran Dewan Komisaris dalam menjalankan fungsi pengawasan, Dewan Komisaris telah membentuk 4 (tiga) komite yaitu:

1. Komite Audit
2. Komite Nominasi dan Remunerasi
3. Komite Pemantau Risiko
4. Komite Tata Kelola Terintegrasi

Komite Audit memiliki tugas dan tanggung jawab membantu Dewan Komisaris dalam melakukan telaah dan klarifikasi atas informasi keuangan, seleksi, penunjukan dan pengawasan pekerjaan auditor independen, evaluasi efektivitas pelaksanaan fungsi internal audit, pengendalian internal, kepatuhan terhadap perundang-undangan, dan manajemen risiko Bank. Komite Audit telah melaksanakan tugasnya dengan baik. Selama tahun 2018, Komite Audit telah melaksanakan rapat sebanyak 7 (tujuh) kali dengan melaksanakan tugasnya antara lain:

1. Penelaahan Laporan Keuangan serta Pengendalian Internal.
2. Melakukan penelaahan atas hasil Laporan Hasil Pemeriksaan (LHP) SKAI.
3. Melakukan evaluasi Pelaksanaan Jasa Audit atas Informasi Keuangan oleh AP & KAP tahun buku 2017.
4. Memberikan rekomendasi penunjukan Kantor Akuntan Publik (KAP) untuk general audit atas Laporan Keuangan PT Bank Victoria International Tbk tahun buku yang berakhir pada tanggal 31 Desember 2018.

Komite Nominasi dan Remunerasi membantu pelaksanaan fungsi dan tugas terkait nominasi dan remunerasi terhadap anggota Direksi dan Dewan Komisaris. Komite Nominasi dan Remunerasi telah melaksanakan tugasnya dengan baik.

The Procedure of The Execution of The Board of Commissioners Performance Assessment

The assessment of the performance of the Board of Commissioners is included in the implementation of the Bank's GCG self assessment which is conducted regularly every semester.

Evaluation Criteria

Assessment factors relating to the Board of Commissioners cover 16 (sixteen) governance structure factors, 17 (seventeen) governance process indicators, and 6 (six) governance process indicators as stipulated in the Attachment III of Circular of the Financial Services Authority No. 13 /SEOJK.03/2017 concerning the Application of Governance for Commercial Banks.

The Parties Undertake The Assessment

The implementation of self-assessment related to the Board of Commissioners is coordinated by the Compliance Division, KYC/Integrated and System Procedure and reported to the Board of Commissioners through the Nomination and Remuneration Committee.

The Result of The Board of Commissioners Performance Assessment

As for the results of self assessment for Good Corporate Governance implementation for Bank Victoria 2018, in Board of Commissioners' Tasks and Responsibilities aspect has received a composite score of 1 or **EXCELLENT**.

ASSESSMENT OF THE COMMITTEES UNDER THE BOARD OF COMMISSIONERS AND BASIS OF THE ASSESSMENT

To improve the role of the Board of Commissioners in performing the supervisory function, the Board of Commissioners has established 4 (four) committees, namely:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Risk Monitoring Committee
4. Integrated Governance Committee

Audit Committee has duties and responsibilities of assisting the Board of Commissioners in reviewing and clarifying financial information, selection, appointment and supervision of the independent auditors' duties, evaluating the effectiveness of the execution of internal audit functions', internal control, compliance with legislation, and Bank's risk management. The Audit Committee has performed its duties properly. During 2018, the Audit Committee held 7 (seven) meetings and carried out its duties, including:

1. Reviewed the Financial Statements and Internal Control.
2. Reviewed the results of SKAI Examination Report (LHP).
3. Evaluated Audit Service of Financial Information by AP & KAP for 2017 financial year.
4. Provided recommendations for the appointment of Public Accountant Firm (KAP) for general audit of PT Bank Victoria International Tbk financial statements for financial year ended on 31 December, 2018.

The Nomination and Remuneration Committee assist the implementation of functions and tasks related to nomination and remuneration for Board of Commissioners and Directors members. The Nomination and Remuneration Committee has

Selama tahun 2018, Komite Nominasi dan Remunerasi telah melaksanakan rapat sebanyak 16 (enam belas) kali dan melaksanakan tugasnya antara lain:

1. Mengevaluasi penilaian kinerja sebagai dasar remunerasi.
2. Mengevaluasi remunerasi terhadap anggota Dewan Komisaris, Direksi dan Pejabat Eksekutif sampai dengan satu tingkat di bawah Direksi.
3. Melakukan perubahan struktur organisasi.

Komite Pemantau Risiko memiliki tugas dan tanggung jawab untuk memonitor risiko dan menilai toleransi risiko yang dapat diambil oleh Bank, serta mengevaluasi perbaikan yang dilakukan atas kebijakan, prosedur dan praktik manajemen risiko Bank guna memastikan telah dilakukannya pengelolaan risiko dengan baik, terutama pada pengelolaan risiko kredit, risiko pasar, risiko likuiditas, risiko operasional, dan risiko bank lainnya. Komite Pemantau Risiko telah melaksanakan tugasnya dengan baik. Selama tahun 2018, Komite Pemantau Risiko telah melaksanakan 6 (enam) kali dan melaksanakan tugasnya antara lain:

1. Melakukan pembahasan dan memberikan rekomendasi atas Profil Risiko.
2. Mendiskusikan *stress test* kenaikan nilai tukar dollar dan profil risiko.
3. Diskusi perihal metode perhitungan *audit rating risk based* dengan SKAI.

Komite Tata Kelola Terintegrasi memiliki tugas dan tanggung jawab dalam memberikan rekomendasi atau nasihat kepada Dewan Komisaris terkait pelaksanaan kebijakan Tata Kelola Terintegrasi. Komite Tata Kelola Terintegrasi telah melaksanakan tugasnya dengan baik. Selama tahun 2018, Komite Tata Kelola Terintegrasi telah melaksanakan rapat sebanyak 3 (tiga) kali dan melaksanakan tugasnya antara lain:

1. Mengevaluasi pelaksanaan Tata Kelola Terintegrasi, paling sedikit melalui penilaian kecukupan kerangka tata kelola Terintegrasi grup Victoria.
2. Memberikan rekomendasi yang diperlukan kepada Dewan Komisaris Bank Victoria sebagai Entitas Utama:
 - a. Hasil Evaluasi pelaksanaan Tata Kelola Terintegrasi.
 - b. Penyempurnaan Pedoman Tata Kelola Terintegrasi.

Dewan Komisaris secara periodik (tahunan) melakukan penilaian atas efektivitas kinerja komite-komite di bawah Dewan Komisaris. Dewan Komisaris menilai bahwa selama tahun 2018 komite-komite telah menjalankan tugas dan tanggung jawabnya dengan cukup efektif dilihat dari pencapaian *Key Performance Indicator* (KPI) masing-masing komite.

MEKANISME PENGUNDURAN DIRI DAN PEMBERHENTIAN DEWAN KOMISARIS

Ketentuan terkait pengunduran diri dan pemberhentian Dewan Komisaris Bank Victoria telah diatur dalam BOD Charter. Berdasarkan pedoman Dewan Komisaris tersebut, seorang anggota Dewan Komisaris berhak mengundurkan diri dari jabatannya dengan memberitahukan secara tertulis mengenai maksudnya tersebut kepada Bank paling lambat 30 hari sebelum tanggal pengunduran dirinya. Anggota Dewan Komisaris yang mengundurkan diri tersebut tetap dapat dimintakan pertanggungjawabannya sejak pengangkatan yang bersangkutan sampai dengan tanggal pengunduran dirinya tersebut dalam RUPS yang akan dilaksanakan berikutnya.

performed its duties properly. During 2018, the Nomination and Remuneration Committee held 16 (sixteen) meetings and carried out its duties including:

1. Evaluated performance appraisal as a basis for remuneration.
2. Evaluated remuneration for members of the Board of Commissioners, Directors and Executive Officers to one level under the Board of Directors.
3. Made changes to organizational structure.

The Risk Monitoring Committee has duties and responsibilities to monitor risk and assess risk tolerance that can be taken by the Bank, and evaluate improvements done based on Bank's policies, procedures and risk management practices to ensure that risk management has been conducted properly, especially in managing credit risk, market risk, liquidity risk, operational risk and other bank risks. During 2018, the Risk Monitoring Committee held 6 (six) meetings and carried out its duties including:

1. Conducted discussion and provided recommendations on the Risk Profile.
2. Discussed the stress test of increased dollar exchange rate and risk profile.
3. Discussed the risk based audit rating calculation method with SKAI.

The Integrated Governance Committee has duties and responsibilities in providing recommendations or input to the Board of Commissioners regarding the implementation of Integrated Governance policy. The Integrated Governance Committee has performed its duties properly. During 2018, Integrated Governance Committee held 3 (three) meetings and carried out its duties, including:

1. Evaluated the implementation of Integrated Governance, at least through the assessment of adequacy of Victoria Group's integrated governance framework.
2. Provided the required recommendations to the Bank Victoria's Board of Commissioners as the main entity:
 - a. Evaluation results of the implementation of Integrated Governance.
 - b. Completion of Integrated Governance Guidelines.

The Board of Commissioners periodically (annually) evaluates the performance effectiveness of the committees under the Board of Commissioners. Board of Commissioners considers that during 2018, the committees have performed their duties and responsibilities quite effectively in terms of achieving the Key Performance Indicators (KPI) of each committee.

MECHANISM OF RESIGNATION AND TERMINATION OF THE BOARD OF COMMISSIONERS

Provisions relating to resignation and termination of the Board of Commissioners for Bank Victoria have been stipulated in the BOD Charter. Based on such guideline for Board of Commissioners, a member of the Board of Commissioners is entitled to resign from his/her job giving written notification about its intention to the Bank no later than 30 days prior to the date of his/her resignation. The member of the Board of Commissioners who resigns can still be held accountable as of the date of his/her appointment to the date of resignation in the next GMS meeting.

Sedangkan, jabatan anggota Dewan Komisaris berakhir dengan sendirinya, jika anggota Dewan Komisaris tersebut:

1. Meninggal dunia.
2. Di bawah pengampunan berdasarkan suatu putusan pengadilan.
3. Tidak lagi memenuhi persyaratan perundang-undangan yang berlaku, dengan memperhatikan peraturan di bidang pasar modal.
4. Berdasarkan keputusan RUPS.

DIREKSI

Direksi merupakan organ tata kelola Bank yang mempunyai peran yang sangat penting dalam mengelola jalannya usaha Bank dengan kewenangan representatif dan manajerial. Pelaksanaan peran Direksi dilakukan dengan itikad baik, hati-hati, profesional, penuh tanggung jawab, serta atas dasar peraturan perundang-undangan dan Anggaran Dasar Bank.

Direksi diangkat dan diberhentikan oleh Pemegang Saham melalui mekanisme RUPS. Dengan demikian, Direksi harus mempertanggungjawabkan pelaksanaan tugas dan tanggung jawabnya dalam pelaksanaan RUPS.

TUGAS DAN TANGGUNG JAWAB DIREKSI

Berdasarkan BOD Charter, tugas dan tanggung jawab Direksi adalah:

1. Melaksanakan fungsi kepengurusan Bank secara efektif dan efisien, serta mewakili Bank, baik di dalam maupun di luar pengadilan.
2. Melaksanakan prinsip-prinsip Good Corporate Governance dalam setiap kegiatan usaha Bank pada seluruh tingkatan dan jenjang organisasi dengan tetap memperhatikan prinsip kehati-hatian dan kepatuhan terhadap ketentuan yang berlaku.
3. Menyusun strategi usaha dan arah kebijakan sesuai dengan visi dan misi Bank yang telah ditetapkan dengan Rencana Bisnis Bank, serta bertanggung jawab mengawasi dan melaksanakan dari waktu ke waktu dan menjamin partisipasi seluruh pegawai untuk ikut berperan sesuai dengan bidang dan kompetensi masing-masing.
4. Menyusun dan menetapkan struktur organisasi Bank beserta uraian tugas, wewenang dan tanggung jawab, serta mengelola sumber daya Bank secara optimal.
5. Mengungkapkan kepada seluruh pegawai kebijakan Bank yang bersifat strategis di bidang kepegawaian, termasuk meningkatkan pengetahuan dan penetapan remunerasi sesuai dengan kemampuan Bank dan lingkungan *peer group*, serta menciptakan jenjang karir yang baik dan terbuka dengan menerapkan *reward and punishment* (promosi, demosi, mutasi, dan pemutusan hubungan kerja).
6. Menerapkan tata tertib serta ketentuan tentang benturan kepentingan yang mengikat dan wajib ditaati, termasuk pengaturan tentang mekanisme pengambilan keputusan dan hak bagi anggota Direksi, jika diantara mereka memiliki pendapat yang berbeda, termasuk hak untuk menyampaikan pendapat kepada Dewan Komisaris dan Otoritas Pengawas Bank atas hal-hal yang dapat membahayakan Bank.

Meanwhile, the position of members of the Board of Commissioners will automatically, in the event that members of the Board of Commissioners :

1. Pass away.
2. Under pardon according to the court verdict.
3. No longer meet with the requirements governed by and construed with the applicable laws, taking into account the regulations in capital market.
4. According to the decisions in GMS.

BOARD OF DIRECTORS

The Board of Directors is governance organ of the Bank that substantial role in managing businesses of the Bank with representative and managerial authority. The role of the Board of Directors is performed in good faith, prudent, professional, and fully responsible, as well as in accordance with the rules and regulations and the Articles of Association of the Bank.

The Board of Directors is appointed and terminated by the Shareholders through a mechanism of GMS. Therefore, the Board of Directors shall be responsible for conducting its duties and responsibilities in the conduct of GMS.

DUTIES AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS

According to BOD Charter, duties and responsibilities of the Board of Directors are as follows:

1. To carry out managerial function of the Bank effectively and efficiently, as well as to represent the Bank, both inside or outside the court.
2. To apply Good Corporate Governance principles in any business activity of the Bank at all levels of the organization while taking into account the prudential principles and compliance with the prevailing regulations.
3. To devise the business strategies and policy directions according the vision and mission of the Bank having been determined with the Business Plan of the Bank, and also to be responsible for supervising and conducting from time to time, and to ensure the participation of all employees to take role according to each field and competence.
4. To devise and develop the organization structure of the Bank including job description, authority, and responsibilities, as well as to manage human resources of the Bank optimally.
5. To disclose to all employees the strategic policies of the Bank in employment, including to enhance knowledge and to determine remuneration in accordance with the capability of the surrounding peer group, as well as to create good and open career path by applying reward and punishment (promotion, demotion, mutation, and termination of employment).
6. To obey the rules and regulation concerning conflict of interest that shall be binding and be obeyed including the rules on the mechanism of decision making, and the rights for the Board of Directors, in the event that amongst members have different opinions, including the right to express opinions to the Board of Commissioners, and the Financial Services Authority on matters that may endanger the Bank.

7. Memastikan kualitas serta akurasi laporan dan data keuangan yang disajikan untuk keperluan internal maupun eksternal, sesuai dengan Pernyataan Standar Akuntansi Keuangan (PSAK), Pedoman Akuntansi Perbankan Indonesia (PAPI), *International Accounting Standard* (IAS), dan ketentuan lain yang berlaku dengan memberdayakan fungsi pengendalian internal secara efektif, termasuk peran unit kerja Satuan Kerja Audit Internal (SKAI)/Terintegrasi dan Anti Fraud, Manajemen Risiko/Terintegrasi, dan Kepatuhan dan UKPN/Terintegrasi sebagai *quality assurance*.
8. Memastikan bahwa temuan audit dan rekomendasi dari SKAI/Terintegrasi dan Anti Fraud Bank, Auditor Eksternal, serta hasil pengawasan dan pemeriksaan Otoritas Jasa Keuangan dan/atau hasil pengawasan otoritas lainnya ditindaklanjuti dengan baik.
9. Mengungkapkan kepemilikan saham pada Bank Victoria maupun kepemilikan saham pada bank lainnya, baik yang berkedudukan di dalam negeri ataupun di luar negeri, serta mengungkapkan keterkaitan hubungan keuangan, hubungan keluarga, dan keterkaitan lainnya dengan Pemegang Saham, anggota Dewan Komisaris, dan anggota Direksi.
7. To ensure the quality and accuracy of reports and financial data presented for the internal and external needs, according to the Statement of Financial Accounting Standards (PSAK), Indonesian Banking Accounting Guideline (PAPI), International Accounting Standard (IAS), and applicable rules and regulation by empowering the internal monitoring function effectively, including the roles of Internal Audit Work Unit (SKAI)/Integrated and Anti-Fraud, Risk Management/Integrated, and Compliance and UKPN/Integrated as the quality assurance.
8. To ensure that the audit findings and recommendations from SKAI/Integraged and the Bank's Anti-Fraud Bank, External Auditor, as well as supervision and examination results of the Financial Services Authority and/or supervision results of other authorities will be well-followed up.
9. To disclose shares ownership at Bank Victoria and shares ownership at other banks, both having domiciled in the country and abroad, as well as to disclose financial relationship, family relationship, and other relationship with the Shareholders, members of the Board of Commissioners, members of the Board of Directors.

HAK DAN WEWENANG DIREKSI

Penetapan tugas dan tanggung jawab Direksi disertai dengan penetapan hak dan wewenang dalam rangka menjalankan tugas dan tanggung jawab tersebut. Hak Direksi diuraikan sebagai berikut:

1. Menetapkan kebijakan dalam kepemimpinan dan kepengurusan Bank.
2. Mengatur penyerahan kekuasaan Direksi untuk mewakili Bank di dalam dan di luar pengadilan kepada seseorang atau beberapa orang Direktur yang khusus ditunjuk untuk itu atau kepada seseorang atau beberapa orang karyawan Bank, baik sendiri-sendiri maupun bersama-sama, atau kepada orang atau badan lain.
3. Mengatur ketentuan-ketentuan tentang kepegawaian Bank, termasuk penetapan gaji, pensiun, jaminan hari tua, dan penghasilan bagi karyawan Bank berdasarkan ketentuan yang berlaku.
4. Mengangkat dan memberhentikan karyawan Bank berdasarkan peraturan perundang-undangan yang berlaku dan peraturan kepegawaian Bank.
5. Memberi penghargaan dan sanksi (*reward and punishment*) karyawan Bank berdasarkan peraturan kepegawaian Bank.
6. Memastikan sumber daya manusia Bank memiliki kompetensi dan kemampuan yang handal sesuai dengan bidang tugasnya.
7. Melakukan aktivitas di luar Bank yang tidak secara langsung berhubungan dengan kepentingan Bank, seperti kegiatan mengajar, menjadi pengurus asosiasi bisnis dan sejenisnya diperkenankan sebatas menggunakan waktu yang wajar dan sepenuhnya Direktur Utama atau Direktur lainnya.
8. Memperoleh cuti sesuai ketentuan yang berlaku.
9. Mempergunakan saran profesional.
10. Menerima insentif dan tantiem apabila Bank mencapai tingkat keuntungan sebagai imbalan atas prestasi kerjanya yang besarnya ditetapkan oleh RUPS.
11. Menerima gaji berikut tunjangan, sarana dan fasilitas Bank, serta santunan purna jabatan sesuai dengan hasil penetapan

RIGHTS AND AUTHORITY OF THE BOARD OF DIRECTORS

Determining duties and responsibilities of the Board of Directors is accompanied by determining rights and responsibilities for the purpose of conducting such duties and responsibilities. The rights of the Board of Directors are described as the following:

1. To make policies in leadership and management of the Bank.
2. To give Board of Directors' authorization to represent the Bank, either in or outside the court, to one or several Directors who will be appointed for that purpose, or to one or several employees of the Bank, either individually or jointly, or to another person or institution.
3. To make Bank's employment regulation, including salaries, pensions, old-age benefits, and other benefits of the Bank's employees pursuant to applicable laws and regulations.
4. To appoint and terminate the Bank's employees pursuant to prevailing laws and regulations and the Bank's employment regulation.
5. To give reward and punishment to the Bank's employees pursuant to the Bank's employment regulation.
6. To ensure that the Bank's human resources have competence and reliable capabilities according to respective job.
7. To conduct activities outside the Bank which are indirectly related to the Bank's interest, such as teaching, being the board of business association, etc., as long as in reasonable time and permitted by the President Director or other Directors.
8. To be entitled for annual leave according to the applicable provisions.
9. To take professional advice.
10. To receive incentives and bonuses if the Bank earns the profit level in return for their performance of which the amount is determined by the GMS.
11. To receive salaries including allowances, the Bank's facilities, as well as post-employment benefits in accordance with the

RUPS yang penyediaannya disesuaikan dengan kondisi keuangan Bank, azas kepatutan dan kewajaran, serta tidak bertentangan dengan peraturan perundang-undangan yang berlaku. Penjabaran tentang sarana dan fasilitas Bank dituangkan lebih lanjut dalam keputusan RUPS.

12. Menetapkan dan menyesuaikan struktur organisasi Bank.

13. Anggota Direksi memiliki hak untuk membela diri, jika:

- a. Anggota Direksi yang diberhentikan sewaktu-waktu oleh RUPS dengan menyebutkan alasannya, maka anggota Direksi diberi kesempatan untuk hadir dalam RUPS guna membela diri.
- b. Anggota Direksi yang diberhentikan sewaktu-waktu oleh Dewan Komisaris dengan menyebutkan alasannya, maka anggota Direksi diberi kesempatan untuk hadir dalam RUPS guna membela diri.

Sedangkan, wewenang Direksi diuraikan sebagai berikut:

1. Mewakili Bank di dalam dan di luar pengadilan tentang segala hal dan dalam segala kejadian, mengikat Bank dengan pihak lain dan pihak lain dengan Bank, serta menjalankan segala tindakan, baik yang mengenai kepengurusan maupun kepemilikan, dengan pembatasan yang ditetapkan dalam Anggaran Dasar Perseroan dan dengan memperhatikan peraturan perundang-undangan yang berlaku.
2. Untuk melakukan tindakan tertentu, Direksi terlebih dahulu harus mendapat persetujuan tertulis dari Dewan Komisaris.
3. Kecuali ditentukan lain oleh peraturan dan ketentuan yang berlaku, beberapa hal yang membutuhkan persetujuan dari Dewan Komisaris adalah:
 - a. Menerima pinjaman dari siapapun atau menjadi terhutang kepada siapapun, badan hukum atau Bank untuk jangka waktu 3 (tiga) tahun atau lebih dan apabila jumlah pinjaman tersebut untuk 1 (satu) kali transaksi melebihi suatu jumlah yang sama dengan 25% (dua puluh lima persen) dari jumlah modal Bank yang telah disetor penuh dan cadangan-cadangan yang terakhir sebagaimana sewaktu-waktu ternyata dari laporan keuangan Bank yang terakhir yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik.
 - b. Memberi pinjaman kepada siapapun juga untuk waktu 1 (satu) tahun atau lebih sesuai dengan peraturan perundang-undangan yang berlaku apabila jumlah pinjaman tersebut untuk 1 (satu) kali transaksi melebihi 5% (lima persen) dari jumlah modal Bank yang disetor penuh dan cadangan-cadangan yang terakhir sebagaimana ternyata dari laporan keuangan Bank yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik.
 - c. Memberi jaminan hutang atau tanggungan untuk seseorang, badan hukum atau Bank, apabila jumlah yang dijamin itu untuk setiap transaksi yang dijamin melebih suatu jumlah yang sama dengan 5% (lima persen) dari jumlah modal Bank yang telah disetor penuh dan cadangan-cadangan yang terakhir sebagaimana sewaktu-waktu ternyata dari laporan keuangan Bank yang terakhir yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik.
 - d. Memasang atau membebankan hak tanggungan, menggadaikan atau dengan cara lain

GMS resolution in which the provision is adjusted with the financial conditions of the Bank, the principles of decency and fairness, and does not conflict with the prevailing laws and regulations. The elaboration on the Bank's facilities is further set forth in the GMS resolutions.

12. To determine and adjust the organization structure of the Bank.
13. Members of the Board of Directors have the rights to defend themselves, in the event that:
 - a. The members of the Board of Directors who are dismissed at any time by the GMS by revealing the reasons, then members of the Directors will be offered an opportunity to attend the GMS for defending themselves.
 - b. The members of the Board of Directors who are dismissed at any time by the Board of Commissioners by revealing the reasons, then the members of the Board of Directors will be offered an opportunity to attend the GMS for the purpose of defending themselves.

Meanwhile, the authority of the Board of Directors are described as the following:

1. To represent the Bank inside or outside the court concerning any matter, and any event to bind the Bank with other parties, and other parties with the Bank, as well as to carry out any event concerning both the management and ownership, with the limitation determined in the Articles of Association of the Company, and taking into account the applicable laws and regulations.
2. Prior to take a particular action, the Board of Directors shall obtain a written approval from the Board of Commissioners.
3. Unless otherwise specified by the prevailing rules and regulations, several matters requiring the approval from Board of Commissioners are as follows:
 - a. To receive loans from any person or becoming indebted to any person, or a legal body or a Bank for a period of 3 (three) years or more, and if the amount of such loan for 1 (one) transaction exceeds an amount equal to 25% (twenty five percent) of the total paid-up capital of the Bank and the latest total reserves as at any time it is apparent from the latest financial statements of the Bank having been examined, and approved as stated by the public accountant.
 - b. To provide loans to any person for 1 (one) year or more under the prevailing laws and regulations, and if the amount of such loan for 1 (one) transaction exceeds 5% (five percent) of the total paid-up capital of the Bank, and the latest reserves as it is apparent from the financial statements of the Bank having been examined, and approved as stated by the public accountant.
 - c. To provide credit guarantee or pledge to a person, legal body or Bank, if the amount guaranteed for each guaranteed transaction exceeds an amount equal to 5% (five percent) of the total paid-up capital, and the latest reserves as at any time it is apparent from the latest financial statements of the Bank having been examined, and approved as stated by the public accountant.
 - d. To create or charge encumbrance, pledge or by other means of pledging assets or the Bank's assets

mempertanggungkan kekayaan atau kekayaan-kekayaan Bank untuk setiap transaksi yang merupakan suatu jumlah yang sama dengan atau melebihi 5% (lima persen) dari nilai buku dari seluruh jumlah kekayaan Bank sebagaimana sewaktu ternyata dari laporan keuangan Bank yang terakhir yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik.

- e. Memperoleh, mengalihkan atau melepaskan dengan cara apapun hak-hak atas barang-barang tidak bergerak dan Bank.

MASA JABATAN DIREKSI

Para anggota Direksi diangkat untuk jangka waktu terhitung sejak tanggal yang ditetapkan oleh RUPS yang mengangkatnya dan berakhir pada penutupan RUPS Tahunan ketiga pada akhir 1 (satu) periode masa jabatan dimaksud dengan ketentuan 1 (satu) periode masa jabatan anggota Direksi adalah 3 (tiga) tahun, dengan memperhatikan peraturan perundang-undangan di bidang Pasar Modal, namun demikian dengan tidak mengurangi hak RUPS tersebut untuk memberhentikan anggota Direksi tersebut sewaktu-waktu sebelum masa jabatannya berakhir dengan memperhatikan ketentuan Anggaran Dasar.

Anggota Direksi setelah masa jabatan berakhir dapat diangkat kembali kecuali sesuai dengan keputusan RUPS.

KRITERIA DIREKSI

Berdasarkan BOD Charter, jumlah anggota Direksi paling sedikit beranggotakan 3 (tiga) orang anggota, yang terdiri dari 1 (satu) orang Direktur Utama dan 2 (dua) orang Direktur atau lebih. Apabila dianggap perlu, dapat diangkat seorang atau lebih Wakil Direktur Utama. Seluruh anggota Direksi tersebut harus memenuhi persyaratan Direksi yang diuraikan sebagai berikut:

A. Persyaratan Formal

1. Cakap melakukan perbuatan hukum;
2. Dalam 5 (lima) tahun sebelum pengangkatan dan selama menjabat:
 - a. Tidak pernah dinyatakan pailit;
 - b. Tidak pernah menjadi anggota Direksi yang dinyatakan bersalah menyebabkan suatu bank dinyatakan pailit;
 - c. Tidak pernah dihukum karena melakukan tindak pidana yang merugikan keuangan negara dan/atau yang berkaitan dengan sektor keuangan; dan
 - d. Tidak pernah menjadi anggota Direksi yang selama menjabat:
 - Pernah tidak menyelenggarakan RUPS tahunan;
 - Pertanggungjawabannya sebagai anggota Direksi pernah tidak diterima oleh RUPS atau pernah tidak memberikan pertanggungjawaban sebagai anggota Direksi kepada RUPS; dan
 - Pernah menyebabkan Bank yang memperoleh izin, persetujuan, atau pendaftaran dari Otoritas Jasa Keuangan tidak memenuhi kewajiban menyampaikan laporan tahunan dan/atau laporan keuangan kepada Otoritas Jasa Keuangan;

B. Persyaratan Materiil

1. Mempunyai akhlak, moral, dan integritas yang baik;
2. Memiliki komitmen untuk mematuhi peraturan perundang-undangan; dan

for respective transaction amounting equal to or exceeding 5% (five percent) of the book value or total assets of the Bank, as at any time it is apparent from the latest financial statements of the Bank having been examined and approved as stated by the public accountant.

- e. To obtain, assign or release by any means the right of pledge on immovable property of the Bank.

TERM OF OFFICE OF THE BOARD OF DIRECTORS

The Board of Directors is appointed for a period from the date of appointment as determined by the GMS that appoints the Board, and ends at the closing of the third Annual GMS at the end of 1 (one) period of such term of office, provided that 1 (one) period of the term of office of the Board of Directors is 3 (three) years by considering the laws and regulations in Capital Market without prejudice to the rights of the GMS to terminate members of the Board of Directors at any time before the term officie ends considering the provisions in the Articles of Association.

Members of the Board of Directors may be reappointed after its term of payment ends, unless otherwise stated in accordance with the GMS resolutions.

CRITERIA FOR THE BOARD OF DIRECTORS

According to the BOD Charter, the Board of Directors has the members at least 3 (three) persons, consisting of 1 (one) President Director, 2 (two) Directors or more. If it is deemed necessary, one or more Deputy President Director may be appointed. All members shall meet the requirements for the Board of Directors as described below:

A. Formal Requirements

1. Able to take legal actions;
2. In 5 (five) years prior to the appointment and during the term of office:
 - a. Have never been declared bankrupt;
 - b. During serving as members of the Board of Directors, have never been deemed guilty causing the Bank to be declared bankrupt;
 - c. Have never been convicted for a crime committed that is detrimental to the finance of the country, and/or related to the financial sector; and
 - d. Have never been the members of the Board of Directors in which during the term of office:
 - Have ever not conducting the annual GMS;
 - The accountability as members of the Board of Commissioners ever once has not been accepted by the GMS, or ever has not delivered an accountability as as the members of the Board of Directors to the GMS; and
 - Have ever caused the Bank that has obtained a permit, approval, or registration from the Financial Services Authority not to meet the obligation to submit the annual report, and/or financial statements to the Financial Services Authority.

B. Material Requirements

1. Have good character, morals, and good integrity;
2. Have commitment to obey the rules and regulations; and

- 3. Memiliki pengetahuan dan/atau keahlian di bidang yang dibutuhkan untuk menjalankan tugasnya.

C. Persyaratan Lainnya

Anggota Direksi dilarang memangku jabatan rangkap, apabila jabatan rangkap tersebut bertentangan dengan peraturan perundang-undangan dan/atau apabila jabatan rangkap tersebut mungkin dapat menimbulkan benturan kepentingan.

BOARD OF DIRECTORS CHARTER (BOD CHARTER)

Untuk mendukung dan memudahkan Direksi dalam memahami dan melaksanakan tugas dan tanggung jawab, serta wewenangnya secara efektif, efisien, transparan, kompeten, independen, serta dapat dipertanggungjawabkan, Bank menyusun *Board of Directors Charter (BOD Charter)* PT Bank Victoria International Tbk. Piagam dan pedoman Direksi tersebut telah disahkan melalui Surat Keputusan Direksi No. 007/SK-DIR/02/16 tanggal 24 Februari 2016.

BOD Charter Bank Victoria disusun berdasarkan Undang-Undang Perseroan Terbatas, Surat Edaran Bank Indonesia tentang Pelaksanaan *Good Corporate Governance* bagi bank Umum, Peraturan Otoritas Jasa Keuangan tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik, serta Anggaran Dasar Bank.

BOD Charter tersebut berisi:

- A. Pendahuluan
 - 1. Latar Belakang
 - 2. Maksud dan Tujuan
 - 3. Landasan dan Peraturan Perundang-undangan
 - 4. Daftar Istilah
- B. Direksi
 - 1. Fungsi Direksi
 - 2. Persyaratan Direksi
 - 3. Keanggotaan Direksi
 - 4. Independensi atau Kemandirian Direksi
 - 5. Program Pengenalan dan Peningkatan Kapabilitas
 - 6. Etika Jabatan Direksi
 - 7. Tugas dan Kewajiban Direksi
 - 8. Wewenang Direksi
 - 9. Direksi wajib Meminta Persetujuan RUPS
 - 10. Hak Direksi
 - 11. Ketentuan Rapat Direksi
 - 12. Evaluasi Kinerja Direksi
 - 13. Organ dan Komite Pendukung Direksi
- C. Antar Organ Bank
- D. Penutup

Uraian lebih jelas mengenai isi *BOD Charter* Bank Victoria dapat dilihat pada situs *web* Bank bagian Tata Kelola (<http://www.victoriabank.co.id/pdf/007SKDIR0216> tentang Board Of Directors Sharter (*BOD Charter*).pdf).

- 3. Possess knowledge, and/or expertise in the field required to conduct the jobs.

C. Other requirements

The members of the Board of Directors are not allowed to serve concurrent positions, if such positions are contrary to the laws and regulations, and/or if such concurrent positions may cause a conflict of interest.

BOARD OF DIRECTORS CHARTER (BOD CHARTER)

To support and facilitate the Board of Directors to in understanding and carrying out its duties and responsibilities, as well as its authority in an effective, efficient, transparent, competent, independent, and accountable manner. The Bank prepares the Board of Directors' Charter (BOD Charter) of PT Bank Victoria International Tbk. The BOD Charter and guideline have been approved through the Decree of the Board of Directors No. 007/SK-DIR/02/16 dated 24 February 2016.

The BOD Charter of Bank Victoria has been prepared according to the Law on Limited Liability Companies, the Circular of Bank Indonesia concerning the Application of Good Corporate Governance for Commercial Banks, the Regulation of the Financial Services Authority concerning the Board of Directors and Board of Commissioners of Stock Issuers, or Public Companies, as well as the Articles of Association of the Bank.

The BOD Charter contains :

- A. Introduction
 - 1. Background
 - 2. Purpose and Objectives
 - 3. Basis and Laws and Regulations
 - 4. Glossary
- B. Board of Directors
 - 1. Function of the Board of Directors
 - 2. Requirements for the Board of Directors
 - 3. Membership of the Board of Directors
 - 4. Independence of the Board of Directors
 - 5. Orientation Program and Capacity Building
 - 6. Code of Conduct of the Position of the Board of Directors
 - 7. Duties and Responsibilities of the Board of Commissioners
 - 8. Authority of the Board of Directors
 - 9. The Board of Directors are required to Obtain Approval from the GMS
 - 10. Rights of the Board of Directors
 - 11. Provisions of the Board of Directors' Meeting
 - 12. Performance Evaluation of the Board of Directors
 - 13. Organs and Supporting Committees of the Board of Directors
- C. Inter-Organ of the Bank
- D. Closing

More complete information about the contents of BOD Charter of Bank Victoria can be seen on the Bank's website on the Governance: (<http://www.victoriabank.co.id/pdf/007SKDIR0216> tentang Board Of Directors Charter (BOD Charter).pdf).

KOMPOSISI DAN DASAR PENGANGKATAN DIREKSI

Pengangkatan anggota Direksi berlaku efektif setelah mendapatkan persetujuan dari Otoritas Jasa Keuangan atas Penilaian Kemampuan dan Kepatutan (*Fit and Proper Test*) sesuai dengan Peraturan Otoritas Jasa Keuangan No. 27/POJK.03/2016 tentang Penilaian Kemampuan dan Kepatutan Bagi Pihak Utama Lembaga Jasa Keuangan serta memenuhi peraturan perundang-undangan yang berlaku. Untuk dapat mengikuti proses *Fit and Proper Test*, Perseroan mengajukan permohonan untuk memperoleh persetujuan calon anggota Direksinya kepada Otoritas Jasa Keuangan.

PERIODE 1 JANUARI - 18 MEI 2018

Komposisi anggota Direksi Bank Victoria periode 1 Januari sampai dengan 18 Mei 2018 terdiri dari 5 (lima) orang yaitu seorang sebagai Direktur Utama, seorang sebagai Wakil Direktur Utama, 2 (dua) orang Direktur, serta seorang Direktur Kepatuhan dan Manajemen risiko. Anggota Direksi tersebut diangkat berdasarkan RUPS dan telah melalui mekanisme *penilaian kemampuan dan kepatutan (fit and proper test)*

COMPOSITION AND BASIS OF APPOINTMENT OF BOARD OF DIRECTORS

Appointment of members of the Board of Directors shall be effective after obtaining approval from the Financial Services Authority on Fit-and-Proper Test pursuant to Financial Services Authority Regulation No. 27/POJK.03/2016 concerning Fit and Proper Test for Key Parties of Financial Services Institutions, and meeting the applicable laws and regulations. To be able to join the process of Fit-and-Proper Test, the Bank must submit an application for obtaining approval for the prospective members of Board of Directors to the Financial Services Authority.

1 JANUARY - 18 MAY, 2018

The composition of Bank Victoria Board of Directors' members from January 1 - May 18 2018 consists of 5 (five) personnel, which include a President Director, Deputy President Director, 2 (two) Directors, and a Director of Compliance and Risk Management. Members of the Board of Directors are appointed based on GMS and have passed the fit and proper test mechanism.

Tabel Komposisi dan Dasar Pengangkatan Direksi

Table of Composition and Basis of Appointment of Board of Director

Nama Name	Jabatan Position	Pelaksana Implementor	Dasar Pengangkatan Appointment Basis	Tanggal Efektif Effective Date
Daniel Budirahayu	Direktur Utama / President Director	Otoritas Jasa Keuangan Financial Services Authority	Akta Berita Acara RUPS Tahunan No. 131 tanggal 26 Juni 2015 Deed of Minutes of Meeting of Annual GMS No. 131 dated 26 June 2015 Akta Berita Acara RUPS Tahunan No. 96 tanggal 24 Juni 2016 Deed of Minutes of Meeting of Annual GMS No. 96 dated 24 June 2016	30 Juli 2015 30 July 2015
Rusli	Wakil Direktur Utama / Deputy President Director	Otoritas Jasa Keuangan Financial Services Authority	Akta Berita Acara RUPS Luar Biasa No. 40 tanggal 29 Februari 2016 Deed of Minutes of Meeting of Extraordinary GMS No. 40 dated 29 February 2016 Akta Berita Acara RUPS Tahunan No. 96 tanggal 24 Juni 2016 Deed of Minutes of Meeting of Annual GMS No. 96 dated 24 June 2016	16 Mei 2016 16 May 2016
Rita Gosal	Direktur / Director	Otoritas Jasa Keuangan Financial Services Authority	Akta Berita Acara RUPS Tahunan No. 96 tanggal 24 Juni 2016 Deed of Minutes of Meeting of Annual GMS No. 96 dated 24 June 2016	5 September 2016 5 September 2016
Ramon Marlon Runtu	Direktur / Director	Bank Indonesia	Akta Berita Acara RUPS Tahunan No. 57 tanggal 17 Juni 2011 Deed of Minutes of Meeting of Annual GMS No. 57 dated 17 June 2011 Akta Berita Acara RUPS Tahunan No. 122 tanggal 28 Juni 2013 Deed of Minutes of Meeting of Annual GMS No. 122 dated 28 June 2013	12 Agustus 2011 12 August 2011

Nama Name	Jabatan Position	Pelaksana Implementor	Dasar Pengangkatan Appointment Basis	Tanggal Efektif Effective Date
Tamunan	Direktur Kepatuhan dan Manajemen Risiko/ Director of Compliance and Risk Management	Bank Indonesia	Akta Berita Acara RUPS Tahunan No. 109 tanggal 27 Juni 2008 Deed of Minutes of Meeting of Annual GMS No. 109 dated 27 June 2008 Akta Berita Acara RUPS Tahunan No. 81 tanggal 25 Juni 2010 Deed of Minutes of Meeting of Annual GMS No. 81 dated 25 June 2010 Akta Berita Acara RUPS Tahunan No. 122 tanggal 28 Juni 2013 Deed of Minutes of Meting of Annual GMS No. 122 dated 28 June 2013 Akta Berita Acara RUPS Tahunan No. 96 tanggal 24 Juni 2016 Deed of Minutes of Meeting of Annual GMS No. 96 dated 24 June 2016	24 Maret 2009 24 March 2009

PERIODE 18 MEI 2018 – SEKARANG

Komposisi anggota Direksi Bank Victoria periode 18 Mei 2018 sampai dengan sekarang terdiri dari 6 (enam) orang yaitu seorang sebagai Direktur Utama, seorang sebagai Wakil Direktur Utama, 3 (tiga) orang Direktur, serta seorang Direktur Kepatuhan dan Manajemen risiko. Anggota Direksi tersebut diangkat berdasarkan RUPS dan telah melalui mekanisme penilaian kemampuan dan kepatutan (fit and proper test).

PERIOD OF 18 MAY 2018 - NOW

The composition of Bank Victoria Directors for the period of May 18, 2018 to the present consists of 6 (six) people, namely as a Managing Director, one as a Deputy Managing Director, 3 (three) Directors, and a Compliance and Risk Management Director. The members of the Board of Directors are appointed based on the GMS and have gone through the fit and proper test mechanism.

Tabel Komposisi dan Dasar Pengangkatan Direksi**Table of Composition and Basis of Appointment of Board of Director**

Nama Name	Jabatan Position	Pelaksana Implementor	Dasar Pengangkatan Appointment Basis	Tanggal Efektif Effective Date
Ahmad Fajar	Direktur Utama / President Director	Otoritas Jasa Keuangan Financial Services Authority	Akta Berita Acara RUPS Tahunan No. 44 tanggal 18 Mei 2018 Akta Berita Acara RUPS Tahunan No. 44 tanggal 18 Mei 2018	30 Oktober 2018 30 October 2018
Rusli	Wakil Direktur Utama / Deputy President Director	Otoritas Jasa Keuangan Financial Services Authority	Akta Berita Acara RUPS Luar Biasa No. 40 tanggal 29 Februari 2016 Deed of Minutes of Meeting of Extraordinary GMS No. 40 dated 29 February 2016 Akta Berita Acara RUPS Tahunan No. 96 tanggal 24 Juni 2016 Deed of Minutes of Meeting of Annual GMS No. 96 dated 24 June 2016	16 Mei 2016 16 May 2016
Ramon Marlon Runtu	Direktur / Director	Bank Indonesia Bank Indonesia	Akta Berita Acara RUPS Tahunan No. 57 tanggal 17 Juni 2011 Deed of Minutes of Meeting of Annual GMS No. 57 dated 17 June 2011 Akta Berita Acara RUPS Tahunan No. 122 tanggal 28 Juni 2013 Deed of Minutes of Meeting of Annual GMS No. 122 dated 28 June 2013	12 Agustus 2011 12 August 2011
Debora Wahjutirto Tanoyo	Direktur / Director	Otoritas Jasa Keuangan Financial Services Authority	Akta Berita Acara RUPS Tahunan No. 44 tanggal 18 Mei 2018 Akta Berita Acara RUPS Tahunan No. 44 tanggal 18 Mei 2018	22 November 2018 22 November 2018

Nama Name	Jabatan Position	Pelaksana Implementor	Dasar Pengangkatan Appointment Basis	Tanggal Efektif Effective Date
Lembing	Direktur / Director	Otoritas Jasa Keuangan Financial Services Authority	Akta Berita Acara RUPS Tahunan No. 44 tanggal 18 Mei 2018 Akta Berita Acara RUPS Tahunan No. 44 tanggal 18 Mei 2018	30 Oktober 2018 30 October 2018
Tamunan	Direktur Kepatuhan dan Manajemen Risiko/ Director of Compliance and Risk Management	Bank Indonesia Bank Indonesia	Akta Berita Acara RUPS Tahunan No. 109 tanggal 27 Juni 2008 Deed of Minutes of Meeting of Annual GMS No. 109 dated 27 June 2008 Akta Berita Acara RUPS Tahunan No. 81 tanggal 25 Juni 2010 Deed of Minutes of Meeting of Annual GMS No. 81 dated 25 June 2010 Akta Berita Acara RUPS Tahunan No. 122 tanggal 28 Juni 2013 Deed of Minutes of Meting of Annual GMS No. 122 dated 28 June 2013 Akta Berita Acara RUPS Tahunan No. 96 tanggal 24 Juni 2016 Deed of Minutes of Meeting of Annual GMS No. 96 dated 24 June 2016	24 Maret 2009 24 March 2009

PROGRAM ORIENTASI BAGI DIREKSI BARU

- Untuk anggota Direksi yang baru diangkat, wajib diberikan Program Pengenalan mengenai kondisi Bank secara umum.
- Penanggungjawab atas program pengenalan tersebut adalah Sekretaris Perusahaan atau siapapun yang menjalankan fungsi sebagai Sekretaris Perusahaan.
- Peningkatan kapabilitas dinilai penting agar Direksi dapat selalu memperbaharui informasi tentang perkembangan terkini dari bisnis Bank dan peraturan perundang-undangan yang berlaku dan sebagai bentuk antisipasi atas masalah yang timbul di kemudian hari bagi keberlangsungan dan kemajuan Bank.
- Program Pengenalan Direksi meliputi dan tidak terbatas pada hal-hal berikut ini:
 - Pemberian Informasi yang terdapat pada situs laman Bank;
 - Pengenalan tentang seluruh Sistem dan Prosedur yang terdapat pada Intranet Bank;
 - Membawa keliling ke cabang-cabang terutama cabang besar; dan
 - Menginformasikan Laporan Tahunan.

PEMBIDANGAN TUGAS PENGAWASAN DIREKSI

Dalam melaksanakan tugasnya, Direksi dibagi atas bidang tugas sebagai berikut:

Tabel Pembidangan Tugas Direksi
Table of Separation of Duties of Board of Directors

Nama Name	Jabatan Position	Bidang Tugas Scope of Duty
Daniel Budirahayu*)	Direktur Utama / President Director	Koordinasi pengelolaan Bank Victoria dan membawahi Unit Kerja: Coordinate Bank Victoria's Management and in charge of Work Units: 1. SKAI/ Terintegrasi and Anti Fraud. 2. Corporate Secretary. 3. Law Bureau. 4. Legal and Remedial 5. Human Capital Management.

INDUCTION PROGRAM FOR NEW BOARD OF DIRECTORS

- For newly appointed members of Board of Directors, Induction Program concerning Bank condition in general must be given.
- Responsible personnel for the Induction Program is the Corporate Secretary or whoever run the function as Corporate Secretary.
- Capability enhancement is considered important so that Board Directors can always update the information concerning the latest development of Bank business and the applicable laws and regulations, and as a form of anticipation on problems arising in the future for the Bank's sustainability and progress.
- The Board Directors' Induction Program includes but not limited to the following:
 - Providing information contained on the Bank's website;
 - Giving orientation concerning all System and Procedures contained on Intranet Bank;
 - Taking the new Director for a tour to the branches especially main branches; and
 - Giving information on Annual Report.

SEPARATION OF DUTIES OF BOARD OF DIRECTORS

In carrying out their duties, Board of Directors are separated into their respective scope of duty as follows:

Nama Name	Jabatan Position	Bidang Tugas Scope of Duty
Ahmad Fajar**)	Direktur Utama / President Director	Koordinasi pengelolaan Bank Victoria. Membawahi Unit Kerja: Coordinate Bank Victoria's Management and in charge of Work Units: 1. <i>SKA/IIntegrated and Anti Fraud.</i> 2. <i>Corporate Legal.</i> 3. <i>Branch Banking Network & Performance.</i>
Rusli	Wakil Direktur Utama / Deputy President Director	Direktur Operasional dan Teknologi Informasi yang membawahi Unit Kerja: Director of Operations and System, in charge of Work Units: 1. <i>Operations</i> dan <i>IT.</i> 2. <i>Treasury Division.</i> 3. <i>International Banking.</i> 4. <i>HCM</i> dan <i>General Affairs.</i>
Rita Gosal*)	Direktur / Director	Direktur Bisnis yang membawahi Unit Kerja Director of Business in charge of Work Units: 1. <i>Commercial Banking.</i> 2. <i>SME and Consumer Banking.</i> 3. <i>Business Support.</i> 4. <i>Corporate Banking.</i> 5. <i>Multifinance Banking.</i>
Ramon Marlon Runtu	Direktur / Director	Direktur Kredit yang membawahi Unit Kerja Director of Credit in charge of Work Units: 1. <i>Special Asset Management</i> 2. <i>Credit Review of Corporate, Multifinance & International Banking</i> 3. <i>Credit Review of Commercial & SME</i>
Debora Wahjutirto Tanoyo***)	Direktur / Director	Direktur Finance dan Loan Admin yang membawahi unit kerja: Finance and Loan Admin Director in charge of the work units: 1. <i>Finance</i> 2. <i>Accounting</i> 3. <i>Strategic Performance Management</i> 4. <i>Loan Operation</i> 5. <i>Credit Legal</i>
Lembing**)	Direktur / Director	Direktur Bisnis yang membawahi Unit Kerja: Director of Business in charge of Work Units: 1. <i>Commercial Banking.</i> 2. <i>SME and Consumer Banking.</i> 3. <i>Corporate Banking.</i> 4. <i>Multifinance Banking.</i> 5. <i>Credit Monitoring & Assurance.</i>
Tamunan	Direktur Kepatuhan dan Manajemen Risiko/ Director of Compliance and Risk Management	Direktur Kepatuhan dan Manajemen Risiko yang membawahi Unit Kerja: Director of Compliance and Risk Management in charge of Work Units: 1. <i>Compliance, KYC/IIntegrated and System Procedure.</i> 2. <i>Risk Management/IIntegrated.</i> 3. <i>Corporate Secretary</i>

*) Berhenti menjabat sejak tanggal 18 Mei 2018. / End of term of office as of 18 May 2018.

**) Efektif menjabat sejak tanggal 30 Oktober 2018. / Start of effective term of office as of 30 October 2018.

***) Efektif menjabat sejak tanggal 22 November 2018. / Start of effective term of office as of 22 November 2018.

KEBIJAKAN KEBERAGAMAN DIREKSI DAN PENERAPANNYA

Dalam rekomendasi Otoritas Jasa Keuangan yang dituangkan dalam Lampiran Surat Edaran Otoritas Jasa Keuangan No. 32/SEOJK.04/2015 tentang Pedoman Tata Kelola Perusahaan Terbuka dinyatakan komposisi anggota Direksi memperhatikan keberagaman komposisi anggota Direksi. Keberagaman komposisi anggota Direksi merupakan kombinasi karakteristik yang diinginkan baik dari segi organ Direksi maupun anggota Direksi secara individu, sesuai dengan kebutuhan Perusahaan Terbuka. Kombinasi tersebut ditentukan dengan cara memperhatikan keahlian, pengetahuan dan pengalaman yang sesuai pada pembagian tugas dan fungsi jabatan Direksi dalam mencapai tujuan Perusahaan Terbuka. Dengan demikian, pertimbangan kombinasi karakteristik dimaksud akan berdampak dalam ketepatan proses pencalonan dan penunjukan individual anggota Direksi ataupun Direksi secara kolegial.

POLICY OF DIVERSE COMPOSITION OF BOARD OF DIRECTORS AND ITS IMPLEMENTATION

In the recommendation of Financial Services Authority set forth in the Attachment of Circular of Financial Services Authority Number 32/SEOJK.04/2015 on Corporate Governance Guideline for Public Companies, it is stated that the composition of members of Board of Directors shall take into consideration the diverse composition of members of Board of Directors. The diverse composition of Board of Directors is a combination of characteristics desired, both in terms of the organs of Board of Directors and members of the Board of Directors individually, in accordance with the needs of Public Companies. The combination shall be determined by taking into consideration the expertise, knowledge and experience in accordance with the separation of duties and functions of Board of Directors' position in achieving the purpose of Public Companies. Therefore, the consideration on the characteristic combination referred to will have an impact on the accuracy of the process of nomination and appointment of Board of Directors' members individually or collectively.

Tabel Keberagaman Komposisi Direksi
Table of Diverse Composition of Board of Directors

Nama Name	Jabatan Position	Usia Age	Jenis Kelamin Gender	Pendidikan Education	Pengalaman kerja Work Experience	Keahlian Skill
Daniel Budirahayu*)	Direktur Utama President Director	66 tahun 66 years	Laki-laki Male	<p><i>Bachelor of Business Administration</i> dari Technical College of Cologne, Germany (1982).</p> <p><i>Bachelor of Business Administration</i> from Technical College of Cologne, Germany (1982)</p>	<ul style="list-style-type: none"> - <i>Management Trainee European Asian Bank, Hamburg (1982 – 1984).</i> - <i>Head of Credit Administration, Deutsche Bank, Jakarta (1984 – 1989).</i> - <i>Head of Corporate Banking Bank Central Asia (1989 – 2003).</i> - Konsultan Independen di Toronto, Kanada (2003 – 2005). - Direktur Kredit PT Bank Mega Tbk. (2005 – 2012). - Komisaris Utama merangkap Komisaris Independen PT Bank Victoria International Tbk (2012-2015). - Direktur Utama PT Bank Victoria Internationa Tbk (2015-2018). - Management Trainee at European Asian Bank, Hamburg (1982 - 1984). - Head of Credit Administration, Deutsche Bank, Jakarta (1984 - 1989). - Head of Corporate Banking at Bank Central Asia (1989 - 2003) - Independent Consultant in Toronto, Canada (2003 - 2005). - Director of Credit at PT Bank Mega Tbk. (2005 - 2012). - President Commissioner concurrently as an Independent Commissioner of PT Bank Victoria International Tbk (2012-2015). - President Director of PT Bank Victoria International Tbk. (2015-2018) 	Perbankan Banking
Ahmad Fajar **)	Direktur Utama President Director	52 tahun 52 years	Laki-laki Male	<ul style="list-style-type: none"> - Sarjana Ekonomi Pertanian dari IPB (1988). - Magister Keuangan dari Universitas Padjajaran (2000). - Bachelor of Economics from IPB (1988) - Magister Finance from Universitas Padjajaran (2000) 	<ul style="list-style-type: none"> - Analis Kredit di Bank Bumi Daya (1990-1999). - Vice President Head of Fixed Income dan Capital Market, Treasury Group di PT Bank Mandiri (Persero) (2004-2008). - Direktur Trasury & International Banking di PT Bank Century Tbk. (2008-2013). - Direktur Utama PT Bank Mutiara Tbk. (2014-2015). - Direktur Utama J Trust Bank (2014). - Komisaris J Trust Bank (2016). - Direktur Utama PT Bank Victoria International Tbk. (2018-sekarang). - Credit Analyst at Bank Bumi Daya (1990-1999). - Vice President Head of Fixed Income and Capital Market, Treasury Group at PT Bank Mandiri (Persero) (2004-2008). - Director of Treasury & International Banking at PT Bank Century Tbk. (2008-2013). - President Director PT Bank Mutiara Tbk. (2014-2015). - President Director J Trust Bank (2014). - Commissioner J Trust Bank (2016). - President Director PT Bank Victoria International Tbk. (2018-present). 	Perbankan Banking
Rusli	Wakil Direktur Utama Deputy President Director	48 tahun 48 years	Laki-laki Male	<p>Insinyur dari Universitas Trisakti (1993).</p> <p>Engineer from Universitas Trisakti (1993)</p>	<ul style="list-style-type: none"> - <i>Head of Treasury</i> di PT Bank QNB Indonesia Tbk (2000-2002). - Direktur <i>Treasury</i> di PT Bank QNB Indonesia Tbk (2002-2009). - Direktur Bisnis di PT Bank QNB Indonesia Tbk (2009-2012). - Direktur Operasional di PT Bank QNB Indonesia Tbk (2012-2016). - Wakil Direktur Utama di PT Bank Victoria International Tbk (2016-sekarang). - Head of Treasury at PT Bank QNB Indonesia Tbk (2000-2002). - Director of Treasury at PT Bank QNB Indonesia Tbk (2002-2009). - Director of Business at PT Bank QNB Indonesia Tbk (2009-2012). - Director of Operations at PT Bank QNB Indonesia Tbk (2012-2016). - Deputy President Director at PT Bank Victoria International Tbk (2016-current). 	Perbankan Banking

Nama Name	Jabatan Position	Usia Age	Jenis Kelamin Gender	Pendidikan Education	Pengalaman kerja Work Experience	Keahlian Skill
Rita Gosal*)	Direktur Director	52 tahun 52 years	Perempuan Female	<ul style="list-style-type: none"> - Sarjana Ekonomi dari Universitas Atmajaya, Jakarta (1989). - Magister Manajemen dari Universitas Pelita Harapan, Jakarta (2003). - Bachelor of Economic from Universitas Atmajaya, Jakarta (1989). - Magister Management from Universitas Pelita Harapan, Jakarta (2003). 	<ul style="list-style-type: none"> - Assistant Vice President di Bank Bali tahun (1989-2000). - Associate Director di PT Paramitra Alfa Sekuritas tahun (2001-2003). - Direktur di PT Binaartha Parama tahun (2003-2006). - Senior Vice President di PT Bank Permata tahun (2006-2013). - Executive Director di PT Bank UOB Indonesia tahun 2013-2016. - Direktur Business di PT Bank Victorita International Tbk. (2016-2018) - Assistant Vice President di Bank Bali tahun (1989-2000). - Associate Director di PT Paramitra Alfa Sekuritas tahun (2001-2003). - Direktur di PT Binaartha Parama tahun (2003-2006). - Senior Vice President di PT Bank Permata tahun (2006-2013). - Executive Director di PT Bank UOB Indonesia tahun (2013-2016). - Director of Business PT Bank Victoria International Tbk. (2016-2018) 	Perbankan Banking
Ramon Marlon Runtu	Direktur Director	56 tahun 56 years	Laki-laki Male	<p>Sarjana Teknik Sipil dari Universitas Katolik Parahyangan (1989). Bachelor of Civil Engineering from Universitas Katolik Parahyangan (1989).</p>	<ul style="list-style-type: none"> - Pimpinan Cabang Pembantu MT Haryono di PT Bank Victoria International Tbk. (1994-1995). - Team Leader Corporate Banking KCU Thamrin di PT Bank Victoria International Tbk. (1995-1996). - Team Leader Corporate Banking KCU Juanda di PT Bank Victoria International Tbk. (1996-1997). - Kepala Cabang Gani Djemati di PT Bank Mega Tbk (1997-2000). - Kepala Divisi Kredit Komersial di PT Bank Mega Tbk (2000-2002). - Direktur di PT Para Multifinance (2002-2008). - Staf Direksi di PT Bank Mega Tbk (2008). - Kepala Wilayah Jakarta I di PT Bank Mega Tbk (2002-2011). - Direktur Bisnis di PT Bank Victoria International Tbk. (2011-2018). - Manager of SubBranch MT Haryono at PT Bank Victoria International Tbk. (1994-1995). - Team Leader Corporate Banking KCU Thamrin at PT Bank Victoria International Tbk. (1995-1996). - Team Leader Corporate Banking KCU Juanda at PT Bank Victoria International Tbk. (1996-1997). - Manager of Gani Djemati Branch at PT Bank Mega Tbk (1997-2000). - Head of Commercial Credit Division at PT Bank Mega Tbk (2000-2002). - Director at PT Para Multifinance (2002-2008). - Staff of Director at PT Bank Mega Tbk (2008). - Head of Jakarta I Region at PT Bank Mega Tbk (2002-2011). - Director of Business at PT Bank Victoria International Tbk. (2011-2018). 	Perbankan Banking

Nama Name	Jabatan Position	Usia Age	Jenis Kelamin Gender	Pendidikan Education	Pengalaman kerja Work Experience	Keahlian Skill
Debora Wahjutirto Tanoyo ***)	Direktur Director	33 tahun 33 years	Perempuan Female	<ul style="list-style-type: none"> - Bachelor of Science dari University of San Fransisco (2006). - Master of Business Administration dari University of San Fransisco (2009). - Bachelor of Science from University of San Fransisco (2006). - Master of Business Administration from University of San Fransisco (2009). 	<ul style="list-style-type: none"> - Assurance Staff di Burr Pilger & Mayer LLP (2007-2008). - Senior Associate 2 di Ernst & Young LLP (2011-2013). - Finance Manager di PT Victoria Investama Tbk (2014). - Senior Staf Manajemen Risiko di PT Bank Victoria International Tbk (2014-2015). - Direktur di PT Victoria Investama Tbk (2014-2018). - Komisaris di PT Bank Victoria International Tbk (2016-2018). - Direktur di PT Bank Victoria International Tbk (2018-sekarang). - Staff at Burr Pilger & Mayer LLP (2007-2008). - Senior Associate 2 at Ernst & Young LLP (2011-2013). - Finance Manager at PT Victoria Investama Tbk (2014). - Senior Staf Risk Management at PT Bank Victoria International Tbk (2014-2015). - Director at PT Victoria Investama Tbk (2014-2018). - Commissioner at PT Bank Victoria International Tbk (2016-2018). - Director PT Bank Victoria International Tbk (2018-present). 	Bisnis Business
Lembing **)	Direktur Director	54 tahun 54 years	Laki-laki Male	<p>Sarjana Ekonomi dari Universitas Tarumanegara (1989). Bachelor of Economic from Universitas Tarumanegara (1989)</p>	<ul style="list-style-type: none"> - Export Import Staff di Golden Dragon (1988-1989). - Kepala Wilayah Jakarta dan Kalimantan di PT Bank Lippo Tbk (1989-2008). - SME Head di Bank Danamon (2008-2009). - SME Head and Emerging Business di Maybank (2009-2012). - Direktur di PT Agung Kimia Cemerlang (2012-2017). - Komisaris di PT Agung Kimia Cemerlang (2015-2017). - SME Head di Maybank (2017-2018). - Direktur Business di PT Bank Victoria International Tbk. (2018-sekarang). - Export Import Staff at Golden Dragon (1988-1989). - Head of Jakarta and Kalimantan Region at PT Bank Lippo Tbk (1989-2008). - SME Head at Bank Danamon (2008-2009). - SME Head and Emerging Business at Maybank (2009-2012). - Director at PT Agung Kimia Cemerlang (2012-2017). - Commissioner at PT Agung Kimia Cemerlang (2015-2017). - SME Head at Maybank (2017-2018). - Director of Business PT Bank Victoria International Tbk. (2018-present). 	Perbankan Banking
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	53 tahun 53 years	Laki-laki Male	<ul style="list-style-type: none"> - Sarjana Ekonomi Akuntansi dari Universitas Lambung Mangkurat (1990). - Magister Manajemen dari Universitas Indonesia (2008). 	<ul style="list-style-type: none"> - Staff Audit di KAP Drs. Santoso (1987-1988). - Kepala Bagian Administrasi dan Umum di PT Winduintan Deltatama (Muda Jaya Group) (1988-1990). - Kepala Kantor di Bank Andromeda (1990-1997). - Kepala Kantor di Bank Alfa (1997-1999). - Staff di Badan Penyehatan Perbankan Nasional (BPPN) (1999). - Manajer Operasional di PT Victoria Sekuritas (1999-2001). - Head of Operation and Compliance di PT Mahastra Capital (2001-2003). - Pejabat Eksekutif di PT Bank Victoria International Tbk (2004-2007). - Sekretaris Perusahaan di PT Bank Victoria International Tbk. (2008-2010) - Direktur Operasi di PT Bank Victoria International Tbk (2007-2008). - Direktur Kepatuhan dan Manajemen Risiko (2008-sekarang). 	Perbankan Banking

Nama Name	Jabatan Position	Usia Age	Jenis Kelamin Gender	Pendidikan Education	Pengalaman kerja Work Experience	Keahlian Skill
				<ul style="list-style-type: none"> - Bachelor of Economic in Accounting from Universitas Lambung Mangkurat (1990). - Magister Management from Universitas Indonesia (2008). 	<ul style="list-style-type: none"> - Audit Staff at KAP Drs. Santoso (1987-1988). - Head of Administration and General Affairs Department at PT Windu Intan Deltatama (Muda Jaya Group) (1988-1990). - Office Head at Bank Andromeda (1990-1997). - Office Head at Bank Alfa (1997-1999). - Staff at Indonesian Bank Restructuring Agency (BPPN) (1999). - Manager of Operations at PT Victoria Sekuritas (1999-2001). - Head of Operation and Compliance at PT Mahastra Capital (2001-2003). - Executive Officer at PT Bank Victoria International Tbk (2004-2007). - Corporate Secretary of PT Bank Victoria International Tbk. (2008-2010) - Director of Operations at PT Bank Victoria International Tbk (2007-2008). - Director of Compliance and Risk Management (2008-current). 	

*) Berhenti menjabat sejak tanggal 18 Mei 2018. / End of term of office as of 18 May 2018.

**) Efektif menjabat sejak tanggal 30 Oktober 2018. / Start of effective term of office as of 30 October 2018.

***) Efektif menjabat sejak tanggal 22 November 2018. / Start of effective term of office as of 22 November 2018.

HUBUNGAN AFILIASI DIREKSI

Direksi senantiasa bertindak independen, dalam arti tidak mempunyai benturan kepentingan yang dapat mengganggu kemampuannya untuk melaksanakan tugas secara mandiri dan kritis, baik dalam hubungan satu sama lain maupun hubungan terhadap Dewan Komisaris.

Direksi tidak memiliki hubungan keuangan, hubungan kepengurusan, kepemilikan saham dan/atau hubungan keluarga dengan anggota Dewan Komisaris lainnya, Direksi dan/atau Pemegang Saham Pengendali atau hubungan dengan Bank, sehingga, dapat melaksanakan tugas dan tanggung jawabnya secara independen.

Direksi tidak memangku jabatan rangkap sebagai Direktur Utama atau Direktur lainnya pada Badan Usaha Milik Negara, Daerah dan Swasta atau jabatan lain yang berhubungan dengan pengelolaan Perseroan, maupun jabatan struktural, dan jabatan fungsional lainnya pada instansi/lembaga pemerintah pusat dan pemerintah daerah, serta jabatan lainnya sesuai dengan ketentuan Anggaran Dasar Perseroan dan peraturan perundang-undangan lainnya yang berlaku.

Hubungan afiliasi antara anggota Direksi, Dewan Komisaris, dan Pemegang Saham Utama dan/atau pengendali, yang meliputi:

- Hubungan afiliasi antara anggota Direksi dengan anggota Direksi lainnya;
- Hubungan afiliasi antara anggota Direksi dan anggota Dewan Komisaris;
- Hubungan afiliasi antara anggota Direksi dengan Pemegang Saham Utama dan/atau pengendali;
- Hubungan afiliasi antara anggota Dewan Komisaris dengan anggota Komisaris lainnya; dan
- Hubungan afiliasi antara anggota Dewan Komisaris dengan Pemegang Saham Utama dan/atau pengendali.

Independensi Direksi dapat dilihat sebagaimana tabel di bawah ini:

AFFILIATE RELATIONSHIP OF BOARD OF DIRECTORS

Board of Directors constantly act independently, in the sense of having no conflict of interest which can interfere with their ability to carry out their duties independently and critically, both in the relations to one another within the BOD and in relation to the Board of Commissioners.

Board of Directors have no financial relationship, management relationship, shares ownership and/or family relationship with the members of the Board of Commissioners, other members of Board of Directors and/or Controlling Shareholders or relationship with Bank, so that they can carry out their duties and responsibilities independently.

Board of Directors have no concurrent positions as President Director or other Director in State-owned Enterprises (BUMN), Regional-owned Enterprises (BUMD) and Private-owner Enterprises or other positions related to the management of Companies, structural positions at agencies/institutions of central government and regional government, as well as other positions in accordance with the provisions of the Bank's Articles of Association and other applicable laws and regulations.

Affiliate relationships between members of Board of Directors, Board of Commissioners, and Major and/or Controlling Shareholders, including:

- Affiliate relationship between a Director and another Director;
- Affiliate relationship between members of BOD and members of BOC;
- Affiliate relationship between members of BOD and Major and/or Controlling Shareholders;
- Affiliate relationship between members of BOC and other members of BOC; and
- Affiliate relationship between members of BOC and Major and/or Controlling Shareholders.

The independence of Board of Directors can be seen as in below table:

Tabel Hubungan Afiliasi Direksi
Table of Board of Directors' Affiliate Relationship

Nama Name	Jabatan Position	Hubungan Keuangan, Keluarga dan Kepengurusan Direksi Financial, Family and Management Relationship of Board of Directors												Hubungan Kepengurusan Dengan Perusahaan Lain Management Relationship With Other Company	
		Hubungan Keuangan Dengan Financial Relationship with				Hubungan Keluarga Dengan Family 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	Ya Yes	Tidak No	Ya Yes	Tidak No
Daniel Budirahayu*)	Direktur Utama President Director		√		√		√		√		√		√		√
Ahmad Fajar**)	Direktur Utama President Director		√		√		√		√		√		√		√
Rusli	Wakil Direktur Utama Deputy President Director		√		√		√		√		√		√		√
Rita Gosal*)	Direktur Director		√		√		√		√		√		√		√
Ramon Marlon Runtu	Direktur Director		√		√		√		√		√		√		√
Debora Wahjutirto Tanoyo***)	Direktur Director		√		√	√			√		√	√			√
Lembing**)	Direktur Director		√		√		√		√		√		√		√
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management		√		√		√		√		√		√		√

*) Berhenti menjabat sejak tanggal 18 Mei 2018. / End of term of office as of 18 May 2018.

**) Efektif menjabat sejak tanggal 30 Oktober 2018. / Start of effective term of office as of 30 October 2018.

***) Efektif menjabat sejak tanggal 22 November 2018. / Start of effective term of office as of 22 November 2018.

KEBIJAKAN RANGKAP JABATAN DIREKSI

Direksi melakukan rangkap jabatan sesuai dengan Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tentang Penerapan Tata Kelola bagi Bank Umum, serta peraturan turunannya, sepanjang yang bersangkutan tidak mengabaikan pelaksanaan tugas dan tanggung jawab sebagai anggota Direksi Bank. Berdasarkan peraturan tersebut, ketentuan rangkap jabatan Direksi diuraikan sebagai berikut:

- Anggota Direksi dilarang merangkap jabatan sebagai anggota Direksi, anggota Dewan Komisaris atau pejabat eksekutif pada bank, perusahaan dan/atau lembaga lain.
- Tidak termasuk rangkap jabatan sebagaimana dimaksud pada poin 1 dalam hal Direksi, yang bertanggung jawab terhadap pengawasan atas penyertaan Bank pada Anak Perusahaan, menjalankan tugas fungsional menjadi

POLICY ON CONCURRENT POSITIONS OF BOARD OF DIRECTORS

Board of Directors may have concurrent positions in accordance with Financial Services Authority Regulation No. 55/POJK.03/2016 concerning Implementation of Governance for Commercial Banks, and its derivative regulations, provided that the concerned person does not neglect the implementation of duties and responsibilities as member of Board of Directors of Bank. Based on the regulation, the provision of concurrent position of Board of Directors is described as follows:

- Members of Board of Directors are prohibited to have concurrent positions as members of Board of Directors, members of Board of Commissioners or executive officers in banks, companies and/or other institutions.
- The concurrent position as referred to point 1 is not applicable, in the event the Board of Directors responsible for overseeing the Bank's participation in Subsidiaries, carrying out functional duties of becoming a member of

anggota Dewan Komisaris pada Anak Perusahaan bukan bank yang dikendalikan oleh Bank.

Sesuai dengan ketentuan tersebut, rangkap jabatan anggota Direksi Bank Victoria ditunjukkan sebagai berikut:

Tabel Rangkap Jabatan Direksi
Table of Concurrent Positions of Board of Directors

Nama Name	Jabatan Position	Jabatan pada Perusahaan/ Instansi Lain Position in Other Company/ Institution	Nama Perusahaan/ Instansi Lain Name of Other Company/ Institution
Daniel Budirahayu*)	Direktur Utama / President Director	-	-
Ahmad Fajar**)	Direktur Utama / President Director	-	-
Rusli	Wakil Direktur Utama Deputy President Director	-	-
Rita Gosal*)	Direktur / Director	-	-
Ramon Marlon Runtu	Direktur / Director	-	-
Debora Wahjutirto Tanoyo***)	Direktur / Director	-	-
Lembing**)	Direktur / Director	-	-
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	-	-

*) Berhenti menjabat sejak tanggal 18 Mei 2018. / End of term of office as of 18 May 2018.

**) Efektif menjabat sejak tanggal 30 Oktober 2018. / Start of effective term of office as of 30 October 2018.

***) Efektif menjabat sejak tanggal 22 November 2018. / Start of effective term of office as of 22 November 2018.

INDEPENDENSI DAN PENGELOLAAN BENTURAN KEPENTINGAN DIREKSI

Independensi Direksi merupakan faktor penting yang perlu dijaga agar Direksi dapat bertindak dengan sebaik-baiknya demi kepentingan Bank secara keseluruhan. Untuk menjaga independensi Direksi, Bank menetapkan ketentuan sebagai berikut:

1. Selain Direksi, pihak lain manapun dilarang melakukan atau campur tangan dalam kepengurusan Bank.
2. Direksi harus dapat mengambil keputusan secara obyektif, tanpa benturan kepentingan dan bebas dari segala tekanan dari pihak manapun.
3. Anggota Direksi dilarang melakukan kegiatan yang dapat mengganggu independensinya dalam mengurus Bank.

Terkait hal tersebut, Direksi harus menghindari terjadinya benturan kepentingan dalam setiap pengambilan keputusan. Dalam hal terjadi benturan kepentingan, anggota Direksi dilarang mengambil tindakan yang dapat merugikan Bank atau mengurangi keuntungan Bank, serta wajib mengungkapkan benturan kepentingan dalam setiap keputusan.

Untuk meminimalisir terjadinya benturan kepentingan, maka setiap anggota Direksi diwajibkan untuk menandatangani Pakta Integritas yang berisikan komitmen bahwa dalam melaksanakan tugasnya, anggota Direksi tidak akan melakukan hal-hal yang dapat menimbulkan konflik kepentingan. Pakta Integritas tersebut disimpan dan diadministrasikan oleh Sekretaris Perusahaan.

the Board of Commissioners in a non-bank Subsidiary controlled by Bank.

In accordance with the abovementioned provisions, the concurrent positions of members of Board of Directors of Bank Victoria are shown as follows:

INDEPENDENCE AND MANAGEMENT OF CONFLICT OF INTERESTS OF BOARD OF DIRECTORS

Board of Directors' independence is an important factor that needs to be maintained so that the Board of Directors can fully act as well as possible for the interest of the Bank. To maintain the independence of Board of Directors, Bank has set the following provisions:

1. Other than Board of Directors, any other party is prohibited from doing or interfering in the management of the Bank.
2. Board of Directors must be able to make decision objectively, without conflict of interest and free from any pressure from any party.
3. Members of BOD are prohibited from conducting activities that can disrupt their independence in managing the Bank.

In relation to this, Board of Directors must avoid conflict of interest in every decision-making. In the event conflict of interest occurs, members of BOD are prohibited from making decision that might inflict financial loss to Bank or lessen Bank profits, and are obligated to disclose conflict of interest in every decision.

To minimize conflict of interest, all members of BOD must sign Integrity Pact containing commitment that in carrying out their duties, members of BOD will not do things that might cause conflict of interest. The Integrity Pact shall be filed and administered by the Corporate Secretary.

KEPEMILIKAN SAHAM DIREKSI

Berdasarkan Peraturan Otoritas Jasa Keuangan tentang Penerapan Tata Kelola bagi Bank Umum, Direksi wajib mengungkapkan kepemilikan saham yang mencapai 5% (lima persen) atau lebih, baik pada Bank Victoria maupun pada bank dan perusahaan lain, yang berkedudukan di dalam dan di luar negeri. Pengungkapan kepemilikan saham anggota Direksi pada Bank Victoria telah disampaikan dalam Profil Perusahaan dalam Laporan Tahunan ini. Sedangkan, pengungkapan kepemilikan saham anggota Direksi pada bank atau perusahaan lain ditunjukkan sebagai berikut:

Tabel Kepemilikan Saham Direksi
Table of Share Ownership of Board of Directors

Nama Name	Jabatan Position	Kepemilikan Saham Shares Ownership			
		Bank Victoria	Bank Lain Other Banks	Lembaga Keuangan Non Bank Non-Bank Financial Agencies	Perusahaan Lain Other companies
Daniel Budirahayu*)	Direktur Utama President Director	-	-	-	-
Ahmad Fajar **)	Direktur Utama President Director	-	-	-	-
Rusli	Wakil Direktur Utama Deputy President Director	-	-	-	-
Rita Gosal*)	Direktur / Director	-	-	-	-
Ramon Marlon Runtu	Direktur Director	-	-	-	-
Debora Wahjutirto Tanoyo***)	Direktur / Director	-	-	✓	✓
Lembing**)	Direktur / Director	-	-	-	-
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	-	-	-	-

*) Berhenti menjabat sejak tanggal 18 Mei 2018. / End of term of office as of 18 May 2018.

**) Efektif menjabat sejak tanggal 30 Oktober 2018. / Start of effective term of office as of 30 October 2018.

***) Efektif menjabat sejak tanggal 22 November 2018. / Start of effective term of office as of 22 November 2018.

RAPAT DIREKSI

Sebagai bagian dari pelaksanaan tugas, Direksi wajib menyelenggarakan rapat secara berkala. Berdasarkan BOD Charter, Direksi wajib menyelenggarakan rapat internal Direksi paling sedikit 1 (satu) kali dalam 1 (satu) bulan dan dapat diadakan setiap waktu apabila dianggap perlu oleh salah seorang anggota Direksi atau atas permintaan dari rapat Dewan Komisaris atau atas permintaan tertulis dari 1 (satu) atau lebih Pemegang Saham yang memiliki paling sedikit 10% (sepuluh persen) dari jumlah seluruh saham dengan hak suara yang sah yang dikeluarkan oleh Bank. Direksi juga wajib melaksanakan rapat gabungan dengan Dewan Komisaris paling sedikit 1 (satu) kali dalam 2 (dua) bulan untuk membahas perkembangan dari laporan kinerja Direksi. Selain itu, Direksi wajib melaksanakan rapat Direktorat paling sedikit 1 (satu) kali dalam 1 (satu) bulan.

SHARE OWNERSHIP OF BOARD OF DIRECTORS

Pursuant to Financial Services Authority Regulation concerning Implementation of Governance for Commercial Banks, Board of Directors are obligated to disclose share ownership that reach 5% (five percent) or more, both at Bank Victoria and other banks and companies, domiciled in and out of the country. The share ownership of members of BOD at Bank Victoria has been disclosed in the Company Profile in this Annual Report. Meanwhile, the disclosure of share ownership of members of BOD in other banks or companies is shown as follows:

MEETING OF BOARD OF DIRECTORS

As part of the implementation of duties, the Board of Directors must hold regular meetings. Based on BOD Charter, the Board of Directors must hold an internal meeting at least 1 time in 1 month and at any time if deemed necessary by the Board of Directors' member or at the request of Board of Commissioners' meeting or written request from 1 or more Shareholders who own at least 10% (ten percent) of the total shares with valid voting rights issued by the Bank. The Board of Directors are also required to carry out joint meetings with the Board of Commissioners at least 1 time in 2 months to review the progress of the Board of Directors' performance report. In addition, the Board of Directors must conduct a Directorate meeting at least 1 time in 1 month.

AGENDA, TANGGAL DAN PESERTA RAPAT DIREKSI

Sepanjang tahun 2018, agenda, tanggal dan peserta Rapat Direksi adalah sebagai berikut:

Tabel Rapat Direksi**Table of Board of Directors' Meetings**

No.	Tanggal Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participant	Kehadiran Attendance	Alasan Ketidakhadiran Reason of Absence
1.	5 Januari 2018 5 January 2018	Persiapan RAKER Bank Victoria tahun 2018. Preparation of Bank Victoria RAKER 2018	Daniel Budirahayu Rusli Ramon M. Runtu Tamuhan Rita Gosal	Tidak Hadir / Absence Hadir / Present Hadir / Present Hadir / Present Hadir / Present	cuti / on leave
2.	8 Januari 2018 8 January 2018	1. Progress NPL. 2. Kinerja Keuangan posisi 5 Januari 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 6 January 2018 3. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamuhan Rita Gosal	Tidak Hadir / Absence Hadir / Present Hadir / Present Hadir / Present Hadir / Present	cuti / on leave
3.	15 Januari 2018 15 January 2018	1. SKAI Strategic Plan 2018-2020. 2. Progress NPL. 3. Kinerja Keuangan 12 Januari 2018. 4. Paparan Direktorat. 1. SKAI Strategic Plan 2018-2020 2. NPL Progress 3. Financial Performance per 12 January 2018 4. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamuhan Rita Gosal	Hadir / Present Hadir / Present Tidak Hadir / Absence Hadir / Present Hadir / Present	cuti / on leave
4.	22 Januari 2018 22 January 2018	1. Pemaparan Progress PT. BIMA MultiFinance 2. Progress NPL. 3. Kinerja Keuangan 19 Januari 2018. 4. Paparan Direktorat. 1. Presentation on Progress of PT. BIMA MultiFinance 2. NPL Progress 3. Financial Performance per 19 January 2018 4. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamuhan Rita Gosal	Hadir / Present Hadir / Present Hadir / Present Hadir / Present Hadir / Present	
5.	29 Januari 2018 29 January 2018	1. Progress NPL. 2. Kinerja Keuangan 26 Januari 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 26 January 2018 3. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamuhan Rita Gosal	Hadir / Present Hadir / Present Hadir / Present Hadir / Present Hadir / Present	
6.	5 Februari 2018 5 February 2018	1. Progress NPL. 2. Kinerja Keuangan 2 Februari 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 2 February 2018 3. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamuhan Rita Gosal	Hadir / Present Hadir / Present Hadir / Present Hadir / Present Hadir / Present	
7.	12 Februari 2018 12 February 2018	1. Pemaparan Rencana Pemindahan Kantor Pusat ke Graha BIP. 2. Progress NPL. 3. Kinerja Keuangan 9 Februari 2018. 4. Paparan Direktorat. 1. Presentation on Plan for Relocating Head Office to Graha BIP 2. NPL Progress 3. Financial Performance per 9 February 2018 4. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamuhan	Hadir / Present Hadir / Present Hadir / Present Hadir / Present	

AGENDA, DATE AND PARTICIPANT OF BOARD OF DIRECTORS' MEETING

Throughout 2018, the agenda, date and participant of Board of Directors' meetings are as follows:

No.	Tanggal Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participant	Kehadiran Attendance	Alasan Ketidakhadiran Reason of Absence
8.	19 Februari 2018 19 February 2018	1. Progress NPL. 2. Kinerja Keuangan 15 Februari 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 15 February 2018 3. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamunan	Hadir / Present Hadir / Present Hadir / Present Hadir / Present	
9.	26 Februari 2018 26 February 2018	1. Pemaparan SME Project. 2. Progress NPL. 3. Kinerja Keuangan 23 Februari 2018. 4. Paparan Direktorat. 1. Presentation on SME Project 2. NPL Progress 3. Financial Performance per 23 February 2018 4. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamunan	Hadir / Present Hadir / Present Hadir / Present Hadir / Present	
10.	5 Maret 2018 5 March 2018	1. Progress NPL. 2. Kinerja Keuangan 2 Maret 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 2 March 2018 3. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamunan	Hadir / Present Hadir / Present Hadir / Present Hadir / Present	
11.	12 Maret 2018 12 March 2018	1. Presentasi dari Credit Analys. 2. Progress NPL. 3. Kinerja Keuangan 9 Maret 2018. 4. Paparan Direktorat. 1. Presentation from Credit Analyst 2. NPL Progress 3. Financial Performance per 9 March 2018 4. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamunan	Hadir / Present Hadir / Present Hadir / Present Hadir / Present	
12.	19 Maret 2018 19 March 2018	1. Presentasi dari SME (<i>Small Medium SME</i>). 2. Progress NPL. 3. Kinerja Keuangan 16 Maret 2018. 4. Paparan Direktorat. 1. Presentation from SME (Small Medium Enterprises) 2. NPL Progress 3. Financial Performance per 16 March 2018 4. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamunan	Hadir / Present Hadir / Present Tidak Hadir / Absence Hadir / Present	sakit / sick
13.	26 Maret 2018 26 March 2018	1. Presentasi dari Marcomm terkait Marketing Campaign. 2. Progress NPL. 3. Kinerja Keuangan 23 Maret 2018. 4. Paparan Direktorat. 1. Presentation from Marcomm related to Marketing Campaign 2. NPL Progress 3. Financial Performance per 23 March 2018 4. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamunan	Hadir / Present Hadir / Present Hadir / Present Hadir / Present	
14.	2 April 2018 2 April 2018	1. Progress NPL. 2. Kinerja Keuangan 31 Maret 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 31 March 2018. 3. Directorate Presentation.	Daniel Budirahayu Rusli Ramon M. Runtu Tamunan	Hadir / Present Tidak Hadir / Absence Hadir / Present Hadir / Present	cuti / on leave
15.	9 April 2018 9 April 2018	1. Progress NPL. 2. Kinerja Keuangan 2 April 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 2 April 2018 3. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamunan	Hadir / Present Hadir / Present Hadir / Present Hadir / Present	
16.	16 April 2018 16 April 2018	1. Presentasi dari HCM dan GA. 2. Progress NPL. 3. Kinerja Keuangan 13 April 2018. 4. Paparan Direktorat. 1. Presentation from HCM and GA 2. NPL Progress 3. Financial Performance per 13 April 2018	Daniel Budirahayu Rusli Ramon M. Runtu Tamunan	Hadir / Present Hadir / Present Hadir / Present Hadir / Present	

No.	Tanggal Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participant	Kehadiran Attendance	Alasan Ketidakhadiran Reason of Absence
17.	23 April 2018 23 April 2018	1. Progress NPL. 2. Kinerja Keuangan 20 April 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 20 April 2018 3. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamuunan	Tidak Hadir / Absence Hadir / Present Hadir / Present Hadir / Present	cuti / on leave
18.	30 April 2018 30 April 2018	1. Progress NPL. 2. Kinerja Keuangan 27 April 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 27 April 2018 3. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamuunan	Hadir / Present Tidak Hadir / Absence Tidak Hadir / Absence Hadir / Present	cuti / on leave Cuti / on leave
19	7 Mei 2018 7 May 2018	1. Progress NPL. 2. Kinerja Keuangan 4 Mei 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 4 May 2018 3. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamuunan	Hadir / Present Hadir / Present Hadir / Present Hadir / Present	
20.	14 Mei 2018 14 May 2018	1. Progress NPL. 2. Kinerja Keuangan 11 Mei 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 11 May 2018 3. Directorate Presentation	Daniel Budirahayu Rusli Ramon M. Runtu Tamuunan	Hadir / Present Hadir / Present Hadir / Present Hadir / Present	
21.	21 Mei 2018 21 May 2018	1. Progress NPL. 2. Kinerja Keuangan 18 Mei 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 18 May 2018 3. Directorate Presentation	Rusli Ramon M. Runtu Tamuunan	Hadir / Present Hadir / Present Hadir / Present	
22.	28 Mei 2018 28 May 2018	1. Progress NPL. 2. Kinerja Keuangan 25 Mei 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 25 May 2018 3. Directorate Presentation	Rusli Ramon M. Runtu Tamuunan	Hadir / Present Hadir / Present Hadir / Present	
23.	4 Juni 2018 4 June 2018	1. Progress NPL. 2. Kinerja Keuangan 31 Mei 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 31 May 2018 3. Directorate Presentation	Rusli Ramon M. Runtu Tamuunan	Hadir / Present Hadir / Present Hadir / Present	
24.	25 Juni 2018 25 June 2018	1. Progress NPL. 2. Update Flowchart SME dan Kredit Komersil. 3. Kinerja Keuangan 31 Mei 2018. 4. Paparan Direktorat. 1. NPL Progress 2. Update Flowchart of SME and Commercial Credit 3. Financial Performance per 31 May 2018 4. Directorate Presentation	Rusli Ramon M. Runtu Tamuunan	Hadir / Present Hadir / Present Hadir / Present	
25.	2 Juli 2018 2 July 2018	1. Presentasi oleh Vendor PT. Realtia mengenai aplikasi HRIS. 2. Presentasi terkait PT. Bima Multifinance. 3. Detail Timeline pindah KP ke BIP. 4. Presentasi usulan perubahan Proses Kredit. 5. Kinerja Keuangan 30 Juni 2018. 1. Presentation by Vendor of PT Realtia on HRIS application 2. Presentation related to PT. Bima Multifinance 3. Detail Timeline on Head Office Relocation to BIP 4. Presentation on proposal of Credit Process Changes. 5. Financial Performance per 30 June 2018.	Rusli Ramon M. Runtu Tamuunan	Hadir / Present Hadir / Present Hadir / Present	

No.	Tanggal Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participant	Kehadiran Attendance	Alasan Ketidakhadiran Reason of Absence
26.	9 Juli 2018 9 July 2018	1. Presentasi BTB Program Periode Juli-Agustus 2018. 2. Presentasi <i>timeline</i> perpindahan KPO. 3. Progress NPL. 4. Kinerja Keuangan 6 Juli 2018. 5. Paparan Direktorat. 1. Presentation on BTB Program for July-August 2018 Period 2. Presentation on the timeline of KPO relocation 3. NPL Progress 4. Financial Performance per 6 July 2018 5. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Hadir / Present Hadir / Present Hadir / Present	
27.	17 Juli 2018 17 July 2018	1. Presentasi Vendor Vintage Analysis oleh Synergi. 2. Progress NPL. 3. Perpindahan Kantor Pusat ke BIP. 4. Kinerja Keuangan 14 Juli 2018. 5. Paparan Direktorat. 1. Presentation on Vendor Vintage Analysis by Synergy 2. NPL Progress 3. Relocation of the Head Office to BIP 4. Financial Performance per 14 July 2018 5. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Hadir / Present Hadir / Present Hadir / Present	
28.	23 Juli 2018 23 July 2018	1. Progress NPL. 2. Kinerja Keuangan 20 Juli 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 20 July 2018 3. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Hadir / Present Hadir / Present Hadir / Present	
29.	30 Juli 2018 30 July 2018	1. Progress NPL. 2. Kinerja Keuangan 27 Juli 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 27 July 2018 3. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Hadir / Present Hadir / Present Hadir / Present	
30.	6 Agustus 2018 6 August 2018	1. Kinerja Keuangan 3 Agustus 2018. 2. Paparan Direktorat. 1. Financial Performance per 3 August 2018 2. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Hadir / Present Hadir / Present Hadir / Present	
31.	13 Agustus 2018 13 August 2018	1. Progress NPL. 2. Kinerja Keuangan 10 Agustus 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 10 August 2018 3. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Tidak Hadir / Absence Hadir / Present Hadir / Present	cuti / on leave
32.	20 Agustus 2018 20 August 2018	1. Progress NPL. 2. Kinerja Keuangan 16 Agustus 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 16 August 2018 3. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Hadir / Present Hadir / Present Hadir / Present	
33.	27 Agustus 2018 27 August 2018	1. Progress NPL. 2. Kinerja Keuangan 24 Agustus 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 24 August 2018 3. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Hadir / Present Tidak Hadir / Absence Tidak Hadir / Absence	Cuti / on leave
34.	3 September 2018 3 September 2018	1. Kinerja Keuangan 31 Agustus 2018. 2. Paparan Direktorat. 1. Financial Performance per 31 August 2018 2. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Hadir / Present Hadir / Present Hadir / Present	

No.	Tanggal Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participant	Kehadiran Attendance	Alasan Ketidakhadiran Reason of Absence
35.	10 September 2018 10 September 2018	1. Progress NPL. 2. Kinerja Keuangan 7 September 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 7 September 2018 3. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Hadir / Present Tidak Hadir / Absence Hadir / Present	Cuti / on leave
36.	17 September 2018 17 September 2018	1. Progress NPL. 2. Kinerja Keuangan 14 September 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 14 September 2018 3. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Hadir / Present Hadir / Present Hadir / Present	
37.	24 September 2018 24 September 2018	1. Progress NPL. 2. Kinerja Keuangan 21 September 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 21 September 2018 3. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Hadir / Present Hadir / Present Hadir / Present	
38.	1 Oktober 2018 1 October 2018	1. Progress NPL. 2. Kinerja Keuangan 30 September 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 30 September 2018 3. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Hadir / Present Hadir / Present Hadir / Present	
39.	8 Oktober 2018 8 October 2018	1. Presentasi <i>Liquidity Contingency Plan</i> . 2. Presetnasi <i>Early Warning System (EWS)</i> 3. Progress NPL. 4. Kinerja Keuangan 30 September 2018. 5. Paparan Direktorat. 1. Presentation on Liquidity Contingency Plan 2. Presentation on Early Warning System (EWS) 3. NPL Progress 4. Financial Performance per 30 September 2018 5. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Hadir / Present Hadir / Present Hadir / Present	
40.	15 Oktober 2018 15 October 2018	1. Progress NPL. 2. Kinerja Keuangan 12 Oktober 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 12 October 2018 3. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Hadir / Present Hadir / Present Hadir / Present	
41.	22 Oktober 2018 22 October 2018	1. Progress NPL. 2. Kinerja Keuangan 18 Oktober 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 18 October 2018 3. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Hadir / Present Hadir / Present Hadir / Present	
42.	29 Oktober 2018 29 October 2018	1. Progress NPL. 2. Kinerja Keuangan 26 Oktober 2018. 3. Paparan Direktorat. 1. NPL Progress 2. Financial Performance per 26 October 2018 3. Directorate Presentation	Rusli Ramon M. Runtu Tamuhan	Hadir / Present Hadir / Present Hadir / Present	

No.	Tanggal Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participant	Kehadiran Attendance	Alasan Ketidakhadiran Reason of Absence
43.	5 November 2018 5 November 2018	1. Proyeksi NPL 31 Oktober 2018. 2. Kinerja Keuangan 31 Oktober 2018. 3. Paparan Direktorat. 1. NPL Projection per 31 October 2018 2. Financial Performance per 31 October 2018 3. Directorate Presentation	Ahmad Fajar Rusli Lembing Ramon M. Runtu Tamunan	Hadir / Present Hadir / Present Hadir / Present Hadir / Present Hadir / Present	
44.	12 November 2018 12 November 2018	1. Presentasi Guideline Video Service (SQ). 2. PwC Update Issues. 3. Presentasi Draft RBB 2019-2021. 4. Simulasi Penambahan Modal Rp. 50 Miliar kepada Bank Victoria Syariah. 5. Progress NPL. 6. Proyeksi NPL 31 Oktober 2018. 7. Paparan Direktorat. 1. Presentation on Guideline Video Service (SQ) 2. PwC Update Issues 3. Presentation on Draft of RBB 2019-2021 4. Simulation on Capital Addition of Rp50 Billion to Bank Victoria Sharia 5. NPL Progress. 6. NPL Projection per 31 October 2018. 7. Directorate Presentation.	Ahmad Fajar Rusli Lembing Ramon M. Runtu Tamunan	Hadir / Present Tidak Hadir / Absence Hadir / Present	Dinas / Business Trip
45.	19 November 2018 19 November 2018	1. Presentasi Draft RBB 2019-2021. 2. Proyeksi NPL 16 November 2018. 3. Paparan Direktorat. 1. Presentation of RBB Draft 2019-2021 2. NPL Projection per 16 November 2018 3. Directorate Presentation	Ahmad Fajar Rusli Lembing Ramon M. Runtu Tamunan	Hadir / Present Hadir / Present Hadir / Present Tidak Hadir / Absence Tidak Hadir / Absence	Cuti / on leave
46	26 November 2018 26 November 2018	1. Proyeksi NPL 16 November 2018. 2. Kinerja Keuangan 23 November 2018. 3. Paparan Direktorat. 1. NPL Projection per 16 November 2018 2. Financial Performance per 23 November 2018 3. Directorate Presentation	Ahmad Fajar Rusli Debora Wahjutirto Tanoyo Lembing Ramon M. Runtu Tamunan	Hadir / Present Tidak Hadir / Absence Tidak Hadir / Absence Hadir / Present Hadir / Present	Dinas / Business Trip
47.	3 Desember 2018 3 December 2018	1. Update perbaikan fasad kantor cabang 2. Presentasi survey lokasi kantor cabang di Medan 3. Proyeksi NPL 23 November 2018. 4. Kinerja Keuangan 30 November 2018. Paparan Direktorat. 1. Update on façade renovation of branch office 2. Presentation on survey of branch office location in Medan 3. NPL Projection per 23 November 2018 4. Financial Performance per 30 November 2018. 5. Directorate Presentation	Ahmad Fajar Rusli Debora Wahjutirto Tanoyo Lembing Ramon M. Runtu Tamunan	Hadir / Present Hadir / Present Hadir / Present Hadir / Present Tidak Hadir / Absence Hadir / Present	Cuti / on leave
48.	10 Desember 2018 10 December 2018	1. Proyeksi NPL 7 November 2018. 2. Kinerja Keuangan 7 Desember 2018. 3. Paparan Direktorat. 1. NPL Projection per 7 November 2018 2. Financial Performance per 7 November 2018 3. Directorate Presentation	Ahmad Fajar Rusli Debora Wahjutirto Tanoyo Lembing Ramon M. Runtu Tamunan	Hadir / Present Hadir / Present Hadir / Present Hadir / Present Hadir / Present	

No.	Tanggal Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participant	Kehadiran Attendance	Alasan Ketidakhadiran Reason of Absence
49.	17 Desember 2018 17 December 2018	1. Proyeksi NPL 14 Desember 2018. 2. Kinerja Keuangan 14 Desember 2018. 3. Paparan Direktorat. 1. NPL Projection per 14 December 2018 2. Financial Performance per 14 December 2018 3. Directorate Presentation	Ahmad Fajar Rusli Debora Wahjutirto Tanoyo Lembing Ramon M. Runtu Tamuhan	Hadir / Present Hadir / Present Hadir / Present Hadir / Present Hadir / Present Hadir / Present Hadir / Present	
50.	26 Desember 2018 26 December 2018	1. Proyeksi NPL 26 Desember 2018. 2. Kinerja Keuangan 21 Desember 2018. 3. Paparan Direktorat. 1. NPL Projection per 26 December 2018 2. Financial Performance per 21 December 2018 3. Directorate Presentation	Ahmad Fajar Rusli Debora Wahjutirto Tanoyo Lembing Ramon M. Runtu Tamuhan	Hadir / Present Tidak Hadir / Absence Tidak Hadir / Absence Hadir / Present Tidak Hadir / Absence Hadir / Present	Cuti / on leave Cuti / on leave Cuti / on leave

FREKUENSI DAN KEHADIRAN RAPAT

Selama tahun 2018, Direksi telah melaksanakan rapat internal sebanyak 50 kali dan rapat gabungan Bersama Dewan Komisaris sebanyak 14 kali. Frekuensi dan kehadiran rapat masing-masing anggota Direksi disajikan sebagai berikut.

MEETING FREQUENCY AND ATTENDANCE

During 2018, the Board of Directors held 50 internal meetings and 14 joint meetings with the Board of Commissioners. The meetings frequency and attendance of each Board of Directors' member is presented as follows.

Tabel Frekuensi dan Kehadiran Rapat Direksi

Table of Meeting Frequency and Attendance of Board of Directors

Nama Name	Jabatan Position	Rapat Direksi Meeting of Board of Directors			Rapat Gabungan Direksi dengan Dewan Komisaris Joint Meeting of Board of Directors and Board of Commissioners		
		Jumlah dan (%) Kehadiran Number of and (%) Attendance			Jumlah dan (%) Kehadiran Number of and (%) Attendance		
		Jumlah Rapat No. of Meetings	Jumlah Kehadiran Number of Attendance	%	Jumlah Rapat No. of Meetings	Jumlah Kehadiran Number of Attendance	%
Daniel Budirahayu*)	Direktur Utama President Director	20	17	85	6	6	100
Ahmad Fajar**)	Direktur Utama President Director	8	8	100	3	3	100
Rusli	Wakil Direktur Utama Deputy President Director	50	44	88	14	14	100
Rita Gosal*)	Direktur Director	20	6	30	6	5	83,33
Ramon Marlon Runtu	Direktur Director	50	41	82	14	13	93,86
Debora Wahjutirto Tanoyo***)	Direktur Director	5	3	60	2	2	100
Lembing**)	Direktur Director	8	8	100	3	3	100
Tamuhan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	50	48	96	14	13	92,86

*) Berhenti menjabat sejak tanggal 18 Mei 2018. / End of term of office as of 18 May 2018.

**) Efektif menjabat sejak tanggal 30 Oktober 2018. / Start of effective term of office as of 30 October 2018.

***) Efektif menjabat sejak tanggal 22 November 2018. / Start of effective term of office as of 22 November 2018.

SERTIFIKASI MANAJEMEN RISIKO

Pada periode 2018, Direksi yang telah lulus sertifikasi manajemen risiko sebagai berikut:

Nama Name	Jabatan Position	Sertifikasi Manajemen Risiko Risk Management Certification
Daniel Budirahayu*)	Direktur Utama / President Director	Level V
Ahmad Fajar**)	Direktur Utama / President Director	Level V
Rusli	Wakil Direktur Utama / Deputy President Director	Level V
Rita Gosal*)	Direktur / Director	Level V
Ramon Marlon Runtu	Direktur / Director	Level V
Debora Wahjutirto Tanoyo***)	Direktur / Director	Level V
Lembing**)	Direktur / Director	Level V
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	Level V

*) Berhenti menjabat sejak tanggal 18 Mei 2018. / End of term of office as of 18 May 2018.

**) Efektif menjabat sejak tanggal 30 Oktober 2018. / Start of effective term of office as of 30 October 2018.

***) Efektif menjabat sejak tanggal 22 November 2018. / Start of effective term of office as of 22 November 2018.

KEBIJAKAN REMUNERASI DIREKSI

Uraian terkait Kebijakan Remunerasi Direksi dapat dilihat pada Bagian Penerapan Tata Kelola Remunerasi Bab Tata Kelola Perusahaan dalam Laporan Tahunan ini.

PENILAIAN KINERJA DIREKSI

PENILAIAN KINERJA DIREKSI BERDASARKAN RUPS

Pelaksanaan evaluasi kinerja Direksi dilakukan secara komprehensif, berjenjang, dan bekala. Evaluasi terhadap kinerja Direksi dilakukan 1 (satu) kali dalam setahun oleh Dewan Komisaris yang selanjutnya di laporkan melalui RUPS.

Prosedur Pelaksanaan Assessment Kinerja Direksi

Penilaian kinerja Direksi adalah sebagai berikut.

1. Direksi menyusun *Key Performance Indicators (KPI)* yang memuat rencana kerja, sasaran atau target yang akan dicapai dalam satu tahun maupun triwulan.
2. Direksi melaporkan realisasi pencapaian target masing-masing KPI dalam laporan triwulanan dan laporan tahunan kepada Dewan Komisaris baik secara individu maupun kolektif untuk di evaluasi.
3. Hasil evaluasi KPI Direksi oleh Dewan Komisaris merupakan media penilaian pertanggungjawaban Direksi di RUPS.

Kriteria Evaluasi Kinerja Direksi

Penilaian kinerja Direksi berdasarkan indicator umum, yaitu:

1. Terlaksananya kepemimpinan (*leadership*), kerja sama (*team work*), komunikasi dan kompetensi yang baik.
2. Terlaksananya *Good Corporate Governance* dalam setiap kegiatan usaha Bank.

CERTIFICATION OF RISK MANAGEMENT

During 2018 period, the Board of Directors that have passed the risk management certification are as follows:

Nama Name	Jabatan Position	Sertifikasi Manajemen Risiko Risk Management Certification
Daniel Budirahayu*)	Direktur Utama / President Director	Level V
Ahmad Fajar**)	Direktur Utama / President Director	Level V
Rusli	Wakil Direktur Utama / Deputy President Director	Level V
Rita Gosal*)	Direktur / Director	Level V
Ramon Marlon Runtu	Direktur / Director	Level V
Debora Wahjutirto Tanoyo***)	Direktur / Director	Level V
Lembing**)	Direktur / Director	Level V
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	Level V

REMUNERATION POLICY OF BOARD OF DIRECTORS

Description regarding the Board of Directors' Remuneration Policy can be seen in the Implementation of Remuneration Governance section on Corporate Governance Chapter in this Annual Report.

PERFORMANCE ASSESSMENT OF BOARD OF DIRECTORS

PERFORMANCE ASSESSMENT OF BOARD OF DIRECTORS BASED ON THE GMS

The implementation of performance evaluation of the Board of Directors is carried out comprehensively, tiered and periodically. Performance evaluation of the Board of Directors is conducted 1 (one) time in a year by the Board of Commissioners, then reported through the GMS.

Procedures For The Implementation of Performance Assessment of Board of Directors

The assessment of the Board of Directors' performances shall be as follows:

1. Board of Directors develops Key Performance Indicators (KPI) containing work plans, goals or targets of achievement within one year or quarterly.
2. Board of Directors report the realization of the target achievement of each KPI in quarterly and annual report both individually and collectively to the Board of Commissioners for evaluation.
3. The evaluation results of Board of Directors' KPI by the Board of Commissioners are the media of assessment of Board of Directors' accountability at GMS.

Criteria of Evaluation of Board of Directors' Performance

The assessment of Board of Directors' performances shall be based on general indicators, namely:

1. The implementation of good leadership, team work, communication and competence.
2. The implementation of Good Corporate Governance in all business activities of Bank.

3. Terlaksananya pencapaian Rencana Bisnis Bank (RBB).
4. Terlaksananya pengawasan atas tindak lanjut dari Direksi berdasarkan audit, rekomendasi Satuan Kerja Audit Internal Bank, auditor eksternal atau pengawasan Otoritas Jasa Keuangan.

Pihak yang Melakukan Assessment

Penilaian kinerja Direksi dilaksanakan oleh Dewan Komisaris dan Direktur Utama dapat menilai Direksi lainnya.

Hasil Penilaian Kinerja Direksi

Hasil dari penilaian kinerja Direksi di tahun 2018, menunjukkan bahwa kinerja masing-masing anggota Direksi dalam menjalankan tugas dan tanggungjawabnya sudah berjalan dengan baik.

PENILAIAN KINERJA PENERAPAN GCG (SELF ASSESSMENT) DIREKSI SESUAI KETENTUAN OJK

Pelaksanaan *self assessment* Direksi berdasarkan Peraturan Otoritas Jasa Keuangan tentang Penerapan Tata Kelola bagi Bank Umum. Berdasarkan peraturan tersebut, Bank wajib melaksanakan *self assessment* implementasi GCG dengan salah satu faktor penilaian adalah pelaksanaan tugas dan tanggung jawab Direksi.

Prosedur Pelaksanaan Penilaian Kinerja Direksi

Pelaksanaan *assessment* kinerja Direksi termasuk di dalam pelaksanaan *self assessment* GCG Bank yang dilakukan secara berkala setiap semester.

Kriteria Penilaian

Kriteria *Self Assessment* Direksi terkait pelaksanaan GCG dibagi menjadi 3 (tiga) kelompok yaitu *Governance Structure*, *Governance Process* dan *Governance Outcome*. *Governance structure* terdiri dari 16 indikator, *Governance Process* terdiri dari 14 indikator sedangkan *Governance Outcome* terdiri dari 10 indikator.

Pihak yang Melakukan Penilaian

Pelaksanaan *self assessment* terkait Dewan Komisaris dikoordinir oleh Divisi Compliance, KYC/*Integrated and System Procedure* dan dilaporkan kepada Dewan Komisaris melalui Komite Nominasi dan Remunerasi.

Hasil Penilaian Kinerja Direksi

Adapun hasil penilaian *self assessment* pelaksanaan *Good Corporate Governance* tahun 2018 Bank Victoria, untuk aspek Pelaksanaan Tugas dan Tanggung Jawab Direksi mendapat nilai komposit 2 atau **BAIK**.

PENILAIAN KINERJA KOMITE DI BAWAH DIREKSI DAN DASAR PENILAIANNYA

Dalam melaksanaan tugas kepengurusannya, Direksi juga dibantu oleh Komite di bawah Direksi atau disebut juga Komite Eksekutif sebanyak 11 Komite, yaitu:

3. The achievement of Bank Business Plan (*RBB*).
4. The implementation of supervision by the Board of Directors on the follow up, based on audit, recommendations from the Bank's Internal Audit Work Unit, external auditors or the supervision of Financial Services Authority.

Parties Conducting Assessment

The Board of Commissioners carries out performance evaluation of the Board of Directors and the President Director can assess other Directors.

Assessment Result of Board of Directors' Performances

The results of the Board of Directors' performance assessment in 2018 showed that each member of the Board of Directors has adequately carried out their duties and responsibilities.

ASSESSMENT ON THE GCG IMPLEMENTATION (SELF ASSESSMENT) BY THE BOARD OF DIRECTORS PURSUANT OF OJK REGULATION

The implementation of self-assessment of the Board of Directors is in accordance with Financial Services Authority Regulation on The Implementation of Corporate Governance for Commercial Banks. Under such regulation, the Bank is required to conduct self-assessment ON the implementation of GCG where one of assessment factors is the implementation of Board of Directors' duties and responsibilities.

Procedures For The Implementation of Performance Assessment of The Board of Directors

The Board of Directors performance assessment is included in the implementation of Bank's GCG self-assessment, which is conducted regularly every semester.

Criteria of Assessment

The Board of Directors Self-Assessment Criteria related to the implementation of GCG is divided into 3 (three) categories, namely *Governance Structure*, *Governance Process* and *Governance Outcome*. *Governance structure* consists of 16 indicators; *Governance Process* consists of 14 indicators while the *Governance Outcome* consists of 10 indicators.

Parties Conducting Assessment

The implementation of self-assessment related to the Board of Commissioners is coordinated by the Compliance Division, KYC/*Integrated and System Procedure* and reported to the Board of Commissioners through the Nomination and Remuneration Committee.

Assessment Result Of Board Of Directors' Performance

As for the results of self-assessment for Good Corporate Governance implementation for Bank Victoria in 2018 in regards Board of Commissioners' Tasks and Responsibilities aspect, the Company has received a composite score of 2 or **VERY GOOD**.

PERFORMANCE ASSESSMENT OF COMMITTEES UNDER BOARD OF DIRECTORS AND THE BASIS OF ITS ASSESSMENT

In implementing its management duties, the Board of Directors is also assisted by Committees under its supervision, which consists of 11 Executive Committees, namely:

1. Komite Manajemen Risiko Terintegrasi.
2. Komite Manajemen Risiko
3. Komite Kebijakan Perkreditan.
4. Komite Kredit.
5. *Assets and Liabilities Committee (ALCO)*.
6. Komite Teknologi Informasi.
7. Komite Produk.
8. Komite Personalia.
9. Komite Pengadaan.
10. Komite Pemantauan dan Pelaksanaan GCG.
11. Komite Investasi.

Komite Manajemen Risiko Terintegrasi bertanggung jawab kepada Direksi untuk memastikan pelaksanaan proses dan sistem manajemen risiko dapat berjalan secara efektif. Selama tahun 2018, Komite Manajemen Risiko terintegrasi telah melaksanakan tugasnya dengan baik.

Komite Manajemen Risiko membantu Direksi dalam pengambilan keputusan dan pengevaluasian pelaksanaan, penyusunan strategi dan pedoman penerapan manajemen risiko, penetapan hal-hal yang terkait dengan keputusan bisnis, serta penyempurnaan pelaksanaan manajemen risiko berdasarkan hasil evaluasi pelaksanaan proses dan sistem manajemen risiko yang efektif. Selama tahun 2018, Komite Manajemen Risiko telah melaksanakan tugasnya dengan baik.

Komite Kebijakan Perkreditan membantu Direksi dalam merumuskan kebijakan, mengawasi pelaksanaan kebijakan, memantau perkembangan dan kondisi portofolio perkreditan, serta memberikan saran-saran langkah perbaikan. Komite Kebijakan Perkreditan telah melaksanakan tugasnya dengan baik.

Komite Kredit bertugas untuk memutuskan jumlah *credit exposure* Bank dalam bentuk aktiva produktif sesuai dengan jumlah atau limit tertentu yang telah ditetapkan. Selama tahun 2018, Komite Kredit telah melaksanakan 42 kali rapat dan telah melaksanakan tugasnya dengan baik.

Assets and Liabilities Committee (ALCO) merupakan Komite yang berfungsi sebagai wadah bagi *Assets and Liabilities Management (ALMA)* dalam memproses perencanaan dan pengendalian sumber penggunaan dana perbankan yang terkoordinasi, yang dijalankan secara konsekuensi dengan prinsip kehati-hatian dan dengan memperhatikan perkembangan faktor-faktor yang mempengaruhi operasi perbankan, baik itu berasal dari luar ataupun struktural yang berasal dari dalam. Selama tahun 2018, ALCO telah melaksanakan rapat sebanyak 12 kali dan telah melaksanakan tugasnya dengan baik.

Komite Teknologi Informasi merupakan Komite yang berfungsi untuk membantu Direksi dalam menganalisa dan/atau mengevaluasi pelaksanaan pengelolaan di bidang teknologi informasi. Selama tahun 2018, Komite Teknologi Informasi telah melaksanakan rapat sebanyak 4 (empat) kali dan telah melaksanakan tugasnya dengan baik.

Komite Produk merupakan komite yang membantu Direksi dalam memberikan arahan kebijakan yang berkaitan dengan pengelolaan produk *liabilities* dan *wealth management* yang akan dan/atau telah diterbitkan agar produk tersebut mampu bersaing dengan bank lain dan menghasilkan keuntungan bagi Bank. Selama tahun 2018, Komite Produk telah melaksanakan rapat sebanyak 1 (satu) kali dan telah melaksanakan tugasnya dengan baik.

1. Integrated Risk Management Committee.
2. Risk Management Committee
3. Credit Policy Committee.
4. Credit Committee.
5. Assets and Liabilities Committee (ALCO).
6. Information Technology Committee.
7. Product Committee.
8. Human Resources Committee.
9. Procurement Committee.
10. GCG Monitoring and Implementation Committee.
11. Investment Committee.

Integrated Risk Management Committee is responsible to the Board of Directors to ensure the implementation of risk management process and system can run effectively. During 2018 Integrated Risk Management Committee has performed its duties properly.

Risk Management Committee assists the Board of Directors in making decisions and evaluating the implementation, formulating strategies and guidelines for risk management implementation, determining the matters related to business decisions, and improving risk management implementation based on the evaluation results of the implementation of an effective risk management process and system. During 2018, the Risk Management Committee has performed its duties properly.

Credit Policy Committee assists the Board of Directors in formulating policies, overseeing the implementation of policies, monitoring the development and conditions of credit portfolios, and providing suggestions for improvement. The Credit Policy Committee has performed its duties properly.

The Credit Committee's task is to decide the Bank's credit exposure in the form of productive assets in accordance with specified amounts or limits. During 2018, the Credit Committee held 42 meetings and has performed its duties properly.

Assets and Liabilities Committee (ALCO) is a Committee that serves as a forum for Assets and Liabilities Management (ALMA) in the process of planning and controlling the coordinated banking funds utilization sources, which implemented consequently with the prudential principle and by considering the development of any factor that may affect banking operations, whether it comes external parties or internal structure. During 2018, ALCO held 12 meetings and has performed its duties well.

Information Technology Committee is a committee that serves to assist the Board of Directors in analyzing and/or evaluating the implementation of management in information technology sector. During 2018, the Information Technology Committee held 4 (four) meetings and has performed its duties properly.

Product Committee is a committee that assists the Board of Directors in providing direction on policy relating to management of liabilities product and wealth management that will be and/or have been launched so that the product is able to compete with other banks and generate profits for the Bank. During 2018, the Product Committee held 1 (one) meeting and has performed its duties properly.

Komite Personalia bertugas untuk membantu Direksi dalam merumuskan kebijakan, mengawasi pelaksanaan kebijakan, memantau perkembangan dan kondisi ketenagakerjaan, serta memberikan saran langkah perbaikan yang sesuai dengan peraturan ketenagakerjaan di perbankan dan Undang-Undang Ketenagakerjaan yang berlaku di Indonesia. Selama tahun 2018, Komite Personalia telah melaksanakan rapat sebanyak 12 kali dan telah melaksanakan tugasnya dengan baik.

Komite Pengadaan merupakan Komite yang membantu Direksi dalam memberikan masukan untuk hal-hal yang penting dan relevan dalam perumusan Kebijakan Pengadaan Barang dan Jasa, serta memberikan persetujuan untuk setiap pengadaan barang dan jasa. Selama tahun 2018, Komite Pengadaan telah melaksanakan rapat sebanyak 8 (delapan) kali dan telah melaksanakan tugasnya dengan baik.

Komite Pemantauan dan Pelaksanaan GCG merupakan komite yang membantu Direksi dalam memberikan arahan kebijakan yang berkaitan dengan pelaksanaan GCG di Bank. Selama tahun 2018, Komite Pemantauan dan Pelaksanaan GCG telah melaksanakan rapat sebanyak 8 (delapan) kali dan telah melaksanakan tugasnya dengan baik.

Komite Investasi merupakan komite yang membantu Direksi dalam memberikan arahan kebijakan yang berkaitan dengan investasi. Selama tahun 2018, Komite Investasi telah melaksanakan rapat sebanyak 2 (dua) kali dan telah melaksanakan tugasnya dengan baik.

Selama tahun 2018, Direksi menilai bahwa komite-komite di bawah Direksi telah menjalankan tugas dan tanggungjawabnya dengan baik.

MEKANISME PENGUNDURAN DIRI DAN PEMBERHENTIAN DIREKSI

Ketentuan terkait pengunduran diri dan pemberhentian Direksi Bank Victoria telah diatur dalam BOD Charter. Berdasarkan pedoman Direksi tersebut, seorang anggota Direksi berhak mengundurkan diri dari jabatannya dengan memberitahukan secara tertulis mengenai maksudnya tersebut kepada Bank paling lambat 30 hari sebelum tanggal pengunduran dirinya. Anggota Direksi yang mengundurkan diri tersebut tetap dapat dimintakan pertanggungjawabannya sejak pengangkatan yang bersangkutan sampai dengan tanggal pengunduran dirinya tersebut dalam RUPS yang akan dilaksanakan berikutnya.

Sedangkan, jabatan anggota Direksi akan berakhir dengan sendirinya, jika anggota Direksi tersebut:

1. Meninggal dunia;
2. Dinyatakan pailit atau ditaruh di bawah pengampuan berdasarkan suatu putusan pengadilan;
3. Tidak lagi memenuhi persyaratan perundang-undangan yang berlaku, dengan memperhatikan peraturan di bidang pasar modal; atau
4. Berdasarkan keputusan RUPS.

Human Resources Committee is responsible to assist the Board of Directors in formulating policies, overseeing policy implementation, monitoring employment progress and conditions, and providing suggestions for improvement in accordance with labor regulations in applicable banking and labor laws in Indonesia. During 2018, the Human Resources Committee held 12 meetings and has performed its duties properly.

Procurement Committee is a Committee that serves to assist the Board of Directors with providing advice on important, relevant matter in formulating policy of Goods and Service Procurement, as well as giving approval on each goods and service procurement. During 2018, the Procurement Committee held 8 (eight) meetings and has performed its duties properly.

GCG Monitoring and Implementation Committee is a Committee that assists the Board of Directors in providing direction on policy relating to the Bank's GCG implementation. During 2018, the GCG Monitoring and Implementation Committee held 8 (eight) meetings and has performed its duties properly.

Investment Committee is a Committee that assists the Board of Directors in providing direction on investment-related policy. During 2018, the Investment Committee held 2 (two) meetings and has performed its duties properly.

During 2018, the Board of Directors considered that Committees under the Board of Directors had carried out their duties and responsibilities properly.

MECHANISM OF RESIGNATION AND DISMISSAL OF BOARD OF DIRECTORS

The regulation related to the resignation and dismissal of Bank Victoria's Board of Directors is governed in the BOD's Charter. Based on the guideline for Board of Directors, a member of Board of Directors has the right to resign from its position by giving notice in writing regarding his/her intention to the Bank no later than 30 prior to the date of resignation. The accountability of the resigned member of the Board of Directors, from the date of the appointment up to the date of the resignation, can still be requested at the next GMS.

Meanwhile, the position of a member of the Board of Directors will end automatically, if the member of the Board of Directors is:

1. Passed away;
2. Declared bankrupt or placed under custody based on court decision;
3. No longer meet the requirements of the applicable laws and regulations, by taking into consideration regulations in capital market sector; or
4. Based on GMS Resolution.

ORGAN DAN KOMITE DI BAWAH DEWAN KOMISARIS

Dalam memenuhi pelaksanaaan tugas dan tanggung jawabnya, Dewan Komisaris membentuk organ pendukung yang disesuaikan dengan tingkat kebutuhan Dewan Komisaris dan kompleksitas usaha Bank. Organ pendukung Dewan Komisaris tersebut terdiri dari Sekretaris Dewan Komisaris dan Komite Penunjang, yaitu Komite Pemantau Risiko, Komite Nominasi dan Remunerasi, Komite Audit, serta Komite Tata Kelola Terintegrasi. Uraian terkait organ pendukung Dewan Komisaris tersebut dijelaskan sebagai berikut:

SEKRETARIS DEWAN KOMISARIS

Sebagai salah satu organ pendukung, Sekretaris Dewan Komisaris memiliki peranan penting dalam membantu pelaksanaan tugas Dewan Komisaris. Sekretaris Dewan Komisaris berperan dalam menjalin komunikasi internal dan eksternal serta koordinasi dengan Sekretaris Perusahaan terkait kesekretariatan antara Dewan Komisaris dengan manajemen Bank Victoria. Pelaksanaan peran Sekretaris Dewan Komisaris tersebut dipertanggungjawabkan langsung kepada Dewan Komisaris.

TUGAS DAN TANGGUNG JAWAB SEKRETARIS DEWAN KOMISARIS

Tugas dan tanggung jawab yang dimiliki oleh Sekretaris Dewan Komisaris, yaitu:

1. Membantu Dewan Komisaris dalam menjaga agar pelaksanaan BOC Charter, secara teknis, dapat dilakukan dengan tertib;
2. Mengatur terselenggaranya rapat Dewan Komisaris;
3. Menyiapkan risalah rapat untuk disahkan dalam rapat berikutnya;
4. Menyiapkan laporan tentang pelaksanaan keputusan rapat guna dikaji dalam rapat berikutnya; dan
5. Menjaga kerahasiaan seluruh dokumen yang menurut sifatnya harus dirahasiakan.

PROFIL SEKRETARIS DEWAN KOMISARIS

Pada tahun 2018, Sekretaris Dewan Komisaris Bank Victoria dijabat oleh Arum Laras Nurani berdasarkan Surat Keputusan Direksi No. 01/SKDIR/12/12 tanggal 3 Desember 2012 tentang Pengangkatan Karyawan Tetap Arum Laras Nurani sebagai Sekretaris Kantor Pusat. Profil Sekretaris Dewan Komisaris diuraikan sebagai berikut:

Arum Laras Nurani

Sekretaris Dewan Komisaris

Warga Negara Indonesia, lahir di Bandung pada tahun 1988, dan saat ini berusia 30 tahun. Berdomisili di Jakarta, Indonesia. Memperoleh gelar Sarjana Ilmu Komunikasi dengan predikat Cumlaude dari Universitas Islam Bandung pada tahun 2010. Menjabat sebagai Sekretaris Dewan Komisaris sejak tanggal 3 Desember 2012.

ORGANS AND COMMITTEES UNDER THE BOARD OF COMMISSIONERS

In meeting the implementation of its duties and responsibilities, the Board of Commissioners established supporting organs that are adjusted to the level of the need of the Board of Commissioners and the complexity of the Bank business. The supporting organs of the Board of Commissioners consist of Secretary of the Board of Commissioners and Supporting Committees, i.e. Risk Monitoring Committee, Nomination and Remuneration Committee, Audit Committee, and Integrated Governance Committee. Description related to the supporting organs is as follows:

SECRETARY OF THE BOARD OF COMMISSIONERS

As one of the supporting organs, the Secretary of the Board of Commissioners has an important role in giving assistance for the duty implementation of the Board of Commissioners. The Secretary of the Board of Commissioners plays a role in establishing internal and external communication and coordination with the Corporate Secretary related to the secretariat between the Board of Commissioners and the management of Bank Victoria. The implementation of the role of the Board of Commissioners' Secretary is directly accountable to the Board of Commissioners.

DUTIES AND RESPONSIBILITIES OF THE BOARD OF COMMISSIONERS' SECRETARY

The duties and responsibilities of the Board of Commissioners' Secretary are:

1. Assisting the Board of Commissioners in maintaining the implementation of BOC's Charter, technically, done in orderly manner;
2. Arrange the Board of Commissioners' meetings;
3. Prepare minutes of meeting to be ratified at the next meeting;
4. Prepare reports on the implementation of the meeting decisions to be reviewed at the next meeting; and
5. Maintain confidentiality of all documents which due to its nature must be kept confidential.

PROFILE OF THE BOARD OF COMMISSIONERS' SECRETARY

In 2018, Secretary of the Board of Commissioners of Bank Victoria was held by Arum Laras Nurani pursuant to the Decision Letter of the Board of Directors No. 01/SKDIR/12/12 dated 3 December 2012 concerning the Appointment of Permanent Employee Arum Laras Nurani as the Head Office Secretary. The profile of the Secretary of the Board of Commissioners is described as follows:

Arum Laras Nurani

Secretary of the Board of Commissioners

Indonesian citizen, born in Bandung in 1988, currently is 30 years old, and domiciled in Jakarta, Indonesia. Earned her Bachelor in Communication Science with Cumlaude predicate from Universitas Islam Bandung in 2010. Has served as Secretary to the Board of Commissioners since 3 December 2012.

PENGEMBANGAN KOMPETENSI SEKRETARIS DEWAN KOMISARIS

Sekretaris Dewan Komisaris telah mengikuti program pengembangan kompetensi melalui berbagai jenis pelatihan yang disesuaikan dengan kebutuhan dan ditujukan untuk meningkatkan kapabilitas dan kompetensinya.

PELAKSANAAN TUGAS SEKRETARIS DEWAN KOMISARIS

Selama tahun 2018, Sekretaris Dewan Komisaris telah melaksanakan tugas sebagai berikut:

1. Mengikuti dan menginformasikan kepada Dewan Komisaris terkait perkembangan pasar modal, khususnya peraturan-peraturan yang berlaku di bidang pasar modal;
2. Mengorganisasikan dokumen-dokumen Dewan Komisaris dan Komite-Komite Dewan Komisaris, termasuk risalah rapat, keputusan Dewan Komisaris, dan Laporan Pelaksanaan Tugas; serta
3. Mengkomunikasikan pelaksanaan rapat internal Dewan Komisaris, rapat Dewan Komisaris dengan Direksi, serta rapat Komite-Komite Dewan Komisaris.

KOMITE AUDIT

Komite Audit merupakan organ pendukung Dewan Komisaris yang berkerja secara kolektif untuk membantu Dewan Komisaris dalam melakukan telaah dan klarifikasi atas informasi keuangan, seleksi, penunjukkan dan pengawasan pekerjaan auditor independen, evaluasi efektivitas pelaksanaan fungsi internal audit, pengendalian intern, kepatuhan terhadap perundang-undangan, dan manajemen risiko Bank. Komite Audit Dibentuk Berdasarkan Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tanggal 7 Desember 2016 tentang Tata Kelola Bagi Bank Umum, Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tanggal 17 Maret 2017 tentang Penerapan Tata Kelola Bagi Bank Umum, dan Peraturan Otoritas Jasa Keuangan No. 55/POJK.04/2015 tentang Pembentukan dan Pedoman Pelaksanaan Kerja Komite Audit.

DASAR PEMBENTUKAN KOMITE AUDIT

Komite Audit Bank dibentuk oleh Dewan Komisaris dan telah melaksanakan tugas sesuai dengan peraturan, yaitu sebagai berikut:

1. Surat Edaran Otoritas Jasa Keuangan No. 36/SEOJK.03/2017 tanggal 11 Juli 2017 tentang Tata Cara Penggunaan Jasa Akuntan Publik dan Kantor Akuntan Publik dalam Kegiatan Jasa Keuangan.
2. Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tanggal 17 Maret 2017 tentang Penerapan Tata Kelola bagi Bank Umum.
3. Peraturan Otoritas Jasa Keuangan No. 13/POJK.03/2016 tanggal 7 Desember 2016 tentang Penerapan Tata Kelola bagi Bank Umum.
4. Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tanggal 7 Desember 2016 tentang Penerapan Tata Kelola bagi Bank Umum.
5. Peraturan Otoritas Jasa Keuangan No. 55/POJK.04/2015 tanggal 23 Desember 2015 tentang Pembentukan dan Pedoman Pelaksanaan Kerja Komite Audit.

COMPETENCE DEVELOPMENT OF THE SECRETARY OF THE BOARD OF COMMISSIONERS

The Secretary of the Board of Commissioners may participate in the competence development programs through numerous training tailored to the needs and intended to improve the capabilities and competence.

IMPLEMENTATION OF DUTIES OF THE BOARD OF COMMISSIONERS SECRETARY

Throughout 2018, the Secretary of the Board of Commissioners performed the following duties:

1. To follow and inform the Board of Commissioners matters related to capital market development, in particular the applicable legislations in capital market sector;
2. To organize the documents of the Board of Commissioners and Committees of the Board of Commissioners, including minutes of meetings, decree of the Board of Commissioners, and Report of Duties Implementation; and
3. To communicate the implementation of internal meetings of the Board of Commissioners, Board of Commissioners' meetings with Directors, and meetings of Committees of the Board of Commissioners.

AUDIT COMMITTEE

Audit Committee is a supporting organ of the Board of Commissioners working collectively to assist the Board of Commissioners in conducting review and clarification on financial information, selection, appointment and supervision of the work of independent auditors, evaluation on the effectiveness of the implementation of the functions of internal audit, internal control, compliance with laws and regulations, and risk management of the Bank. The Audit Committee, pursuant to the Financial Services Authority Regulation No. 55/POJK.03/2016 dated 7 December 2016 concerning Governance for Commercial Banks, Circular of Financial Services Authority No. 13/SEOJK.03/2017 dated 17 March 2017 concerning Implementation of Governance for Commercial Banks, and Financial Services Authority Regulation No. 55/POJK.04/2015 concerning Establishment and Guideline for Work Implementation of Audit Committee.

BASIS FOR ESTABLISHMENT OF AUDIT COMMITTEE

The Bank's Audit Committee has been established by the Board of Commissioners and has implemented its duties in accordance with the regulations, i.e. as follows:

1. Circular of Financial Services Authority No. 36/SEOJK.03/2017 dated 11 July 2017 concerning Procedures for Using Services of Public Accountants and Public Accountant Firms in the Activities of Financial Services.
2. Circular of Financial Services Authority No. 13/SEOJK.03/2017 dated 17 March 2017 concerning Implementation of Governance for Commercial Banks.
3. Regulation of Financial Services Authority No. 13/POJK.03/2016 dated 7 December 2016 concerning Implementation of Governance for Commercial Banks.
4. Regulation of Financial Services Authority No. 55/POJK.03/2016 dated 7 December 2016 concerning Implementation of Governance for Commercial Banks.
5. Regulation of Financial Services Authority No. 55/POJK.04/2015 dated 23 December 2015 concerning Establishment and Guideline for Work Implementation of Audit Committee.

6. Peraturan Otoritas Jasa Keuangan No. 33/POJK.04/2014 tanggal 8 Desember 2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik.

TUGAS DAN TANGGUNG JAWAB KOMITE AUDIT

Tanggung jawab Komite Audit yaitu memberikan pendapat kepada Dewan Komisaris terkait laporan-laporan atau hal-hal yang disampaikan oleh Direksi kepada Dewan Komisaris, mengidentifikasi hal-hal yang memerlukan perhatian Dewan Komisaris, dan melaksanakan tugas-tugas lain yang berkaitan dengan tugas Dewan Komisaris, yang meliputi:

1. Penelaahan dan klarifikasi atas informasi keuangan;
2. Seleksi, penunjukan dan pengawasan pekerjaan auditor independen;
3. Evaluasi efektivitas pelaksanaan pekerjaan auditor independen;
4. Evaluasi efektivitas pelaksanaan fungsi *internal audit*;
5. Efektivitas pengendalian internal;
6. Kepatuhan terhadap peraturan perundang-undangan;
7. Manajemen risiko;
8. Pelaksanaan tugas khusus; dan
9. Melakukan *self assessment* pelaksanaan tugas komite audit.

PIAGAM KOMITE AUDIT

Dalam menjalankan perannya, Komite Audit berpedoman pada Piagam dan Pedoman Kerja Komite Audit yang disusun sesuai peraturan dan perundang-undangan yang berlaku, serta telah dimutakhirkan melalui Keputusan Dewan Komisaris No. 004/SK-KOM/09/18 tanggal 21 September 2018 tentang Piagam dan Pedoman Kerja Komite Audit PT Bank Victoria International Tbk.

Piagam Komite Audit tersebut memuat uraian tentang:

1. Pendahuluan;
2. Maksud dan Tujuan;
3. Landasan Peraturan dan Perundang-undangan;
4. Dasar Istilah;
5. Tujuan Pembentukan Komite Audit;
6. Komposisi, Struktur dan Masa Tugas;
7. Tugas dan Tanggung Jawab Komite Audit;
8. Sekretariat Komite Audit;
9. Mekanisme Kerja;
10. Kewenangan Komite Audit;
11. Evaluasi Kinerja Komite Audit;
12. Kode Etik Komite Audit; dan
13. Kaji Ulang dan Persetujuan.

Uraian lebih jelas mengenai isi Piagam Audit Committee Bank Victoria dapat dilihat pada situs web Bank bagian Tata Kelola (<http://www.victoriabank.co.id/pdf/004SKKOM0918.pdf>).

HAK DAN WEWENANG KOMITE AUDIT

Dalam melaksanakan tugas dan tanggung jawabnya, Komite Audit memiliki hak akses yang tidak terbatas kepada Manajemen, Pejabat Eksekutif, seluruh karyawan dan catatan Bank, termasuk laporan hasil audit internal maupun eksternal, laporan hasil *rating* internal maupun eksternal, laporan konsultan ahli, dan lain sebagainya sepanjang bertujuan untuk kepentingan pembahasan yang terkait.

6. Regulation of Financial Services Authority No. 33/POJK.04/2014 dated 8 December 2014 concerning Board of Directors and Board of Commissioners of Stock Issuers or Public Companies.

DUTIES AND RESPONSIBILITIES OF AUDIT COMMITTEE

The responsibilities of the Audit Committee are to provide opinions to the Board of Commissioners related to the reports or matters submitted by the Board of Directors to the Board of Commissioners, identify matters that need the attention of the Board of Commissioners, and carry out other duties related to the duties of the Board of Commissioners, consisting of:

1. Review and clarification of financial information;
2. Selection, appointment and supervision of independent auditors' work;
3. Evaluation on the effectiveness of the work implementation of independent auditors;
4. Evaluation on the effectiveness of the implementation of internal audit function;
5. Effectiveness of internal control;
6. Compliance with laws and regulations;
7. Risk Management;
8. Implementation of special duties; and
9. Perform self assessment on the duty implementation of the audit committee.

CHARTER OF AUDIT COMMITTEE

In carrying out its role, the Audit Committee shall refer to the Charter and Work Guideline for Audit Committee prepared in accordance with the applicable laws and regulations, and has been updated through the Decision of the Board of Commissioners No. 004/SK-KOM/09/18 dated 21 September 2018 concerning Charter and Work Guideline for the Audit Committee of PT Bank Victoria International Tbk.

The Audit Committee's Charter contained description on:

1. Introduction;
2. Purpose and Objective;
3. Basis of Laws and Regulations;
4. Basic Terms;
5. Objective of the Establishment of Audit Committee;
6. Composition, Structure and Tenure;
7. Duties and Responsibilities of Audit Committee;
8. Secretariat of Audit Committee;
9. Work Mechanism;
10. Audit Committee Authorities;
11. Evaluation of Audit Committee Performance;
12. Code of Ethics of Audit Committee; and
13. Review and Approval.

Clearer description of the contents of Audit Committee's Charter of Bank Victoria can be seen in the website of Bank on Governance section (<http://www.victoriabank.co.id/pdf/004SKKOM0918.pdf>).

RIGHTS AND AUTHORITIES OF AUDIT COMMITTEE

In implementing its duties and responsibilities, the Audit Committee has unlimited right of access to the Management, Executive Officers, all employees and the Bank records, including reports of internal and external audit results, reports of internal and external rating result, expert consultant reports, and other reports provided it is intended for the purpose of related discussions.

Sedangkan, wewenang Komite Audit adalah:

1. Mereview atas perencanaan dan pelaksanaan audit serta memantau tindak lanjut hasil audit dalam rangka menilai kecukupan pengendalian internal, termasuk kecukupan proses laporan keuangan Bank;
2. Menerima laporan hasil pemeriksaan yang telah dilakukan oleh SKAI/*Integrated and Anti Fraud Division* pada setiap kegiatan operasional dan fungsional Bank;
3. Memantau dan menganalisis pelaksanaan tugas SKAI/*Integrated and Anti Fraud Division* dengan meminta kertas kerja, serta memberikan saran dan perbaikan proses audit yang dilakukan;
4. Melakukan penelitian atas syarat dan keabsahan kantor akuntan publik, sebelum merekomendasikan kepada Dewan Komisaris dan ditunjuk menjadi auditor eksternal Bank;
5. Meminta kertas kerja auditor eksternal untuk memastikan bahwa pemeriksaan telah dilakukan sesuai dengan prinsip pemeriksaan yang berlaku;
6. Meminta dokumen yang membuktikan bahwa tindak lanjut hasil audit telah dilaksanakan dengan baik dan benar, serta tepat waktu;
7. Membuat rekomendasi kepada Dewan Komisaris mengenai tindakan yang diperlukan atas kajian yang dilakukan; dan
8. Meminta pendapat dari ahli eksternal guna mendapatkan saran independen untuk kepentingan Bank, dengan syarat anggota harus memohon ijin pada Ketua terlebih dahulu dan/atau jika Komite Audit memutuskan perlunya bantuan ahli eksternal.

MASA TUGAS KOMITE AUDIT

Masa tugas anggota Dewan Komisaris yang merangkap sebagai anggota Komite Audit, sama dengan masa kerja penunjukannya sebagai anggota Dewan Komisaris yang ditentukan oleh RUPS. Masa tugas Komite Audit yang bukan merupakan anggota Dewan Komisaris tidak lebih lama dari masa jabatan Dewan Komisaris dengan tidak mengurangi hak Dewan Komisaris untuk memberhentikan.

STRUKTUR, KEANGGOTAAN DAN KEAHLIAN KOMITE AUDIT

Berdasarkan Piagam dan Pedoman Kerja *Audit Committee*, keanggotaan Komite Audit sekurang-kurangnya terdiri dari 3 (tiga) orang dengan ketentuan:

1. Seorang Komisaris Independen yang menjabat sebagai Ketua Komite Audit;
2. Seorang dari pihak independen yang memiliki keahlian di bidang keuangan atau akuntansi;
3. Seorang dari pihak independen yang memiliki keahlian di bidang hukum atau perbankan.

Selain itu, semua anggota Komite Audit wajib memiliki integritas, akhlak, dan moral yang baik, serta harus memiliki pemahaman yang relevan dan signifikan dengan bisnis Bank. Anggota Komite Audit diangkat atau diberhentikan melalui Surat Keputusan Direksi berdasarkan hasil rapat Dewan Komisaris dan setelah mendapat rekomendasi dari Komite Nominasi dan Remunerasi.

Meanwhile, the authorities of the Audit Committee are:

1. To review the planning and implementation of audits and monitoring the follow up of the audit results to assess the adequacy of internal control, including the adequacy of the Bank Financial Statements processes;
2. To receive reports of the audit results conducted by SKAI/*Integrated and Anti-Fraud Division* at each operational and functional activity of the Bank;
3. To monitor and analyze the duty implementation of SKAI/*Integrated and Anti-Fraud Division* by requesting the work paper, and provide suggestions and improvement of the audit process carried out;
4. Conduct study on the terms and validity of the public accountant firms, prior recommending the KAP to the Board of Commissioners and appointing them to be the external auditors of the Bank;
5. Request the work paper of the external auditors to ensure that the audits have been done in accordance with the applicable audit principles;
6. Request documents for proving that the follow up of the audit result has been done well and correctly, as well as timely;
7. Make recommendations to the Board of Commissioners regarding the required actions on the study conducted; and
8. Request opinions from the external experts to acquire independent suggestions for the interest of the Bank, with the condition that the member must first ask permission from the chairman and/or of the Audit Committee decided the need for the assistance of external expert.

AUDIT COMMITTEE'S OFFICE TERM

Board of Commissioners' member who concurrently serves as an Audit Committee has the same office term since their appointment as a member of the Board of Commissioners determined by the GMS. The Audit Committee member's office term who does not hold concurrent position will not be longer than the Board of Commissioners' office term without disregarding the Board of Commissioners' right to perform dismissal.

STRUCTURE, MEMBERSHIP, AND EXPERTISE OF THE AUDIT COMMITTEE

Based on the Work Charter and Guideline for the Audit Committee, the membership of the Audit Committee consists of at least 3 (three) people with the following condition:

1. An Independent Commissioner who serves as Chairman of the Audit Committee;
2. A person from an independent party who has expertise in finance or accounting;
3. A person from an independent party who has expertise in law or banking.

In addition, all members of the Audit Committee must have good integrity, character and morals, and must have relevant and significant understanding of the Bank's business. Audit Committee members are appointed or dismissed through the Decree the Board of Directors based on results of the Board of Commissioners' meeting and after obtaining a recommendation from the Nomination and Remuneration Committee.

Periode 1 Januari 2018 – 9 Maret 2018

Struktur dan keanggotaan Komite Audit periode 1 Januari – 9 Maret 2018 yang diangkat berdasarkan Surat Keputusan Direksi No. 022/SK-DIR/10/17 tanggal 31 Oktober 2017 adalah sebagai berikut.

Tabel Struktur, Keanggotaan dan Keahlian Komite Audit

Table of Structure, Membership, and Expertise of the Audit Committee

Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Gunawan Tenggarahardja	Ketua Chairman	Komisaris Independen Independent Commissioner	Perbankan Banking
Retno Dwijanti Widaningsih	Anggota Member	Pihak Independen Independent Party	Perbankan dan Audit Banking and Audit
Tonny Setiadi	Anggota Member	Pihak Independen Independent Party	Manajemen Risiko dan Perbankan Risk Management and Banking

Periode 9 Maret 2018 - Sekarang

Struktur dan keanggotaan Komite Audit periode 9 Maret 2018 – sekarang yang diangkat berdasarkan Surat Keputusan Direksi No. 003/SK-DIR/03/18 tanggal 9 Maret 2018 adalah sebagai berikut.

1 January – 9 March 2018

The structure and membership of the Audit Committee for the period of January 1 - March 9, 2018 that appointed based on the Board of Directors Decree No. 022/SK-DIR/10/17 October 31, 2017 are as follows.

Tabel Struktur, Keanggotaan dan Keahlian Komite Audit

Table of Structure, Membership, and Expertise of the Audit Committee

Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Gunawan Tenggarahardja	Ketua Chairman	Komisaris Independen Independent Commissioner	Perbankan Banking
Retno Dwijanti Widaningsih	Anggota Member	Pihak Independen Independent Party	Perbankan dan Audit Banking and Audit
Teguh Sukaryanto	Anggota Member	Pihak Independen Independent Party	Manajemen Risiko dan Perbankan Risk Management and Banking

PROFIL KOMITE AUDIT

Profil Komite Audit per 31 Desember 2018 adalah sebagai berikut:

The profile of the Audit Committee as of December 31, 2018 is as follows:

Gunawan Tenggarahardja Ketua Komite Audit Chairman of Audit Committee	Profil dapat dilihat pada bagian Profil Dewan Komisaris His profile is shown in Board of Commissioners' Profile
Retno Dwijanti Widaningsih Anggota Komite Audit Member of Audit Committee	Warga Negara Indonesia, lahir di Jakarta pada tahun 1959. Saat ini berusia 60 tahun dan berdomisili di Jakarta. Menjabat sebagai anggota Komite Audit sejak tahun 2013 dengan masa jabatan tidak melebihi masa jabatan anggota Dewan Komisaris yang menjabat dalam Komite. Beliau meraih gelar Sarjana Ekonomi jurusan Keuangan dan Perbankan dari Institut Bankir Indonesia tahun 1998. Beliau memiliki pengalaman sebagai Head of Group Audit Deutsche Bank AG, Jakarta tahun 2001 – 2006. Saat ini, beliau juga menjabat sebagai anggota Komite Bank Victoria sejak tahun 2013 dan anggota tetap Komite Tata Kelola Terintegrasi Bank Victoria sejak tahun 2015. Menjabat sebagai Komite Audit Periode pertama sejak tahun 2013-2015, periode kedua sejak 2015-2018, dan periode ketiga sejak 2018-2021. An Indonesian Citizen, born in Jakarta, in 1959. Currently 60 years old and domiciled in Jakarta. Serving as a member of the Risk Monitoring Committee since 2013 with a term of office not exceeding the term of office of the Board of Commissioners serving in the Committee. She earned Bachelor of Economics in Finance and Banking from the Indonesian Banker Institute in 1998. She has experience as Head of Group Audit of Deutsche Bank AG, Jakarta 2001-2006. Currently, she also serves as a member of Bank Victoria Committee since 2013 and is a permanent member of Bank Victoria's Integrated Governance Committee since 2015. Served as the first Period Audit Committee from 2013-2015, the second period from 2015-2018, and the third period from 2018-2021.
Teguh Sukaryanto Anggota Komite Audit Member of Audit Committee	Warga Negara Indonesia, lahir di Tanjungkarang pada tahun 1962. Meraih gelar Sarjana Ekonomi dari Universitas Lampung pada tahun 1987. Mulai berkarir di perbankan pada tahun 1990 sebagai Internal Audit di Bank Duta dan selanjutnya berbagai jabatan pernah dipegang pada Bank Yakin Makmur, Bank Akita dan Bank Barclays Indonesia. Bergabung di Bank Victoria sebagai Kepala Divisi Kepatuhan tahun 2011 – 2012, Kepala Divisi Sistem dan Prosedur tahun 2012 – 2015, sebagai Kepala Divisi Audit Internal/Integrated and Anti Fraud tahun 2015 – 2018 dan menjabat sebagai Komite Audit sejak Maret 2018 sampai Maret 2021. An Indonesian Citizen, born in Tanjungkarang in 1962. Earned his Bachelor of Economics from Universitas Lampung in 1987. He began his career in banking in 1990 as an Internal Audit at Bank Duta and subsequently various positions were held at Bank Yakin Makmur, Bank Akita and Bank Barclays Indonesia. Joined Bank Victoria as Head of the Compliance Division in 2011-2012, Head of the System and Procedure Division in 2012-2015, as Head of Internal/Integrated and Anti-Fraud Audit Division in 2015-2018 and served as Audit Committee from March 2018 to March 2021.

KUALIFIKASI PENDIDIKAN DAN PENGALAMAN KERJA KOMITE AUDIT

Seluruh anggota Komite Audit telah memiliki kualifikasi pendidikan dan pengalaman kerja yang dipersyaratkan. Kualifikasi pendidikan dan pengalaman kerja Ketua dan Anggota Komite Audit adalah sebagai berikut:

Tabel Kualifikasi Pendidikan dan Pengalaman Kerja Komite Audit
Table of Education Qualification and Work Experience of Audit Committee

Nama Name	Jabatan Position	Pendidikan Education	Pengalaman Kerja Work Experience
Gunawan Tenggarahardja	Ketua Chairman	Sarjana Teknik Sipil dari Institut Teknologi Bandung (1981). Bachelor of Civil Engineering from Institut Teknologi Bandung (1981)	<ul style="list-style-type: none"> - <i>International Field Engineer 1</i> di Schlumberger OSA (1982-1984). - Assistant Manager di PT Bank Bali (1985-1988). - General Manager di PT Sampurna Transport Nusantara (1989-1992). - Direktur Eksekutif di PT Duta Pertwi Tbk (1992-1996). - Direktur di PT Bhuanatala Indah Permai Tbk (1996-1998). - Komisaris Independen di PT Jakarta Setiabudi International Tbk (2003-sekarang). - Komisaris Utama di PT Sigma Karya Sempurna (<i>Bali Camp</i>) (1998-2004). - Komisaris dan Komisaris Independen di PT Bank Victoria International Tbk. (2003-sekarang). - <i>International Field Engineer 1</i> at Schlumberger OSA (1982-1984). - Assistant Manager at PT Bank Bali (1985-1988). - General Manager at PT Sampurna Transport Nusantara (1989-1992). - Executive Director at PT Duta Pertwi Tbk (1992-1996). - Director at PT Bhuanatala Indah Permai Tbk (1996-1998). - Independent Commissioner at PT Jakarta Setiabudi International Tbk. - President Commissioner at PT Sigma Karya Sempurna (<i>Bali Camp</i>) (1998-2004). - Commissioner and Independent Commissioner at PT Bank Victoria International Tbk. (2003-present).
Retno Dwijanti Widaningsih	Anggota Member	Sarjana Keuangan dan Perbankan dari Institut Bankir Indonesia (1998). Bachelor of Finance and Banking from Indonesian Banker Institute	<ul style="list-style-type: none"> - Head of Group Audit di Deutsche Bank Jakarta Branch (1982 - 2006). - Anggota Komite Audit di PT Bank Victoria International Tbk. (2013-sekarang). - Anggota tetap Komite Tata Kelola Terintegrasi PT Bank Victoria International Tbk. (2015-sekarang). - Head of Audit Group at Deutsche Bank Jakarta Branch (1982 - 2006) - Member of Audit Committee at PT Bank Victoria International Tbk. (2013-sekarang). - Permanent Member of Integrated Governance Committee at PT Bank Victoria International Tbk. (2015-present).
Tonny Setiadi*)	Anggota Member	<ul style="list-style-type: none"> - Sarjana Ekonomi jurusan Keuangan dari STIESIA, Surabaya tahun 1985. - Master Ekonomi jurusan Keuangan dan Perbankan dari STEKPI, Jakarta - Bachelor of Economics in Finance from STIESIA, Surabaya in 1985. - Master of Economics in Finance and Banking from STEKPI, Jakarta 	<ul style="list-style-type: none"> - Penguji Sertifikasi Profesi Perbankan pada LSPP Bidang Manajemen Risiko pada tingkat 4 dan 5 untuk Pejabat Eksekutif, serta pada tingkat 1 dan 2 untuk Komisaris; - Direktur Kepatuhan PT Bank Yudha Bhakti. - Examiner of Banking Professional Certification at LSPP in Risk Management at the level 4 and 5 for Executive Officers, as well as at levels 1 and 2 for Commissioners; - Compliance Director of PT Bank Yudha Bhakti.

EDUCATIONAL QUALIFICATIONS AND WORK EXPERIENCE OF THE AUDIT COMMITTEE

All members of the Audit Committee have the required educational qualifications and work experience. Educational qualifications and work experience of the Chairman and Members of the Audit Committee are as follows:

Nama Name	Jabatan Position	Pendidikan Education	Pengalaman Kerja Work Experience
Teguh Sukaryanto**)	Anggota Member	Sarjana Ekonomi dari Universitas Lampung (1987). Bachelor of Economics from Universitas Lampung (1987)	<ul style="list-style-type: none"> - Kepala Divisi Kepatuhan PT Bank Victoria International Tbk. (2011-2012). - Kepala Divisi Sistem dan Prosedur (2012-2015). - Kepala Divisi Audit Internal/<i>Integrated and Anti Fraud</i> (2015-sekarang). - Internal Audit PT. Bank Duta (1990-1994) - Internal Audit PT. Bank Yama (1995-1996) - Pemimpin Kelompok Pembinaan Cabang PT. Bank Akita (1996-2009) - Portofolio Dept Head - Retail/ Commercial Division PT. Bank Barclays Indonesia (2009-2010) - Kepala Divisi Kepatuhan PT. Bank Victoria International (2011-2012) - Kepala Divisi Sistem dan Prosedur PT. Bank Victoria International Tbk (2012-2015) - Kepala Divisi Audit Internal/<i>Integrated and Anti Fraud</i> PT. Bank Victoria Tbk (2015-2018) - Anggota Komite Audit PT. Bank Victoria International, Tbk (2018 - sekarang) - Anggota Tetap Komite Tata Kelola Terintegrasi PT. Bank Victoria International Tbk (2018 - sekarang) - Head of Compliance Division at PT Bank Victoria International Tbk. (2011-2012) - Head of System and Procedure Division (2012-2015) - Head of Internal Audit/<i>Integrated and Anti-Fraud</i> (2015-present). - Internal Audit at PT. Bank Duta (1990-1994) - Internal Audit at PT. Bank Yama (1995-1996) - Head of Branch Development Group at PT. Akita Bank (1996-2009) - Portfolio Dept. Head - Retail/Commercial Division at PT. Barclays Indonesia Bank (2009-2010) - Head of Compliance Division at PT. Bank Victoria International (2011-2012) - Head of the System and Procedure Division at PT. Bank Victoria International Tbk (2012-2015) - Head of Internal Audit/<i>Integrated and Anti Fraud</i> Division at PT. Bank Victoria Tbk (2015-2018) - Audit Committee Member at PT. Bank Victoria International, Tbk (2018 - now) - Permanent Member of the Integrated Governance Committee at PT. Bank Victoria International Tbk (2018 - now)

*) Berhenti menjabat sejak tanggal 9 Maret 2018. / End of term of office as of March 9, 2018

**) Mulai menjabat sejak tanggal 9 Maret 2018. / Start of effective term of office as of March 9, 2018

Keanggotaan Komite Audit Bank Victoria telah memenuhi Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tanggal 7 Desember 2016 tentang Tata Kelola Bagi Bank Umum, Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tanggal 17 Maret 2017 tentang Penerapan Tata Kelola Bagi Bank Umum, dan Peraturan Otoritas Jasa Keuangan No. 55/POJK.04/2015 tentang Pembentukan dan Pedoman Pelaksanaan Kerja Komite Audit.

Membership of the Audit Committee of Bank Victoria has satisfied the provisions of Financial Services Authority Regulation No. 55/POJK.03/2016 dated 7 December 2016 on Governance for Commercial Bank, Circular of Financial Services Authority No. 13/SEOJK.03/2017 dated 17 March 2017 on Implementation of Governance for Commercial Bank, and Financial Services Authority Regulation No. 55/POJK.04/2015 on Establishment and Guideline for Audit Committee Work Implementation.

INDEPENDENSI KOMITE AUDIT

Komite Audit wajib menjalankan tugas dan tanggung jawabnya secara profesional dan independen, tanpa intervensi dari organ tata kelola Bank lainnya. Pelaksanaan tugas tersebut dilakukan sesuai dengan strategi, target, visi dan misi Bank, serta semata-mata hanya untuk kepentingan Bank. Guna menjamin dipenuhinya hal tersebut, Komite Audit perlu menjaga aspek independensi dimana seluruh anggota Komite Audit tidak terkait dengan Dewan Komisaris, Direksi, serta Pemegang Saham Utama dan Pengendali yang dapat menimbulkan dampak negatif ataupun benturan kepentingan (*conflict of interest*). Aspek independensi Komite Audit dijelaskan sebagai berikut.

INDEPENDENCE OF AUDIT COMMITTEE

The Audit Committee performs its duties and responsibilities professionally and independently, without any intervention from other organs in the Bank's governance. This duty implementation is performed in accordance with the Bank's strategies, targets, vision and mission, and solely for the Bank's interest. In order to ensure compliance, the Audit Committee needs to maintain the independence aspect in which all members of Audit Committee are not related to Boards of Commissioners, Directors, and the Major and Controlling Shareholders in such a way which may result in negative impact or conflict of interest. The independence aspect of the Audit Committee is explained as follows:

Tabel Independensi Komite Audit
Table of Independence of Audit Committee

Aspek Independensi Independence Aspect	Gunawan Tenggarahardja	Retno Dwijanti Widaningsih	Tonny Setiadi	Teguh Sukaryanto
Tidak memiliki hubungan keuangan dengan Dewan Komisaris dan Direksi Does not have financial relationship with the Board of Commissioners and Board of Directors	√	√	√	√
Tidak memiliki hubungan kepengurusan di perusahaan, anak perusahaan, maupun perusahaan afiliasi Does not have management relationship with the Board of Commissioners and Board of Directors	√	√	√	√
Tidak memiliki hubungan kepemilikan saham di perusahaan Does not have share ownership relationship in the company	√	√	√	√
Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi, dan/atau sesama anggota Komite Audit Does not have family relationship with the Board of Commissioners, Board of Directors, and/or fellow members of Audit Committee	√	√	√	√
Tidak menjabat sebagai pengurus partai politik, pejabat dan pemerintah Does not hold position as administrator of political party, officials and government.	√	√	√	√

RAPAT KOMITE AUDIT

Komite Audit wajib mengadakan rapat sekurang-kurangnya 1 kali dalam 3 (tiga) bulan, yang dipimpin langsung oleh Ketua Komite Audit. Komite Audit juga dapat melaksanakan rapat tambahan atas usulan setiap anggota Komite Audit. Selain anggota Komite Audit, rapat Komite Audit juga dapat mengundang Divisi SKAI//*Integrated and Anti Fraud* dan/atau Direktur yang membawahi Divisi tersebut, serta Pejabat Eksekutif Bank, kantor akuntan publik yang menjadi auditor eksternal Bank, ataupun penasehat ahli, jika diperlukan.

Agenda Rapat Komite Audit

Sepanjang tahun 2018, tanggal pelaksanaan, Agenda rapat dan Peserta rapat Komite Audit, sebagai berikut:

Tabel Agenda Rapat Komite Audit

Table of Meeting Agenda of Audit Committee

No.	Tanggal Rapat Date of Meeting	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participant
1	9 Februari 2018 9 February 2018	1. Rencana kerja dan strategi Komite Audit tahun 2018. 2. Hubungan kerja Komite Audit dengan SKAI. 1. Work plan and strategy of Audit Committee 2018 2. Work relationship of Audit Committee and SKAI	1. Gunawan Tenggaraharja 2. RD Widaningsih
2	14 Maret 2018 14 March 2018	Pembahasan hasil pemeriksaan SKAI sampai dengan bulan Februari 2018. Discussion on audit results of SKAI up to February 2018	1. Gunawan Tenggaraharja 2. RD Widaningsih 3. Teguh Sukaryanto
3	27 April 2018 27 April 2018	Evaluasi dan rekomendasi Komite Audit dalam Penunjukan Akuntan Publik dan/atau Kantor Akuntan Publik tahun 2018. Evaluation and recommendation of Audit Committee in the Appointment of Public Accountant and/or Public Accountant Firm in 2018	1. Gunawan Tenggaraharja 2. RD Widaningsih 3. Teguh Sukaryanto
4	30 Mei 2018 30 May 2018	Membahas beberapa hal terkait dengan pemeriksaan perkreditan dan juga hasil pemeriksaan OJK. Discuss several issues related to credit audit and result of OJK's audit	1. Gunawan Tenggaraharja 2. RD Widaningsih 3. Teguh Sukaryanto
5	18 Juli 2018 18 July 2018	Pemaparan oleh SKAI mengenai metodologi audit yang baru. Presentation of SKAI regarding new audit methodology	1. Gunawan Tenggaraharja 2. RD Widaningsih 3. Teguh Sukaryanto

AUDIT COMMITTEE MEETINGS

The Audit Committee must hold meetings at least 1 time in 3 months, which is led directly by the Chairman of the Audit Committee. The Audit Committee also can carry out additional meetings at the suggestion of each member of the Audit Committee. In addition to the Audit Committee members, Audit Committee meeting also can invite the SKAI//*Integrated and Anti Fraud* Division and/or the Director in charge of the Division, as well as Bank Executive Officers, public accountant firm who has been appointed as the Bank's external auditors, or expert advisors, if needed.

Meeting Agenda of Audit Committee

Throughout 2018, meeting date, meeting Agenda and meeting Participants of Audit Committee are as follows:

No.	Tanggal Rapat Date of Meeting	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participant
6	21 September 2018 21 September 2018	Membahas tindak lanjut atas temuan OJK 2018 dan progress audit sampai bulan September 2018. Discuss follow up on OJK findings 2018 and audit progress up to September 2018	1. Gunawan Tenggarahastra 2. RD Widaningsih 3. Teguh Sukaryanto
7	28 November 2018 28 November 2018	1. Pembahasan hasil audit April-Oktober 2018. - General Audit - Audit Khusus/Kasus Fraud 2. Update status Audit Terintegrasi terkait LJK. 1. Discussion on audit result for April-October 2018. - General Audit - Special Audit/Fraud Cases 2. Update Status of Integrated Audit related to LJK	1. RD Widaningsih 2. Teguh Sukaryanto

FREKUENSI DAN TINGKAT KEHADIRAN RAPAT KOMITE AUDIT

Selama tahun 2018, Komite Audit telah melaksanakan rapat sebanyak 7 (tujuh) kali dengan frekuensi dan tingkat kehadiran Komite Audit adalah sebagai berikut.

MEETING FREQUENCY AND ATTENDANCE OF AUDIT COMMITTEE

Throughout 2018, the Audit Committee held 7 (seven) meetings with the following meeting frequency and attendance.

Tabel Tingkat Kehadiran Rapat Komite Audit
Table of Attendance Level of Audit Committee Meting

Nama Name	Jabatan Position	Total Rapat Total Meeting	Jumlah Rapat Number of Meeting	Percentase Percentage
Gunawan Tenggarahastra	Ketua Chairman	7	6	86%
RD Widaningsih	Anggota Member	7	7	100%
Teguh Sukaryanto*)	Anggota Member	6	6	100%

*Menjabat sejak Maret 2018. / Served since March 2018.

LAPORAN SINGKAT PELAKSANAAN KEGIATAN KOMITE AUDIT TAHUN 2018

Sepanjang tahun 2018 Komite Audit telah melakukan penelaahan dan reviu, baik melalui analisa laporan maupun melalui rapat; yang hasilnya disampaikan kepada Dewan Komisaris, antara lain sebagai berikut:

1. Penelaahan Laporan Keuangan serta Pengendalian Internal periode Desember 2017, Maret, dan September 2018, yakni dengan memberikan pendapat tentang kewajaran Laporan Keuangan kepada Dewan Komisaris terutama untuk pencapaian target RBB 2018 (Neraca, Laba Rugi, Perkreditan Sektor Ekonomi, Kolektibilitas, AYDA, DPK, Rasio-rasio dan produk baru) dan tindak lanjut temuan SKAI, OJK dan KAP, serta memberikan rekomendasi untuk Perbaikan Pengendalian Internal berkelanjutan.

Dalam hal hal ini Komite telah membuat memorandum hasil penelaahan sebagai berikut:

BRIEF REPORT ON THE IMPLEMENTATION OF AUDIT COMMITTEE ACTIVITIES IN 2018

Throughout 2018 the Audit Committee has conducted study and review, both through report analysis and through meetings; the results have been submitted to the Board of Commissioners, among others as follows:

1. Review the Financial Statements and Internal Control for the period of December 2017, March, and September 2018, namely by giving an opinion about the fairness of the Financial Statements to the Board of Commissioners especially for the achievement of RBB 2018 target (Balance Sheet, Profit and Loss, Economic Sector Credit, Collectability, AYDA, DPK, Ratios and new products) and follow up of SKAI, OJK and KAP findings, as well as giving recommendation for the Improvement of sustainable Internal Control.

In this matters the Committee has made a memorandum on the result of the review as follows:

No.	Memo Nomor Memo Number	Perihal Subject
1.	002/KA/II/2018 tanggal 2 Februari 2018 002/KA/II/2018 dated 2 February 2018	Penelaahan Laporan Keuangan serta Pengendalian Internal Bank Victoria International Tbk. posisi Desember 2017. Review Financial Statements and Internal Control of Bank Victoria International Tbk. for December 2017 Position
2.	005/KA/IV/2018 tanggal 2 Mei 2018 005/KA/IV/2018 dated 2 May 2018	Penelaahan Laporan Keuangan serta Pengendalian Internal Bank Victoria International Tbk. posisi Maret 2018. Review Financial Statements and Internal Control of Bank Victoria International Tbk. for March 2018 position

No.	Memo Nomor Memo Number	Perihal Subject
3.	11/KA/I0/2018 tanggal 17 Oktober 2018 11/KA/I0/2018 dated 17 October 2018	Penelaahan Laporan Keuangan serta Pengendalian Internal Bank Victoria International Tbk. posisi September 2018. Review Financial Statements and Internal Control of Bank Victoria International Tbk. for September 2018 position

2. Melakukan penelaahan atas hasil Laporan Hasil Pemeriksaan (LHP) SKAI Semester I dan II 2018, yakni dengan:

- Memonitor realisasi Audit Divisi SKAI sesuai Rencana Kerja SKAI tahun 2018, dan melaporkannya kepada Dewan Komisaris.
- Memberikan saran untuk pemenuhan rencana kerja Divisi SKAI 2018.
- Memberi catatan pendalaman atas obyek dan substansi pemeriksaan.
- Memberikan rekomendasi untuk memberikan peningkatan aktivitas pengendalian internal di masing masing unit kerja seperti Divisi di Kantor Pusat, Kantor Cabang/Capem/KK.

Komite telah membuat hasil penelaahan LHP sebagai berikut:

2. Conduct review of Report of Audit Result (LHP) of SKAI for Semester I and II 2018, namely by:

- Monitoring the realization of audit of SKAI Division in accordance with Work Plan of SKAI 2018, and report it to the Board of Commissioners.
- Giving advices for fulfilling the 2018 work plan of SKAI Division.
- Giving notes on deepening the object and substance of the audit.
- Giving recommendation for increasing activities of internal control in each work unit such as in the Division of at Head Office, Branch Office/Subbranch Office/KK.

The Committee has made LHP review result as follows:

No.	Memo Nomor Memo Number	Perihal Subject
1.	003/KA/II/2018 tanggal 7 Februari 2018 003/KA/II/2018 dated 7 February 2018	Review LHP SKAI TW IV 2017 untuk 1 Cabang & 6 Cluster dan 2 Divisi periode Oktober – Desember 2017. Review LHP SKAI TW IV 2017 for 1 Branch & 6 Clusters and 2 Divisions for October – December 2017 Period.
2.	007/KA/V/2018 tanggal 11 Mei 2018 007/KA/V/2018 dated 11 May 2018	Review LHP SKAI TW I 2018. Review LHP SKAI TW I 2018.
3.	008/KA/VII/2018 tanggal 13 Juli 2018 008/KA/VII/2018 dated 13 July 2018	Review LHP SKAI TW IV 2017 untuk 1 Cabang & 6 Cluster dan 2 Divisi periode Oktober – Desember 2017. Review LHP SKAI TW IV 2017 for 1 Branch & 6 Clusters and 2 Divisions for October – Desember 2017 Period
4.	009/KA/VIII/ 2018 tanggal 8 Agustus 2018 009/KA/VIII/ 2018 dated 8 August 2018	Review LHP SKAI Kantor Cabang Utama Cideng dan Jaringan Komunikasi. Review LHP SKAI of Cideng Branch Office and Communication Network.
5.	010/KA/09/2018 tanggal 28 September 2018 010/KA/09/2018 dated 28 September 2018	Review LHP SKAI Kantor Cabang Utama Kelapa Gading bidang Operasional, serta Divisi Multi Finance. Review LHP SKAI Kelapa Gading Branch Office, Operational Dept, and Multi Finance Division.
6.	012/KA/10/2018 tanggal 19 Oktober 2018 012/KA/10/2018 dated 19 October 2018	Review LHP SKAI Kantor Cabang Utama Kelapa Gading bidang Perkreditan, serta Kantor Cabang Utama BIP bidang Operasional. Review LHP SKAI Branch Office Kelapa Gading Credit Dept, and Branch Office BIP, Operational Dept.
7.	013/KA/11/2018 tanggal 9 November 2018 013/KA/11/2018 dated 9 November 2018	Rekomendasi Komite Audit tentang Persetujuan Penunjukan Konsultan Perpajakan. Recommendation of Audit Committee regarding the Appointment of Tax Consultant.
8.	014/KA/11/2018 tanggal 9 November 2018 014/KA/11/2018 dated 9 November 2018	Review LHP SKAI Pengamanan Informasi – Teknologi Informasi. Review LHP SKAI on Information Security – Information Technology.
9.	015/KA/11/2018 tanggal 14 November 2018 015/KA/11/2018 dated 14 November 2018	Review LHP SKAI Kantor Cabang Luar Kota Bandung dan Surabaya. Review LHP SKAI Branch Office Outside City of Bandung and City of Surabaya

3. Melakukan evaluasi Pelaksanaan Jasa Audit atas Informasi Keuangan oleh AP & KAP tahun buku 2017, dimana sesuai POJK No. 13/POJK.03/2017 dan SEOJK No. 36/SEOJK.03/2017 tentang Jasa Akuntan Publik (AP) dan/ atau Kantor Akuntan Publik (KAP), maka KAP Tanudiredja, Wibisana, Rintis & Rekan telah memenuhi harapan Dewan Komisaris dalam melakukan uji pemeriksaan secara independen atas *proofsheet*, pencatatan manual serta memeriksa dokumen non keuangan sebagai pendukungnya, serta meyakini tidak adanya *fraud* yang cukup material tahun buku 2017.

3. Conduct evaluation regarding the Implementation of Audit Services on Financial Information by AP & KAP of fiscal year 2017, where in accordance with POJK No. 13/POJK.03/2017 and SEOJK No. 36/SEOJK.03/2017 concerning the Services of Public Accountant (AP) and/or Public Accountant Firm (KAP), KAP Tanudiredja, Wibisana, Rintis & Partners has met expectation of the Board of Commissioners in conducting independent audit trial of the *proofsheet*, manual notes and auditing non-financial documents as the supports, as well as believing that there is no material fraud in fiscal year 2017.

Komite telah melakukan evaluasi melalui Memorandum No. 004/KA/04/2018 tanggal 11 April 2018 perihal Evaluasi pelaksanaan jasa audit informasi keuangan PT Bank Victoria Int'l Tbk. tahun buku 2017 oleh Sdr. M Jusuf Wibisana, dari KAP Tanudiredja, Wibisana, Rintis & Rekan (Price Waterhouse Coopers).

4. Memberikan rekomendasi penunjukkan Kantor Akuntan Publik (KAP) untuk *general audit* atas Laporan Keuangan PT Bank Victoria International Tbk tahun buku yang berakhir pada tanggal 31 Desember 2018, yang hal ini merujuk pada:

- POJK 6/POJK.03/2015 tentang Transparansi dan Publikasi Laporan Bank, POJK 29/POJK.04/2016 tentang Laporan Tahunan Emiten atau Perusahaan Publik, serta POJK 13/POJK.03/2017, maka bank wajib menunjuk Akuntan Publik dan Kantor Akuntan Publik yang telah terdaftar di Bank Indonesia dan Penunjukan Akuntan Publik yang sama oleh Bank paling lama dilakukan untuk periode audit 3 tahun buku berturut-turut.
 - Merekendasikan Kantor Akuntan Publik yang akuntabel dan memiliki reputasi baik, serta terdaftar dalam daftar KAP di website Bank Indonesia dan Otoritas Jasa Keuangan dan tidak termasuk dalam daftar hitam, yakni KAP Tanudiredja, Wibisana, Rintis & Rekan.
 - Rekomendasi Komite dituangkan dalam Memorandum No. 006/KA/V/2018 tanggal 2 Mei 2018 perihal Rekomendasi Komite Audit dalam Penunjukan Akuntan Publik dan/ atau Kantor Akuntan Publik.
5. Dalam rangka mendiskusikan dan membahas hal-hal yang berhubungan pengendalian internal, Komite telah melakukan 7 (tujuh) kali rapat Komite Audit, diantaranya 5 (lima) kali rapat dengan SKAI, yang antara lain membahas:
- Hasil Audit yang dilakukan oleh SKAI.
 - Progress hasil pemeriksaan versus Rencana Kerja Audit Tahun (RAKT) 2018.
 - Memberikan rekomendasi, *coaching* dan pengarahan kepada Divisi SKAI dalam pelaksanaan pemeriksaan dan penulisan LHP *Risk Based Audit*.

KOMITE NOMINASI DAN REMUNERASI

Komite Nominasi dan Remunerasi merupakan salah satu organ pendukung Dewan Komisaris yang membantu pelaksanaan fungsi dan tugas terkait nominasi dan remunerasi terhadap anggota Direksi dan Dewan Komisaris. Pembentukan Komite Nominasi dan Remunerasi dilakukan berdasarkan Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 dan Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tentang Penerapan Tata Kelola bagi Bank Umum, serta Peraturan Otoritas Jasa Keuangan No. 34/POJK.04/2014 tentang Komite Nominasi dan Remunerasi Emiten atau Perusahaan Publik.

The Committee has conducted evaluation through a Memorandum No. 004/KA/04/2018 dated 11 April 2018 regarding Evaluation of the implementation on financial information audit service of PT Bank Victoria Int'l Tbk. for the fiscal year 2017 by Mr. M Jusuf Wibisana, from KAP Tanudiredja, Wibisana, Rintis & Rekan (Price Waterhouse Coopers).

4. Giving recommendation on the appointment of Public Accountant Firm (KAP) for general audit of Financial Statements of PT Bank Victoria International Tbk for the fiscal year ended on 31 December 2018, in this case refers to:
 - POJK 6/POJK.03/2015 concerning Transparency and Publication of Bank Reports, POJK 29/POJK.04/2016 concerning Annual Report of Stock Issuers or Public Companies, and POJK 13/POJK.03/2017, therefore, banks must appoint Public Accountants and Public Accountant Firms listed in Bank Indonesia and the Appointment of the same Public Accountant by Bank shall be conducted at a maximum of audit period of 3 consecutive fiscal years.
 - Recommend a Public Accountant Firm which is accountable and has good reputation, and listed in the list of KAP on the website of Bank Indonesia and OJK and is not included in the black list, namely KAP Tanudiredja, Wibisana, Rintis & Partners.
 - The recommendation of the Committee is set forth in Memorandum No. 006/KA/V/2018 dated 2 May 2018 regarding Recommendation of the Audit Committee on the Appointment of Public Accountant and/or Public Accountant Firm.
5. In the framework of discussing matters relating to internal control, the Committee has held 7 (seven) times Audit Committee meetings, among them 5 (five) times were meetings with SKAI, which among other discussing:
 - Audit results conducted by SKAI.
 - Progress of audit results versus Audit Work Plan of Year (RAKT) 2018.
 - Provide recommendation, coaching and direction to SKAI Division in implementing audit and the writing of LHP of Risk Based Audit.

NOMINATION AND REMUNERATION COMMITTEE

Nomination and Remuneration Committee is one of the supporting organs of the Board of Commissioners which assists the implementation of the function and duty related to the Nomination and Remuneration for members of the Board of Directors and Board of Commissioners. The establishment of Nomination and Remuneration Committee is conducted based on the Regulation of Financial Services Authority No. 55/POJK.03/2016 and Circular of Financial Services Authority No. 13/SEOJK.03/2017 concerning the Implementation of Governance for Commercial Banks, and Regulation of Financial Services Authority No. 34/POJK.04/2014 concerning Nomination and Remuneration Committee of Stock Issuers or Public Companies.

DASAR PEMBENTUKAN KOMITE NOMINASI DAN REMUNERASI

Secara garis besar, landasan peraturan dan perundang-undangan yang menjadi dasar dalam penyusunan Pedoman Kerja Komite Nominasi dan Remunerasi dapat diuraikan sebagai berikut:

1. Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tanggal 17 Maret 2017 tentang Penerapan Tata Kelola bagi Bank Umum.
2. Surat Edaran Otoritas Jasa Keuangan No. 14/SEOJK.03/2017 tanggal 17 Maret 2017 tentang Penilaian Kesehatan Bank Umum.
3. Peraturan Otoritas Jasa Keuangan No. 4/POJK.03/2016 tanggal 26 Januari 2016 tentang Penilaian Kesehatan Bank Umum.
4. Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tanggal 7 Desember 2016 tentang Tata Kelola bagi Bank Umum.
5. Peraturan Otoritas Jasa Keuangan No. 8/POJK.04/2015 tanggal 25 Juni 2015 tentang Situs Web Emitter atau Perusahaan Publik.
6. Undang-Undang No. 21 tahun 2011 tanggal 22 November 2011 tentang Otoritas Jasa Keuangan.
7. Undang-Undang No. 6 tahun 2009 tanggal 13 Januari 2009 tentang Penerapan Peraturan Pemerintah Pengganti Undang-Undang No. 2 tahun 2008 tentang Perubahan Kedua atas Undang-Undang No. 23 tahun 1999 tentang Bank Indonesia menjadi Undang-Undang.
8. Undang-Undang No. 40 tahun 2007 tanggal 16 Agustus 2007 tentang Perseroan Terbatas.

PIAGAM KOMITE NOMINASI DAN REMUNERASI

Komite Nominasi dan Remunerasi telah dilengkapi dengan pedoman kerja yang ditetapkan dalam Pedoman Komite Nominasi dan Remunerasi yang telah disusun berdasarkan peraturan dan perundang-undangan yang berlaku dan senantiasa ditinjau ulang secara berkala. Pedoman Komite Nominasi dan Remunerasi telah disahkan berdasarkan Keputusan Dewan Komisaris No. 003/SK-KOM/09/18 tanggal 20 September 2018 tentang Pedoman Komite Nominasi dan Remunerasi PT Bank Victoria International Tbk.

Pedoman Komite Nominasi dan Remunerasi Bank Victoria tersebut memuat uraian tentang:

1. Latar Belakang;
2. Daftar Istilah;
3. Tujuan;
4. Fungsi;
5. Keanggotaan, Persyaratan dan Masa Tugas;
6. Tugas dan Tanggung Jawab Komite Nominasi dan Remunerasi;
7. Wewenang Komite Nominasi dan Remunerasi;
8. Rapat dan Pelaporan;
9. Kode Etik Nominasi dan Remunerasi;
10. Evaluasi bagi Komite Nominasi dan Remunerasi; dan
11. Sistem Nominasi dan Remunerasi.

Uraian lebih jelas mengenai isi Pedoman Komite Nominasi dan Remunerasi Bank Victoria dapat dilihat pada situs web Bank bagian Tata Kelola (<http://www.victoriabank.co.id/pdf/001SKKOM0216.pdf>).

ESTABLISHMENT BASIS OF NOMINATION AND REMUNERATION COMMITTEE

Broadly, the base of laws and regulations that become the basis in preparing Work Guideline for Nomination and Remuneration can be described as follows:

1. Circular of Financial Services Authority No. 13/ SEOJK.03/2017 dated 17 March 2017 concerning Implementation of Governance for Commercial Banks.
2. Circular of Financial Services Authority No. 14/ SEOJK.03/2017 dated 17 March 2017 concerning Assessment of Soundness of Commercial Banks.
3. Regulation of Financial Services Authority No. 4/ POJK.03/2016 dated 26 January 2016 concerning Assessment of Soundness of Commercial Banks.
4. Regulation of Financial Services Authority No. 55/ POJK.03/2016 dated 7 December 2016 concerning Governance of Commercial Banks.
5. Regulation of Financial Services Authority No. 8/ POJK.04/2015 dated 25 June 2015 concerning Website of Stock Issuers or Public Companies.
6. Law No. 21 of 2011 dated 22 November 2011 concerning Financial Services Authority.
7. Law No. 6 of 2009 dated 13 January 2009 concerning Implementation of Government Regulation in Lieu of Law No. 2 of 2008 concerning Second Amendment to Law No. 23 of 1999 concerning Bank Indonesia to become Law.
8. Law No. 40 of 2007 dated 16 August 2007 concerning Limited Liability Companies.

CHARTER OF NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee has been completed with a work guideline set out on Guideline for Nomination and Remuneration Committee which has been developed based on the applicable laws and regulations and is constantly reviewed periodically. The Guideline for Nomination and Remuneration Committee has been ratified pursuant to the Decision of the Board of Commissioners No. 003/SK-KOM/09/18 dated 20 September 2018 concerning Guideline for Nomination and Remuneration of PT Bank Victoria International Tbk.

The Guideline for Nomination and Remuneration Committee of Victoria contained description regarding:

1. Background;
2. Glossary;
3. Objective;
4. Function;
5. Membership, Requirements and Tenure;
6. Duties and Responsibilities of Nomination and Remuneration Committee;
7. Authorities of Nomination and Remuneration Committee;
8. Meetings and Reporting;
9. Code of Ethics of Nomination and Remuneration;
10. Evaluation for Nomination and Remuneration Committee; and
11. Nomination and Remuneration System.

Clearer description regarding the content of Nomination and Remuneration Committee of Bank Victoria can be seen on the Bank website in the Governance section (<http://www.victoriabank.co.id/pdf/001SKKOM0216.pdf>).

TUGAS DAN TANGGUNG JAWAB KOMITE NOMINASI DAN REMUNERASI

Tugas dan tanggung jawab Komite Nominasi dan Remunerasi Bank Victoria terkait kebijakan remunerasi diuraikan sebagai berikut;

1. Menyusun dan mengevaluasi remunerasi kepada anggota Dewan Komisaris, Direksi dan Pejabat Eksekutif sampai dengan satu tingkat di bawah Direksi;
2. Memberikan rekomendasi kepada Dewan Komisaris mengenai:
 - a. Kebijakan remunerasi bagi Dewan Komisaris dan Direksi untuk disampaikan kepada RUPS;
 - b. Kebijakan remunerasi bagi Pejabat Eksekutif sampai dengan satu tingkat di bawah Direksi untuk disampaikan kepada Direksi; dan
 - c. Kebijakan Remunerasi bagi karyawan secara keseluruhan untuk disampaikan kepada Direksi.
3. Dalam melaksanakan tugas dan tanggung jawab terkait dengan kebijakan remunerasi wajib memperhatikan:
 - a. Kinerja keuangan dan pemenuhan cadangan sebagaimana diatur dalam peraturan perundang-undangan yang berlaku;
 - b. Prestasi kerja individu;
 - c. Kewajaran dengan *peer group*; dan
 - d. Pertimbangan sasaran dan strategi jangka panjang Bank.

Sedangkan, tugas dan tanggung jawab terkait dengan kebijakan nominasi Bank diuraikan sebagai berikut:

1. Menyusun dan memberikan rekomendasi mengenai sistem serta prosedur pemilihan dan/atau penggantian anggota Dewan Komisaris dan Direksi kepada Dewan Komisaris untuk disampaikan kepada RUPS.
2. Memberikan rekomendasi mengenai calon anggota Dewan Komisaris dan/atau Direksi kepada Dewan Komisaris untuk disampaikan kepada RUPS.

Selain tugas dan tanggung jawab di atas, Komite Nominasi dan Remunerasi memiliki tugas lainnya, yaitu:

1. Membantu Dewan Komisaris untuk memberikan rekomendasi tentang jumlah anggota Dewan Komisaris dan Direksi.
2. Membantu Direksi dalam melakukan kaji ulang terhadap sistem *Human Capital Management* dan kebijakan pengembangan sumber daya manusia mulai dari rekrutmen, *assessment*, peningkatan kompetensi, evaluasi, promosi, demosi, terminasi, suksesi, seleksi, dan lain-lain.
3. Memberikan rekomendasi mengenai pihak Independen yang menjadi anggota Komite Audit serta anggota Komite Pemantau Risiko.

WEWENANG KOMITE NOMINASI DAN REMUNERASI

Dalam menjalankan tugas dan tanggung jawabnya, Komite Nominasi dan Remunerasi mempunyai wewenang untuk:

1. Mengkaji ulang, memeriksa dan melakukan analisa dan pemberian pendapat serta rekomendasi dalam batas ruang lingkup tugasnya.
2. Mencari dan mendapatkan informasi (akses yang tidak terbatas) yang relevan dari sistem informasi manajemen, laporan-laporan dari setiap anggota Direksi dan individu atau narasumber terkait, baik yang berasal dari dalam maupun dari luar Bank.
3. Mengundang Manajemen untuk hadir dalam rapat Komite.

DUTIES AND RESPONSIBILITIES OF NOMINATION AND REMUNERATION COMMITTEE

Duties and responsibilities of the Nomination and Remuneration Committee of Bank Victoria related to the remuneration policy is described as follows;

1. Prepare and evaluate remuneration for the members of the Board of Commissioners, Board of Directors and Executive Officers up to one level below Board of Directors;
2. Provide recommendations to the Board of Commissioners regarding:
 - a. Policy of remuneration for the Board of Commissioners and Board of Directors to be submitted to GMS;
 - b. Policy of remuneration for Executive Officers up to one level below Board of Directors to be submitted to the Board of Directors; and
 - c. Remuneration Policy for employees as a whole to be submitted to the Board of Directors.
3. In carrying out duties and responsibilities related to the policy of remuneration, the committee must take into consideration:
 - a. Financial performance and reserves fulfillment as regulated in the applicable laws and regulations;
 - b. Individual work performance;
 - c. Fairness with peer group; and
 - d. Consideration on the long-term strategies and goals of Bank.

Meanwhile, duties and responsibilities related to the nomination policy of the Bank is described as follows:

1. Develop and provide recommendation regarding system and procedure for selecting and/or replacing members of the Board of Commissioners and Board of Directors to the Board of Commissioners to be submitted to GMS.
2. Provide recommendation regarding prospective members of the Board of Commissioners and/or Board of Directors to the Board of Commissioners to be submitted to GMS.

Other than duties and responsibilities mentioned above, the Nomination and Remuneration Committee has other duties, namely:

1. To assist the Board of Commissioners by providing recommendation on the number of the Board of Commissioners and Board of Directors' members.
2. To assist Board of Directors in conducting review on the Human Capital Management system and policy in human resources development, starting from the recruitment, assessment, competence improvement, evaluation, promotion, demotion, termination, succession, selection, etc.
3. Memberikan rekomendasi mengenai pihak Independen yang menjadi anggota Komite Audit serta anggota Komite Pemantau Risiko.

AUTHORITY OF NOMINATION AND REMUNERATION COMMITTEE

In carrying out its duties and responsibilities, the Nomination and Remuneration Committee has the authority to:

1. Review, examine and conduct analysis as well as provide opinion and recommendation within the scope of its duties.
2. Search and get relevant information (unlimited access) from the management information system, reports from each member of the Board of Directors and from individual or related sources, both from internal and external Bank.
3. Invite Management to attend the Committee meetings.

MASA TUGAS

Masa tugas anggota Komite Nominasi dan Remunerasi tidak boleh lebih lama daripada jabatan Dewan Komisaris dan dapat diangkat kembali untuk periode berikutnya.

STRUKTUR, KEANGGOTAAN DAN KEAHLIAN KOMITE NOMINASI DAN REMUNERASI

Komite Nominasi dan Remunerasi paling kurang terdiri dari 3 (tiga) orang anggota, dengan ketentuan:

1. Seorang Ketua merangkap anggota, yang merupakan Komisaris Independen; dan
2. Anggota lainnya yang dapat berasal dari:
 - a. Anggota Dewan Komisaris;
 - b. Pihak yang berasal dari luar Bank; atau
 - c. Pihak yang menduduki jabatan manajerial di bawah Direksi yang membidangi sumber daya manusia.

Periode 1 Januari 2018 – 26 Juli 2018

Struktur dan keanggotaan Komite Nominasi dan Remunerasi periode 1 Januari – 26 Juli 2018 yang diangkat berdasarkan Surat Keputusan Direksi No. 001/SK-DIR/12/16 tanggal 16 Desember 2016 adalah sebagai berikut.

Tabel Struktur, Keanggotaan dan Keahlian Komite Nominasi dan Remunerasi

Table of Structure, Membership, and Expertise of the Nomination and Remuneration Committee

Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Gunawan Tenggarahardja	Ketua Chairman	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Perbankan Banking
Debora Wahjutirto Tanoyo	Anggota Member	Komisaris Commissioner	Bisnis Business
Syahda Candra	Anggota Member	Kepala Divisi <i>Human Capital Management and General Affair</i> Head of Human Capital Management and General Affair Division	<i>Human Capital</i>

Periode 26 Juli 2018 - Sekarang

Struktur dan keanggotaan Komite Nominasi dan Remunerasi periode 26 Juli 2018 – sekarang yang diangkat berdasarkan Surat Keputusan Direksi No. 007/SK-DIR/07/18 tanggal 26 Juli 2018 adalah sebagai berikut.

Tabel Struktur, Keanggotaan dan Keahlian Komite Remunerasi dan Nominasi

Table of Structure, Membership, and Expertise of the Nomination and Remuneration Committee

Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Gunawan Tenggarahardja	Ketua Chairman	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Perbankan Banking
Debora Wahjutirto Tanoyo	Anggota Member	Komisaris Commissioner	Bisnis Business
Syahda Candra	Anggota Member	Kepala Divisi <i>Human Capital Management and General Affair</i> Head of Human Capital Management and General Affair Division	<i>Human Capital</i>

Keanggotaan Komite Nominasi dan Remunerasi Bank Victoria telah memenuhi ketentuan Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 dan Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tentang Penerapan Tata Kelola bagi Bank Umum, serta Peraturan Otoritas Jasa Keuangan No. 34/POJK.04/2014 tentang Komite Nominasi dan Remunerasi Emiten atau Perusahaan Publik.

OFFICE TERM

The office term of the Nomination and Remuneration Committee members may not be longer than the Board of Commissioners and can be reappointed for the next period.

STRUCTURE, MEMBERSHIP, AND EXPERTISE OF THE NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee consists of at least 3 (three) persons, under the following provisions:

1. A Chairman, concurrently as member, who is an Independent Commissioner; and
2. Other members that may come from:
 - a. Members of the Board of Commissioners;
 - b. Parties from outside the Bank; or
 - c. The party holding managerial positions under the Board of Directors in charge of human resources division.

1 January - 26 July 2018

The structure and membership of the Nomination and Remuneration Committee for 1 January - 26 July 2018 that appointed based on the Board of Directors Decree No. 001/SK-DIR/12/16 dated December 16, 2016 are as follows.

26 July 2018 - Present

The structure and membership of the Nomination and Remuneration Committee for 26 July 2018 – present that appointed based on the Board of Directors Decree No. 007/SK-DIR/07/18 dated July 26, 2018 are as follows.

Membership of the Nomination and Remuneration Committee of Bank Victoria has satisfied the provisions of Financial Services Authority Regulation No. 55/POJK.03/2016 and Circular of Financial Services Authority No. 13/SEOJK.03/2017 on the Implementation of Governance for Commercial Banks and Financial Services Authority Regulation No. 34/POJK.04/2014 on Nomination and Remuneration Committee of Issuer or Public Company.

PROFIL KOMITE NOMINASI DAN REMUNERASI**PROFILES OF NOMINATION AND REMUNERATION COMMITTEE**

Gunawan Tenggarahardja Ketua Komite Nominasi dan Remunerasi Chairman of Nomination and Remuneration Committee	Profil beliau dapat dilihat pada bagian Profil Dewan Komisaris dalam Laporan Tahunan ini. His profile can be found in the Profile section of the Board of Commissioners in this Annual Report.
Oliver Simorangkir Anggota Komite Nominasi dan Remunerasi Member of Nomination and Remuneration Committee	Profil beliau dapat dilihat pada bagian Profil Dewan Komisaris dalam Laporan Tahunan ini. His profile can be found in the Profile section of the Board of Commissioners in this Annual Report.
Syahda Candra Anggota Komite Nominasi dan Remunerasi Member of Nomination and Remuneration Committee	<p>Warga Negara Indonesia, lahir di Jakarta pada tahun 1974. Saat ini berusia 44 tahun dan berdomisili di Jakarta. Menjabat sebagai anggota Komite Nominasi dan Remunerasi sejak tahun 2012 dengan masa jabatan tidak melebihi masa jabatan anggota Dewan Komisaris yang menjabat dalam Komite.</p> <p>Beliau meraih gelar Sarjana Psikologi dari Universitas Persada Indonesia Y.A.I, Jakarta pada tahun 1998. Beliau mengawali karir sebagai <i>Senior Staff Human Resource Department (Recruitment and Man Power)</i> PT Bank Ekonomi tahun 1997 – 2000, <i>Assistant Manager Human Resource Department</i> PT Hawaii Confectionery Factory tahun 2001 – 2002, dan <i>Supervisor Human Resource Department PT JS Multi Collection</i> tahun 2002 – 2003. Beliau kemudian bergabung dengan Bank Victoria dan menjabat sebagai <i>Kepala Divisi Human Resource and General Affair</i> tahun 2003 – 2012, <i>Kepala Divisi Human Capital Management</i> tahun 2012 – Oktober 2017, dan <i>Kepala Divisi Human Capital Management and General Affair</i> sejak Oktober 2017 – sekarang.</p> <p>An Indonesian Citizen, born in Jakarta in 1974. At this time she is 44 years old and domiciled in Jakarta. Has served as member of the Nomination and Remuneration Committee since 2012 with a term not exceeding the office term of the member of the Board of Commissioners serving in the Committee.</p> <p>He earned a Bachelor of Psychology from Universitas Persada Indonesia Y.A.I, Jakarta, in 1998. Started her career as Senior Staff Human Resources Department (Recruitment and Man Power) of PT Bank Ekonomi from 1997– 2000, Assistant Manager Human Resources Department of PT Hawaii Confectionery Factory from 2001 – 2002, and Supervisor of Human Resources Department at PT JS Multi Collection from 2002 – 2003. She then joined in Bank Victoria and served as the Head of Human Resources and General Affairs Division from 2003 – 2012, Head of Human Capital Management Division from 2012 – October 2017, and Head of Human Capital Management and General Affairs Division since October 2017 – present.</p>

KUALIFIKASI PENDIDIKAN DAN PENGALAMAN KERJA KOMITE NOMINASI DAN REMUNERASI

Seluruh anggota Komite Nominasi dan Remunerasi telah memiliki kualifikasi pendidikan dan pengalaman kerja yang Dipersyaratkan. Per 31 Desember 2018, kualifikasi pendidikan dan pengalaman kerja Ketua dan Anggota Komite Nominasi dan Remunerasi adalah sebagai berikut:

EDUCATIONAL QUALIFICATIONS AND WORK EXPERIENCE OF THE NOMINATION AND REMUNERATION COMMITTEE

All members of the Nomination and Remuneration Committee have educational qualifications and working experience as required. As of 31 December 2018, educational qualifications and work experience of the Nomination and Remuneration Chairman and Members are as follows:

Tabel Kualifikasi Pendidikan dan Pengalaman Kerja Komite Nominasi dan Remunerasi
Table of Education Qualification and Work Experience of Nomination and Remuneration Committee

Nama Name	Jabatan Position	Pendidikan Education	Pengalaman Kerja Work Experience
Gunawan Tenggarahardja	Ketua Chairman	Sarjana Teknik Sipil dari Institut Teknologi Bandung (1981), Bachelor of Civil Engineering from Institut Teknologi Bandung (1981)	<ul style="list-style-type: none"> - International Field Engineer 1 di Schlumberger OSA (1982-1984). - Assistant Manager di PT Bank Bali (1985-1988). - General Manager di PT Sampoerna Transport Nusantara (1989-1992). - Direktur Eksekutif di PT Duta Pertiwi Tbk (1992-1996). - Direktur di PT Bhuanatala Indah Permai Tbk (1996-1998). - Komisaris Independen PT Jakarta Setiabudi International Tbk. (2004-sekarang) - Komisaris Utama di PT Sigma Karya Sempurna (Bali Camp) (1998-2004). - Komisaris dan Komisaris Independen di PT Bank Victoria International Tbk. (2003-sekarang). - International Field Engineer 1 at Schlumberger OSA (1982-1984). - Assistant Manager at PT Bank Bali (1985-1988). - General Manager at PT Sampoerna Transport Nusantara (1989-1992). - Executive Director at PT Duta Pertiwi Tbk (1992-1996). - Director at PT Bhuanatala Indah Permai Tbk (1996-1998). - Independent Commissioner at PT Jakarta Setiabudi International Tbk. (2004-at present) - President Commissioner at PT Sigma Karya Sempurna (Bali Camp) (1998-2004). - Commissioner and Independent Commissioner at PT Bank Victoria International Tbk. (2003-present).

Nama Name	Jabatan Position	Pendidikan Education	Pengalaman Kerja Work Experience
Oliver Simorangkir	Anggota Member	Sarjana Ekonomi Akuntansi dari Universitas Indonesia (1980). Bachelor of Economics – Accounting from Universitas Indonesia (1980)	<ul style="list-style-type: none"> - Officer Development Program di PT Bank Niaga Tbk (1980-1981). - Sub Manager Staff Internal Audit di PT Bank Niaga Tbk (1981-1983). - Assistant Manager-Department Head of Credit Administration Cabang Utama Jakarta di PT Bank Niaga Tbk (1983-1985). - Kepala Divisi Operasional Cabang Utama Jakarta di PT Bank Niaga Tbk (1985-1987). - Senior Manager-Wakil Pimpinan Cabang Thamrin di PT Bank Niaga Tbk (1987-1988). - Assistant Vice President-Manager in Charge Sentralisasi Operasional Wilayah Jakarta di PT Bank Niaga Tbk (1988-1989). - Vice President Operasional-Manager in Charge Wilayah Jakarta di PT Bank Niaga Tbk (1990-1994). - Group Head Operation System and Procedure Head Office di PT Bank Niaga Tbk (1994-1998). - Group Head Corporate Planning and Accounting Control Head Office di PT Bank Niaga Tbk (1998-2000). - Senior Vice President – General Manager Internal Audit di PT Bank Permata Tbk (2001-2003). - Direktur Kepatuhan dan Manajemen Risiko di PT Bank Victoria International Tbk (2005-2008). - Direktur Operasi dan Sistem di PT Bank Victoria International Tbk (2008-2015). - Komisaris Utama di PT Bank Victoria International Tbk (2015-sekarang) - Officer Development Program at PT Bank Niaga Tbk (1980-1981). - Sub Manager Staff Internal Audit at PT Bank Niaga Tbk (1981-1983). - Assistant Manager - Department Head of Credit Administration Jakarta Branch at PT Bank Niaga Tbk (1983-1985). - Head of Operational Division of Jakarta Branch Office at PT Bank Niaga Tbk (1985-1987). - Senior Manager – Deputy Manager of Thamrin Branch Office at PT Bank Niaga Tbk (1987-1988). - Assistant Vice President - Manager in Charge of Operational Centralization of Jakarta Region at PT Bank Niaga Tbk (1988-1989). - Vice President Operasional - Manager in Charge of Jakarta Region at PT Bank Niaga Tbk (1990-1994). - Group Head Operation System and Procedure Head Office at PT Bank Niaga Tbk (1994-1998). - Group Head Corporate Planning and Accounting Control Head Office at PT Bank Niaga Tbk (1998-2000). - Senior Vice President – General Manager Internal Audit at PT Bank Permata Tbk (2001-2003). - Director of Compliance and Risk Management at PT Bank Victoria International Tbk (2005-2008). - Director of Operations and System at PT Bank Victoria International Tbk (2008-2015). - President Commissioner at PT Bank Victoria International Tbk (2015-present)
Syahda Candra	Anggota Member	Sarjana Psikologi Industri dari Universitas Persada Indonesia YAI (1998). Bachelor of Industrial Psychology from Universitas Persada Indonesia YAI (1998)	<ul style="list-style-type: none"> - Senior Staff Human Resource Department (Recruitment and Man Power) di PT Bank Ekonomi (1997 – 2000). - Assistant Manager Human Resource Department di PT Hawaii Confectionery Factory (2001 – 2002). - Supervisor Human Resource Department PT JS Multi Collection (2002 – 2003). - Kepala Divisi Human Resource and General Affair di PT Bank Victoria International Tbk. (2003 – 2012). - Kepala Divisi Human Capital Management di PT Bank Victoria International Tbk. (2012-2017). - Kepala Divisi Human Capital Management and General Affair (2017 – sekarang). - Senior Staff Human Resource Department (Recruitment and Man Power) at PT Bank Ekonomi (1997 – 2000). - Assistant Manager Human Resource Department at PT Hawaii Confectionery Factory (2001 – 2002). - Supervisor Human Resource Department PTJS Multi Collection (2002 – 2003). - Head of Human Resource and General Affair Division at PT Bank Victoria International Tbk. (2003 – 2012). - Head of Human Capital Management Division at PT Bank Victoria International Tbk. (2012-2017). - Head of Human Capital Management and General Affair Division (2017 – present).

INDEPENDENSI KOMITE NOMINASI DAN REMUNERASI

Komite Nominasi dan Remunerasi Bank Victoria menjalankan tugas dan tanggung jawabnya secara profesional dan independen, tanpa intervensi dari organ tata kelola Bank lainnya. Pelaksanaan tugas tersebut dilakukan sesuai dengan

INDEPENDENCE OF NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of Bank Victoria has performed its duties and responsibilities in a professional and independent manner, without any intervention from other governance organs of the Bank. The implementation of duties

strategi, target, visi dan misi Bank, semata-mata hanya untuk kepentingan Bank. Untuk menjaga profesionalitas dan independensi pelaksanaan tugas Komite Nominasi dan Remunerasi, Bank mengatur komposisi antara anggota yang independen dan non independen untuk menghindari benturan kepentingan (*conflict of interest*). Adapun aspek independensi Komite Nominasi dan Remunerasi dijelaskan pada tabel di bawah ini.

Tabel Independensi Komite Nominasi dan Remunerasi

Table of Independence of Nomination and Remuneration Committee

Aspek Independensi	Gunawan Tenggarahardja	Oliver Simorangkir	Syahda Candra
Tidak memiliki hubungan keuangan dengan Dewan Komisaris dan Direksi Does not have any financial relationship with the Board of Commissioners and Board of Directors	√	√	√
Tidak memiliki hubungan kepengurusan di perusahaan, anak perusahaan, maupun perusahaan afiliasi Does not have management relationship in company, subsidiaries, and affiliate companies	√	√	√
Tidak memiliki hubungan kepemilikan saham di perusahaan Does not have share ownership relationship in company	√	√	√
Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi, dan/atau sesama anggota Komite Nominasi dan Remunerasi Does not have family relationship with the Board of Commissioners, Board of Directors, and/or fellow member of Nomination and Remuneration Committee	√	√	√
Tidak menjabat sebagai pengurus partai politik, pejabat dan pemerintah Does not hold position as administrator of political party, official and government	√	√	√

RAPAT KOMITE NOMINASI DAN REMUNERASI

Kebijakan mengenai rapat Komite Nominasi dan Remunerasi sebagaimana telah diatur dalam Piagam Komite Nominasi dan Remunerasi adalah diselenggarakan secara berkala paling kurang 4 (empat) kali dalam 1 (satu) tahun dengan dipimpin oleh Ketua Komite Nominasi dan Remunerasi. Dalam pengambilan keputusan rapat, Komite Nominasi dan Remunerasi selalu mengedepankan musyawarah mufakat. Hasil dari rapat tersebut dituangkan dalam risalah rapat dan didokumentasikan dengan baik.

Agenda Rapat Komite Nominasi dan Remunerasi

Sepanjang tahun 2018, tanggal pelaksanaan, Agenda rapat dan Peserta rapat Komite Nominasi dan Remunerasi, sebagai berikut:

Tabel Agenda Rapat Komite Nominasi dan Remunerasi

Table of Nomination and Remuneration Committee Meeting Agenda

No.	Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants
1.	19 Januari 2018 19 January 2018	Rekomendasi pemutusan kontrak kerja Bapak Tony Setiadi. Recommendation for termination of work contract with Mr. Tony Setiadi.	<ul style="list-style-type: none"> • Gunawan Tenggarahardja • Oliver Simorangkir • Syahda Candra

has been conducted in line with the Bank's strategies, targets, vision, and mission, solely for the Bank's interest. To keep the professionalism and independence in implementing duties of the Nomination and Remuneration Committee, the Bank sets the composition between independent and non-independent members to avoid any conflict of interest. The independence aspect of Nomination and Remuneration Committee can be seen in the table below.

MEETING OF THE NOMINATION AND REMUNERATION COMMITTEE

The policy on the Nomination and Remuneration Committee's meetings has been regulated in the Nomination and Remuneration Committee Charter and states that the meetings are held periodically at least 1 (one) time within 4 (four) months and chaired by the Head of Nomination and Remuneration Committee. In making decision in the meeting, the Nomination and Remuneration Committee always prioritizes deliberations for consensus. The meeting result is stated in minutes of meetings and well-documented.

Meeting Agenda of Nomination and Remuneration Committee

Throughout 2018, date of implementation, meeting agenda and meeting participant of the Nomination and Remuneration Committee are as follows:

No.	Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants
2.	2 Februari 2018 2 February 2018	Penggantian Anggota Komite Audit dan Anggota Komite Pemantau Risiko untuk rekomendasi kepada Dewan Komisaris. Replacement of Audit and Risk Monitoring Committee Members for recommendations to the Board of Commissioners.	<ul style="list-style-type: none"> • Gunawan Tenggarahardja • Oliver Simorangkir • Syahda Candra
3.	7 Maret 2018 7 March 2018	Rekomendasi pencalonan Associate Director atas nama Bapak Tomi Parisianto. Recommendation for nominating Mr. Tomi Parisianto as the Associate Director.	<ul style="list-style-type: none"> • Gunawan Tenggarahardja • Oliver Simorangkir • Syahda Candra
4.	6 April 2018 6 April 2018	Pembatalan Rekomendasi pencalonan Associate Director atas nama Bapak Tomi Parisianto. Cancellation of recommendation for nominating Mr. Tomi Parisianto as the Associate Director.	<ul style="list-style-type: none"> • Gunawan Tenggarahardja • Oliver Simorangkir • Syahda Candra
5.	6 April 2018 6 April 2018	Kebijakan Remunerasi bagi Pengurus dan Karyawan Remuneration Policy for Managers and Employees	<ul style="list-style-type: none"> • Gunawan Tenggarahardja • Oliver Simorangkir • Syahda Candra
6.	16 April 2018 16 April 2018	<ul style="list-style-type: none"> • Rekomendasi pencalonan Direktur Utama atas nama Bapak Ahmad Fajar • Rekomendasi pencalonan Direktur Bisnis atas nama Bapak Lembing • Rekomendasi pencalonan Direktur <i>Finance</i> dan <i>Human Resources</i> atas nama Ibu Debora Wahjutirto Tanoyo • Remuneration Policy for Managers and Employees • Recommendation for nominating Mr. Ahmad Fajar as the President Director • Recommendation for nominating Mr. Lembing as a Business Director • Recommendations for nominating Ms. Debora Wahjutirto Tanoyo as the Director of Finance and Human Resources. 	<ul style="list-style-type: none"> • Gunawan Tenggarahardja • Oliver Simorangkir • Syahda Candra
7.	4 Juni 2018 4 June 2018	Struktur Organisasi Organizational Structure	<ul style="list-style-type: none"> • Gunawan Tenggarahardja • Oliver Simorangkir • Syahda Candra
8.	18 Juli 2018 18 July 2018	Rekomendasi penggantian Anggota Komite Nominasi dan Remunerasi dan pembagian tugas Dewan Komisaris. Recommendation to replace the Nomination and Remuneration Committee Members and the division of duties of the Board of Commissioners.	<ul style="list-style-type: none"> • Gunawan Tenggarahardja • Oliver Simorangkir • Syahda Candra
9.	15 Agustus 2018 15 August 2018	Rekomendasi pencalonan Associate Director atas nama Bapak Slamet Riyadi. Recommendation for nominating Mr. Slamet Riyadi as the Associate Director.	<ul style="list-style-type: none"> • Gunawan Tenggarahardja • Oliver Simorangkir • Syahda Candra
10.	7 September 2018 7 September 2018	Rekomendasi pencalonan Direktur atas nama Ibu Debora Wahjutirto Tanoyo. Recommendation for nominating Ms. Debora Wahjutirto Tanoyo as the Director.	<ul style="list-style-type: none"> • Gunawan Tenggarahardja • Oliver Simorangkir • Syahda Candra
11.	26 September 2018 26 September 2018	Rekomendasi Tunjangan Transport. Transport Allowance Recommendation.	<ul style="list-style-type: none"> • Gunawan Tenggarahardja • Oliver Simorangkir • Syahda Candra
12.	23 November 2018 23 November 2018	Kebijakan Pedoman Gratifikasi/Bonus Tahun 2017-205 bagi Pengurus dan Pegawai Bank untuk rekomendasi kepada Dewan Komisaris. Gratification/Bonus Guideline Policy for 2017-205 to Bank Management and Employees as recommendations to the Board of Commissioners.	<ul style="list-style-type: none"> • Gunawan Tenggarahardja • Oliver Simorangkir • Syahda Candra
13.	30 November 2018 23 November 2018	Evaluasi struktur organisasi. Evaluation of organizational structure.	<ul style="list-style-type: none"> • Gunawan Tenggarahardja • Oliver Simorangkir • Syahda Candra
14.	17 Desember 2018 17 December 2018	Rekomendasi calon Kepala Audit Internal/ Integrated dan Anti Fraud yaitu Bapak Djoko Soendjojo menggantikan Bapak Ridwan Moezwir. Recommendation of Mr. Djoko Soendjojo as a candidate for Head of Internal/Integrated and Anti-Fraud Audit, replacing Mr. Ridwan Moezwir.	<ul style="list-style-type: none"> • Gunawan Tenggarahardja • Oliver Simorangkir • Syahda Candra
15.	18 Desember 2018 18 December 2018	Permohonan pengunduran diri Bapak Ramon Marlon Runtu. Application for resignation of Mr. Ramon Marlon Runtu.	<ul style="list-style-type: none"> • Gunawan Tenggarahardja • Oliver Simorangkir • Syahda Candra
16.	21 Desember 2018 21 December 2018	Evaluasi Direksi dan Jajaran pejabat Eksekutif Evaluation of the Board of Directors and the Executive Board	<ul style="list-style-type: none"> • Gunawan Tenggarahardja • Oliver Simorangkir • Syahda Candra

Frekuensi dan Tingkat Kehadiran Rapat Komite Nominasi dan Remunerasi

Meeting Frequency and Attendance of Nomination and Remuneration Committee

Tabel Tingkat Kehadiran Rapat Komite Nominasi dan Remunerasi

Table of Meeting Frequency and Attendance of Nomination and Remuneration Committee

Nama Name	Jabatan Position	Total Total	Jumlah Rapat Number of Meetings	Percentase Percentage
Gunawan Tenggarahardja	Ketua Chairman	16	16	100%
Oliver Simorangkir	Anggota Member	16	16	100%
Syahda Candra	Anggota Member	16	16	100%

LAPORAN SINGKAT PELAKSANAAN KEGIATAN KOMITE NOMINASI DAN REMUNERASI TAHUN 2018

Sepanjang tahun 2018, Komite Nominasi dan Remunerasi telah melaksanakan berbagai program kerja sebagai berikut.

1. Mengevaluasi penilaian kinerja sebagai dasar remunerasi;
2. Mengevaluasi remunerasi terhadap anggota Dewan Komisaris, Direksi dan Pejabat Eksekutif sampai dengan satu tingkat di bawah Direksi;
3. Melakukan perubahan struktur organisasi.

KEBIJAKAN SUKSESI DIREKSI

Penyusunan kebijakan sukses Direksi merupakan bagian dari tugas Komite Nominasi dan Remunerasi agar Bank memiliki suatu sistem nominasi bagi anggota Komisaris dan Direksi. Terkait hal tersebut, Komite Nominasi dan Remunerasi telah menyusun Kebijakan Sistem Nominasi dan Remunerasi yang telah disahkan melalui Surat Keputusan Dewan Komisaris No. 001/SK-KOM/02/16 tanggal 22 Februari 2016 tentang Pedoman Komite Nominasi dan Remunerasi PT Bank Victoria International Tbk. Kebijakan tersebut antara lain mengatur hal-hal berikut:

1. Prinsip Dasar
 - a. Persyaratan calon anggota Dewan Komisaris dan Direksi harus memenuhi persyaratan yang ditentukan dalam Anggaran Dasar Bank Victoria dan peraturan perundang-undangan yang berlaku, termasuk tetapi tidak terbatas pada Undang-Undang Perseroan Terbatas, Undang-Undang Perbankan, dan Undang-undang Pasar Modal.
 - b. Pencalonan dan pengajuan calon Dewan Komisaris dan Direksi diajukan melalui seleksi dengan memperhatikan persyaratan tersebut di atas, dan
 - c. Program orientasi bagi Komisaris baru dilakukan minimal 1 (satu) bulan sebelum pengajuan di RUPS.
2. Persyaratan dan Kriteria
 - a. Yang dapat diangkat menjadi anggota Dewan Komisaris atau Direksi adalah perseorangan yang mampu melaksanakan perbuatan hukum dan tidak pernah dinyatakan pailit atau tidak pernah menjadi anggota Dewan Komisaris atau Direksi yang dinyatakan bersalah menyebabkan suatu pidana yang merugikan

SHORT REPORT ON ACTIVITIES OF NOMINATION AND REMUNERATION COMMITTEE PERFORMED IN 2018

Throughout 2018, the Nomination and Remuneration Committee have performed various work programs as follows.

1. Evaluating performance appraisal as a basis for remuneration;
2. Evaluating remuneration for members of Boards of Commissioners, Directors and Executive Officers up to one level under the Board of Directors;
3. Making changes in organizational structure.

SUCCESSION POLICY OF DIRECTORS

Development of succession policy of Directors is part of the duties of Nomination and Remuneration Committee so that Bank own a nomination system for members of the Board of Commissioners and Board of Directors. In relation to that, the Nomination and Remuneration Committee has developed Policy of Nomination and Remuneration System which has been ratified through a Decision Letter of the Board of Commissioners No. 001/SK-KOM/02/16 dated 22 February 2016 concerning Guideline for Nomination and Remuneration Committee of PT Bank Victoria International Tbk. The policy among others govern the following matters:

1. Basic Principles
 - a. Requirements for prospective members of the Board of Commissioners and Board of Directors must meet the requirements stipulated in the Articles of Association of Bank Victoria and the applicable laws and regulations, including but not limited to Law on Limited Liability Companies, Law on Banking, and Law on Capital Market.
 - b. Nomination and submission of prospective members of Board of Commissioners and Board of Directors shall be submitted through selection by taking into consideration the abovementioned requirements, and
 - c. Orientation program for Commissioners will only be done at least 1 (one) month before the nomination submitted at GMS.
2. Requirements and Criteria
 - a. The person who can be appointed as member of the Board of Commissioners or Board of Directors is an individual who is able to perform legal acts and has never been declared bankrupt or has never been a member of Board of Commissioners or Board of Directors who is convicted of a criminal act that is

- keuangan negara dalam waktu 5 (lima) tahun sebelum pengangkatannya, dengan memperhatikan peraturan perundang-undangan yang berlaku.
- b. Tidak mempunyai hubungan keluarga sedarah sampai derajat ketiga, baik menurut garis lurus maupun garis ke samping, atau hubungan semesta (menantu dan ipar) dengan anggota Dewan Komisaris atau Direksi lain.
 - c. Tidak termasuk dalam daftar orang tercela di bidang perbankan sesuai dengan yang ditetapkan oleh otoritas pengawasan bank.
 - d. Memiliki integritas yang baik, dalam arti:
 - Memiliki akhlak dan moral yang baik.
 - Mematuhi peraturan perundang-undangan yang berlaku.
 - Memiliki komitmen yang tinggi terhadap pengembangan operasional Bank yang sehat.
 - Dinilai layak dan wajar untuk menjadi anggota Dewan Komisaris atau Direksi Bank.
 - e. Penilaian integritas dilakukan dengan mengevaluasi calon, dalam arti tidak pernah melakukan hal-hal tersebut di bawah ini:
 - Rekayasa dan praktik-praktek perbankan yang menyimpang dari ketentuan perbankan.
 - Perbuatan yang dikategorikan tidak memenuhi komitmen yang telah disepakati dengan Bank Indonesia dan/atau Pemerintah.
 - Perbuatan yang dikategorikan memberikan keuntungan kepada pemilik, pengurus, karyawan, dan/atau pihak lainnya yang dapat merugikan atau mengurangi keuntungan Bank.
 - Perbuatan yang dapat dikategorikan sebagai pelanggaran terhadap ketentuan yang berkaitan dengan prinsip kehati-hatian di bidang perbankan.
 - Perbuatan dari pengurus dan Pejabat Eksekutif yang dapat dikategorikan tidak independen,
 - Memenuhi kriteria kompetensi, dalam arti memiliki:
 - f. Pengetahuan di bidang perbankan yang memadai.
 - g. Pengalaman dan keahlian di bidang perbankan dan/atau lembaga keuangan, dan
 - h. Kemampuan untuk melakukan pengelolaan strategis dalam rangka pengembangan bank yang sehat.
3. Sistem dan Prosedur Seleksi
- a. Komite Nominasi mengidentifikasi calon yang memenuhi persyaratan dan kriteria sesuai poin 2 di atas.
 - b. Dewan Komisaris atas saran Komite Nominasi dan Remunerasi menyampaikan kepada Pemegang Saham Bank Victoria.
 - c. Pelaksanaan seleksi dilaksanakan sebelum berakhirnya masa jabatan atau adanya penambahan atau bila ada kekosongan di jajaran Dewan Komisaris atau Direksi.
- detrimental to the state finances within 5 (five) years before its appointment, by taking into consideration the applicable laws and regulations.
- b. Does not have blood family relationship up to third degree, both horizontally and vertically, or in-laws relationship with other members of Board of Commissioners or Directors.
 - c. Not included in the list of banned people in banking in accordance with the regulation stipulated by the supervisory authority of banks.
 - d. Has good integrity, in the sense of:
 - Having good character and morals.
 - Adhering to the applicable laws and regulations.
 - Having high commitment to the development of a sound Bank operations.
 - Considered fit and proper to be a member of Board of Commissioners or Directors of the Bank.
 - e. Integrity assessment is conducted by evaluating the prospective member, in term of never committing the following acts:
 - Engineering and conducting banking practices that deviate from banking regulations;
 - Actions categorized as not meeting the commitment agreed with Bank Indonesia and/or the Government;
 - Actions categorized as giving benefits to the owner, management, employees, and/or other parties that might be detrimental to or reduce the benefits of the Bank;
 - Actions that can be categorized as violations to the provisions related to prudential principles in banking sector;
 - Actions from the management and Executive Officers that can be categorized as not independent;
 - Meeting the criteria of competence, in term of having:
 - f. Adequate knowledge in banking;
 - g. Experience and expertise in banking and/or financial institutions; and
 - h. Ability to perform strategic management for a sound Bank development.
3. System and Procedure of Selection
- a. The Nomination Committee shall identify the prospective members who meet requirements and criteria in accordance with point 2 above.
 - b. The Board of Commissioners, on the suggestion of the Nomination and Remuneration Committee shall submit the selected nominee to the Shareholders of Bank Victoria.
 - c. The implementation of selection shall be done before the expiration of the office term or if additional members are required or if there are vacancies in the the Board of Commissioners or Directors.

KOMITE PEMANTAU RISIKO

Komite Pemantau Risiko merupakan organ pendukung Dewan Komisaris yang berfungsi memonitor risiko dan menilai toleransi risiko yang dapat diambil oleh Bank, serta mengevaluasi perbaikan yang dilakukan atas kebijakan, prosedur dan praktik manajemen risiko Bank guna memastikan telah dilakukannya pengelolaan risiko dengan baik, terutama pada pengelolaan risiko kredit, risiko pasar, risiko likuiditas, risiko operasional, dan risiko bank lainnya. Komite Pemantau Risiko dibentuk

RISK MONITORING COMMITTEE

The Risk Monitoring Committee is a supporting organ of the Board of Commissioners that functions to monitor risk and assess risk tolerance that may be undertaken by the Bank, and evaluate the remediation performed on the Bank's risk management policies, procedures and practices to ensure prudent risk management, particularly in the management of credit risk, market risk, solvency risk, operational risk, and other bank risks. The Risk Monitoring Committee was established

berdasarkan Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tanggal 7 Desember 2016 tentang Tata Kelola Bagi Bank Umum dan Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tanggal 17 Maret 2017 tentang Penerapan Tata Kelola Bagi Bank Umum.

DASAR PEMBENTUKAN KOMITE PEMANTAU RISIKO

Secara garis besar, landasan peraturan dan perundang-undangan yang menjadi dasar dalam penyusunan Piagam dan Pedoman Kerja Komite Pemantau Risiko ini dapat diuraikan sebagai berikut:

1. Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tanggal 17 Maret 2017 tentang Penerapan Tata Kelola bagi Bank Umum.
2. Surat Edaran Otoritas Jasa Keuangan No. 14/SEOJK.03/2017 tanggal 17 Maret 2017 tentang Penilaian Kesehatan Bank Umum.
3. Peraturan Otoritas Jasa Keuangan No. 4/POJK.03/2016 tanggal 26 Januari 2016 tentang Penilaian Kesehatan Bank Umum.
4. Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tanggal 7 Desember 2016 tentang Tata Kelola bagi Bank Umum.
5. Peraturan Otoritas Jasa Keuangan No. 8/POJK.04/2015 tanggal 25 Juni 2015 tentang Situs Web Emiten atau Perusahaan Publik.
6. Undang-Undang No. 21 tahun 2001 tanggal 22 November 2011 tentang Otoritas Jasa Keuangan.
7. Undang-Undang No. 6 tahun 2009 tanggal 13 Januari 2009 tentang Penerapan Peraturan Pemerintah Pengganti Undang-Undang No.2 tahun 2008 tentang Perubahan Kedua atas Undang-Undang No. 23 tahun 1999 tentang Bank Indonesia menjadi Undang-Undang.
8. Undang-Undang No. 40 tahun 2007 tanggal 16 Agustus 2007 tentang Perseroan Terbatas.

PIAGAM KOMITE PEMANTAU RISIKO

Dalam melaksanakan tugas dan tanggung jawabnya Komite Pemantau Risiko telah dilengkapi dengan pedoman kerja yang ditetapkan dalam Piagam dan Pedoman Kerja Komite Pemantau Risiko yang disusun berdasarkan peraturan dan perundang-undangan yang berlaku dan senantiasa ditinjau ulang secara berkala. Piagam dan Pedoman Kerja Komite Pemantau Risiko telah dimutakhirkan dan melalui Keputusan Dewan Komisaris No. 001/SK-KOM/12/17 tanggal 8 Desember 2017 tentang Piagam dan Pedoman Kerja Komite Pemantau Risiko PT Bank Victoria International Tbk.

Piagam Komite Pemantau Risiko tersebut memuat uraian tentang:

1. Pendahuluan;
2. Maksud dan Tujuan;
3. Landasan Peraturan dan Perundang-Undangan;
4. Daftar Istilah;
5. Pengertian dan Tujuan Pembentukan Komite;
6. Komposisi, Struktur dan Masa Tugas;
7. Tugas dan Tanggung Jawab Komite;
8. Sekretariat Komite;
9. Mekanisme Kerja dan Anggaran;
10. Kewenangan Komite;
11. Evaluasi Kinerja Komite;
12. Kode Etik Komite; dan
13. Kaji Ulang dan Persetujuan.

based on the Regulation of the Financial Services Authority No. 55/POJK.03/2016 dated 7 December 2016 on Governance for Commercial Banks and Circular of the Financial Services Authority No. 13/SEOJK.03/2017 dated 17 March 2017 on Implementation of Governance for Commercial Banks.

LEGAL BASIS FOR ESTABLISHMENT OF RISK MONITORING COMMITTEE

In brief, laws and regulations as basis in preparing the Charter and of the Risk Monitoring Committee can be described as follows:

1. Circular of the Financial Services Authority No. 13/SEOJK.03/2017 dated 17 March 2017 on Implementation of Governance for Commercial Banks.
2. Circular of the Financial Services Authority No. 14/SEOJK.03/2017 dated 17 March 2017 on Commercial Bank Health Assessment.
3. Regulation of the Financial Services Authority No. 4/SEOJK.03/2016 dated 17 March 2017 on Implementation of Governance for Commercial Banks.
4. Regulation of the Financial Services Authority No. 55/SEOJK.03/2016 dated 7 December 2016 on Implementation of Governance for Commercial Banks.
5. Regulation of the Financial Services Authority No. 8/POJK.04/2015 on Websites of Stock Issuers or Public Companies.
6. Law No. 21 of 2001 dated 22 November 2011 on the Financial Services Authority.
7. Law No. 6 of 2009 dated 13 January 2009 on Implementation of Government Regulation in lieu of Law No. 2 of 2008 on the Second Amendment to Law No. 23 of 1999 on Bank Indonesia to Law.
8. Law No. 40 of 2007 dated 16 August 2007 on Limited Liability Companies.

RISK MONITORING COMMITTEE'S CHARTER

In performing its duties and responsibilities, the Risk Monitoring Committee complies with work guidelines as stipulated in the Charter and Risk Monitoring Committee Work Guideline, which were prepared based on applicable laws and regulations, and are regularly reviewed. The Risk Monitoring Committee's Charter and Work Guideline have been updated through the Decree of the Board of Commissioners No. 001 / SK-KOM / 12/17 dated 8 December 2017 regarding Risk Monitoring Committee's Charter and Work Guideline of PT Bank Victoria International Tbk.

The Risk Monitoring Committee's Charter contains:

1. Introduction
2. Purpose and Objective
3. Legal Basis
4. Glossary
5. Definition and Purpose of Committee Establishment
6. Composition, Structure, Term of Office
7. Committee duties and responsibilities
8. Committee Secretariat;
9. Working Mechanism and Budget
10. Committee Authorities;
11. Committee Performance Evaluation;
12. Code of Conduct; and
13. Review and Approval.

Uraian lebih jelas mengenai isi Piagam Komite Pemantau Risiko Bank Victoria dapat dilihat pada situs web Bank bagian Tata Kelola (<http://www.victoriabank.co.id/wp-content/uploads/2018/05/001SKKOM1217.pdf>).

TUGAS DAN TANGGUNG JAWAB KOMITE PEMANTAU RISIKO

Tugas dan tanggung jawab Komite Pemantau Risiko Bank Victoria diuraikan sebagai berikut:

1. Melakukan kaji ulang dan memberikan rekomendasi atas efektivitas pelaksanaan manajemen risiko Bank melalui pertemuan secara berkala maupun cara lainnya untuk membahas progress dari tahapan-tahapan tugas dan tanggung jawab yang dilakukan oleh Satuan Kerja Manajemen Risiko.
2. Melakukan kaji ulang atas penilaian risiko oleh oleh Satuan Kerja Manajemen Risiko.
3. Melakukan pengawasan atas kegiatan Satuan Kerja Manajemen Risiko dalam memantau pelaksanaan mitigasi resiko oleh unit-unit kerja terkait.
4. Melakukan pengawasan atas pelaksanaan rekomendasi Komite oleh Satuan Kerja Manajemen Risiko.
5. Melakukan analisis dan evaluasi atas usulan Rencana Kegiatan dan Anggaran Bank serta kaji ulang tahunan atas Rencana Jangka Panjang Bank yang diajukan oleh Direksi, termasuk usulan setoran modal dan rencana investasi di Anak Perusahaan Bank.
6. Melakukan penelaahan atas informasi risiko dan manajemen risiko Bank dalam laporan-laporan yang akan dipublikasikan, melalui proses:
 - a. Diskusi bersama dengan Manajemen.
 - b. Kaji ulang atas *draft* dari laporan yang akan dipublikasikan.
7. Melakukan pembahasan atas risiko-risiko penting pada unit-unit di lingkungan Bank, sesuai kebutuhan, termasuk risiko pada perjanjian dengan pihak ketiga yang dalam lingkup kewenangan pengawasan Dewan Komisaris.
8. Melakukan *self evaluation* dan *self improvement* terhadap efektivitas pelaksanaan tugas Komite dan memutakhirkannya secara periodik Pedoman Kerja Komite Pemantau Risiko (*Risk Monitoring Committee Charter*).

WEWENANG KOMITE PEMANTAU RISIKO

Dalam melaksanakan tugas dan tanggung jawabnya, Komite memiliki hak akses yang tidak terbatas kepada Manajemen, Pejabat Eksekutif, seluruh karyawan dan catatan Bank, termasuk laporan hasil audit internal maupun eksternal, laporan hasil rating internal maupun eksternal, laporan konsultan ahli, sepanjang bertujuan untuk kepentingan pembahasan dalam Komite.

Sedangkan, wewenang Komite Audit adalah untuk:

1. Menguji kesesuaian antara Kebijakan Manajemen Risiko dengan pelaksanaan kebijakan tersebut.
2. Memantau dan menganalisis pelaksanaan tugas Satuan Kerja Manajemen Risiko.
3. Menyelidiki setiap kegiatan atau fungsi dan aktivitas Bank, sepanjang dalam lingkup bidang Manajemen Risiko seusai dengan piagam ini.
4. Membuat rekomendasi kepada Dewan Komisaris mengenai tindakan yang tepat yang dihasilkan dari kajian dan penyelidikan tersebut.
5. Meminta pendapat ahli eksternal, guna mendapatkan saran independen untuk kepentingan Bank, dengan syarat anggota Komite harus memohon ijin pada Ketua Komite terlebih dahulu dan/atau Komite memutuskan perlunya ahli eksternal.

Further information regarding the Bank Victoria Risk Monitoring Committee's Charter can be seen on the Bank's website in the Governance section (<http://www.victoriabank.co.id/wp-content/uploads/2018/05/001SKKOM1217.pdf>).

DUTIES AND RESPONSIBILITIES OF THE RISK MONITORING COMMITTEE

The duties and responsibilities of the Bank Victoria Risk Monitoring Committee are as follows:

1. Review and provide recommendations on the effectiveness of the Bank's risk management implementation through regular meetings or other methods to discuss the progress of tasks and responsibilities carried out by the Risk Management Work Unit.
2. Review the risk assessment performed by the Risk Management Work Unit.
3. Oversee activities of the Risk Management Work Unit in monitoring the implementation of risk mitigation by related work units.
4. Oversee the implementation of the Committee's recommendations by the Risk Management Work Unit.
5. Perform analysis and evaluation of Bank Activity and Budget Plan proposal, as well as annual review of the Bank's Long Term Plan submitted by the Board of Directors, including proposed paid-in capital and investment plans in the Bank's Subsidiaries.
6. Review risk information and Bank risk management in reports to be published, through:
 - a. Discussions with Management
 - b. Review draft of report to be published.
7. Discuss important risks in units within the Bank's circle, as required, including risks on agreements with third parties, within the scope of the Board of Commissioners' supervisory capacity.
8. Perform self evaluation and self improvement on the effectiveness of its duties, and periodically update the Risk Monitoring Committee's Charter.

RISK MONITORING COMMITTEE AUTHORITY

In carrying out its duties and responsibilities, the Committee has unlimited access rights to Management, Executive Officers, all employees and Bank records, including internal and external audit reports, internal and external rating reports, expert consultant reports, insofar as they are intended for discussion within the Committee.

Whereas, the Audit Committee has the authority to:

1. Assay the compatibility between Risk Management Policy and implementation of the policy.
2. Monitor and analyze tasks implementation of the Risk Management Work Unit.
3. Investigate each and every action or function and activity of the Bank, as long as it is within the scope of Risk Management in accordance with this Charter.
4. Provide recommendations to the Board of Commissioners regarding appropriate actions resulting from the aforementioned review and investigation.
5. Seek the opinion of external experts, to obtain independent advice for the benefit of the Bank, provided that the Committee member must request prior approval from the Chairman of the Committee and / or the Committee regarding the need for an external expert.

MASA TUGAS KOMITE PEMANTAU RISIKO

Masa tugas anggota Dewan Komisaris yang merangkap sebagai anggota Komite Pemantau Risiko, sama dengan masa kerja penunjukannya sebagai anggota Dewan Komisaris yang ditentukan oleh RUPS. Masa tugas Komite Pemantau Risiko yang bukan merupakan anggota Dewan Komisaris tidak lebih lama dari masa jabatan Dewan Komisaris dengan tidak mengurangi hak Dewan Komisaris untuk memberhentikan.

STRUKTUR, KEANGGOTAAN DAN KEAHLIAN KOMITE PEMANTAU RISIKO

Komposisi Komite Pemantau Risiko Bank Victoria paling sedikit terdiri dari:

1. Seorang Komisaris Independen yang menjabat sebagai Ketua Komite;
2. Seorang dari pihak independen yang memiliki keahlian di bidang keuangan atau akuntansi; dan
3. Seorang dari pihak independen yang memiliki keahlian di bidang hukum atau perbankan.

Periode 1 Januari – 9 Maret 2018

Struktur dan keanggotaan Komite Pemantau Risiko periode 1 Januari – 9 Maret 2018 yang diangkat berdasarkan Surat Keputusan Direksi No. 005/SK-DIR/07/15 tanggal 8 Juli 2015 adalah sebagai berikut.

Tabel Struktur, Keanggotaan dan Keahlian Komite Pemantau Risiko

Table of Structure, Membership, and Expertise of the Risk Monitoring Committee

Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Zaenal Abidin, PhD	Ketua Chairman	Komisaris Independen Independent Commissioner	Perbankan, Manajemen Risiko dan Good Corporate Governance Banking, Risk Management, and Good Corporate Governance
Oliver Simorangkir	Anggota Member	Komisaris Utama President Commissioner	Perbankan dan Audit Banking and Audit
Retno Dwijanti Widaningsih	Anggota Member	Pihak Independen Independent Party	Perbankan dan Audit Banking and Audit
Toni Setiadi	Anggota Member	Pihak Independen Independent Party	Manajemen Risiko dan Perbankan. Risk Management and Banking

Periode 9 Maret 2018 - Sekarang

Struktur dan keanggotaan Komite Pemantau Risiko periode 9 Maret 2018 - sekarang yang diangkat berdasarkan Surat Keputusan Direksi No. 002/SK-DIR/03/18 tanggal 9 Maret 2018 adalah sebagai berikut.

THE TIME OF THE RISK MONITORING COMMITTEE

The term of office of members of the Board of Commissioners who also serves as a member of the Risk Monitoring Committee is the same as the term of office of his appointment as a member of the Board of Commissioners determined by the GMS. The term of duty of the Risk Monitoring Committee that is not a member of the Board of Commissioners is no longer than the term of office of the Board of Commissioners by not reducing the right of the Board of Commissioners to dismiss.

STRUCTURE, MEMBERSHIP, AND EXPERTISE OF RISK MONITORING COMMITTEE

The Composition of Risk Monitoring Committee of Bank Victoria consists of at least:

1. An Independent Commissioner serving as Chairman of the Committee;
2. A person from an independent party who has expertise in finance or accounting; and
3. A person from an independent party who has expertise in law or banking.

1 January – 9 March 2018

Structure and membership of the Risk Monitoring Committee for the period of January 1 - March 9, 2018 that appointed based on the Board of Directors Decree No. 005/SK-DIR/07/15 July 8, 2015 are as follows.

9 March 2018 - Present

The structure and membership of the Risk Oversight Committee for 9 March 2018 - present that appointed based on the Board of Directors Decree No. 002/SK-DIR/03/18 dated March 9, 2018 are as follows.

Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Zaenal Abidin, PhD	Ketua Chairman	Komisaris Independen Independent Commissioner	Perbankan, Manajemen Risiko dan Good Corporate Governance Banking, Risk Management, and Good Corporate Governance
Oliver Simorangkir	Anggota Member	Komisaris Utama President Commissioner	Perbankan dan Audit Banking and Audit
Retno Dwijanti Widaningsih	Anggota Member	Pihak Independen Independent Party	Perbankan dan Audit Banking and Audit
Toni Setiadi	Anggota Member	Pihak Independen Independent Party	Manajemen Risiko dan Perbankan. Risk Management and Banking

PROFIL KOMITE PEMANTAU RISIKO**RISK MONITORING COMMITTEE PROFILE**

Zaenal Abidin, PhD Ketua Komite Pemantau Risiko Chairman of Risk Monitoring Committee	Profil beliau dapat dilihat pada bagian Profil Dewan Komisaris dalam Laporan Tahunan ini. His profile can be found in the Profile section of the Board of Commissioners in this Annual Report.
Oliver Simorangkir Anggota Komite Pemantau Risiko Member of Risk Monitoring Committee	Profil beliau dapat dilihat pada bagian Profil Dewan Komisaris dalam Laporan Tahunan ini. His profile can be found in the Profile section of the Board of Commissioners in this Annual Report.
Retno Dwijanti Widaningsih Anggota Komite Pemantau Risiko Member of Risk Monitoring Committee	Profil beliau dapat dilihat pada bagian Profil Komite Audit dalam Laporan Tahunan ini. His profile can be found in the Profile section of Audit Committee in this Annual Report.
Teguh Sukaryanto Anggota Komite Pemantau Risiko Member of Risk Monitoring Committee	Profil beliau dapat dilihat pada bagian Profil Komite Audit dalam Laporan Tahunan ini. His profile can be found in the Profile section of Audit Committee in this Annual Report.

KUALIFIKASI PENDIDIKAN DAN PENGALAMAN KERJA KOMITE PEMANTAU RISIKO

Komite Pemantau Risiko Bank Victoria telah memenuhi kriteria dalam pendidikan dan juga memiliki pengalaman yang mendukung pelaksanaan kinerjanya. Kualifikasi Pendidikan dan pengalaman kerja Komite Pemantau Risiko. Kualifikasi pendidikan dan pengalaman kerja Ketua dan Anggota Komite Pemantau Risiko adalah sebagai berikut:

RISK MONITORING COMMITTEE'S INDEPENDENCE

The Risk Monitoring Committee of Bank Victoria has met the educational criteria also has experience to support the execution of its duties. Educational qualifications and work experience of the Risk Monitoring Committee. The qualifications of education and work experience of Chairman and Members of the Risk Monitoring Committee are as follows:

Nama Name	Jabatan Position	Pendidikan Education	Pengalaman Kerja Work Experience
Zaenal Abidin, PhD	Ketua Chairman	<ul style="list-style-type: none"> - Sarjana Ekonomi dari Universitas Islam Indonesia, Yogyakarta (1987). - Master Manajemen dari ASIAN Institute of Management (AIM), Filipina (1997). - <i>Doctor of Philosophy</i> dari Santo Tomas University, Filipina (2006). - Bachelor of Economics from Universitas Islam Indonesia, Yogyakarta (1987). - Master of Management from the ASIAN Institute of Management (AIM), the Philippines (1997). - Doctor of Philosophy from Santo Tomas University, the Philippines (2006). 	<ul style="list-style-type: none"> - <i>Pro Manager Treasury</i> dan Analisa di Bidang Dana Perbankan (1989-1992). - Dosen di Perbanas Institute (1993-2015) - Dosen di STIE IBS (2013-sekarang). - Kepala Riset dan Pengabdian pada Masyarakat di Perbanas Institute. - Koordinator Staf Khusus Bidang Riset Asosiasi Perbanas (2011-2012). - Peneliti Senior GCG pada Indonesia Institute Corporate Governance (2008-sekarang). - Komisaris/Komisaris Independen di PT Bank Victoria International Tbk (2012-sekarang) - Treasury and Analysis Pro Manager in the Banking Fund Sector (1989-1992). - Lecturer at Perbanas Institute (1993-2015) - Lecturer at STIE IBS (2013-present). - Head of Research and Community Service at Perbanas Institute. - Perbanas Association Research Staff Special Coordinator (2011-2012). - Senior GCG Researcher at the Indonesia Institute of Corporate Governance (2008-present). - Commissioner/Independent Commissioner at PT Bank Victoria International Tbk (2012-present)
Oliver Simorangkir	Anggota Member	Sarjana Ekonomi Akuntansi dari Universitas Indonesia (1980). Bachelor of Economics Majoring in Accounting from the University of Indonesia (1980).	<ul style="list-style-type: none"> - <i>Officer Development Program</i> di PT Bank Niaga Tbk (1980-1981). - <i>Sub Manager Staff Internal Audit</i> di PT Bank Niaga Tbk (1981-1983). - <i>Assistant Manager-Department Head of Credit Administration</i> Cabang Utama Jakarta di PT Bank Niaga Tbk (1983-1985). - Kepala Divisi Operasional Cabang Utama Jakarta di PT Bank Niaga Tbk (1985-1987). - <i>Senior Manager-Wakil Pimpinan Cabang Thamrin</i> di PT Bank Niaga Tbk (1987-1988).

Nama Name	Jabatan Position	Pendidikan Education	Pengalaman Kerja Work Experience
			<ul style="list-style-type: none"> - Assistant Vice President-Manager in Charge Sentralisasi Operasional Wilayah Jakarta di PT Bank Niaga Tbk (1988-1989). - Vice President Operasional-Manager in Charge Wilayah Jakarta di PT Bank Niaga Tbk (1990-1994). - Group Head Operation System and Procedure Head Office di PT Bank Niaga Tbk (1994-1998). - Group Head Corporate Planning and Accounting Control Head Office di PT Bank Niaga Tbk (1998-2000). - Senior Vice President – General Manager Internal Audit di PT Bank Permata Tbk (2001-2003). - Direktur Kepatuhan dan Manajemen Risiko di PT Bank Victoria International Tbk (2005-2008). - Direktur Operasi dan Sistem di PT Bank Victoria International Tbk (2008-2015). - Komisaris Utama PT Bank Victoria International Tbk (2015-sekarang) - Officer Development Program at PT Bank Niaga Tbk (1980-1981). - Sub-Manager's Staff of Internal Audit at PT Bank Niaga Tbk (1981-1983). - Assistant Manager - Department Head of Credit Administration at PT Bank Niaga Tbk Jakarta Main Branch (1983-1985). - Head of Jakarta Main Branch Operational Division at PT Bank Niaga Tbk (1985-1987). - Senior Manager - Deputy Head of Thamrin Branch at PT Bank Niaga Tbk (1987-1988). - Assistant Vice President-Manager in Charge of Jakarta Area Operations Centralization at PT Bank Niaga Tbk (1988-1989). - Vice President of Operations-Manager in Charge of the Jakarta Region at PT Bank Niaga Tbk (1990-1994). - Group Head Operation System and Procedure Head Office at PT Bank Niaga Tbk (1994-1998). - Group Head of Corporate Planning and Accounting Control Head Office at PT Bank Niaga Tbk (1998-2000). - Senior Vice President - General Manager of Internal Audit at PT Bank Permata Tbk (2001-2003). - Director of Compliance and Risk Management at PT Bank Victoria International Tbk (2005-2008). - Director of Operations and Systems at PT Bank Victoria International Tbk (2008-2015). - President Commissioner at PT Bank Victoria International Tbk (2015-present).
Retno Dwijanti Widaningsih	Anggota Member	Sarjana Keuangan dan Perbankan dari Institut Bankir Indonesia (1998). Bachelor of Finance and Banking from the Indonesian Bankers Institute (1998).	<ul style="list-style-type: none"> - Head of Group Audit di Deutsche Bank AG (2001-2006). - Anggota Komite Audit di PT Bank Victoria International Tbk. (2013-sekarang). - Anggota tetap Komite Tata Kelola Terintegrasi PT Bank Victoria International Tbk. (2015-sekarang). - Head of Group Audit at Deutsche Bank AG (2001-2006). - Member of the Audit Committee at PT Bank Victoria International Tbk. (2013-present) - Permanent Member of PT Bank Victoria International Tbk Integrated Management Committee. 2015-present
Tonny Setiadi*	Anggota Anggota	<ul style="list-style-type: none"> - Sarjana Ekonomi jurusan Keuangan dari STIESIA, Surabaya tahun 1985. - Master Ekonomi jurusan Keuangan dan Perbankan dari STEKPI, Jakarta - Sarjana Ekonomi jurusan Keuangan dari STIESIA, Surabaya tahun 1985. - Master Ekonomi jurusan Keuangan dan Perbankan dari STEKPI, Jakarta 	<ul style="list-style-type: none"> - Pengujii Sertifikasi Profesi Perbankan pada LSPP Bidang Manajemen Risiko pada tingkat 4 dan 5 untuk Pejabat Eksekutif, serta pada tingkat 1 dan 2 untuk Komisaris; - Direktur Kepatuhan PT Bank Yudha Bhakti. - Pengujii Sertifikasi Profesi Perbankan pada LSPP Bidang Manajemen Risiko pada tingkat 4 dan 5 untuk Pejabat Eksekutif, serta pada tingkat 1 dan 2 untuk Komisaris; - Direktur Kepatuhan PT Bank Yudha Bhakti.
Teguh Sukaryanto**	Anggota Member	Sarjana Ekonomi dari Universitas Lampung (1987). Bachelor of Economics from Universitas Lampung (1987).	<ul style="list-style-type: none"> - Kepala Divisi Kepatuhan PT Bank Victoria International Tbk. (2011-2012). - Kepala Divisi Sistem dan Prosedur (2012-2015). - Kepala Divisi Audit Internal/Integrated and Anti Fraud (2015-2017). - Head of Compliance Division PT Bank Victoria International Tbk. (2011-2012). - Head of System and Procedures Division (2012-2015). - Head of Internal audit/Integrated and Anti-Fraud Division (2015-2017).

*Berhenti menjabat sejak tanggal 9 Maret 2018. / Quit since March 9, 2018.

**Mulai menjabat sejak tanggal 9 Maret 2018. / Starting office since March 9, 2018.

INDEPENDENSI KOMITE PEMANTAU RISIKO

Komite Pemantau Risiko Bank Victoria menjalankan tugas dan tanggung jawabnya secara profesional dan independen, tanpa intervensi dari organ tata kelola Bank lainnya. Pelaksanaan tugas tersebut dilakukan sesuai dengan strategi, target, visi dan misi Bank, semata-mata hanya untuk kepentingan Bank. Seluruh anggota Komite Pemantau Risiko tidak memiliki kaitan dengan Dewan Komisaris, Direksi, serta Pemegang Saham Utama dan Pengendali yang dapat menimbulkan dampak negatif ataupun benturan kepentingan (*conflict of interest*). Aspek independensi Komite Pemantau Risiko dijelaskan sebagai berikut.

Tabel Independensi Komite Pemantau Risiko
Risk Monitoring Committee's Independence

Aspek Independensi Independence Aspect	Zaenal Abidin, PhD	Oliver Simorangkir	Retno Dwijanti Widaningsih	Toni Setiadi	Teguh Sukaryanto
Tidak memiliki hubungan keuangan dengan Dewan Komisaris dan Direksi Does not have any financial relationship with the Board of Commissioners and the Board of Directors;	√	√	√	√	√
Tidak memiliki hubungan kepengurusan di perusahaan, anak perusahaan, maupun perusahaan afiliasi Does not have any management relationship in the company, subsidiary, or affiliate companies.	√	√	√	√	√
Tidak memiliki hubungan kepemilikan saham di perusahaan Does not have any share ownership relationship in the company.	√	√	√	√	√
Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi, dan/atau sesama anggota Komite Pemantau Risiko Does not have any family relationship with the Board of Commissioners, Board of Directors and/or other members of the Risk Monitoring Committee	√	√	√	√	√
Tidak menjabat sebagai pengurus partai politik, pejabat dan pemerintah Does not hold any position as management of a political party, public and government position	√	√	√	√	√

RAPAT KOMITE PEMANTAU RISIKO

Rapat Komite Pemantau Risiko sebagaimana diatur dalam Piagam Komite Pemantau Risiko diselenggarakan sesuai dengan kebutuhan dengan dipimpin langsung oleh Ketua Komite Pemantau Risiko. Dalam pengambilan keputusan rapat, Komite Pemantau Risiko selalu mengedepankan musyawarah

RISK MONITORING COMMITTEE'S INDEPENDENCE

The Risk Monitoring Committee of Bank Victoria has executed its duties and responsibilities professionally and independently, without intervention from other Bank governance body. The execution of duties has been conducted in line with the Bank's strategies, targets, vision and mission, solely for the Bank's interest. All members of the Risk Monitoring Committee have no relation with the Board of Commissioners, Board of Directors, also Main and Controlling Shareholders that may cause negative impacts or conflict of interest. The independence aspect of the Risk Monitoring Committee is explained as follows.

MEETING OF RISK MONITORING COMMITTEE

The Meetings of the Risk Monitoring Committees as regulated in the Risk Monitoring Committee Charter are held based on the needs and directly chaired by the Chairman of Risk Monitoring Committee. In making decision at the meeting, the Risk Monitoring Committee always prioritizes deliberations for consensus. The meeting result is written in minutes of meetings and well-documented.

mufakat. Hasil dari rapat dituangkan dalam risalah rapat dan didokumentasikan dengan baik.

Agenda Rapat Komite Pemantau Risiko

Sepanjang tahun 2018, tanggal pelaksanaan, Agenda rapat dan Peserta rapat Komite Pemantau Risiko, sebagai berikut:

Tabel Agenda Rapat Komite Pemantau Risiko

Risk Monitoring Committee Meeting Agenda Table

No.	Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants
1	14 Maret 2018 14 March 2018	Membahas profil Risiko bulan Januari 2018 dengan format baru dan risk registered, serta perkembangan pemeriksaan 2018. Discuss the January 2018 Risk profile by utilizing the new format and risks registered, as well as the development of the 2018 audit.	1. Zaenal Abidin, PhD 2. Oliver Simorangkir 3. RD Widaningsih 4. Teguh Sukaryanto
2	28 Maret 2018 28 March 2018	Penjelasan SKMR terkait hasil pertemuan dengan OJK tanggal 20 Maret 2018. Risk Management Work Unit elucidation relevant to meeting results with the Financial Services Authority on 20 March 2018.	1. Zaenal Abidin, PhD 2. RD Widaningsih 3. Teguh Sukaryanto
3	30 Mei 2018 30 May 2018	Membahas: 1. Temuan OJK pemeriksaan posisi Januari 2018. 2. Membahasa Risk Based Bank Rating (RBBR) posisi April 2018. Discussion: 1. FSA audit findings position January 2018 2. Discuss April 2018 Risk Based Bank Rating (RBBR) position.	1. Zaenal Abidin, PhD 2. Oliver Simorangkir 3. RD Widaningsih 4. Teguh Sukaryanto
4	12 September 2018 12 September 2018	Membahas: 1. Profil Risiko posisi Juli 2018. 2. Pemaparan perihal Victoria Integrated Sistem (VISI) untuk mengakomodasi laporan risiko dan KPMM Terintegrasi. Discussion: 1. Risk profile position July 2018. 2. Presentation of Victoria Integrated System (VISI) to accommodates risks report and Integrated KPMM.	1. Zaenal Abidin, PhD 2. Oliver Simorangkir 3. RD Widaningsih 4. Teguh Sukaryanto
5	17 Oktober 2018 17 October 2018	Membahas parameter dan metode perhitungan audit rating Risk Based Audit. Discuss parameters and Risk Based Audit Rating calculation method.	1. Zaenal Abidin, PhD 2. RD Widaningsih 3. Teguh Sukaryanto
6	28 November 2018 28 November 2018	Membahas Risk Based Bank Rating (RBBR) posisi Oktober 2018. Discuss October 2018 Risk Based Bank Rating (RBBR) position.	1. Zaenal Abidin, PhD 2. Oliver Simorangkir 3. RD Widaningsih 4. Teguh Sukaryanto

Risk Monitoring Committee Meetings Agenda

Throughout 2018, the dates, agenda and participants of the Risk Monitoring Committee meetings, are as follows:

Frekuensi dan Tingkat Kehadiran Rapat Komite Pemantau Risiko

Selama tahun 2018, Komite Pemantau Risiko telah melaksanakan rapat sebanyak 6 (enam) kali. Adapun tingkat kehadiran Komite Pemantau Risiko adalah sebagai berikut.

Tabel Tingkat Kehadiran Rapat Komite Pemantau Risiko

Risk Monitoring Committee Meeting Attendance Rate Table

Nama Name	Jabatan Position	Total Total	Jumlah Rapat Number of Meetings	Percentase Percentage
Zaenal Abidin, PhD	Ketua Chairman	6	6	100%
Oliver Simorangkir	Anggota Member	6	4	66,67%
Retno Dwijanti Widaningsih	Anggota Member	6	6	100%
Teguh Sukaryanto	Anggota Member	6	6	100%

BRIEF REPORT ON 2018 RISK MONITORING COMMITTEE ACTIVITIES

Throughout 2018, the Risk Monitoring Committee performed activities review and risk profile assessment by means of discussions and meetings with relevant work units, as follows:

LAPORAN SINGKAT PELAKSANAAN KEGIATAN KOMITE PEMANTAU RISIKO TAHUN 2018

Sepanjang tahun 2018 Komite Pemantau Risiko telah melakukan aktivitas reviu dan penelaahan profil risiko melalui diskusi dan rapat bersama unit kerja yang terkait sebagai berikut:

1. Pada bulan Maret 2018 melakukan pembahasan dan memberikan rekomendasi atas Profil Risiko posisi Januari 2018 yaitu agar SKMR menampilkan Risiko Industri yang signifikan berisiko tinggi dan menampilkan dat NPL Industri Nasional. Juga agar dibuatkan standar frekwensi dan dampak oleh Bank sebagai pedoman yang dapat digunakan oleh *risk owner* pada *Risk Registered*. Selain itu, membahas juga *Risk Based Bank Rating* (RBBR), Profil risiko Industri dan *Risk Registered*.
2. Pada bulan Maret 2018 juga terdapat pembahasan terkait pertemuan dengan OJK tanggal 20 Maret 2018, yang hasilnya antara lain dilakukan koreksi nilai profil risiko Bank menjadi 3 (tiga), disebabkan oleh lemahnya Pengendalian Internal (KPMR nya). Dilakukan koreksi terhadap nilai risiko kredit, operasional dan stratejik menjadi 3 (tiga). Sehingga Komite merekomendasikan agar Direksi dan *Risk Taking Unit* (RTU) dapat lebih *aware* dan memperbaiki profil risiko yang dikoreksi tersebut.
3. Pada bulan Mei 2018 melakukan pembahasan temuan OJK atas pemeriksaan posisi Januari 2018 dan profil risiko posisi April 2018.

Temuan OJK dalam perkreditan antara lain kelemahan dalam analisa dan proses restrukturisasi, tingginya NPL pada sektor *Multi Finance* dan *Property*, terdapat kredit telah bermasalah dalam waktu singkat, penyelesaian kredit bermasalah dengan cara *plafondering*, terdapat AYDA yang ditebus oleh grup debitur dengan menggunakan fasilitas kredit bank. Dalam hal operasional belum diaturnya beberapa kebijakan terkait admin kredit, HCM/ GA dan Treasury, terdapatnya ketergantungan pada dana mahal, beberapa pejabat eksekutif yang belum sertifikasi manajemen risiko, serta *project PSAK 50/55* yang terlambat implementasinya. Sedangkan profil risiko per April 2018 dinilai 3 (tiga) - *moderate*.

Komite merekomendasikan agar temuan OJK dapat menjadi perhatian dan ditindaklanjuti sesuai *schedule* komitmen. Dalam hal profil risiko diminta agar SKMR dapat lebih dalam menganalisis risiko, lebih tegas dalam menetapkan *forward looking*, lebih detail dalam rekomendasi mitigasi sehingga dapat digunakan oleh RTU.

4. Pada bulan September 2018, selain mendiskusikan *stress test* kenaikan nilai tukar dollar dan profil risiko posisi Juli 2018 yang nilai nya tetap 3 (tiga) - *moderate*, juga membahas Victoria Integrated Sistem (VISI) yakni system yang mengakomodasi laporan profil risiko dan KPMM Terintegrasi. Rekomendasi terkait *stress test* agar dilakukan lebih dalam dan luas, serta menjabarkan mitigasi yang harus dilakukan. Sedangkan dalam hal VISI diminta agar dokumentasi dilakukan lebih tertib dan untuk pengembangannya dilakukan koordinasi dengan *Associate Director* bidang TSI.
5. Pada bulan Oktober 2018 melakukan diskusi perihal metode perhitungan *audit rating risk based* dengan SKAI. Metode ini dinilai cukup bagus dan agar terdapat pemahaman yang sama, diminta untuk di transformasikan dengan baik kepada seluruh tim SKAI, juga disosialisasikan ke *Auditee* (Unit Kerja dan Cabang) sehingga memiliki *awareness* terhadap hasil penilaian.
6. Pada bulan Nopember 2018 mendiskusikan TKS RBBR dan risk profil posisi Oktober 2018, *risk profile* tetap dinilai 3 -

1. In March 2018, held a discussion and submitted a recommendation on the January 2018 Risk Profile position that the Risk Management Work Unit (SKMR) should display significantly high Industry Risk and data of National Industry's NPL. Also the Bank should prepare a standard frequency and effect as a guideline that may be used by risk owner in Risk Register. In addition, it discussed Risk-based Bank Rating (RBBR), Industry Risk Profile, and Risk Register.
2. In March 2018, held a discussion also in relation to results of a meeting with the Financial Services Authority on 20 March 2018, whose results, among others, corrected the Bank's risk profile to 3 (three), due to lack of Internal Control (by KPMR). Correction of credit risk value, operational and strategic risk into 3 (three). Therefore, the Committee recommended that Board of Directors and Risk Taking Units (RTU) be more aware and improve the aforesaid corrected risk profile.
3. In May 2018, held a discussion on FSA's findings of the January 2018 position and risk profile April 2018 position.

The OJK findings in credit, inter alia, include weaknesses in the analysis and restructuring processes, high NPLs in the Multi Finance and Property sector, problematic loans within a short period of time, settlement of non-performing loans by capitalization of unpaid interest (plafondering), there are AYDA (foreclosed collateral) settled by debtor groups using bank credit facilities. In terms of operations, a number of policies in relation to credit administration have not yet been regulated, HCM / GA and Treasury, dependency on expensive funds, a number of executive officers that do not yet have risk management certification, and PSAK 50/55 projects that are late in implementation. Whereas the risk profile per April 2018 is rated 3 (three) - moderate.

The Committee recommends that FSA findings be taken into consideration and followed up according to the commitment schedule. In terms of risk profile, it is requested that SKMR be more in-depth in analyzing risk, more assertive in determining forward looking, more detailed in mitigation recommendations for use by RTU.

4. In September 2018, in addition to discussing the dollar exchange rate increase stress test and July 2018 risk profile position which remained at 3 (three)- moderate, also discussed Victoria Integrated System (VISI), a system that accommodates risk profile reports and Integrated KPMM. Recommendations regarding stress tests are suggested to be done deeper and broader, and elucidate mitigation measures to take. In the case of VISI, it was suggested that documentation be carried out in a more orderly manner, and its development to be coordinated with the TSI Associate Director.
5. In October 2018, held a discussion on audit rating risk based calculation method with SKAI. This method is considered quite good, and in order to gain common understanding, it is asked to be communicated well to all SKAI teams, and disseminated to the Auditee (Work Units and Branches), hence they have appropriate awareness regarding the assessment results.
6. In November 2018, discussed the TKS of Risk-based Bank Rating (RBBR) and risk position profile in October 2018, where it is still rated 3 - moderate, but the RBBR TKS is 2 (two) or healthy. Risk Management Work Unit (SKMR) performs an annual risk appetite evaluation of work unit, where it is also

moderate, namun TKS RBBR nilainya 2 (dua) atau sehat. Hal yang dilakukan oleh SKMR yakni evaluasi *risk appetite* tahunan terhadap unit kerja, juga terinformasi jumlah debitur kol 2 (dua) yang cukup tinggi hampir mencapai 10% (sepuluh persen) dan baru berjalannya forum *Credit Monitoring Group* yang rencananya setiap bulan akan membahas kondisi perkreditan Bank dalam rangka memperbaiki pengelolaan perkreditan. Arahan Komite agar presentasi SKMR dapat lebih informatif dan jelas, serta pada KPMR nya lebih dipertegas dalam saran mitigasinya; sedangkan untuk pengelolaan debitur kol 2 (dua), perlu diperdalam dan dievaluasi strategi unit bisnis dalam hal tindakan preventif dan kuratifnya.

KOMITE TATA KELOLA TERINTEGRASI

Sebagai lembaga jasa keuangan yang memiliki hubungan kepemilikan dan/atau pengendalian dalam konglomerasi jasa keuangan, Bank wajib menerapkan tata kelola secara terintegrasi untuk meningkatkan kompleksitas transaksi dan interaksi antar lembaga jasa keuangan dalam konglomerasi keuangan. Penerapan tata kelola terintegrasi ini dilakukan sesuai Peraturan Otoritas Jasa Keuangan No. 18/POJK.03/2014 dan Surat Edaran Otoritas Jasa Keuangan No. 15/SEOJK.03/2015 tentang Penerapan Tata Kelola Terintegrasi Bagi Konglomerasi Keuangan, serta Peraturan Otoritas Jasa Keuangan No. 17/POJK.03/2014 tanggal 18 November 2014 dan Surat Edaran Otoritas Jasa Keuangan No. 14/SEOJK.03/2014 tanggal 25 Mei 2015 tentang Penerapan Manajemen Risiko Terintegrasi Bagi Konglomerasi Keuangan.

Sebagai bentuk kepatuhan terhadap peraturan tersebut, Bank Victoria membentuk Komite Tata Kelola Terintegrasi sebagai organ pengawasan di tingkat Dewan Komisaris yang berperan dalam memberikan rekomendasi atau nasihat kepada Dewan Komisaris terkait pelaksanaan kebijakan yang dimaksud.

DASAR PEMBENTUKAN KOMITE TATA KELOLA TERINTEGRASI

Komite Tata Kelola Terintegrasi Bank dibentuk dan telah melaksanakan tugasnya sesuai dengan peraturan, yaitu sebagai berikut:

1. Surat Edaran Otoritas Jasa Keuangan No. 14/SEOJK.03/2015 tanggal 25 Mei 2015 tentang Penerapan Manajemen Risiko Terintegrasi bagi Konglomerasi Keuangan.
2. Surat Edaran Otoritas Jasa Keuangan No. 15/SEOJK.03/2015 tanggal 25 Mei 2015 tentang Penerapan Tata Kelola Terintegrasi bagi Konglomerasi Keuangan.
3. Surat Direksi No. 052/DIR-EKS/03/15 tanggal 26 Maret 2015 tentang Laporan LJK Entitas Utama dan LJK yang menjadi Anggota Konglomerasi Keuangan.
4. Surat Keputusan Komisaris No. 002/SK-KOM/04/05/15 tanggal 29 Mei 2015 tentang Penerapan Direksi dan Dewan Komisaris Entitas Utama dalam Rangka Tata Kelola Terintegrasi Group Konglomerasi Keuangan PT Bank Victoria International Tbk.
5. Peraturan Otoritas Jasa Keuangan No.17/POJK.03/2014 tanggal 18 November 2014 tentang Penerapan Manajemen Risiko Terintegrasi bagi Konglomerasi Keuangan.
6. Peraturan Otoritas Jasa Keuangan No.18/POJK.03/2014

informed is that the number of debtors under kol 2 category (in special attention) is relatively high, reaching almost 10% (ten percent), and in addition, the Credit Monitoring Group forum has only begun to operate; whereby it is planned that a monthly discussion will be held to evaluate the credit conditions of the Bank in order to improve credit management. The Committee has suggested that the SKMR presentation be more informative and clear, and the KPMR more emphasized in its mitigation advice; while management of debtors under kol 2 category, business unit strategy needs to be reevaluated in terms of preventive and curative actions.

INTEGRATED GOVERNANCE COMMITTEE

As a financial service institution that has ownership and / or control relations in financial services conglomerations, Banks are required to implement governance in an integrated manner in order to increase the complexity of transactions and interactions among financial service institutions in financial conglomerations. The implementation of integrated governance is performed in accordance with the Financial Services Authority Regulation No. 18/POJK.03/2014 and Circular of the Financial Services Authority No. 15/SEOJK.03/2015 on the Implementation of Integrated Governance for Financial Services Conglomeration, and the Financial Services Authority Regulation No. 17/POJK.03/2014 dated 18 November 2014 and Circular of the Financial Services Authority No. 14/SEOJK.03/2014 dated 25 May 2015 on Implementation of Integrated Risk Management for Financial Services Conglomeration. As a form of compliance with these regulations, Bank Victoria has established the Integrated Governance Committee as an oversight organ at the Board of Commissioners level, whose role is to provide recommendations or advice to the Board of Commissioners regarding the implementation of the referred policy.

LEGAL BASIS FOR THE ESTABLISHMENT OF THE INTEGRATED GOVERNANCE COMMITTEE

The Integrated Governance Committee has been established and performs in accordance with prevailing regulations, as follows:

1. Circular of the Financial Services Authority No. 14/ SEOJK.03/2015 dated 25 May 2015 on Implementation of Integrated Risk Management for Financial Services Conglomeration.
2. Circular of the Financial Services Authority No. 15/ SEOJK.03/2015 dated 25 May 2015 on Implementation of Integrated Governance for Financial Services Conglomeration.
3. Board of Directors Letter No. 052/DIR-EKS/03/15 dated 26 March 2015 on Report of Financial Services Institution Primary Entity and Financial Services Institution as member of a Financial Services Conglomeration.
4. Decree of the Board of Commissioners No. 002/SK-KOM/04/05/15 dated 29 May 2015 on Implementation of Board of Directors and Board of Commissioners of Primary Entity in the context of PT Bank Victoria International Tbk. Financial Services Conglomeration Integrated Governance.
5. Regulation of the Financial Services Authority No. 17/SEOJK.03/2014 dated 18 November 2014 on Implementation of Integrated Risk Management for Financial Services Conglomeration.
6. Regulation of the Financial Services Authority No. 18/SEOJK.03/2014 dated 18 November 2014 on Implementation of Integrated Risk Management for Financial Services Conglomeration.

tanggal 18 November 2014 tentang Penerapan Tata Kelola Terintegrasi bagi Konglomerasi Keuangan.

PIAGAM KOMITE TATA KELOLA TERINTEGRASI

Dalam menjalakan perannya, Komite Tata Kelola Terintegrasi berpedoman pada Piagam Komite Tata Kelola Terintegrasi yang telah disusun sesuai peraturan dan perundang-undangan yang berlaku. Piagam Komite Tata Kelola Terintegrasi telah disahkan berdasarkan Keputusan Direksi No. 003/SK-DIR/10/15 tanggal 27 Oktober 2015 tentang Pedoman dan Tata Tertib Kerja Komite Tata Kelola Terintegrasi Grup Victoria yang telah dirubah berdasarkan Keputusan Direksi No. 006/SK-DIR/06/17 tanggal 20 Juni 2017 tentang Pedoman dan Tata Tertib Kerja *Integrated Governance Committee*.

Piagam Komite Tata Kelola Terintegrasi tersebut memuat uraian tentang:

1. Kata Pengantar;
2. Pendahuluan;
3. Daftar Istilah;
4. Dasar Hukum;
5. Prinsip Dasar Tata Kelola Terintegrasi;
6. Kerangka Tata Kelola Terintegrasi Bagi Entitas Utama;
7. Kerangka Tata Kelola Perusahaan Bagi Anggota Konglomerasi Keuangan;
8. Penilaian Tata Kelola Terintegrasi;
9. Pelaporan Pelaksanaan Tata Kelola Terintegrasi; dan
10. Penutup.

Uraian lebih jelas mengenai isi Piagam Komite Tata Kelola Terintegrasi Bank Victoria dapat dilihat pada situs web Bank bagian Tata Kelola (www.victoriabank.co.id/komite-tata-kelola-terintegrasi/).

TUGAS DAN TANGGUNG JAWAB KOMITE TATA KELOLA TERINTEGRASI

Tugas dan tanggung jawab Komite Tata Kelola Terintegrasi Bank Victoria antara lain:

- a. Mengevaluasi pelaksanaan tata kelola terintegrasi paling sedikit melalui penilaian kecukupan pengendalian intern dan pelaksanaan fungsi kepatuhan secara terintegrasi.
- b. Memberikan rekomendasi kepada Dewan Komisaris Entitas Utama untuk penyempurnaan Pedoman Tata Kelola Terintegrasi, dan
- c. Melaksanakan rapat paling sedikit 1 (satu) kali setiap semester.

WEWENANG KOMITE TATA KELOLA TERINTEGRASI

1. Memberikan rekomendasi terkait dengan pelaksanaan tata kelola terintegrasi untuk meningkatkan kualitas tata kelola yang baik dalam Konglomerasi Keuangan dan sehingga integrasi antara PT Bank Victoria International Tbk sebagai Entitas Utama Grup Victoria dan seluruh Lembaga Jasa Keuangan (LJK) Grup Victoria dapat berjalan dengan baik dan memenuhi prinsip kehati-hatian, yang pada akhirnya dapat mewujudkan Konglomerasi Keuangan yang stabil, memiliki daya saing tinggi dan berkelanjutan.
2. Melakukan pengawasan atas penerapan tata kelola pada seluruh Lembaga Jasa Keuangan (LJK) agar sesuai dengan pedoman Tata Kelola Terintegrasi.
3. Melakukan pergawasan atas pelaksanaan tugas dan tanggung jawab Direksi PT Bank Victoria International Tbk,

INTEGRATED GOVERNANCE COMMITTEE'S CHARTER

In performing its role, the Integrated Governance Committee refers to the Integrated Governance Committee's Charter, which was prepared in accordance with prevailing laws and regulations. The Integrated Governance Committee's Charter was ratified based on Decision of the Board of Directors No. 003/SK-DIR/10/15 dated 27 October 2015 on Guideline and Code of Conduct of the Victoria Group Integrated Governance Committee, and amended based on Directors Decree No. 006/SK-DIR/06/17 dated 20 June 2017 on Guideline and Rules of Order of the Integrated Governance Committee.

The Integrated Governance Committee's Charter contains:

1. Foreword;
2. Introduction;
3. Glossary;
4. Legal Basis;
5. Integrated Governance Basic Principles;
6. Integrated Governance Framework for Primary Entity;
7. Corporate Governance Framework for Financial Services Conglomeration Member;
8. Integrated Governance Assessment;
9. Integrated Governance Reporting; and
10. Closing.

Further information regarding the Bank Victoria Integrated Governance Committee's Charter can be seen on the Bank's website in the Governance section (www.victoriabank.co.id/komite-tata-kelola-terintegrasi/).

DUTIES AND RESPONSIBILITIES OF THE INTEGRATED GOVERNANCE COMMITTEE:

Duties and responsibilities of the Bank Victoria Integrated Governance Committee, inter alia:

- a. Evaluate the implementation of integrated governance at least through internal controls adequacy assessment and implementation of compliance function in an integrated manner.
- b. Provide recommendations to the Main Entity's Board of Commissioners to improve the Integrated Governance Guideline, and
- c. Hold meetings at least 1 (one) time each semester.

AUTHORITY OF THE INTEGRATED GOVERNANCE COMMITTEE

1. Provides recommendations related to the integrated governance implementation to improve the quality of good governance in Financial Conglomerate and the integration between PT Bank Victoria International Tbk as the Victoria Group's Main Entity and the entire Victoria Group Financial Services Institution (LJK) can operate well and comply with prudential principles, which resulted in a stable, highly competitive and sustainable Financial Conglomerate.
2. Oversees the implementation of governance in all Financial Services Institutions (LJK) to comply with Integrated Governance guidelines.
3. Supervises the execution of duties and responsibilities of the PT Bank Victoria International Tbk Board of Directors and provide direction or recommendation to the Board of Directors for the implementation of Integrated Governance Guidelines.

- serta memberikan arahan atau nasihat kepada Direksi PT Bank Victoria International Tbk atas pelaksanaan Pedoman Tata Kelola Terintegrasi.
- Mengevaluasi Pedoman Tata Kelola Terintegrasi secara berkala dan memberikan arahan kepada Direksi PT Bank Victoria International Tbk. Ttk dalam rangka penyempurnaan Pedomarn Tata Kelola Terhiegasi.

STRUKTUR, KEANGGOTAAN DAN KEAHLIAN KOMITE TATA KELOLA TERINTEGRASI

Keanggotaan Komite Tata Kelola Terintegrasi paling sedikit terdiri dari:

- Seorang Komisaris Independen yang menjadi Ketua pada salah satu Komite pada Bank diangkat sebagai Ketua merangkap anggota Komite Tata Kelola Terintegrasi;
- Komisaris Independen yang mewakili dan ditunjuk dari Entitas dalam konglomerasi keuangan diangkat sebagai anggota;
- Seorang pihak independen yang diangkat sebagai anggota; dan
- Anggota Dewan Pengawas Syariah dari Entitas dalam konglomerasi keuangan diangkat sebagai anggota.

Adapun jumlah dan komposisi Komisaris Independen yang menjadi anggota Komite Tata Kelola Terintegrasi dapat disesuaikan dengan kebutuhan konglomerasi keuangan, serta efisiensi dan efektivitas pelaksanaan tugas, dengan memperhatikan paling sedikit keterwakilan masing-masing Entitas.

Tabel Struktur, Keanggotaan dan Keahlian Tata Kelola Terintegrasi
Structure, Membership, and Expertise of Integrated Governance Committee

Nama Name	Jabatan Position	Keterangan Remarks	Keahlian Expertise
Zaenal Abidin, PhD	Ketua Chairman	Komisaris/Komisaris Independen Commisioner/Independent Commisioner	Perbankan dan Tata Kelola Terintegrasi Banking and Integrated Governance
Gunawan Tenggarahardja	Anggota Member	Komisaris/Komisaris Independen Commisioner/Independent Commisioner	Perbankan dan Bisnis Banking and Business
Oliver Simorangkir	Anggota Member	Komisaris Utama President Commisioner	Perbankan dan Audit Banking and Audit
Sugiharto	Anggota Member	Komisaris Utama Bank Victoria Syariah President Commissioner of Bank Victoria Syariah	Risk Management Treasury Perbankan Risk Management Treasury Banking
Aldo Tjahaja	Anggota Member	Komisaris/Komisaris Independen Commisioner/Independent Commisioner	Pasar Modal Capital Market
Dr H Hassanuddin	Anggota Member	Dewan Pengawas Syariah Bank Victoria Syariah Syariah Supervisory Board of Bank Victoria Syariah	Hukum Islam termasuk Hukum Muamalah/ Ekonomi Islam Islamic Law includes Muamalah Law/ Islamic Economy
Vikas Tolani	Anggota Member	Komisaris Independen Victoria Insurance Independent Commissioner of Victoria Insurance	Asuransi Manajemen Risiko Manajemen Keuangan Insurance Risk Management Finance Management
Jejei Kurnia	Anggota Member	Komisaris Independen Victoria Management Investasi Independent Commissioner of Victoria Management Investasi	Manajemen Investasi Investment Management
Lukito Saggitariono*	Anggota Member	Komisaris Victoria Alife Indonesia Independent Commissioner of Victoria Alife Indonesia	Asuransi Insurance
Hertanto Tjahyasurya**	Anggota Member	Komisaris Victoria Alife Indonesia Independent Commissioner of Victoria Alife Indonesia	Perbankan Banking
RD Widaningsih	Anggota Member	Pihak Independen Independent Party	Audit Perbankan Banking Audit
Teguh Sukaryanto	Anggota Member	Pihak Independen Independent Party	Perbankan dan Audit Banking and Audit

*Berhenti menjabat pada tanggal 21 Mei 2018 / End of term of office as of 21 May 2018.

**Efektif menjabat pada tanggal 21 Mei 2018 / Start of effective term of office as of 21 May 2018.

INTEGRATED GOVERNANCE COMMITTEE'S PROFILE

PROFIL KOMITE TATA KELOLA TERINTEGRASI

Zaenal Abidin, PhD Ketua Komite Tata Kelola Terintegrasi Ketua Komite Tata Kelola Terintegrasi Gunawan Tenggarahardja Anggota Komite Tata Kelola Terintegrasi Member of Integrated Governance Committee	Profil beliau dapat dilihat pada bagian Profil Dewan Komisaris dalam Laporan Tahunan ini. His profile can be found in the Profile section of the Board of Commissioners in this Annual Report. Profil beliau dapat dilihat pada bagian Profil Dewan Komisaris dalam Laporan Tahunan ini. His profile can be found in the Profile section of the Board of Commissioners in this Annual Report.
Oliver Simorangkir Anggota Komite Tata Kelola Terintegrasi Member of Integrated Governance Committee	Profil beliau dapat dilihat pada bagian Profil Dewan Komisaris dalam Laporan Tahunan ini. His profile can be found in the Profile section of the Board of Commissioners in this Annual Report.
Sugiharto Anggota Komite Tata Kelola Terintegrasi Member of Integrated Governance Committee	Warga Negara Indonesia, lahir di Solo pada tahun 1955. Meraih gelar S1 Ekonomi, Universitas Diponegoro tahun 1979 dan <i>Master of Finance</i> , University of Texas Austin USA tahun 1996. Mulai berkarir sebagai <i>Managing Director Treasury and International Banking</i> pada Bank Mega tahun 2010 – 2014. <i>President Director</i> di Dana Pensiun Bank Mandiri tahun 2009 – 2010. <i>Executive Vice President Head of Treasury Group</i> Dana Pensiun Bank Mandiri tahun 2005 – 2009. <i>Vice President Department Head of Financial Institution and Overseas Network</i> Dana Pensiun Bank Mandiri tahun 2001 – 2005. <i>Vice President Treasury and Capital Market</i> Dana Pensiun Bank Mandiri tahun 1999 – 2001. Komisaris Utama Bank Victoria Syariah sejak tahun 2015. Indonesian Citizen, born in Solo in 1955. He holds a Bachelor of Economics degree from Diponegoro University in 1979 and a Master of Finance from University of Texas, Austin, USA in 1996. Started his career as Managing Director Treasury and International Banking at Bank Mega in 2010-2014. President Director at Bank Mandiri's Pension Fund in 2009 - 2010. Executive Vice President Head of Treasury Group at Bank Mandiri's Pension Fund in 2005 - 2009. Vice President Department Head of Financial Institution and Overseas Network at Bank Mandiri Pension Fund in 2001 - 2005. Vice President of Treasury and Capital Market at Bank Mandiri Pension Fund in 1999 - 2001. President Commissioner of Bank Victoria Syariah since 2015.
Aldo Tjahaja Anggota Komite Tata Kelola Terintegrasi Member of Integrated Governance Committee	Warga Negara Indonesia, 45 tahun. Menjabat sebagai Direktur Beliau meraih gelar <i>Bachelor of Science</i> dari University of Oregon, USA, pada tahun 1995 dan meraih gelar MM <i>Executive</i> dari Binus Business School, Jakarta pada tahun 2013. Memiliki izin WMI (Wakil Manajer Investasi), BBJ (Broker Bursa Berjangka), dan sertifikasi JATS (Jakarta Automated Trading System). Beliau memulai karir sebagai Analis Kredit di PT Bank Aspac (1995-1996). Kemudian menjabat sebagai <i>Equity Sales</i> di PT Sason Securities Indonesia (1996-1997), Wakil Direktur Utama PT Ciptamahardhika Sekuritas (1997-1999), <i>Deputy President</i> PT Henan Putihrai Sekuritas (1999-2000), dan Direktur <i>Asset Management</i> PT Ekokapital Sekuritas (2003-2009). Saat ini juga menjabat sebagai Komisaris Utama PT Victoria Sekuritas Indonesia (2012-sekarang). Indonesian citizen, 45 years old. He obtained his Bachelor of Science from University of Oregon, USA, in 1995 and obtained MM Executive from Binus Business School, Jakarta in 2013. He has a license for WMI (Investment Manager Representative), BBJ (Futures Broker), and JATS (Jakarta Automated Trading System) certifications. He started his career as a Credit Analysts at PT Bank Aspac (1995-1996). He then served as an Equity Sales at PT Sason Securities Indonesia (1996-1997), Vice President Director of PT Ciptamahardhika Sekuritas (1997-1999), Vice President of PT Henan Putihrai Sekuritas (1999-2000), and an Asset Management Director of PT Ekokapital Sekuritas (2003-2009). Currently, he also serves as the President Commissioner at PT Victoria Sekuritas Indonesia (2012-present).
Dr H Hasanuddin Anggota Komite Tata Kelola Terintegrasi Member of Integrated Governance Committee	Warga Negara Indonesia, lahir di Majalengka pada 1945. Memperoleh gelar sarjana syariah (S1) pada IAIN di Jakarta pada tahun 1974, S2 (MA) dan S3 (DR) di Universitas yang sama masing-masing pada tahun 1989 dan 1994.. Mulai berkarir sebagai Ketua Dewan Pengawas Syariah di Asuransi Tripakarta tahun 2002-2015. Ketua Dewan Pengawas Syariah di PT Penjaminan Jamkrindo Syariah sejak tahun 2005. Ketua Dewan Pengawas Syariah di PT Asuransi Asei Indonesia Unit Usaha Syariah sejak tahun 2008.Dewan Pengawas Bank Victoria Syariah sejak tanggal 26 Maret 2010, Dosen Tetap Sekolah Pascasarjana UIN Syarif Hidayatullah Jakarta sejak tahun 2016. Indonesian Citizen, born in Majalengka in 1945. He obtained a bachelor's degree in sharia (S1) at IAIN in Jakarta in 1974, S2 (MA) and S3 (DR) at the same university in 1989 and 1994 respectively. Started his career as Chairman of the Sharia Supervisory Board in Asuransi Tripakarta in 2002-2015. Chairman of the Sharia Supervisory Board at PT Penjaminan Jamkrindo Syariah since 2005. Chairman of the Sharia Supervisory Board at PT Asuransi Asei Indonesia Sharia Business Unit since 2008. Member of Supervisory Board at Bank Victoria Syariah since 26 March 2010 Permanent Lecturer at the UIN Syarif Hidayatullah Post Graduate School in Jakarta since 2016.

<p>Vikas Tolani Anggota Komite Tata Kelola Terintegrasi Member of Integrated Governance Committee</p>	<p>Warga Negara Indonesia, Meraih gelar <i>Master of Science</i> bidang <i>Insurance and Risk Management</i> tahun 2004 dan <i>Master of Business Administration</i> bidang <i>Financial</i> serta <i>Management</i> dari Trinity College and University, Delaware, USA tahun 2005. Mulai berkarir sebagai <i>Producer</i> di PT Asuransi QBE Pool Indonesia tahun 2001-2007. Direktur Utama PT Munich Lloyd International Brokers sejak tahun 2007. Komisaris Independen PT Victoria Insurance Tbk sejak tahun 2012.</p> <p>Indonesian Citizen, He holds a Master of Science degree in Insurance and Risk Management in 2004 and Master of Business Administration in Financial and Management from Trinity College and University, Delaware, USA in 2005. Started his career as a Producer at PT Asuransi QBE Pool Indonesia in 2001-2007. President Director of PT Munich Lloyd International Brokers since 2007. Independent Commissioner of PT Victoria Insurance Tbk since 2012.</p>
<p>Jejei Kurnia Anggota Komite Tata Kelola Terintegrasi Member of Integrated Governance Committee</p>	<p>Warga Negara Indonesia, Meraih gelar Sarjana Ekonomi bidang Akuntansi, Universitas Trisakti tahun 1989. Mulai berkarir sebagai Direktur PT Bali Securities tahun 2000 – 2010. Direktur di PT Reliance Securities Tbk tahun 2010 – 2011. Advisor di PG Asset Management bulan Juni – September 2013. Direktur di PT Kurnia Sejahtera Bersama sejak tahun 2015. Komisaris Independen PT Victoria Manajemen Investasi sejak tahun 2015.</p> <p>Indonesian Citizen, He holds a Bachelor of Economics in Accounting from Trisakti University in 1989. Started his career as a Director at PT Bali Securities in 2000 - 2010. Director at PT Reliance Securities Tbk in 2010 - 2011. Advisor at PG Asset Management between June - September 2013. Director at PT Kurnia Sejahtera Bersama since 2015. Independent Commissioner of PT Victoria Investment Management since 2015.</p>
<p>Lukito Saggitariono Anggota Komite Tata Kelola Terintegrasi Member of Integrated Governance Committee</p>	<p>Warga Negara Indonesia, Meraih gelar S1 Ekonomi bidang Manajemen Keuangan, Universitas Parahyangan, Bandung tahun 1985. Mulai berkarir sebagai <i>Senior Manager Head of Internal Audit</i> di PT Prudential Life Assurance tahun 1998 – 2000, <i>Associate Vice President Regional Development Director</i> di PT Prudential Life Assurance Jakarta tahun 2000 – 2007. <i>Agency Sales Director</i> di PT Commonwealth Life tahun 2007 – 2008. <i>Vice President Director</i> di PT Asuransi Jiwa Adisarana Wanaarta tahun 2009 – 2011. Direktur Utama di PT Victoria Insurance Tbk pada tahun 2012 – 2017. Komisaris Utama di PT Victoria Alife Indonesia sejak tahun 2017.</p> <p>Indonesian Citizen, He holds a Bachelor of Economics degree in Financial Management from Parahyangan University, Bandung in 1985. Started his career as Senior Manager of Head of Internal Audit at PT Prudential Life Assurance in 1998 - 2000, Associate Vice President Regional Development Director at PT Prudential Life Assurance Jakarta 2000-2007. Agency Sales Director at PT Commonwealth Life in 2007 - 2008. Vice President Director at PT Asuransi Jiwa Adisarana Wanaarta in 2009 - 2011. President Director at PT Victoria Insurance Tbk in 2012 - 2017. President Commissioner of PT Victoria Alife Indonesia since 2017.</p>
<p>Hertanto Tjahyasurya Anggota Komite Tata Kelola Terintegrasi Member of Integrated Governance Committee</p>	<p>Warga Negara Indonesia, lahir di Tangerang tahun 1959. Sebelum Mulai berkarir Memperoleh gelar Sarjana Hukum dari Universitas Trisakti, Jakarta (1985), periode 1985-1989 sebagai BM Bank Umum Nasional, periode 1989- 1990 sebagai <i>Senior Relationship Manager</i> Standar Charter Bank, periode 1990-1991 sebagai <i>Manager Commercial Banking</i> Bank Pacific, periode 1991-1993 sebagai <i>Deputy General Manager</i> KPO Bank Bahari, periode 1993-1995 di Bank Sinergy sebagai Direktur Utama, periode 1995-1998 di Bank Mayora sebagai Direktur Utama, periode 2000-2001 di Bank Bima sebagai Direktur Utama, periode 2004-2005 di Bank Harmoni, periode 2007-2017 di Bank Victoria International Tbk sebagai <i>Head of Branch Banking Group, Funding, & Wealth Management</i>, periode 2018-sekarang sebagai Komisaris PT Victoria Alife Indonesia.</p> <p>Indonesian Citizen, born in Tangerang in 1959. Before Started his career his Obtained his Bachelor of Legal degree from Trisakti University, Jakarta (1985). in 1985-1989 as BM Bank Umum Nasional, Senior Relationship Manager for Standar Charter Bank in 1989 to 1990, Commercial Banking Manager in 1990-1991, Deputy General Manager KPO at Bank Bahari in 1991-1993, President Director at Bank Sinergy in 1993-1995, President Director at Bank Mayora in 1995-1998, President Director at Bank Bima in 2000-2001, at Bank Harmoni in 2004-2005, Head of Branch Banking Group, Funding, & Wealth Management at Bank Victoria Intl Tbk in 2007-2017, a Commissioner of PT Victoria Alife Indonesia in 2018 - present.</p>
<p>Retno Dwijanti Widaningsih Anggota Komite Tata Kelola Terintegrasi Member of Integrated Governance Committee</p>	<p>Profil beliau dapat dilihat pada bagian Profil Komite Audit dalam Laporan Tahunan ini. Her profile can be found in the Profile section of the Audit Committee in this Annual Report.</p>
<p>Teguh Sukaryanto Anggota Komite Tata Kelola Terintegrasi Member of Integrated Governance Committee</p>	<p>Profil beliau dapat dilihat pada bagian Profil Komite Audit dalam Laporan Tahunan ini. His profile can be found in the Profile section of the Audit Committee in this Annual Report.</p>

KUALIFIKASI PENDIDIKAN DAN PENGALAMAN KERJA KOMITE TATA KELOLA TERINTEGRASI
EDUCATIONAL QUALIFICATIONS AND EXPERIENCE OF INTEGRATED GOVERNANCE COMMITTEE
Tabel Kualifikasi Pendidikan dan Pengalaman Kerja Komite Tata Kelola Terintegrasi
Table of Educational Qualification and Working Experience of the Integrated Governance Committee

Nama Name	Jabatan Position	Pendidikan Education	Pengalaman Kerja Work Experience
Zaenal Abidin, PhD	Ketua Chairman	<ul style="list-style-type: none"> - Sarjana Ekonomi - Master Manajemen - <i>Doctor of Philosophy</i> - Bachelor Economy - Master Management - Doctor of Philosophy 	<ul style="list-style-type: none"> - <i>Pro Manager Treasury</i> dan Analisa di Bidang Dana Perbankan (1989-1992). - Dosen di Perbanas Institute (1993-2015) - Dosen di STIE IBS (2013-sekarang). - Koordinator Staf Khusus Bidang Riset Asosiasi Perbanas (2011-2012). - Peneliti Senior GCG pada Indonesia Institute Corporate Governance (2008-sekarang). - Komisaris/Komisaris Independen di PT Bank Victoria International Tbk (2012-sekarang) - Pro Manager Treasury and Analysis in the Banking Fund Sector (1989-1992). - Lecturer at Perbanas Institute (1993-2015) - Lecturer at STIE IBS (2013-present). - Special Staff Coordinator of Research Department at Perbanas Association (2011-2012). - Senior GCG Researcher at the Indonesia Institute of Corporate Governance (2008-present). - Commissioner / Independent Commissioner at PT Bank Victoria International Tbk (2015-present).
Gunawan Tenggarahardja	Anggota Member	<ul style="list-style-type: none"> - Sarjana Teknik Sipil - Bachelor of Civil Engineering 	<ul style="list-style-type: none"> - <i>International Field Engineer 1</i> di Schlumberger OSA (1982-1984). - Assistant Manager di PT Bank Bali (1985-1988). - General Manager di PT Sampoerna Transport Nusantara (1989-1992). - Direktur Eksekutif di PT Duta Pertiwi Tbk (1992-1996). - Direktur di PT Bhuwanatala Indah Permai Tbk (1996-1998). - Komisaris Independen PT Jakarta Setiabudi International Tbk. (2004-sekarang). - Komisaris Utama di PT Sigma Karya Sempurna (Bali Camp) (1998-2004). - Komisaris dan Komisaris Independen di PT Bank Victoria International Tbk. (2003-sekarang). - International Field Engineer 1 at Schlumberger OSA (1982-1984). - Assistant Manager at PT Bank Bali (1985-1988). - General Manager at PT Sampoerna Transport Nusantara (1989-1992). - Executive Director at PT Duta Pertiwi Tbk (1992-1996). - Director at PT Bhuwanatala Indah Permai Tbk (1996-1998). - Independent Commissioner of PT Jakarta Setiabudi International Tbk. (2004-present). - President Commissioner of PT Sigma Karya Sempurna (Bali Camp) (1998-2004). - Commissioner and Independent Commissioner at PT Bank Victoria International Tbk. (2003-present).

Nama Name	Jabatan Position	Pendidikan Education	Pengalaman Kerja Work Experience
Oliver Simorangkir	Anggota Member	Sarjana Ekonomi Akuntansi Bachelor of Economics Accounting	<ul style="list-style-type: none"> - Officer Development Program di PT Bank Niaga Tbk (1980-1981). - Sub Manager Staff Internal Audit di PT Bank Niaga Tbk (1981-1983). - Assistant Manager-Department Head of Credit Administration Cabang Utama Jakarta di PT Bank Niaga Tbk (1983-1985). - Kepala Divisi Operasional Cabang Utama Jakarta di PT Bank Niaga Tbk (1985-1987). - Senior Manager-Wakil Pimpinan Cabang Thamrin di PT Bank Niaga Tbk (1987-1988). - Assistant Vice President-Manager in Charge Sentralisasi Operasional Wilayah Jakarta di PT Bank Niaga Tbk (1988-1989). - Vice President Operasional-Manager in Charge Wilayah Jakarta di PT Bank Niaga Tbk (1990-1994). - Group Head Operation System and Procedure Head Office di PT Bank Niaga Tbk (1994-1998). - Group Head Corporate Planning and Accounting Control Head Office di PT Bank Niaga Tbk (1998-2000). - Senior Vice President - General Manager Internal Audit di PT Bank Permata Tbk (2001-2003). - Direktur Kepatuhan dan Manajemen Risiko di PT Bank Victoria International Tbk (2005-2008). - Direktur Operasi dan Sistem di PT Bank Victoria International Tbk (2008-2015). - Komisaris Utama PT Bank Victoria International Tbk (2015-sekarang) - Officer Development Program at PT Bank Niaga Tbk (1980-1981). - Sub Manager Staff Internal Audit at PT Bank Niaga Tbk (1981-1983). - Assistant Managers-Department Head of Credit Administration, Jakarta Main Branch at PT Bank Niaga Tbk (1983-1985). - Head of Operational Division, Jakarta Main Branch at PT Bank Niaga Tbk (1985-1987). - Senior Manager - Deputy Head of Branch Thamrin at PT Bank Niaga Tbk (1987-1988). - Assistant Vice President-Manager in Charge of Centralization of Jakarta Area Operations at PT Bank Niaga Tbk (1988-1989). - Vice President of Operations-Manager in Charge of the Jakarta Region at PT Bank Niaga Tbk (1990-1994). - Group Head Operation System and Procedure Head Office at PT Bank Niaga Tbk (1994-1998). - Group Head Corporate Planning and Accounting Control Head Office at PT Bank Niaga Tbk (1998-2000). - Senior Vice President - General Manager Internal Audit at PT Bank Permata Tbk (2001-2003). - Director of Compliance and Risk Management at PT Bank Victoria International Tbk (2005-2008). - Director of Operations and Systems at PT Bank Victoria International Tbk (2008-2015). - President Commissioner at PT Bank Victoria International Tbk (2015-present).
Sugiharto	Anggota Member	Sarjana Ekonomi dan Master of Finance Bachelor of Economics and Master of Finance	<ul style="list-style-type: none"> - Managing Director Treasury and International Banking pada Bank Mega (2010 – 2014). - President Director di Dana Pensiu Bank Mandiri (2009 – 2010). - Executive Vice President Head of Treasury Group Dana Pensiu Bank Mandiri (2005 – 2009). - Vice President Department Head of Financial Institution and Overseas Network Dana Pensiu Bank Mandiri (2001 – 2005). - Vice President Treasury and Capital Market Dana Pensiu Bank Mandiri (1999 – 2001). - Komisaris Utama Bank Victoria Syariah sejak tahun 2015. - Managing Director of Treasury and International Banking at Bank Mega (2010 - 2014). - President Director at Bank Mandiri Pension Fund (2009 - 2010). - Executive Vice President, Head of Treasury Group at Bank Mandiri Pension Fund (2005 - 2009). - Vice President Department Head of Financial Institution and Overseas Network at Bank Mandiri Pension Fund (2001 - 2005). - Vice President Treasury and Capital Market at Bank Mandiri Pension Fund (1999 - 2001). - President Commissioner of Bank Victoria Syariah since 2015.

Nama Name	Jabatan Position	Pendidikan Education	Pengalaman Kerja Work Experience
Aldo Tjahaja	Anggota Member	Bachelor of Science MM Executive	<ul style="list-style-type: none"> - Analis Kredit di PT Bank Aspac (1995-1996). - Equity Sales di PT Sasson Securities Indonesia (1996-1997). - Wakil Direktur Utama PT Ciptamahardhika Sekuritas (1997-1999). - Vice President PT Henan Putihrai Sekuritas (1999-2000). - Direktur Asset Management PT Ekokapital Sekuritas (2003-2009). - Komisaris Utama PT Victoria Sekuritas Indonesia (2012-sekarang). - Credit Analyst at PT Bank Aspac (1995-1996). - Equity Sales at PT Sasson Securities Indonesia (1996-1997). - Deputy President Director of PT Ciptamahardhika Sekuritas (1997-1999). - Vice President of PT Henan Putihrai Sekuritas (1999-2000). - Director of Asset Management of PT Ekokapital Sekuritas (2003-2009). - President Commissioner of PT Victoria Securities Indonesia (2012-present).
Dr H Hassanuddin	Anggota Member	Sarjana Syariah Magister Doktor Sharia Bachelor Master Doctorate	<ul style="list-style-type: none"> - Ketua Dewan Pengawas Syariah di Asuransi Tripakarta (2002-2015). - Ketua Dewan Pengawas Syariah di PT Penjaminan Jamkrindo Syariah sejak tahun 2005. - Ketua Dewan Pengawas Syariah di PT Asuransi Asei Indonesia Unit Usaha Syariah sejak tahun 2008. - Dewan Pengawas Bank Victoria Syariah sejak tanggal 26 Maret 2010 - Dosen Tetap Sekolah Pascasarjana UIN Syarif Hidayatullah Jakarta sejak tahun 2016. - Chairman of the Sharia Supervisory Board in Asuransi Tripakarta (2002-2015). - Chairman of the Sharia Supervisory Board at PT Penjaminan Jamkrindo Syariah since 2005. - Chairman of the Sharia Supervisory Board at PT Asuransi Asei Indonesia Sharia Business Unit since 2008. - Member of Supervisory Board at Bank Victoria Syariah from March 26, 2010 - Permanent Lecturer at UIN Syarif Hidayatullah Post Graduate School in Jakarta since 2016.
Jejei Kurnia	Anggota Member	Sarjana Ekonomi bidang Akuntansi Bachelor of Economics in Accounting	<ul style="list-style-type: none"> - Direktur PT Bali Securities (2000 – 2010). - Direktur di PT Reliance Securities Tbk tahun (2010 – 2011). - Advisor di PG Asset Management (Juni – September 2013). - Direktur di PT Kurnia Sejahtera Bersama sejak tahun 2015. - Komisaris Independen PT Victoria Manajemen Investasi sejak tahun 2015. - Director at PT Bali Securities (2000 - 2010). - Director at PT Reliance Securities Tbk year (2010 - 2011). - Advisor at PG Asset Management (June - September 2013). - Director at PT Kurnia Sejahtera Bersama since 2015. - Independent Commissioner of PT Victoria Investment Management since 2015.
Lukito Saggitariono*	Anggota Member	Sarjana Ekonomi bidang Manajemen Keuangan Bachelor of Economics in Financial Management	<ul style="list-style-type: none"> - <i>Senior Manager Head of Internal Audit</i> di PT Prudential Life Assurance (1998 – 2000). - <i>Associate Vice President Regional Development Director</i> di PT Prudential Life Assurance Jakarta (2000 – 2007). - <i>Agency Sales Director</i> di PT Commonwealth Life (2007 – 2008). - <i>Vice President Director</i> di PT Asuransi Jiwa Adisarana Wanaartha (2009 – 2011). - Direktur Utama di PT Victoria Insurance Tbk (2012 – 2017). - Komisaris Utama di PT Victoria Alife Indonesia sejak tahun 2017. - Senior Manager Head of Internal Audit at PT Prudential Life Assurance (1998 - 2000). - Associate Vice President Regional Development Director at PT Prudential Life Assurance Jakarta (2000 - 2007). - Agency Sales Director at PT Commonwealth Life (2007 - 2008). - Vice President Director at PT Asuransi Jiwa Adisarana Wanaartha (2009 - 2011). - President Director of PT Victoria Insurance Tbk (2012 - 2017). - President Commissioner of PT Victoria Alife Indonesia since 2017

Nama Name	Jabatan Position	Pendidikan Education	Pengalaman Kerja Work Experience
Hertanto Tjahyasurya**	Anggota Member	Sarjana Hukum dari Universitas Trisakti, Jakarta (1985). Bachelor of Legal degree from Trisakti University, Jakarta (1985).	<ul style="list-style-type: none"> - BM Bank Umum Nasional (1985-1989). - Senior Relationship Manager Standar Charter Bank (1989- 1990) - Manager Commercial Banking Bank Pacific (1990-1991) - Deputy General Manager KPO Bank Bahari (1991-1993) - Bank Sinergy sebagai Direktur Utama (1993-1995) - Bank Mayora sebagai Direktur Utama (1995-1998). - Bank Bima sebagai Direktur Utama (2000-2001) - Bank Harmoni (2004-2005). - Bank Victoria International Tbk sebagai Head of Branch Banking Group, Funding, & Wealth Management (2007-2017). - Komisaris PT Victoria Alife Indonesia (2018-sekarang). - BM at Bank Umum Nasional (1985-1989). - Senior Relationship Manager of Standar Charter Bank (1989-1990) - Manager Commercial Banking at Bank Pacific (1990-1991) - Deputy General Manager of KPO Bank Bahari (1991-1993) - President Director at Bank Sinergy (1993-1995) - President Director at Bank Mayora (1995-1998). - President Director at Bank Bima (2000-2001) - Bank Harmoni (2004-2005). - Head of Branch Banking Group, Funding, & Wealth Management at Bank Victoria Intl Tbk (2007-2017). - Commissioner of PT Victoria Alife Indonesia (2018-present).
RD Widaningsih	Anggota Member	Sarjana Keuangan dan Perbankan dari Institut Bankir Indonesia (1998). Bachelor of Finance and Banking from Indonesian Banker Institute	<ul style="list-style-type: none"> - Head of Group Audit Deutsche Bank AG, Jakarta (2001 – 2006). - Anggota Komite Bank Victoria sejak tahun 2013 dan anggota tetap Komite Tata Kelola Terintegrasi Bank Victoria sejak tahun 2015. - Head of Group Audit at Deutsche Bank AG, Jakarta (2001 - 2006). - Committee Member of Bank Victoria since 2013 and a permanent member of the Integrated Governance Committee at Bank Victoria since 2015.
Teguh Sukaryanto	Anggota Member	Sarjana Ekonomi dari Universitas Lampung (1987). Bachelor of Economics from Universitas Lampung (1987)	<ul style="list-style-type: none"> - Internal Audit di Bank Duta (1990) - Berbagai jabatan pernah dipegang pada Bank Yakin Makmur, Bank Akita dan Bank Barclays Indonesia. - Bank Victoria sebagai Kepala Divisi Kepatuhan (2011 – 2012), Kepala Divisi Sistem dan Prosedur (2012 – 2015), Kepala Divisi Audit Internal/Integrated and Anti Fraud (2015 – 2018) dan Sejak Maret 2018 ditugaskan menjadi anggota Komite Audit. - Internal Audit at Bank Duta (1990) - Various positions at Bank Yakin Makmur, Bank Akita and Bank Barclays Indonesia. - Head of Compliance Division (2011 - 2012), Head of System and Procedure Division (2012 - 2015), Head of Internal Audit/Integrated and Anti Fraud Division (2015 - 2018) in Bank Victoria and since March 2018 has been assigned to become a member of the Audit Committee.

*Berhenti menjabat pada tanggal 21 Mei 2018. / End of term of office as of 21 May 2018.

**Efektif menjabat pada tanggal 21 Mei 2018. / Start of effective term of office as of 21 May 2018.

INDEPENDENSI KOMITE TATA KELOLA TERINTEGRASI

Komite Tata Kelola Terintegrasi Bank menjalankan tugas dan tanggung jawabnya secara profesional dan independen, tanpa intervensi dari organ tata kelola Bank lainnya. Pelaksanaan tugas tersebut dilakukan sesuai dengan strategi, target, visi dan misi Bank, semata-mata hanya untuk kepentingan Bank. Seluruh Komite Tata Kelola Terintegrasi tidak terkait dengan Dewan Komisaris, Direksi, serta Pemegang Saham Utama dan Pengendali yang dapat menimbulkan dampak negatif ataupun benturan kepentingan (*conflict of interest*). Aspek independensi Komite Tata Kelola Terintegrasi dijelaskan sebagai berikut.

INDEPENDENCE OF THE INTEGRATED GOVERNANCE COMMITTEE

The Integrated Governance Committee of Bank Victoria has performed its duties and responsibilities in a professional and independent manner, without any intervention from other governance organs of the Bank. The implementation of duties has been conducted in line with the Bank's strategies, targets, vision, and mission, solely for the Bank's interest. All members of the Integrated Governance Committee do not have any relationship with Boards of Commissioners, Directors, Major and Controlling Shareholders that may have adverse impact or conflict of interest. The independence aspect of the Integrated Governance Committee is explained as follows.

Tabel Independensi Komite Tata Kelola Terintegrasi
Integrated Governance Committee's Independence

Aspek Independensi Independence Aspect	Zaenal Abidin, PhD	Gunawan Tenggarahardja	Oliver Simorangkir	Sugiharto	Aldo Tjahaja	Dr H Hassanuddin	Jejei Kurnia	Lukito Saggitariono	Hertanto T Surya	RD Widaningsih
Tidak memiliki hubungan keuangan dengan Dewan Komisaris dan Direksi Does not have any financial relationship with the Board of Commissioners and the Board of Directors	√	√	√	√	√	√	√	√	√	√
Tidak memiliki hubungan kepengurusan di perusahaan, anak perusahaan, maupun perusahaan afiliasi Does not have any management relationship in the company, subsidiary, or affiliate companies	√	√	√	√	X	√	√	√	√	√
Tidak memiliki hubungan kepemilikan saham di perusahaan Does not have any share ownership relationship in the company	√	√	√	√	√	√	√	√	√	√
Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi, dan/ atau sesama anggota Komite Tata Kelola Terintegrasi Does not have any family relationship with the Board of Commissioners, Board of Directors and / or other members of the Integrated Governance Committee	√	√	√	√	√	√	√	√	√	√
Tidak menjabat sebagai pengurus partai politik, pejabat dan pemerintah Does not hold any position as management of a political party, public and government position	√	√	√	√	√	√	√	√	√	√

RAPAT KOMITE TATA KELOLA TERINTEGRASI

Pelaksanaan rapat Komite Tata Kelola Terintegrasi Bank dilakukan secara berkala atau sewaktu-waktu, disesuaikan dengan kebutuhan. Dalam pengambilan keputusan rapat Komite Tata Kelola Terintegrasi selalu mengedepankan musyawarah mufakat. Hasil rapat Komite dituangkan dalam risalah rapat dan didokumentasikan dengan baik.

Agenda Rapat Komite Tata Kelola Terintegrasi

Sepanjang tahun 2018, tanggal pelaksanaan, Agenda rapat dan Peserta rapat Komite Tata Kelola Terintegrasi, sebagai berikut:

MEETING OF INTEGRATED GOVERNANCE COMMITTEE

The Bank's Integrated Governance Committee meeting is held periodically or at any time, adjusted to the needs. In making decision at the meeting, the Integrated Governance Committee always prioritizes deliberations for consensus. The meeting result is stated in minutes of meetings and well-documented

Integrated Governance Committee Meetings Agenda

Throughout 2018, the dates, agenda and participants of the

Tabel Agenda Rapat Komite Tata Kelola Terintegrasi
Integrated Governance Committee Meeting Agenda

Integrated Governance Committee meetings, are as follows:

No.	Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants
1.	13 Januari 2018 13 January 2018	Meningkatkan kualitas risiko Kepatuhan dan Tata Kelola Terintegrasi. Improve the quality of Compliance Risk and Integrated Governance.	1. Zaenal Abidin, PhD 2. Gunawan Tenggarahardja 3. Djoko Nugroho 4. Aldo Tjahaja 5. Jejei Kurnia 6. Vikas Tolani 7. Lukito Saggitariono 8. RD Widaningsih
2.	7 Februari 2018 7 February 2018	Pembahasan laporan Tata Kelola Terintegrasi dan Manajemen Risiko Terintegrasi semester II 2017, serta mendengarkan penjelasan SKMRT, SKKT dan SKAIT. Discuss reports on Integrated Management and Integrated Risk Management in 2017 second semester, as well as hear the explanation of SKMRT, SKKT and SKAIT.	1. Zaenal Abidin, PhD 2. Oliver Simorangkir 3. Sugiharto 4. Dr H Hasannudin 5. Aldo Tjahaja 6. Vikas Tolani 7. Lukito Saggitariono 8. RD Widaningsih
3.	10 Agustus 2018 10 August 2018	Pembahasan laporan Tata Kelola Terintegrasi dan Manajemen Risiko Terintegrasi semester I 2018, serta mendengarkan penjelasan SKMRT, SKKT dan SKAIT. Discuss reports on Integrated Management and Integrated Risk Management in 2018 first semester, as well as hear the explanation of SKMRT, SKKT and SKAIT.	1. Zaenal Abidin, PhD 2. Oliver Simorangkir 3. Sugiharto 4. Dr H Hasannudin 5. Aldo Tjahaja 6. Vikas Tolani 7. Hertanto T Surya 8. Jejei Kurnia 9. RD Widaningsih 10. Teguh Sukaryanto

FREKUENSI DAN TINGKAT KEHADIRAN RAPAT
KOMITE TATA KELOLA TERINTEGRASI

INTEGRATED GOVERNANCE COMMITTEE
MEETING FREQUENCY AND ATTENDANCE

Tabel Tingkat Kehadiran Rapat Komite Tata Kelola Terintegrasi
Integrated Governance Committee Meeting Attendance Rate Table

Nama Name	Jabatan Position	Total Rapat Total Meetings	Jumlah Rapat Meetings	Percentase Percentage
Zaenal Abidin, PhD	Ketua Chairman	3	3	100%
Gunawan Tenggarahardja	Anggota Member	3	1	33%
Oliver Simorangkir	Anggota Member	3	2	67%
Djoko Nugroho	Anggota Member	1	1	100%
Sugiharto	Anggota Member	3	3	100%
Aldo Tjahaja	Anggota Member	3	3	100%
Dr H Hassanuddin	Anggota Member	3	3	100%
Vikas Tolani	Anggota Member	3	2	67%
Jejei Kurnia	Anggota Member	3	2	67%

Nama Name	Jabatan Position	Total Rapat Total Meetings	Jumlah Rapat Meetings	Percentase Percentage
Lukito Saggitariono*)	Anggota Member	2	1	50%
Hertanto T Surya**)	Anggota Member	1	1	100%
RD Widaningsih	Anggota Member	3	3	100%
Teguh Sukaryanto	Anggota Member	3	1	33%

*Berhenti menjabat pada tanggal 21 Mei 2018. / End of term of office as of 21 May 2018.

**Efektif menjabat pada tanggal 21 Mei 2018. / Start of effective term of office as of 21 May 2018.

LAPORAN SINGKAT PELAKSANAAN KEGIATAN KOMITE TATA KELOLA TERINTEGRASI TAHUN 2018

Sepanjang tahun 2018, Komite Tata Kelola Terintegrasi telah melaksanakan tugas sebagai berikut:

1. Mengevaluasi pelaksanaan Tata Kelola Terintegrasi, paling sedikit melalui penilaian kecukupan kerangka tata kelola Terintegrasi grup Victoria. Komite memperoleh hasil evaluasi atas pelaksanaan fungsi kepatuhan, manajemen risiko dan audit internal masing-masing lembaga jasa keuangan (LJK) dari anggota Dewan Komisaris masing-masing LJK yang menjadi anggota Komite Tata kelola Terintegrasi.
2. Memberikan rekomendasi yang diperlukan kepada Dewan Komisaris Bank Vicoria sebagai Entitas Utama:
 - a. Hasil Evaluasi pelaksanaan Tata Kelola Terintegrasi.
 - b. Penyempurnaan Pedoman Tata Kelola Terintegrasi.
3. Menyelenggarakan rapat Komite Tata Kelola Terintegrasi sebanyak 3 (tiga) kali, dengan agenda Meningkatkan kualitas risiko Kepatuhan dan Tata Kelola Terintegrasi, Pembahasan laporan Tata Kelola Terintegrasi dan Manajemen Risiko Terintegrasi semester II 2017 dan semester I 2018.

BRIEF REPORT ON 2018 INTEGRATED GOVERNANCE COMMITTEE ACTIVITIES

During 2018, the Integrated Governance Committee have, inter alia, performed the following duties:

1. Evaluate the implementation of integrated governance, at least through the Victoria Group Integrated governance framework adequacy assessment. The Committee obtains evaluation results on the implementation of compliance functions, risk management and internal audit functions of each financial service institution (LJK) from each respective Board of Commissioners member whose LJK is a member of the Integrated Governance Committee.
2. Provide necessary recommendations to the Board of Commissioners of Bank Vicoria as the Primary Entity:
 - a. Evaluation Results on the implementation of Integrated Governance.
 - b. Refinement of the Integrated Governance Basic Principles;
3. Hold an Integrated Governance Committee meeting 3 (three) times with the agenda of improving risk quality of Compliance and Integrated Governance, Discussion of Integrated Governance and Integrated Risk Management of 2017 second semester and 2018 first semester.

ORGAN DAN KOMITE DI BAWAH DIREKSI

SEKRETARIS PERUSAHAAN

Corporate Secretary merupakan organ Direksi yang berperan dalam menjaga hubungan antara Bank dengan pemangku kepentingan melalui publikasi aktifitas Bank, serta memelihara kewajaran, konsisten, dan transparansi mengenai hal-hal terkait tata kelola perusahaan dan tindakan korporasi. Selain itu, *Corporate Secretary* berperan dalam memonitor kepatuhan Bank terhadap peraturan dan ketentuan yang berlaku bagi Bank, khususnya peraturan di bidang pasar modal.

DASAR PENGANGKATAN SEKRETARIS PERUSAHAAN

Peraturan utama yang menjadi acuan dalam pembentukan *Corporate Secretary* dan menjadi dasar pelaksanaan tugasnya adalah:

ORGANS AND COMMITTEES UNDER THE BOARD OF DIRECTORS

CORPORATE SECRETARY

The Corporate Secretary is an organ of the Board of Directors that plays a role in maintaining relations between the Bank and stakeholders through the publication of Bank activities, as well as maintaining reasonableness, consistency and transparency regarding matters related to corporate governance and corporate actions. In addition, the Corporate Secretary has a role in monitoring the Bank's compliance with rules and regulations applicable to the Bank, particularly regulations in the capital market sector.

LEGAL BASIS OF CORPORATE SECRETARY APPOINTMENT

The primary reference in the establishment of the Corporate Secretary and as foundation of its duties are:

- Peraturan Otoritas Jasa Keuangan No. 35/POJK.04/2015 tentang Sekretaris Perusahaan Emiten atau Perusahaan Publik;
 - Kebijakan dan Prosedur *Corporate Affairs* berdasarkan Surat Keputusan Direksi No. 021/SK-DIR/07/14 tanggal 21 Juli 2014 yang telah diupdate menjadi Standar Operasional Prosedur *Corporate Secretary* Surat Keputusan Direksi N0. 003/SK-DIR/12/17 tanggal 13 Desember 2017;
 - Standar Operasional Prosedur Rapat Umum Pemegang Saham berdasarkan Surat Keputusan Direksi No.004/SK-DIR/04/17 tanggal 21 April 2017.
- Regulation of the Financial Services Authority No. 35/POJK.04/2015 on Corporate Secretary of Stock Issuers or Public Companies;
 - Corporate Affairs Policy and Procedure by virtue of Decree of the Board of Directors No. 021/SK-DIR/07/14 dated 21 July 2014, updated to Corporate Secretary Standard Operating Procedures by virtue of Decree of the Board of Directors No. 003/SK-DIR/12/17 dated 13 December 2017;
 - Standard Operating Procedures for General Meeting of Shareholders based on Decree of Board of Directors No.004 / SK-DIR / 04/17 dated 21 April 2017.

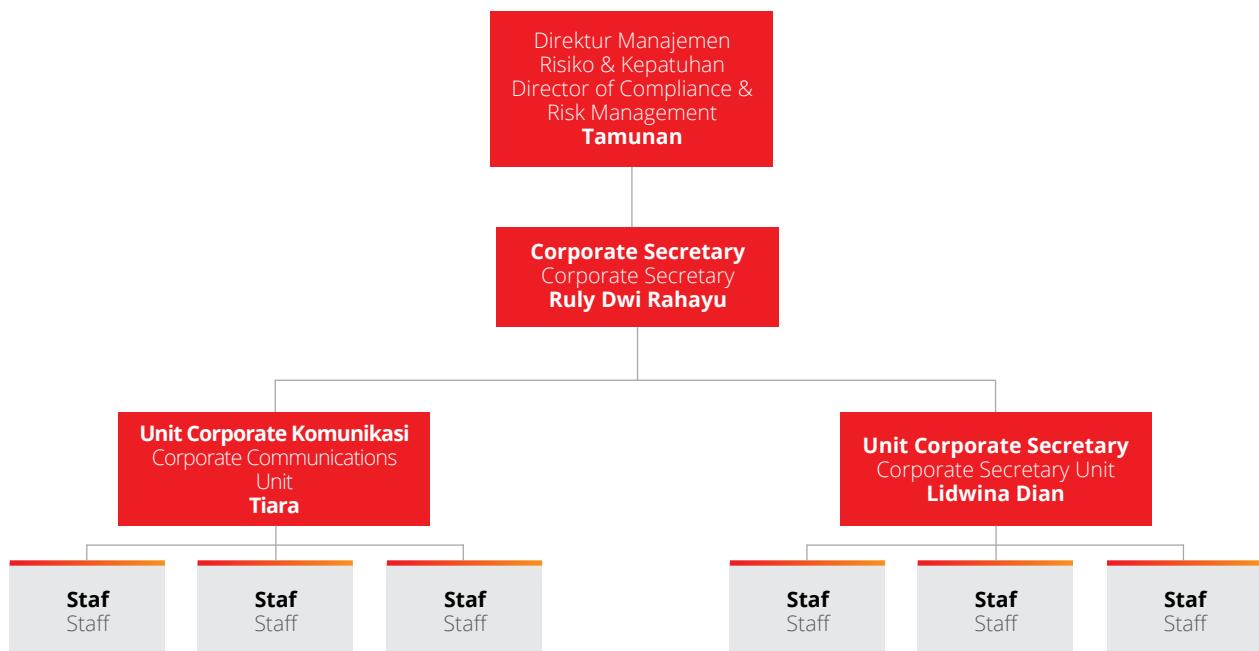
STRUKTUR SEKRETARIS PERUSAHAAN

Corporate Secretary berada langsung di bawah Direktur Utama sehingga setiap bentuk pelaksanaan tugasnya dipertanggungjawabkan secara langsung kepada Direktur Utama. Guna menjamin efektivitas pelaksanaan tugasnya, *Corporate Secretary* beranggotakan 5 (lima) orang yang memiliki pengetahuan dan pengalaman yang dibutuhkan.

CORPORATE SECRETARY STRUCTURE

The Corporate Secretary is directly under the President Director, hence every implementation of its duties directly accountable to the President Director. In order to guarantee the effectiveness of duties implementation, the Corporate Secretary consists of 5 (five) people having the required knowledge and experience.

Skema Struktur Organisasi *Corporate Secretary* Corporate Secretary Organizational Structur



FUNGSI DAN TUGAS SEKRETARIS PERUSAHAAN

Tugas dan tanggung jawab *Corporate Secretary* meliputi komunikasi internal dan eksternal serta hubungan kesekretariatan pimpinan perusahaan yang diuraikan sebagai berikut:

- Mengikuti perkembangan pasar modal, khususnya peraturan-peraturan yang berlaku di bidang pasar modal;
- Memberikan pelayanan kepada masyarakat atas setiap Informasi yang dibutuhkan pemodal berkaitan dengan kondisi Bank;
- Memberikan masukan kepada Direksi Bank untuk mematuhi ketentuan Undang-Undang No. 8 Tahun 1995 tentang Pasar Modal dan peraturan pelaksanaannya; dan

FUNCTIONS AND DUTIES OF THE CORPORATE SECRETARY

Duties and responsibilities of the Corporate Secretary include internal and external communication as well as the secretarial relationships of corporate management, described as follows:

- Follow the developments in the capital market, particularly regulations applicable in the capital market field;
- Provide public services regarding information required by investors related to the Bank's condition;
- Provide inputs to the Bank's Board of Directors to comply with Law Number 8 of 1995 on Capital Markets and its implementing regulations; and

4. Sebagai penghubung atau *contact person* antara Bank dengan Otoritas Jasa Keuangan serta masyarakat.
4. As liaison or contact person between the Bank with the Financial Services Authority and the public.

Profil Sekretaris Perusahaan Corporate Secretary Profile

Ruly Dwi Rahayu
Kepala Divisi Corporate Secretary / Head of Corporate Secretary Division

Warga Negara Indonesia, domisili Bekasi. Usia 53 tahun, lahir di Jakarta pada tahun 1965. Menjabat sebagai Sekretaris Perusahaan sejak 2013. Sebelumnya menjabat sebagai Kepala Divisi Manajemen Risiko (2011-2013), Kepala Divisi Manajemen Risiko dan Kepatuhan Bank Victoria (2006-2011), Kepala Satuan Kerja Audit Internal Bank Victoria (1995-2006), dan sebagai Staf Auditor PT Bank Panin Tbk. (1991-1995). Memperoleh gelar Sarjana Kimia dari Universitas Indonesia pada tahun 1990. Sekretaris Perusahaan dijabat oleh Ruly Dwi Rahayu sesuai dengan Surat Keputusan Direksi 012/SK-DIR/HCM/06/15 tanggal 22 Juni 2015.

Indonesian citizen, Bekasi domicile. 53 years old, born in Jakarta in 1965. Occupied the position of Corporate Secretary since 2013. Previously Head of the Risk Management Division (2011-2013), Head of Bank Victoria's Risk and Compliance Management Division (2006-2011), Head of Bank Victoria's Internal Audit Work Unit (1995-2006), and as Auditor Staff of PT Bank Panin Tbk. (1991-1995). Obtained a Bachelor of Chemistry from the University of Indonesia in 1990. The Corporate Secretary is held by Ruly Dwi Rahayu in accordance with Decree of the Board of Directors No. 012/SK-DIR/HCM/06/15 dated 22 June 2015, in effect as of 1 February 2013;

PELAKSANAAN TUGAS SEKRETARIS PERUSAHAAN TAHUN 2018

Kegiatan yang telah dilakukan Sekretaris Perusahaan selama tahun 2018:

1. Rapat:

- Rapat Direksi sebanyak 49 (empat puluh sembilan) rapat.
- Rapat Dewan Komisaris sebanyak 9 (sembilan) rapat.
- Rapat Direksi-Dewan Komisaris 16 (enam belas) rapat.
- Rapat Dewan Komisaris – Direktorat 2 (dua) rapat.

2. Membuat dan menyampaikan surat-surat eksternal sebagai berikut:

- | | | |
|-------------|---|-----------|
| • Januari | : | 65 surat |
| • Februari | : | 69 Surat |
| • Maret | : | 82 Surat |
| • April | : | 121 Surat |
| • Mei | : | 120 Surat |
| • Juni | : | 47 Surat |
| • Juli | : | 90 Surat |
| • Agustus | : | 67 Surat |
| • September | : | 57 Surat |
| • Oktober | : | 127 Surat |
| • November | : | 59 Surat |
| • Desember | : | 88 Surat |

3. Membuat dan menyampaikan laporan

• Laporan Internal

- Bulanan • Memo Intern Perubahan Kepemilikan Saham
 Tahunan • Laporan Tahunan Divisi Corporate
 Secretary

• Laporan Eksternal

PERFORMANCE OF 2018 CORPORATE SECRETARY DUTIES

Activities performed by the Corporate Secretary in 2018:

1. Meetings:

- Meetings with the Board of Directors, 49 (forty nine) meetings.
- Meetings with the Board of Commissioners, 9 (nine) meetings.
- Meetings with the Board of Directors and Board of Commissioners, 16 (sixteen) meetings.
- Meetings with the Board of Commissioners-Directorate, 2 (two) meetings.

2. Prepare and deliver external letters, as follows:

- | | | |
|-------------|---|-------------|
| • January | : | 65 letters |
| • February | : | 69 letters |
| • March | : | 82 letters |
| • April | : | 121 letters |
| • May | : | 120 letters |
| • June | : | 47 letters |
| • July | : | 90 letters |
| • August | : | 67 letters |
| • September | : | 57 letters |
| • October | : | 127 Surat |
| • November | : | 59 letters |
| • December | : | 88 letters |

3. Prepare and deliver reports

• Internal Report

- Monthly • Internal Memo Changes in Share
 Ownership

- Annual • Corporate Secretary Division Annual
 Report

• External Report

**Laporan Registrasi Pemegang Saham sebanyak 12 kali ke Situs Laman BEI.
Shareholder Registration Report 12 times to the IDX website.**

Bulan Month	Tanggal Date
Desember 2017 / December 2017	5 Januari 2018 / 5 January 2018
Januari 2018 / January 2018	7 Februari 2018 / 7 February 2018
Februari 2018 / February 2018	7 Maret 2018 / 7 March 2018

Bulan Month	Tanggal Date
Maret 2018 / March 2018	6 April 2018 / 6 April 2018
April 2018 / April 2018	4 Mei 2018 / 4 May 2018
Mei 2018 / May 2018	6 Juni 2018 / 6 June 2018
Juni 2018 / June 2018	5 Juli 2018 / 5 July 2018
Juli 2018 / July 2018	7 Agustus 2018 / 7 August 2018
Agustus 2018 / August 2018	7 September 2018 / 7 September 2018
September 2018 / September 2018	9 Oktober 2018 / 9 October 2018
Okttober 2018 / October 2018	6 November 2018 / 6 November 2018
November 2018 / November 2018	6 Desember 2018 / 6 December 2018
Desember 2018 / December 2018	8 Januari 2019 / 8 January 2019

Laporan Realisasi Penggunaan Dana sebanyak 2 (dua) kali
Report on Realization of Use of Funds 2 (two) times

Surat Letter	Tanggal Date
010/DIR-EKS/07/18	5 Juli 2018 / 5 July 2018
006/DIR-EKS/01/19	4 Januari 2019 / 4 January 2019

Laporan Pihak Terkait sebanyak 2 (dua kali)
Report of Pertinent Party, 2 (two) times

Surat Letter	Tanggal Date
065/DIR-EKS/07/18	24 Juli 2018 / 24 July 2018
054/DIR-EKS/01/19	10 Januari 2018 / 10 January 2018

Laporan Keterbukaan Informasi pada Situs Laman BEI sebanyak 29 kali
Information Transparency Report to IDX website, 29 times

Surat Letter	Tanggal Date
004/CORSEC-EKS/01/18	11 Januari 2018 / 11 January 2018
002/DIR-EKS/02/18	1 Februari 2018 / 1 February 2018
002/CORSEC-EKS/01/18	9 Februari 2018 / 9 February 2018
001/CORSEC-EKS/04/18	4 April 2018 / 4 April 2018
016/DIR-EKS/04/18	5 April 2018 / 5 April 2018
070/DIR-EKS/02/18	16 April 2018 / 16 April 2018
002/CORSEC-EKS/05/18	7 Mei 2018 / 7 May 2018
003/CORSEC-EKS/05/18	7 Mei 2018 / 7 May 2018
005/CORSEC-EKS/05/18	17 Mei 2018 / 17 May 2018
078/DIR-EKS/05/18	22 Mei 2018 / 22 May 2018
016/CORSEC/05/18	25 Mei 2018 / 25 May 2018
089/DIR-EKS/05/18	25 Mei 2018 / 25 May 2018
017/CORSEC-EKS/05/18	28 Mei 2018 / 28 May 2018
064/DIR-EKS/04/18	21 Juni 2018 / 21 June 2018
004/DIR-EKS/06/18	26 Juni 2018 / 26 June 2018
002/CORSEC-EKS/07/18	25 Juni 2018 / 25 June 2018
002/CORSEC-EKS/08/18	20 Agustus 2018 / 20 August 2018
063/DIR-EKS/08/18	30 Agustus 2018 / 30 August 2018
003/DIR-EKS/09/18	3 September 2018 / 3 September 2018
035/DIR-EKS/09/18	13 September 2018 / 13 September 2018
050/DIR-EKS/09/18	25 September 2018 / 25 September 2018
006/DIR-EKS/10/18	2 Oktober 2018 / 2 October 2018
027/DIR-EKS/11/18	13 November 2018 / 13 November 2018
042/DIR-EKS/11/18	21 November 2018 / 21 November 2018

Surat Letter	Tanggal Date
002/CORSEC-EKS/12/18	10 Desember 2018 / 10 December 2018
041/DIR-EKS/12/18	12 Desember 2018 / 12 December 2018
004/CORSEC-EKS/12/18	20 Desember 2018 / 20 December 2018
077/DIR-EKS/12/18	20 Desember 2018 / 20 December 2018
088/DIR-EKS/12/18	31 Desember 2018 / 31 December 2018

Laporan Transaksi Afiliasi sebanyak 14 laporan
Affiliates Transaction Report, 14 Reports

Surat Letter	Tanggal Date
006/DIR-EKS/02/18	5 Februari 2018 / 5 February 2018
044/DIR-EKS/02/18	20 Februari 2018 / 20 February 2018
074/DIR-EKS/03/18	2 April 2018 / 2 April 2018
004/CORSEC-EKS/04/18	24 April 2018 / 24 April 2018
001/DIR-EKS/05/18	2 Mei 2018 / 2 May 2018
007/DIR-EKS/05/18	7 Mei 2018 / 7 May 2018
057/DIR-EKS/05/18	14 Mei 2018 / 14 May 2018
003/CORSEC-EKS/06/18	20 Juni 2018 / 20 June 2018
041/DIR-EKS/09/18	17 September 2018 / 17 September 2018
049/DIR-EKS/09/18	24 September 2018 / 24 September 2018
001/DIR-EKS/10/18	1 Oktober 2018 / 1 October 2018
002/DIR-EKS/10/18	1 Oktober 2018 / 1 October 2018
005/CORSEC-EKS/10/18	17 Oktober 2018 / 17 October 2018
088/DIR-EKS/12/18	31 Desember 2018 / 31 December 2018

Laporan Keuangan Tahunan Kepada Departemen Perindustrian dan Perdagangan.

Annual Financial Report to the Ministry of Industry and Trade.

Laporan Penjelasan atas Volatilitas Saham sebanyak 1 (satu) kali
Explanation Report on Share Volatility 1 (one) time

Surat Letter	Tanggal Date
030/DIR-EKS/06/18	8 Juni 2018 / 8 June 2018

4. Mengadakan Rapat Umum Pemegang Saham dan Publik Expose

4. Hold General Meeting of Shareholders and Public Expose

Rapat Umum Pemegang Saham General Meeting of Shareholders	Agenda Agenda
RUPST 18 Mei 2018 AGMS, 18 May 2018	<ul style="list-style-type: none"> • Laporan Tahunan Perseroan • Penetapan penggunaan laba bersih Perseroan • Perubahan susunan pengurus dan pengangkatan kembali pengurus perseroan • Pemberian kuasa dan wewenang kepada wakil pemegang saham untuk menetapkan honorarium Dewan Komisaris dan pemberian kuasa dan wewenang kepada Dewan Komisaris untuk menetapkan pembagian tugas dan tanggung jawab anggota Direksi dan besarnya gaji. • Penunjukan Kantor Akuntan Publik • Persetujuan pengeluaran saham baru tanpa hak memesan efek terlebih dahulu melalui program MSOP • Pertanggungjawaban realisasi penggunaan dana hasil pelaksanaan waran • The Company's Annual Report • Determination of the usage of Company's net profit • Changes in the Company's Management Composition and reappointment • Giving power and authority to the shareholders' representatives to determine the honorarium of the Board of Commissioners and the granting of power and authority to the Board of Commissioners to determine the distribution of duties and responsibilities of members of the Board of Directors and the amount of salary. • Appointment of Public Accounting Firm • Approval of issuing new shares without pre-emptive rights through the MSOP program • Accountability of funds usage realization of gained from public offering

Rapat Umum Pemegang Saham General Meeting of Shareholders	Agenda Agenda
RUPSLB 26 Oktober 2018 EGMS 26 October 2018	<ul style="list-style-type: none"> • Perubahan Tempat Kedudukan Perseroan • Penegasan kembali pengangkatan anggota Direksi Perseroan • Amendment of Location of Company's Domicile; • Reaffirming the appointment of members of the Company's Board of Directors

**Laporan Hasil RUPS sebanyak 2 (dua) kali
Report of GMS results, 2 (two) reports**

Surat Letter	Tanggal Date
078/DIR-EKS/05/18	22 Mei 2018 / 22 May 2018
118/DIR-EKS/10/18	Oktober 2018 / October 2018

5. Penerbitan Penawaran Umum Berkelanjutan Obligasi dan Obligasi Subordinasi Bank Victoria II tahun 2018

Pada Bulan Juni 2018 Bank Victoria International Tbk mengeluarkan:

- Obligasi yang ditawarkan pada nilai nominal yang terdiri dari 2 (dua) seri Obligasi, yaitu sebagai berikut:
 - Seri A: Jumlah Pokok Obligasi Seri A yang ditawarkan adalah sebesar Rp.100.000.000.000,00 (seratus miliar Rupiah) dengan tingkat bunga tetap sebesar 9,70% (sembilan koma tujuh nol persen) per tahun, berjangka waktu 3 (tiga) tahun sejak Tanggal Emisi.
 - Seri B: Jumlah Pokok Obligasi Seri B yang ditawarkan adalah sebesar Rp200.000.000.000,00 (dua ratus miliar Rupiah) dengan tingkat bunga tetap sebesar 10,30% (sepuluh koma tiga nol persen) per tahun, berjangka waktu 5 (lima) tahun sejak Tanggal Emisi.

Obligasi ini ditawarkan dengan nilai 100% (seratus persen) dari jumlah pokok Obligasi. Bunga Obligasi dibayarkan setiap 3 (tiga) bulan sekali terhitung sejak Tanggal Emisi. Pembayaran Bunga Obligasi pertama akan dilakukan pada tanggal 5 September 2018, sedangkan pembayaran Bunga Obligasi terakhir akan dilakukan pada tanggal jatuh tempo masing-masing seri Obligasi yaitu pada tanggal 5 Juni 2021 untuk Obligasi Seri A dan 5 Juni 2023 untuk Obligasi Seri B.

- Obligasi Subordinasi sebesar Rp350.000.000.000,00 (tiga ratus lima puluh miliar Rupiah) ditawarkan pada nilai nominal berjangka waktu 7 (tujuh) tahun terhitung sejak Tanggal Emisi. Obligasi Subordinasi diterbitkan dengan tingkat bunga tetap untuk tahun ke-1 (satu) sampai dengan tahun ke-7 (tujuh) adalah sebesar 11,00% (sebelas koma nol nol persen) per tahun. Obligasi Subordinasi ini ditawarkan dengan nilai 100% (seratus persen) dari jumlah pokok Obligasi Subordinasi. Bunga Obligasi Subordinasi dibayarkan setiap 3 (tiga) bulan sekali terhitung sejak Tanggal Emisi pada Tanggal Pembayaran Bunga Obligasi Subordinasi yang untuk pertama kalinya akan dilakukan pada tanggal 5 September 2018, sedangkan pembayaran Bunga Obligasi Subordinasi terakhir akan dilakukan pada tanggal jatuh tempo Obligasi Subordinasi yaitu pada tanggal 5 Juni 2025.

5. Issuance of Public Offering of Continuous Bond and Subordinated Bonds II Bank Victoria of 2017.

In June 2018 Bank Victoria International Tbk issued:

- Bonds offered at a nominal value consisting of 2 (two) Bond series, namely:
 - Series A: The Series A Bonds Principal offered is Rp.100,000,000,000.00 (one hundred billion Rupiah) with a fixed interest rate of 9.70% (nine point seven zero percent) per annum, with a term of 3 (three) years as of the Issuance Date .
 - Series B: The Series B Bonds Principal offered is Rp. 200,000,000,000.00 (two hundred billion Rupiah) with a fixed interest rate of 10.30% (ten point three zero percent) per annum, with a period of 5 (five) years as of the Issuance Date.

These bonds are offered with a value of 100% (one hundred percent) of the principal amount of the bonds. Bond Interest is paid every 3 (three) months as of the Issuance Date. The first Bond Interest Payment will be made on 5 September 2018, while the final Bond Interest payment will be made on the maturity date of each Bond series, namely on 5 June 2021 for Series A Bonds and 5 June 2023 for Series B Bonds.

- Subordinated Bonds amounting to Rp.350,000,000,000.00 (three hundred fifty billion Rupiah) are offered at a nominal value of 7 (seven) years since the Issuance Date. Subordinated Bonds are issued with a fixed interest rate for the first year up to the seventh year which is 11.00% (eleven point zero zero percent) per annum. This Subordinated Bond is offered at a value of 100% (one hundred percent) of the principal amount of Subordinated Bonds. Subordinated Bond Interest is paid every 3 (three) months from the Issuance Date on the Subordinated Bond Interest Payment Date, with first payment on 5 September 2018, while the final Subordinated Bond Interest payment will be made on the maturity date of the Subordinated Bond or 5 June 2025.

6. Pemeringkatan Tahunan dan Pemeringkatan

Hasil pemeringkatan tahunan oleh Perusahaan Pemeringkat Efek PT. Pefindo dengan peringkat sebagai berikut:

1. Pemantauan Obligasi Bank Victoria IV tahun 2013 dengan tingkat bunga Tetap Periode 2 April 2018 sampai dengan 1 April 2019 dengan peringkat id A- (*single A Minus*).
2. Pemantauan Obligasi Subordinasi Bank Victoria II tahun 2012 dengan tingkat bunga Tetap dan Obligasi Subordinasi Bank Victoria III tahun 2013 dengan tingkat bunga Tetap Periode 2 April 2018 sampai dengan 1 April 2019 dengan peringkat id BBB+ (*triple B plus*).
3. Pemantauan Tahunan Pemeringkatan PT. Bank Victoria International Tbk periode 2 April 2018 sampai dengan 1 April 2019 dengan peringkat id A- (*single A Minus*).
4. Pemantauan Pemeringkatan atas Obligasi Berkelaanjutan I Tahun 2017 PT. Bank Victoria International Tbk periode 2 April 2018 sampai dengan 1 April 2019 dengan peringkat id A- (*single A Minus*).
5. Pemantauan Pemeringkatan atas Obligasi Subordinasi Berkelaanjutan I Tahun 2017 PT. Bank Victoria International Tbk periode 2 April 2018 sampai dengan 1 April 2019 dengan peringkat id BBB (*Triple B*).
6. Pemantauan Pemeringkatan atas PT. Bank Victoria International Tbk periode 2 April 2018 sampai dengan 1 April 2019 dengan peringkat id A- (*single A Minus*).
7. Pemeringkatan atas Obligasi Subordinasi Berkelaanjutan I Tahap II Tahun 2018 PT. Bank Victoria International Tbk periode 2 April 2018 sampai dengan 1 April 2019 dengan peringkat id BBB (*Triple B*).
8. Pemeringkatan atas Obligasi Berkelaanjutan I Tahap II Tahun 2018 PT. Bank Victoria International Tbk periode 2 April 2018 sampai dengan 1 April 2019 dengan peringkat id A- (*Single A minus*).

7. Annual Report

Bank Victoria telah membuat dan mengirimkan Annual Report Tahun 2017 kepada regulator sesuai dengan peraturan secara tepat waktu.

8. Public Expose

1. Publik Expose Tahunan tanggal 18 Mei 2018
2. Publik Expose Insidentil pada Investor Summit di Makassar tanggal 27 September 2018.

9. Training 2018

Tanggal Date	Nama Karyawan Name of Employee	Judul Training Training Title	Penyelenggara Organizer
13 Februari 2018	Ruly Dwi Rahayu	Pendalaman POJK No.29/POJK.04/2016 tentang Laporan Tahunan Emiten atau Perusahaan Publik dan POJK No.30/ SEOJK.04/2016 tentang Bentuk dan Isi Laporan Tahunan Emiten atau Perusahaan Publik. Intensive analysis of POJK No.29/POJK.04/2016 on Annual Report of Stock Issuers or Public Companies and POJK No.30/ SEOJK.04/2016 on Format and Contents of Annual Report of Stock Issuers or Public Companies.	OJK Pasar Modal Intensive
13 February 2018			

6. Annual Ranking and Ranking

Annual ranking by the Securities Rating Company, PT. Pefindo, with the following ratings:

1. Monitoring of Bank Victoria IV Bonds in 2013 with a fixed interest rate for the period 2 April 2018 until 1 April 2019 with id A- (*single A Minus*) rating.
2. Monitoring of the 2012 Bank Victoria II Subordinated Bonds with a fixed interest rate and Bank Victoria III Subordinated Bonds in 2013 with a fixed interest rate for the period 2 April 2018 to 1 April 2019 with BBB + id (*triple B plus*) rating.
3. Annual Monitoring of PT. Bank Victoria International Tbk rating for 2 April 2018 until 1 April 2019 with id A- (*single A Minus*) rating.
4. Rating Monitoring of 2017 PT. Bank Victoria International Tbk Sustainable Bonds for 2 April 2018 until 1 April 2019 with id A- (*single A Minus*) rating.
5. Rating Monitoring of 2017 PT. Bank Victoria International Tbk Continuous Subordinated Bonds I for 2 April 2018 to 1 April 2019 with id BBB (*Triple B*) rating.
6. Rating Monitoring of PT. Bank Victoria International Tbk for 2 April 2018 until 1 April 2019 with id A- (*single A Minus*) rating.
7. Rating of 2018 PT. Bank Victoria International Tbk Continuous Subordinated Bonds I Phase II for 2 April 2018 to 1 April 2019 with id BBB (*Triple B*) rating.
8. Rating of 2018 PT. Bank Victoria International Tbk Continuous Subordinated Bonds I Phase II for 2 April 2018 until 1 April 2019 with id A- (*Single A minus*) rating.

7. Annual Report

Bank Victoria has prepared and delivered the 2017 Annual Report to regulators in accordance with prevailing rules in a timely manner.

8. Public Expose

1. Annual Public Expose on 18 May 2018
2. Incidental Public Expose at Investors Summit in Makassar on 27 September 2018.

9. 2018 Training

Tanggal Date	Nama Karyawan Name of Employee	Judul Training Training Title	Penyelenggara Organizer
13 Maret 2018 13 March 2018	Ruly Dwi Rahayu	Sosialisasi POJK No.13/POJK.03/2017 tentang Penggunaan Jasa Akuntan Publik dan Kantor Akuntan Publik dalam Kegiatan Jasa Keuangan dan POJK No.32/POJK.04/ 2014 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka Dissemination of information of POJK No.13/POJK.03/2017 on Use of Services of Public Accountants and Public Accounting Firms in Financial Services Activities and POJK No.32/POJK.04/ 2014 on the Planning and Organizing of General Meeting of Shareholders in Public Companies	PT.BEI dan OJK PT.BEI and OJK
17 April 2018 17 April 2018	Ruly Dwi Rahayu	Sosialisasi POJK No.33/POJK.04/2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik & POJK No. 58/POJK.04/2017 tentang Penyampaian Pernyataan Pendaftaran atau Pengajuan Aksi Korporasi Secara Elektronik Dissemination of information of POJK No.33/POJK.04/2014 on the Board of Directors, Board of Commissioners of Stock Issuers or Public Companies and POJK No. 58/POJK.04/2017 on Submission of Registration Statement or Submission of Corporate Action Electronically	AEI AEI
18 April 2018 18 April 2018	Ruly Dwi Rahayu	Seminar POJK No.32/POJK.04/2015 tantang Penambahan Modal Perusahaan Terbuka dengan Memberikan Hak Memesan Efek Terlebih Dahulu Seminar regarding POJK No.32/POJK.04/2015 on Capital Increase of Public Companies by Providing Pre-emptive Rights	PT.BEI, ICSA, OJK PT.BEI, ICSA, OJK
8 - 9 Mei 2018 8 - 9 May 2018	Ilmia Sari	<i>Optimizing Your Personality For Good Secretary</i> Optimizing Your Personality for Good Secretary	Synergy Synergy
9 Mei 2018 9 May 2018	Ruly Dwi Rahayu	POJK No.3/POJK.04/2018 tentang Perubahan atas POJK No.18/ POJK.04/2015 Tentang Penerbitan dan Persyaratan Sukuk POJK No.3/POJK.04/2018 on Amendment of POJK No.18/ POJK.04/2015 on Sukuk Issuance and Requirements	AEI, PT. BEI, OJK Pasar Modal AEI, PT. BEI, OJK Capital Market
23 Juli 2018 23 July 2018	Ruly Dwi Rahayu	Konsekuensi Undang Undang Pasar Modal bagi Perusahaan Publik dan Hal-hal yang Perlu Diwaspadai oleh Corporate Secretary Consequences of the Capital Market Law for Public Companies and Matters that Corporate Secretary need to be knowledgeable	ICSA, PT.BEI ICSA, PT. BEI
24 Juli 2018 24 July 2018	Ruly Dwi Rahayu	Workshop E-Registration Obligasi/Sukuk Perbankan dan Simulasi Sistem Banking Sukuk/Bonds E-Registration and System Simulation Workshop	OJK OJK
14 Agustus 2018 14 August 2018	Ruly Dwi Rahayu	Hal-hal yang harus diwaspadai oleh Corporate Secretary dari Peraturan BAPEPAM LK IX-E-2 tentang Transaksi Material dan Perubahan Kegiatan Usaha Utama Matters that Corporate Secretary need to be knowledgeable of BAPEPAM LK IX-E-2 Regulation on Material Transactions and Primary Business Activities Change	ICSA dan PT.BEI ICSA and PT.BEI
12 - 13 September 2018 12 - 13 September 2018	Ruly Dwi Rahayu	<i>Corporate Legal</i> dan <i>Corporate Action</i> Corporate Legal and Corporate Action	ICSA Intensive
18 September 2018 18 September 2018	Ruly Dwi Rahayu	Seminar "Menuju Pasar Modal Modern di Era Ekonomi Digital" Towards Modern Capital Markets in the Digital Economy Era" Seminar	PT.BEI dan OJK Pasar Modal PT.BEI and OJK Capital Market
20 September 2018 20 September 2018	Ruly Dwi Rahayu	Dengar Pendapat Konsep Peraturan Nomor I-A tentang Pencatatan Dan Efek Bersifat Ekuitas Selain Saham Yang Diterbitkan Oleh Perusahaan Tercatat Concept hearing on Regulation Number I-A on Registration and Equity-Type Securities Other than Shares Issued by the Listed Companies	PT.BEI dan OJK PT.BEI and OJK

Tanggal Date	Nama Karyawan Name of Employee	Judul Training Training Title	Penyelenggara Organizer
8 Oktober 2018	Ruly Dwi Rahayu	Peluncuran Tampilan Baru dan Situs Laman IDX Channel	PT.BEI
8 October 2018		Launching of IDX Channel Web Site New Look	PT. BEI
9 Oktober 2018	Ruly Dwi Rahayu	Peran <i>Underwriter</i> dan Wali Amanat Dalam <i>Corporate Action</i>	PT.BEI
9 October 2018		The Role of Underwriters and Trustees in Corporate Action	PT. BEI
31 Oktober 2018	Ruly Dwi Rahayu	Pembukaan Rekening RDN	PT.KSEI dan PT. BEI
31 October 2018		Opening of RDN account	PT. KSEI and PT. BEI
6 Desember 2018	Ruly Dwi Rahayu	Sosialisasi Pengenalan <i>E-Proxy</i> yang diselenggarakan oleh PT.BEI, PT.KSEI, ICSA	ICSA
6 December 2018		<i>E-Proxy</i> introduction dissemination held by PT. BEI, PT. KSEI, ICSA	ICSA

10. Corporate Social Responsibility

Selama tahun 2018 Perusahaan telah melaksanakan kegiatan CSR sebagai berikut:

1. Pemberian Beasiswa Pendidikan Anak Alm. Sutiardi (Eks Karyawan Bank Victoria).
Granting of scholarship for the child of the late Sutiardi (former Bank Victoria employee)
2. CSR pemberian bantuan kepada karyawan yang terkena musibah kebakaran.
CSR donates aid to employees who were fire victims.
3. Pemberian Bantuan Sosial Kemasyarakatan Panti Werdha Wisma Mulia, Jakarta, 2 Maret 2018.
Community Social Aid Donation for Panti Werdha Wisma Mulia, Jakarta, 2 March 2018.
4. Pemberian Bantuan Beras kepada Karyawan Bank Victoria dan Group.
Rice Assistance Donation to employees of Bank Victoria and group.
5. Pemberian Santunan Kepada Yayasan Al Anwar Pdk Aren Tangerang Selatan, Yayasan Yatim Choirul Amal Cikasungka Solear Karawaci Tangerang, dan Santunan Anak Alm. Sigit Sukoco dan Alm. Sutiardi (Eks Karyawan Bank Victoria).
Donations to Yayasan Al Anwar Pdk Aren Tangerang Selatan, Yayasan Yatim Choirul Amal Cikasungka Solear Karawaci Tangerang, and aid for the children of the late Sigit Sukoco and Sutiardi (former Bank Victoria employees)
6. CSR Victoria Peduli Korban Gempa Lombok, 21 September 2018.
CSR activity, Victoria Cares for Lombok Earthquake Victims, 21 September 2018.
7. CSR OJK dan Industri Jasa Keuangan Peduli Bencana Gempa dan Tsunami Palu Donggala 18 Oktober 2018.
CSR activity, OJK and Financial Services Industry Cares for Palu Donggala Earthquake and Tsunami Disaster Victims, 18 Oktober 2018.
8. CSR Gereja Sidang Jamaat Allah, Mangga Dua Jakarta, 16 November 2018.
CSR activity, Church of Sidang Jamaat Allah, Mangga Dua Jakarta, 16 November 2018.
9. CSR Yayasan Kasih Orang Tua dan Peduli Anak PNIEL, Bintaro Jakarta, 30 November 2018.
CSR activity, Yayasan Kasih Orang Tua dan Peduli Anak PNIEL, Bintaro Jakarta, 30 November 2018.
10. CSR SD Laksa Bhakti Jembatan 5, Tambora, Jakarta Barat 20 Desember 2018.
CSR activity, Laksa Bhakti Jembatan 5 Elementary School, West Jakarta, 20 December 2018.

AUDIT INTERNAL/INTEGRATED AND ANTI FRAUD

Audit Internal/Integrated and Anti Fraud adalah organ di bawah Direksi yang berperan dalam melaksanakan kegiatan *assurance* dan *consulting* secara independen dan objektif yang dirancang untuk memberikan nilai tambah dan meningkatkan kualitas operasional Bank. Organ ini juga ditujukan untuk membantu Bank mencapai tujuannya melalui suatu pendekatan yang sistematis dan teratur untuk mengevaluasi dan meningkatkan efektivitas pengelolaan risiko dan pengendalian internal dalam proses governance.

Audit Internal/Integrated and Anti Fraud dibentuk berdasarkan Peraturan Otoritas Jasa Keuangan No. 18/POJK.03/2014 dan Surat Edaran No. 15/SEOJK.03/2015 tentang Penerapan Tata Kelola Terintegrasi bagi Konglomerasi Keuangan, serta Peraturan Otoritas Jasa Keuangan No. 56/POJK.04/2015 tentang Pembentukan dan Pedoman Penyusunan Piagam Unit Audit Internal.

10. Corporate Social Responsibility

During 2018, the Company has performed the following CSR activities:

AUDIT INTERNAL/INTEGRATED AND ANTI FRAUD

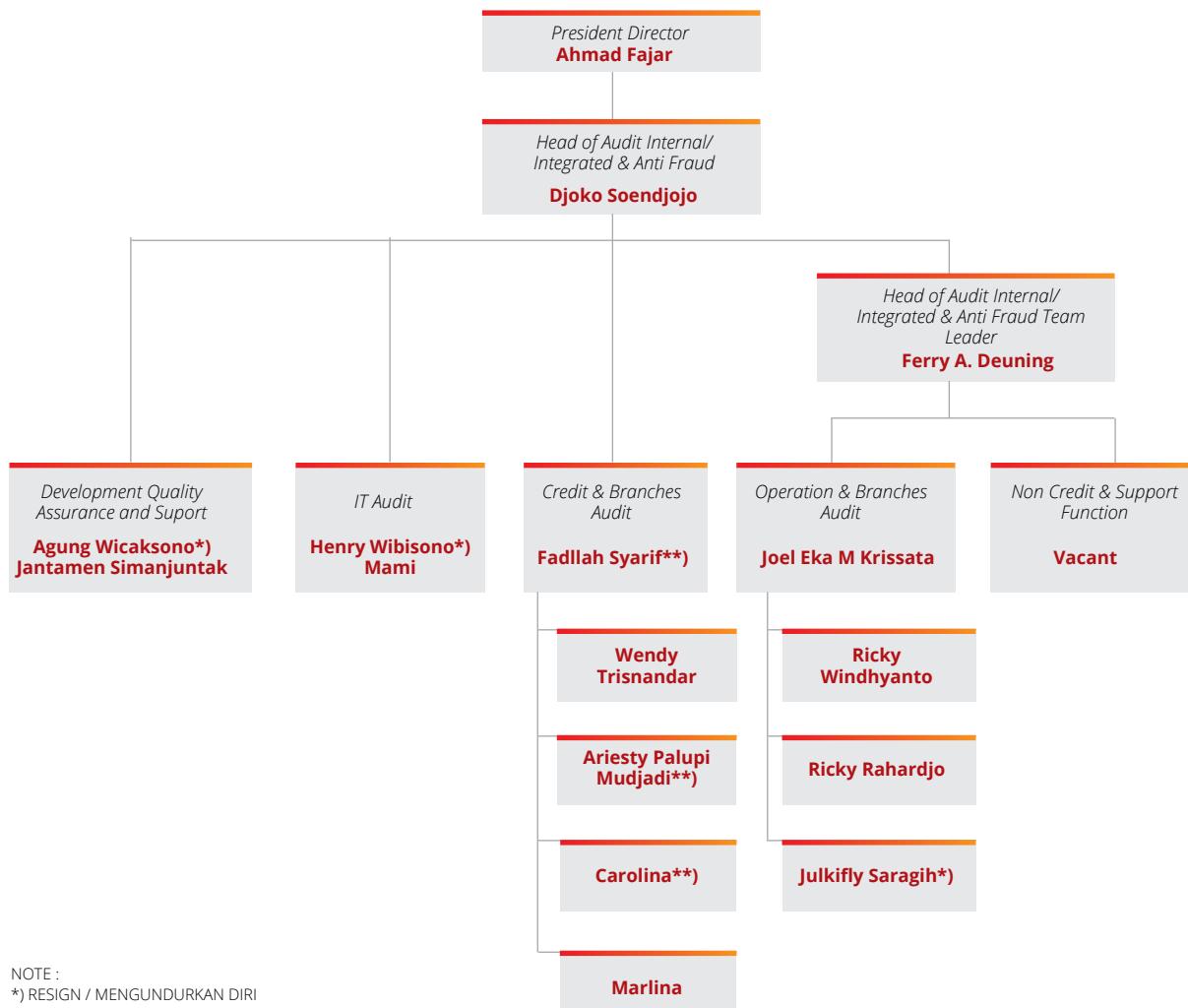
Internal Audit/Integrated and Anti-Fraud Division is an organ under the Board of Directors whose role is to carry out assurance and consulting activities independently and objectively, and which are designed to provide added value and improve the Bank's operations quality. This organ is also intended to help the Bank achieve its objectives through a systematic and regular approach to evaluate and improve the effectiveness of risk management and internal control in the governance process.

Internal Audit/Integrated and Anti-Fraud Division was established based on the Financial Services Authority Regulation No. 18/POJK.03/2014 and Circular No. 15/SEOJK.03/2015 on the Implementation of Integrated Governance for Financial Services Conglomeration, and the Financial Services Authority Regulation No. 56/POJK.04/2015 on the Establishment of and Guideline for the Preparation of the Internal Audit Unit's Charter.

STRUKTUR ORGANISASI DAN KETUA AUDIT INTERNAL/INTEGRATED AND ANTI FRAUD

Berdasarkan Surat Keputusan Direksi No. 001/SK-DIR/10/17 tanggal 2 Oktober 2017 tentang Struktur Organisasi PT Bank Victoria International Tbk, maka struktur organisasi Audit Internal/Integrated and Anti Fraud sebagai berikut:

Skema Struktur Organisasi Audit Internal/Integrated and Anti Fraud Organizational Structure of Internal Audit/Integrated and Anti-Fraud Division



KEDUDUKAN AUDIT INTERNAL/INTEGRATED AND ANTI FRAUD DALAM STRUKTUR ORGANISASI

Audit Internal/Integrated and Anti Fraud merupakan organ kerja independen yang berada dan bertanggung jawab secara langsung kepada Direktur Utama. Divisi ini memiliki jalur komunikasi langsung dengan Komite Audit dan Dewan Komisaris. Selain itu, Divisi ini memiliki akses yang tidak terbatas terhadap seluruh aktivitas di Bank dan merupakan mitra manajemen dalam mewujudkan implementasi GCG.

PROFIL KEPALA AUDIT INTERNAL/INTEGRATED AND ANTI FRAUD

Profil Kepala Audit Internal/Integrated and Anti Fraud per 31 Desember 2018 adalah sebagai berikut:

Drs. Ridwan Moezwir, Ak. MM	Warga Negara Indonesia, lahir di Bandung pada tahun 1962. Meraih gelar Sarjana Akuntansi dari Universitas Padjadjaran tahun 1986.
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Beliau memiliki pengalaman sebagai Pemeriksa Pajak – Keinspekturan Pajak di Inspektorat Jenderal Depkeu RI (1987 – 1990), *Operation Audit Division Head* di PT Bank Niaga Tbk. (2003), *Deputy Head and Acting Head of Internal Audit* di PT Bank Permata Tbk. (2006), Kepala Satuan Kerja Audit Intern (SKAI) di PT Bank Agroniaga Tbk. (2008), *Head of Internal Audit (SKAI)* di PT Bank UOB Indonesia (2017), dan saat ini Beliau menjabat sebagai *Head of Internal Audit (SKAI)* di PT Bank Victoria Tbk. (2018).

Indonesian Citizen, born in Jakarta in 1962. Obtained a Bachelor of Accounting from the University of Padjadjaran in 1986.

He has the experience of being a Tax Examiner - Tax Inspectorate of the Republic of Indonesia Ministry of Finance Inspectorate General (1987 – 1990), Operation Audit Division Head at PT Bank Niaga Tbk. (2003), Deputy Head and Acting Head of Internal Audit Work Unit at PT Bank Permata Tbk. (2006), Head of Internal Audit Work Unit (SKAI) at PT Bank Agroniaga Tbk. (2008), Head of Internal Audit Work Unit (SKAI) at PT Bank UOB Indonesia (2017), and currently he is the Head of Internal Audit Work Unit (SKAI) at PT Bank Victoria Tbk. (2018).

PIHAK YANG MENGANGKAT DAN MEMBERHENTIKAN KEPALA AUDIT INTERNAL/INTEGRATED AND ANTI FRAUD

Divisi ini dipimpin oleh Kepala Divisi Audit Internal/Integrated and Anti Fraud yang diangkat dan diberhentikan oleh Direktur Utama dengan persetujuan Dewan Komisaris dan dilaporkan kepada Otoritas Jasa Keuangan.

INTERNAL AUDIT CHARTER

Audit Internal/Integrated and Anti Fraud memiliki beberapa pedoman dalam melaksanakan tugas dan tanggung jawabnya. Seluruh pedoman senantiasa di kaji ulang dan dimutakhirkan sesuai kondisi dan perkembangan organisasi, serta sesuai perubahan peraturan perundang-undangan yang berlaku.

1. Piagam Audit Internal (*Internal Audit Charter*)

Audit Internal/Integrated and Anti Fraud memiliki Piagam Audit Internal sebagai pedoman utama pelaksanaan fungsinya. Piagam tersebut telah dimutakhirkan dan disahkan melalui Surat Keputusan Direksi 001/SK-DIR/02/16 tanggal 7 Maret 2018 tentang Piagam Audit Internal (*Internal Audit Charter*). Piagam Audit Internal berperan dalam penguatan peran dan tanggung jawab serta dasar keberadaan dan pelaksanaan tugas-tugas pengawasan bagi Audit Internal/Integrated and Anti Fraud.

Piagam Audit Internal memuat uraian tentang:

1. Visi dan Misi Audit Internal;
2. Ruang Lingkup Kegiatan Internal Audit;
3. Independensi;
4. Wewenang;
5. Tanggung Jawab;

POSITION OF AUDIT INTERNAL/INTEGRATED AND ANTI FRAUD IN THE ORGANIZATION STRUCTURE

Internal Audit/Integrated and Anti-Fraud Division is an independent organ directly responsible to the President Director. This division has a direct communication channel with the Audit Committee and the Board of Commissioners. In addition, this Division has unlimited access to all Bank activities, and is a management partner in realizing GCG implementation.

HEAD OF AUDIT INTERNAL/INTEGRATED AND ANTI FRAUD PROFILE

Profile of the Head of Audit Internal/Integrated and Anti Fraud Division as at 31 December 2015, as follows:

Drs. Ridwan Moezwir, Ak. MM	Warga Negara Indonesia, lahir di Bandung pada tahun 1962. Meraih gelar Sarjana Akuntansi dari Universitas Padjadjaran tahun 1986.
	Beliau memiliki pengalaman sebagai Pemeriksa Pajak – Keinspekturan Pajak di Inspektorat Jenderal Depkeu RI (1987 – 1990), <i>Operation Audit Division Head</i> di PT Bank Niaga Tbk. (2003), <i>Deputy Head and Acting Head of Internal Audit</i> di PT Bank Permata Tbk. (2006), Kepala Satuan Kerja Audit Intern (SKAI) di PT Bank Agroniaga Tbk. (2008), <i>Head of Internal Audit (SKAI)</i> di PT Bank UOB Indonesia (2017), dan saat ini Beliau menjabat sebagai <i>Head of Internal Audit (SKAI)</i> di PT Bank Victoria Tbk. (2018).

PARTIES APPOINTING AND DISMISSING THE HEAD OF AUDIT INTERNAL/INTEGRATED AND ANTI FRAUD

This division is led by the Division Head of Internal Audit/Integrated and Anti-Fraud Division, and appointed and discharged by the President Director with the approval of the Board of Commissioners, and reported to the Financial Services Authority of Indonesia.

INTERNAL AUDIT CHARTER

Internal Audit/Integrated and Anti-Fraud Division has a number of guidelines in implementing its duties and responsibilities. All guidelines are routinely reviewed and updated in accordance with organizational conditions and developments, as well as amendments in prevailing laws and regulations.

1. Internal Audit Charter

Internal Audit/Integrated and Anti-Fraud Division has an Internal Audit Charter as the main guideline in implementing its functions. This Charter has been updated and ratified through Decree of the Board of Directors 001/SK-DIR/02/16 dated 7 Maret 2018 on the Internal Audit Division's Charter. The Internal Audit Charter plays a role in the strengthening of its role and responsibilities as well as the foundation of its existence and the implementation of oversight duties for Internal Audit/Integrated and Anti-Fraud Division.

The Internal Audit Charter contains:

1. Vision and Mission of Internal Audit;
2. Scope of Internal Audit Activities;
3. Independence;
4. Authority;
5. responsibility;

6. Kode Etik;
7. Struktur.

2. Sistem Prosedur dan Teknik Pemeriksaan Internal

Sistem Prosedur dan Teknik Pemeriksaan Internal merupakan pedoman kerja teknis *Audit Internal/Integrated and Anti Fraud*. Pedoman tersebut telah dimutakhirkan berdasarkan Surat Keputusan Direksi No.007/SK-DIR/12/17 tanggal 21 Desember 2017 tentang Sistem Prosedur dan Teknik Pemeriksaan Internal.

3. Kebijakan SKAI/Terintegrasi

Dalam rangka implementasi SKAI/Terintegrasi sebagaimana diamanatkan pada Peraturan Otoritas Jasa Keuangan No. 18/POJK.03/2014 tanggal 18 November 2014 dan Surat Edaran No. 15/SEOJK.03/2015 tanggal 25 Mei 2015 tentang Penerapan Tata Kelola Terintegrasi Bagi Konglomerasi Keuangan, maka Bank telah memiliki Kebijakan SKAI/Terintegrasi yang tertuang pada Surat Keputusan Direksi No. 004/SK-DIR/11/15 tanggal 16 November 2015 dan telah dimutakhirkan berdasarkan Surat Keputusan Direksi No. 003/SK-DIR/02/17 tanggal 23 Februari 2017 tentang Kebijakan Satuan Kerja Audit Intern Terintegrasi (SKAI/Terintegrasi) Grup Victoria.

4. Standar Operasional Prosedur Anti Fraud

Terkait pelaksanaan fungsi peningkatan terhadap efektifitas pengendalian intern dalam meminimalkan risiko *fraud*, maka *Audit Internal/Integrated and Anti Fraud* telah memiliki Standar Operasional Prosedur Anti *Fraud* yang telah dimutakhirkan melalui Surat Keputusan Direksi No. 006/SK-DIR/11/16 tanggal 28 November 2016 tentang Standar Operasional Prosedur Anti *Fraud*.

5. Standar Operasional Prosedur Whistleblowing System

Audit Internal/Integrated and Anti Fraud juga berperan dalam penerapan *whistleblowing system* berdasarkan Surat Keputusan Direksi No. 006/SK-DIR/02/16 tanggal 19 Februari 2016 tentang Standar Operasional Prosedur *Whistleblowing System* PT Bank Victoria International Tbk.

TUGAS DAN TANGGUNG JAWAB AUDIT INTERNAL/INTEGRATED AND ANTI FRAUD

Audit Internal/Integrated and Anti Fraud memiliki tugas dan tanggung jawab yang meliputi:

1. Membantu tugas Direktur Utama dan Dewan Komisaris dalam melakukan pengawasan dengan cara menjabarkan secara operasional, baik perencanaan, pelaksanaan maupun pemantauan hasil audit;
2. Membuat analisis dan penilaian di bidang keuangan, akuntansi, operasional, dan kegiatan lainnya melalui pemeriksaan langsung dan pengawasan secara tidak langsung;
3. Mengidentifikasi segala kemungkinan untuk memperbaiki dan meningkatkan efisiensi penggunaan sumber daya dan dana;
4. Memberikan saran perbaikan dan informasi yang objektif tentang kegiatan yang diperiksa pada semua tingkatan manajemen;
5. Melaksanakan audit internal terintegrasi dalam rangka pengendalian internal terintegrasi.

6. Code of Ethics;
7. Structure.

2. Internal Audit System Procedure and Techniques

The Internal Audit System Procedure and Techniques is a technical work guideline for the Internal Audit/Integrated and Anti-Fraud Division. This guideline has been updated based on Decree of the Board of Directors No.007 / SK-DIR / 12/17 dated 21 December 2017 on the Internal Audit System Procedure and Techniques.

3. SKAI/Integrated Policy

The implementation of SKAI/Integrated is performed in accordance with the Financial Services Authority Regulation No. 18/POJK.03/2014 dated 18 November 2014 and Circular of the Financial Services Authority No. 15/SEOJK.03/2015 dated 25 May 2015 on the Implementation of Integrated Governance for Financial Services Conglomeration, therefore the Bank has a SKAI/Integrated policy which is stipulated in Decree of the Board of Directors No. 004/POJK.03/2014 dated 16 November 2014 and Circular of the Financial Services Authority No. 003/SK-DIR/02/17 dated 23 February 2017 Internal Audit Work Unit Integrated (SKAI/Terintegrasi) of the Victoria Group.

4. Anti-Fraud Standard Operating Procedure

Pertinent to the implementation of the internal control effectiveness function increase in minimizing fraud risk, Internal Audit/Integrated and Anti-Fraud Division already has an Anti-Fraud Standard Operating Procedure which has been updated through Decree of the Board of Directors No. 006 / SK-DIR / 11/16 dated 28 November 2016 on Standard Operating Procedures for Anti-Fraud.

5. Standard Operating Procedure of Whistleblowing System

Internal Audit/Integrated and Anti-Fraud are also involved in the implementation of the whistleblowing system, based on Decree of the Board of Directors No. 006/SK-DIR 02/16 dated 19 Februari 2016 on Standard Operating Procedure of Whistleblowing System in PT Bank Victoria International Tbk.

DUTIES AND RESPONSIBILITIES OF THE AUDIT INTERNAL/INTEGRATED AND ANTI FRAUD

The Internal Audit/Integrated and Anti-Fraud Division has the duties and responsibilities that cover:

1. Assist the President Director and the Board of Commissioners in performing oversight by outlining in terms of operational, planning, implementation and monitoring of audit results;
2. Prepare analysis and assessment in the fields of finance, accounting, operations, and other activities through direct inspection and indirect supervision;
3. Identify all possibilities to improve and increase efficiency on the use of resources and funds;
4. Provide suggestions for improvements and objective information regarding activities examined at all levels of management;
5. Perform integrated internal audits in the context of integrated internal control.

6. Mengidentifikasi seluruh kegiatan kredit, operasional, pemberian hadiah/voucher dan kegiatan pengadaan barang dan jasa;
 7. Sosialisasi/workshop tentang bahaya *fraud*, serta unsur-unsur *fraud* kepada seluruh karyawan;
 8. Melaksanakan kegiatan *surprise audit*; dan
 9. Menjalankan fungsi sebagai audit internal terintegrasi dan anti *fraud*.

6. Identify all credit activities, operations, rendering of gif/vouchers as well as goods and services procurement activities;
 7. Dissemination/workshop on the dangers of fraud, as well as elements of fraud to all employees;
 8. Perform unscheduled audit activities; and
 9. Perform functions of an integrated internal audit and Anti-Fraud.

KEWENANGAN AUDIT INTERNAL/INTEGRATED AND ANTI FRAUD

Audit Internal/Integrated and Anti Fraud memiliki kewenangan untuk:

1. Memiliki akses pada seluruh fungsi organisasi, catatan, karyawan, sumber daya dan dana serta aset Bank lainnya yang berkaitan dengan pelaksanaan audit;
 2. Memiliki akses komunikasi dengan Dewan Komisaris melalui Komite Audit;
 3. Mengalokasikan sumber daya, memilih subyek audit, menentukan frekuensi dan cakupan kegiatan yang diperlukan untuk mencapai tujuan audit;
 4. Mendapatkan bantuan yang diperlukan dari personil unit yang di audit maupun tenaga ahli baik dari lingkungan dalam maupun luar organisasi.

AUTHORITY OF AUDIT INTERNAL/INTEGRATED AND ANTI FRAUD

Audit Internal/Integrated and Anti Fraud Division has the authority to:

1. Have access to all organizational functions, records, employees, resources and funds as well as other Bank assets relating to the performance of audits;
 2. Have access to communications with the Board of Commissioners through the Audit Committee;
 3. Allocate resources, select audit subjects, determine the frequency and scope of activities needed to achieve audit objectives;
 4. Obtain necessary assistance from audited unit personnel and experts from both inside and outside of the organization.

KOMPOSISI PERSONIL AUDIT INTERNAL/ INTEGRATED AND ANTI FRAUD

Seluruh personil Audit Internal/Integrated and Anti Fraud memiliki latar belakang Pendidikan dan kompetensi yang memadai dalam menjalankan tugas sebagai auditor. Tahun 2018, jumlah personil Internal Audit sebanyak 11 (sebelas) orang.

PERSONNEL COMPOSITION OF AUDIT INTERNAL/ INTEGRATED AND ANTI FRAUD

All Internal / Integrated and Anti-Fraud Audit personnel have sufficient educational background and competence in carrying out their duties as auditors. During 2018, there were 11 (eleven) Internal Audit personnel.

SERTIFIKASI PROFESI INTERNAL AUDIT

Auditor Internal membutuhkan kemampuan yang lebih dibandingkan unit kerja lainnya. Salah satu parameter yang menjadi tolak ukur kemampuan dan keahlian auditor adalah pengalaman perbankan baik dari segi operasional, bisnis, dan *supporting*. Selain pengalaman dan strata pendidikan, sertifikasi juga faktor penting dalam meningkatkan keahlian auditor internal.

INTERNAL AUDIT PROFESSIONAL CERTIFICATION

INTERNAL AUDIT PROFESSIONAL CERTIFICATION
Internal auditors need more comprehensive capabilities than other work units. One of the parameters that becomes a benchmark for auditors' abilities and expertise is banking experience in operations, business, and supporting aspects. In addition to experience and educational background, certification also an important factor in increasing an internal auditor's expertise.

Pada tahun 2018 sebanyak 3 (tiga) personil Audit Internal/*Integrated and Anti Fraud* telah mengikuti Sertifikasi Profesi Internal Audit untuk level auditor.

In 2018, 3 (three) Internal Audit/Integrated and Anti-Fraud personnel have attended an Internal Audit Professional Certification for auditor level.

KODE ETIK AUDITOR

Auditor internal dituntut untuk mematuhi dan menerapkan Kode Etik, yaitu:

- a. Berperilaku jujur, santun, tidak tercela, obyektif, dan bertanggung jawab;
 - b. Memiliki dedikasi tinggi;
 - c. Tidak akan menerima apapun yang dapat mempengaruhi pendapat profesionalnya;
 - d. Menjaga prinsip kerahasiaan sesuai dengan ketentuan dan perundang-undangan yang berlaku; dan
 - e. Terus meningkatkan kemampuan profesional.

AUDITOR OF CODE OF CONDUCT

Internal auditors are required to comply with and implement the Code of Conduct, namely:

- a. Honest, polite, impeccable, objective and accountable;
 - b. Have a high level of dedication;
 - c. Will not accept anything that may affect his professional opinion;
 - d. Maintain the principles of confidentiality in accordance with prevailing rules and regulations; and
 - e. Continuously improve professional capabilities.

LAPORAN SINGKAT PELAKSANAAN KEGIATAN INTERNAL AUDIT TAHUN 2018

Program Kerja Internal Audit

Program kerja Internal Audit tahun 2018 ditekankan kepada dua hal, yaitu Pengembangan dan pemeriksaan yang berbasis kepada *Risk Based Internal Audit* (RBIA).

BRIEF REPORT ON 2018 INTERNAL AUDIT ACTIVITIES

Internal Audit Work Program

The Internal Audit work program in 2018 emphasizes on two matters, namely Development and inspection based on Risk Based Internal Audit (RBIA).

Pengembangan

Pengembangan meliputi:

- a. Kegiatan pengembangan dan peningkatan kualitas Internal Audit melalui *Improvement* dibidang organisasi, sumber daya manusia (auditor), metodologi, proses dan infrastruktur.
- b. Mengembangkan dan mengimplementasikan fungsi SKAI terintegrasi sebagaimana Peraturan Otoritas Jasa Keuangan No. 18/POJK.03/2014 tanggal 18 November 2014 dan Surat Edaran No. 15/SEOJK.03/2015 tanggal 25 Mei 2015 tentang penerapan Tata Kelola Terintegrasi bagi konglomerasi keuangan.
- c. Melakukan *improvement* peran dan fungsi 'Anti-Fraud' dengan tujuan untuk lebih meningkatkan awareness terhadap *fraud* dan meminimalisir kejadian *Fraud*.

Pemeriksaan

Pemeriksaan Tahun 2018 berbasis risiko (*Risk Based Internal Audit*) dengan memperhatikan hal-hal sebagai berikut:

- a. Pemilihan Unit Kerja organisasi/ aktivitas yang diperiksa.
- b. Ruang lingkup pemeriksaan Tahun 2018
- c. Fokus utama kegiatan pemeriksaan Satuan Kerja Audit Internal/Anti Fraud.

Metode Audit

Bank Victoria telah menerapkan metode audit yang berbasis risiko (*risk based internal audit/RBIA*) yang dijelaskan sebagai berikut:

1. Perencanaan pemeriksaan kantor-kantor dengan melakukan *mapping* potensi risiko kredit dan operasional dengan tujuan untuk lebih mengefektifkan proses pemeriksaan.
 - a. Potensi risiko kredit diukur dari: Kantor cabang/cabang pembantu/kas yang memiliki NPL di atas 1% (satu persen). Kantor cabang/cabang pembantu/kas yang memiliki *outstanding* kredit yang porsinya di atas 1% (satu persen) dari total kredit konsolidasi.
 - b. Potensi risiko operasional diukur dari: kantor cabang/cabang pembantu/kas yang memiliki total 6 (enam) kesalahan dalam 1 (satu) semester (rata-rata 1 kesalahan) berdasarkan Laporan *Zero Defect* dari *Internal Control*.
2. Persiapan data, pengumpulan data dan informasi, seperti aktivitas operasional, kredit dan Unit Kerja, Laporan Hasil Pemeriksaan (LHP), dan temuan tahun sebelumnya.
3. Pelaksanaan pemeriksaan di lapangan dan menindaklanjuti temuan Audit Internal/*Integrated and Anti Fraud* tahun sebelumnya.
4. Penyusunan hasil temuan dan pemaparan risiko yang dihadapi, penyebab, dampak, dan rekomendasi.
5. Penyusunan LHP sesuai format yang sudah disetujui, seperti pemberian nilai dan penjelasan risiko yang dihadapi pada seluruh aktivitas, antara lain kredit, operasional dan Unit Kerja.
6. Tindak lanjut temuan yang masih *pending* dengan melakukan *monitoring* terhadap temuan yang masih pending dan membuat Laporan Tindak Lanjut untuk temuan yang sudah diselesaikan maupun dalam proses penyelesaian.

Development

Development includes:

- a. Activities to develop and improve the quality of Internal Audit through Improvements in organization, human resources (auditors), methodology, processes and infrastructure.
- b. Develop and implement integrated Integrated SKAI functions as stipulated in the Financial Services Authority Regulation No. 18/POJK.03/2014 dated 18 November 2014 and Circular of the Financial Services Authority No. 15/SEOJK.03/2015 dated 25 May 2015 on Implementation of Integrated Governance for Financial Services Conglomeration.
- c. Perform improvements on the role and functions of Anti-Fraud with the intention of increasing awareness regarding fraud and minimize fraud occurrence.

Audit

Risk-based Internal Audit in 2018 paid attention to the followings:

- a. Selection of Work Unit organization/activity audited.
- b. Scope of 2018 audit.
- c. Primary focus is the audit activities of Internal Audit/Anti-Fraud Work Unit.

Audit Method

Bank Victoria has implemented a risk-based internal audit (RBIA) method which is explained as follows:

1. Audit planning of offices by mapping potential credit and operational risks with the aim of making the audit process more effective.
 - a. The credit risk potential is measured based on: Branch offices / sub-/ cash branches having an NPL of above 1% (one percent). Branch offices / sub-/ cash branches having outstanding credit above 1% (one percent) of the total consolidated credit.
 - b. The operational risk potential is measured from: branch/sub-branch/cash offices having a total of 6 (six) mistakes in 1 (one) semester (average of 1 error) based on the Zero Defect Report from Internal Control.
2. Data preparation, data collection and information, such as operational activities, credit and work units, audit report (Laporan Hasil Pemeriksaan/LHP), and findings from the previous year.
3. Field audit and following up on previous year findings of the Internal Audit/*Integrated and Anti-Fraud* Division's activity.
4. Preparation of findings and exposure to risks faced, causes, impacts and recommendations.
5. Audit report preparation is according to the agreed format, such as providing value and explanation of the risks faced in all activities, including credit, operations and work units.
6. Follow-up actions upon the "pending" findings by monitoring of these findings and preparing a Follow-Up Action Report on findings which have been completed and in the process of completion.

Pelaksanaan Kegiatan Audit Tahun 2018

Dalam melaksanakan kegiatannya, Audit Internal mengacu pada Rencana Kerja Audit 2018 yang telah disetujui oleh Direktur Utama dan dilaporkan kepada Dewan Komisaris (Komite Audit), dan pada bulan Juli 2018 terdapat Perubahan Rencana Kerja Audit Internal sesuai dengan Surat Direksi No.039/DIR-EKS/07/18 tanggal 11 Juli 2018.

Realisasi pemeriksaan pada semester 1 mengalami kendala disebabkan beberapa hal sebagai berikut:

- Pada awal tahun (Januari 2018) terdapat pergantian Kepala Divisi Audit Internal.
- Terjadi perubahan metodologi Audit secara mendasar, dimana pelaksanaan audit yang sebelumnya cenderung dilakukan dengan pendekatan secara control base berubah menjadi pelaksanaan audit berdasarkan risiko (*risk based*).
- Terjadi perubahan pada proses perencanaan, pelaksanaan audit dilapangan sampai dengan penyusunan laporan hasil audit.
- Pelaksanaan audit sebelumnya dilakukan per masing-masing unit cabang/capem, berubah menjadi pemeriksaan audit secara Area.
- Terjadi mutasi terhadap 3 (tiga) auditor kredit, 1 (satu) auditor IT dan 1 (satu) auditor operasional yang mengundurkan diri.
- Terdapat pemeriksaan khusus (4 obyek audit) dan pemeriksaan kasus *fraud* (2 kasus), dimana sebelumnya tidak tercantum pada rencana kerja Semester I - 2018.

Berikut adalah rincian Rencana Kerja Audit Tahunan (RKAT) semester I Tahun 2018 dan realisasinya:

Objek Audit Audit Object	Rencana Audit Semester I - Tahun 2018 2018 - Semester I Audit Plan	Realisasi Audit (Juni 2018) Audit Realization (June 2018)	Realisasi Audit (%) Audit Realization (%)	Realisasi Laporan (Juni 2018) Report Realization (June 2018)	Realisasi Laporan (%) Report Realization (%)
Credit	4	2	50%	2	100%
Operational	4	2	50%	2	100%
BI-RTGS & SKN-BI	1	1	100%	1	100%
Information Technology	1	1	100%	1	100%
Sub Total	10	6	60%	6	100%
Audit Khusus / Specific Audits		7		7	
Total	10	13	60%	13	100%

6 (enam) dari 10 (sepuluh) (60%) telah dilaksanakan sesuai Rencana Kerja Audit Tahunan (RKAT) dan terdapat 7 (tujuh) audit khusus, dan 2 (dua) diantaranya adalah audit investigasi (*fraud*).

Berikut adalah rincian Rencana Kerja Audit Tahunan (RKAT) semester II Tahun 2018 dan realisasinya:

Objek Audit Audit Object	Rencana Audit Semester II - Tahun 2018 2018 - Semester II Audit Plan	Realisasi Audit (Des 2018) Audit Realization (Dec 2018)	Realisasi Audit (%) Audit Realization (%)	Realisasi Laporan (Des 2018) Report Realization (Dec 2018)	Realisasi Laporan (%) Report Realization (%)
Credit	4	4	100%	4	100%
Operational	5	5	100%	5	100%
Unit Kerja / Work Unit	4	4	100%	4	100%
Information Technology	2	2	100%	2	100%
Sub Total	15	15	100%	15	100%

Performance of 2018 Audit

In carrying out its activities, the Internal Audit refers to the 2018 Audit Work Plan that has been approved by the President Director and reported to the Board of Commissioners (Audit Committee), and in July 2018 there were Amendments to the Internal Audit Work Plan pursuant to Letter of the Board of Directors No.039/DIR-EKS/07/18 dated 11 July 2018.

Realization of the audit in semester 1 experienced constraints due to the following issues:

- At the beginning of the year (January 2018) there was a change of the Head of the Internal Audit Division.
- There has been a fundamental change in the Audit methodology, whereby the audit which previously had the tendency to be carried out with a control base approach changed to the implementation of a risk based audit.
- Changes occurred in the planning process, field audit performance, up to audit reports preparation.
- When previously audit was performed per each branch / branch unit, changed to an audit based on Area.
- An assignment rotation of 3 (three) credit auditors, 1 (one) IT auditor and resignation of 1 (one) operational auditor.
- There were specific audits (4 objects of audit) and investigation of fraud (2 cases), which were not previously listed in the work plan for Semester I - 2018.

The following is a breakdown of the 2018 semester I Annual Audit Work Plan and its realization:

6 (six) of 10 (ten) or 60% have been implemented in accordance with the Annual Audit Work Plan (RKAT), with 7 (seven) specific audits, and 2 (two) of them are investigative audits (*fraud*).

The following is a breakdown of the semester II Year 2018 Annual Audit Work Plan (RKAT) and its realization:

Objek Audit Audit Object	Rencana Audit Semester II - Tahun 2018 2018 - Semester II Audit Plan	Realisasi Audit (Des 2018) Audit Realization (Dec 2018)	Realisasi Audit (%) Audit Realization (%)	Realisasi Laporan (Des 2018) Report Realization (Dec 2018)	Realisasi Laporan (%) Report Realization (%)
Audit Khusus / Specific Audits		3		3	
Total	15	18	100%	18	100%

15 (lima belas) dari 15 (lima belas) (100%) telah dilaksanakan sesuai Rencana Kerja Audit Tahunan (RKAT) dan terdapat 3 (tiga) audit khusus.

TEMUAN DAN TINDAK LANJUT HASIL AUDIT

Hasil pemantauan atas hasil temuan audit dan tindak lanjut selama Januari – Juni 2018 adalah sebagai berikut:

Temuan Audit Internal 2018 Internal Audit Findings in 2018	Status Temuan Audit Internal Status of Internal Audit Findings			
	Selesai Completed	Dalam Proses In Process	Overdue Overdue	Total
Credit				
• Area Fatmawati / Fatmawati Area	8	1	1	10
• Area Cideng / Cideng Area	1	18	0	19
Operational				
• Area Fatmawati / Fatmawati Area	7	4	2	13
• Area Cideng / Cideng Area	20	0	1	21
Information Technology				
• Jaringan Komunikasi / Communications Network	14	10	0	24
Total	50	33	4	87

Secara keseluruhan, persentase temuan yang telah diperbaiki adalah 57,47 % (50 dari 87), 37,93% (33 dari 87) masih dalam proses perbaikan dan 4,6% (4 dari 87) belum dapat diselesaikan dan melewati jangka waktu yang diberikan (*overdue*). Temuan *overdue* sebagian besar masih dalam proses penyelesaian.

Hasil pemantauan atas hasil temuan audit dan tindak lanjut selama Juli – Desember 2018 adalah sebagai berikut:

Temuan Audit Internal 2018 Internal Audit Findings in 2018	Status Temuan Audit Internal Status of Internal Audit Findings			
	Selesai Completed	Dalam Proses In Process	Overdue Overdue	Total
Credit and Branches				
• Area Senayan / Senayan Area	15	1	0	16
• Area Kelapa Gading / Kelapa Gading Area	18	0	0	18
• KCU Bandung / Bandung Main Branch	9	0	0	9
• Area Surabaya / Surabaya Area	7	0	0	7
Operational and Branches				
• Area Senayan / Senayan Area	17	1	0	18
• Area BIP / BIP Area	17	1	0	18
• Area Kelapa Gading / Kelapa Gading Area	16	0	0	16
• KCU Bandung / Bandung Main Branch	13	0	0	13
• Area Surabaya / Surabaya Area	14	1	0	15
Unit Kerja Bisnis				
• Multifinance / Multifinance	21	1	0	22
• Korporasi / Corporate	15	0	0	15
Unit Kerja Non Bisnis				

15 (fifteen) of 15 (fifteen) or 100% have been implemented in accordance with the Annual Audit Work Plan (RKAT), with 3 (seven) specific audits.

FINDINGS AND FOLLOW-UP ACTIONS OF AUDIT RESULTS

The monitoring results of audit findings and their follow-up actions during January - June 2018 are as follows:

Overall, the percentage of findings corrected are 57.47 % (50 of 87), 37.93% (33 of 87) are still in the process of improvement, and 4.6% (4 out of 87) cannot be completed and exceeded the time period allotted (overdue). Findings that are overdue are mostly in the settlement process.

The monitoring results of audit findings and their follow-up actions during July-December 2018 are as follows:

Temuan Audit Internal 2018 Internal Audit Findings in 2018	Status Temuan Audit Internal Status of Internal Audit Findings			
	Selesai Completed	Dalam Proses In Process	Overdue Overdue	Total
• SKMR / SKMR	0	0	0	0
• SAM / SAM	9	2	0	11
Information Technology				
• Pengamanan Informasi / Information Security	18	1	0	19
• Pengembangan (SDLC), Data Center & DRC Development (SDLC), Data Center & DRC	5	11	0	16
Total	194	19	0	213

Secara keseluruhan, persentase temuan yang telah diperbaiki adalah 90,08 % (194 dari 213), 8,92% (19 dari 213) masih dalam proses perbaikan.

KOMITE DI BAWAH DIREKSI

Guna mendukung profesionalitas dan efektivitas pelaksanaan pengelolaan Bank, Direksi membentuk organ pendukung sesuai dengan ketentuan peraturan perundang-undangan yang berlaku dan sesuai dengan kebutuhan dan kompleksitas usaha Bank. Organ pendukung Direksi berfungsi sebagai organ pendukung utama dalam pelaksanaan tata kelola perusahaan yang baik.

Terkait hal tersebut, Direksi Bank Victoria telah membentuk 11 Komite pendukung Direksi, yaitu:

1. Komite Manajemen Risiko Terintegrasi.
2. Komite Manajemen Risiko
3. Komite Kebijakan Perkreditan.
4. Komite Kredit.
5. Assets and Liabilities Committee (ALCO).
6. Komite Teknologi Informasi.
7. Komite Produk.
8. Komite Personalia.
9. Komite Pengadaan.
10. Komite Pemantauan dan Pelaksanaan GCG.
11. Komite Investasi.

Komite-Komite tersebut bertugas untuk memberikan saran dan rekomendasi terhadap kebijakan dan arahan Direksi sehingga Direksi memiliki dasar-dasar pertimbangan dalam pengambilan keputusan. Direksi juga telah membentuk Divisi *Corporate Secretary; Compliance, KYC/Integrated and System Procedure;* dan *Risk Management/Integrated* untuk memastikan implementasi tata kelola perusahaan dijalankan secara baik dan benar.

KOMITE MANAJEMEN RISIKO TERINTEGRASI

Komite Manajemen Risiko merupakan komite eksekutif yang bertanggung jawab kepada Direksi, yang bertujuan untuk memastikan pelaksanaan proses dan sistem manajemen risiko dapat berjalan secara efektif. Keanggotaan Komite Manajemen Risiko umumnya bersifat tetap, namun dapat ditambah dengan anggota tidak tetap sesuai dengan kebutuhan.

Struktur dan Keanggotaan Komite Manajemen Risiko Terintegrasi

Komposisi keanggotaan Komite Manajemen Risiko Terintegrasi Grup Victoria paling sedikit terdiri dari:

- a. Direktur Entitas Utama yang membawahkan fungsi Manajemen Risiko sebagai ketua merangkap anggota Komite Manajemen Risiko Terintegrasi Grup Victoria.
- b. Direktur yang mewakili dan ditunjuk dari anggota Grup Victoria.

Overall, the percentage of corrected findings is 90.08% (194 of 213), 8.92% (19 of 213) are still in the process of improvement.

COMMITTEES UNDER THE BOARD OF DIRECTORS

In order to support the professionalism and effectiveness of the Bank's management, the Board of Directors must establish the supporting organs pursuant to prevailing laws and regulations and to fit the Bank's business needs and complexity. The supporting organs of the Board of Directors function as the main support to the implementation of good corporate governance.

With this regard, Bank Victoria's Board of Directors has established 11 Committees as follow:

1. Integrated Risk Management Committee.
2. Risk Management Committee.
3. Credit Policy Committee.
4. Credit Committee.
5. Assets and Liabilities Committee (ALCO).
6. Information Technology Committee.
7. Product Committee.
8. Personnel Committee.
9. Procurement Committee.
10. GCG Monitoring and Implementation Committee.
11. Investment Committee.

The Committees are assigned with providing advice and recommendations to the Board of Directors so that the Board of Directors has rationale to make policies and directives. The Board of Directors also established Corporate Secretary; Compliance, KYC/Integrated and System Procedure; and Risk Management/Integrated Divisions to ensure that the corporate governance is implemented properly.

INTEGRATED RISK MANAGEMENT COMMITTEE

The Risk Management Committee is an executive committee which reports to the Board of Directors. It aims to ensure that the performance of risk management process and system can run effectively. Members of the Risk Management Committee are generally permanent, but non-permanent members can be added as needed.

Integrated Risk Management Committee's Structure and Members

Composition of members of Victoria Group's Integrated Risk Management Committee shall at least consist of:

- a. Main Entity's Director controlling Risk Management functions as chairman as well as member of Victoria Group's Integrated Risk Management Committee.
- b. The Director representing and appointed from members of Victoria Group,

- c. Pejabat eksekutif yang merupakan pejabat satu tingkat di bawah Direksi yang memimpin satuan kerja operasional dan/ataufungsi/satuan kerja Manajemen Risiko.
- d. Susunan keanggotaan Komite Manajemen Risiko Terintegrasi Grup Victoria selengkapnya, dituangkan dalam surat Keputusan Direksi Entitas utama tersendiri.

Uraian Tugas dan Tanggung Jawab Komite Manajemen Risiko Terintegrasi

Dalam rangka penerapan Manajemen Risiko Terintegrasi yang komprehensif dan efektif, Entitas Utama wajib membentuk Organisasi Manajemen Risiko Terintegrasi. Adapun tanggung jawab Komite Manajemen Risiko Terintegrasi adalah memberikan rekomendasi kepada Direksi Entitas Utama, dalam rangka:

1. Penyusunan kebijakan manajemen risiko serta perubahannya, strategi manajemen risiko, dan pedoman penerapan manajemen risiko;
2. Perbaikan dan penyempurnaan proses manajemen risiko secara berkala maupun bersifat insidentil sebagai akibat dari suatu perubahan kondisi eksternal dan internal Bank yang mempengaruhi kecukupan permodalan, profil risiko Bank, dan ketidakefektifan penerapan manajemen risiko berdasarkan hasil evaluasi;
3. Penetapan kebijakan dan/atau keputusan bisnis yang menyimpang dari prosedur normal, seperti pelampaunan ekspansi usaha yang signifikan dibandingkan dengan Rencana Bisnis Bank yang telah ditetapkan sebelumnya, atau pengambilan posisi/eksposur risiko yang melampaui limit yang telah ditetapkan.

Pelaksanaan Tugas dan Tanggung Jawab Komite Manajemen Risiko Terintegrasi Tahun 2018

Selama tahun 2018, Komite Manajemen Risiko Terintegrasi telah melaksanakan berbagai program kerja, yaitu:

1. Pembahasan profil risiko terintegrasi secara berkala atau triwulan;
2. Penyampaian laporan profil risiko terintegrasi secara berkala atau semesteran kepada pihak regulator;
3. Pembahasan kecukupan pemenuhan modal minimum terintegrasi secara berkala atau triwulan;
4. Penyampaian kecukupan pemenuhan modal minimum terintegrasi secara berkala atau semesteran kepada pihak regulator;
5. Melakukan pemantauan risiko, baik per jenis risiko maupun secara terintegrasi;
6. Melaksanakan evaluasi secara berkala terhadap parameter risiko inheren dan kualitas penerapan manajemen risiko terintegrasi sesuai dengan kompleksitas dan karakteristik setiap LJK dalam konglomerasi keuangan;
7. Melakukan *stress test* secara periodik melalui skenario spesifik dan pasar untuk mengantisipasi dan secara proaktif mengelola potensi terjadinya risiko;
8. Penyusunan dan penyempurnaan kebijakan Manajemen Risiko Terintegrasi

Selama tahun 2018, Komite Manajemen Risiko Terintegrasi telah mengadakan pertemuan secara berkala yang membahas mengenai:

1. Profil Risiko Terintegrasi
2. Kecukupan Pemenuhan Modal Minimum Terintegrasi
3. *Stress Test* Spesifik & Pasar secara Annual
4. *Grup Risk Appetite Statement*
5. Isu-isu lainnya yang memerlukan rekomendasi dari Komite

- c. The executive officers, who are officers with one level below the Board of Directors in charge of the operational work unit and/or the Risk Management function/work unit.
- d. Composition of members of Victoria Group's Integrated Risk Management Committee is put in the decision of the Main Entity's Board of Directors Decision.

Description on the Integrated Risk Management Committee's Duties and Responsibilities

In the context of comprehensive and effective application of Integrated Risk Management, the Main Entity shall be obliged to establish Integrated Risk Management Organization. Whereas the Integrated Risk Management Committee's responsibilities include providing recommendations to the Main Entity's Board of Directors, in the context of:

1. Preparing risk management policies and their amendments, risk management strategies, and a guideline for risk management implementation;
2. Improving and refining the risk management process, either periodically or incidentally, as a result of a change in Bank's external and internal conditions that affect the Bank's capital adequacy, risk profile, and ineffectiveness of risk management performance based on evaluation result;
3. Making policies and/or business decisions beyond the normal procedure, such as significant business expansion beyond the Bank's existing Business Plan or taking risk position/exposure beyond the defined limits.

2018 Implementation of the Integrated Risk Management Committee's Duties And Responsibilities

During 2018, the Integrated Risk Management Committee organized various programs as follows:

1. Discussion on integrated risk profile either periodically or quarterly;
2. Submission of integrated risk profile report to the regulator either periodically or semi-annually;
3. Discussion on integrated minimum capital fulfillment adequacy either periodically or quarterly;
4. Submission of integrated minimum capital adequacy report to the regulator periodically or semi-annually;
5. Monitoring any risk, either by risk type or in integrated way;
6. Conducting periodic evaluation on any inherent risk parameter and integrated risk management implementation quality in accordance with each Financial Services Institution's complexity and characteristics in the financial conglomerate;
7. Conducting stress test periodically by specific and market scenario for anticipating and proactively managing any risk potentials;
8. Arrangement and improvement of Integrated Risk Management policies

During 2018, the Integrated Risk Management Committee held periodic meetings on the following matters:

1. Integrated Risk Profile
2. Integrated Minimum Capital Fulfillment Adequacy
3. Annual Market & Specific Stress Test
4. Group Risk Appetite Statement
5. Other issues requiring the Committee's recommendation

KOMITE MANAJEMEN RISIKO

Komite Manajemen Risiko dibentuk untuk membantu Direksi dalam pengambilan keputusan dan pengevaluasian pelaksanaan, penyusunan strategi dan pedoman penerapan manajemen risiko, penetapan hal-hal yang terkait dengan keputusan bisnis, serta penyempurnaan pelaksanaan manajemen risiko berdasarkan hasil evaluasi pelaksanaan proses dan sistem manajemen risiko yang efektif. Pembentukan Komite ini ditujukan agar pengelolaan seluruh risiko bisnis dapat dilakukan secara sistematis dan berkesinambungan.

Struktur dan Keanggotaan Komite Manajemen Risiko

Berikut ini merupakan komposisi Komite Manajemen Risiko.

1. Ketua (Anggota Tetap): Direktur Kepatuhan dan Manajemen Risiko
2. Anggota Tetap:
 - a. Direksi
 - b. Associate Directors
 - c. Kepala Divisi Risk Management/Integrated (Secretary)
 - d. Kepala Divisi Audit Internal/Integrated and Anti Fraud Division
3. Anggota Tidak tetap: Kepala Divisi Lainnya di luar Anggota Tetap.

Uraian Tugas dan Tanggung Jawab Komite Manajemen Risiko

Komite Manajemen Risiko memiliki tanggung jawab memberikan rekomendasi kepada Direktur Utama dengan sepengetahuan Dewan Komisaris, sebagai berikut:

1. Penyusunan kebijakan manajemen risiko serta perubahannya, strategi manajemen risiko, dan pedoman penerapan manajemen risiko.
2. Perbaikan dan penyempurnaan proses manajemen risiko secara berkala maupun bersifat insidentil sebagai akibat dari suatu perubahan kondisi eksternal dan internal Bank yang mempengaruhi kecukupan permodalan, profil risiko Bank, dan ketidakefektifan penerapan manajemen risiko berdasarkan hasil evaluasi.
3. Penetapan kebijakan dan/atau keputusan bisnis yang menyimpang dari prosedur normal, seperti pelampauan ekspansi usaha yang signifikan dibandingkan dengan Rencana Bisnis Bank yang telah ditetapkan sebelumnya, atau pengambilan posisi/eksposur risiko yang melampaui limit yang telah ditetapkan.

Berdasarkan tanggung jawab tersebut, Komite Manajemen Risiko memiliki tugas untuk:

1. Melakukan pengembangan atas penerapan budaya risiko untuk setiap jenjang organisasi.
2. Mengevaluasi dan melakukan penyesuaian atas Kebijakan dan Pedoman Umum Penerapan Manajemen Risiko yang dimiliki Bank dengan kebijakan regulator, yang disesuaikan dengan ukuran dan kompleksitas usaha Bank, serta risiko yang melekat pada Bank.
3. Mengevaluasi arah, strategi, dan program manajemen risiko.
4. Mengevaluasi penerapan manajemen risiko, yang meliputi:
 - a. Pemantauan terhadap implementasi Kebijakan dan Pedoman Umum Penerapan Manajemen Risiko.
 - b. Pemantauan posisi/eksposur risiko secara keseluruhan atau per jenis risiko.
 - c. Penerapan *stress testing* guna mengetahui dampak dari implementasi kebijakan dan strategi manajemen risiko, dan

RISK MANAGEMENT COMMITTEE

The Risk Management Committee was established to assist the Board of Directors in making decisions and evaluating the implementation, formulation of strategies and guidelines for risk management implementation, determining matters related to business decisions, and improving risk management implementation based on the result of evaluation of the implementation of effective risk management processes and systems. The aim of the establishment of this Committee is to manage all business risks in a systematic and sustainable manner.

Structure and Membership of Risk Management Committee

The composition of the Risk Management Committee is as follows.

1. Chairman (Permanent Member): Director of Compliance and Risk Management
2. Permanent Members:
 - a. Board of Directors
 - b. Associate Directors
 - c. Head of Risk Management / Integrated Division(Secretary)
 - d. Head of Audit Internal Division / Integrated and Anti Fraud Division
3. Non-permanent Members: Other Division Deads besides the permanent members.

Description of Duties and Responsibilities of Risk Management Committee

The Risk Management Committee has a responsible in providing recommendations to the President Director with the knowledge of the Board of Commissioners, as follows:

1. Preparation of risk management policy and its changes, risk management strategies, and guidelines for risk management implementation.
2. Periodic and incidental improvement of risk management process due to changes in the Bank's external and internal conditions that affect capital adequacy, the Bank's risk profile, and the ineffectiveness of the risk management implementation based on evaluation results.
3. Stipulation of policies and/or business decisions that deviate from normal procedures, such as exceeding significant business expansion compared to the predetermined Bank Business Plan, or taking positions/risk exposures that exceed the prescribed limits.

Based on these responsibilities, the Risk Management Committee has the duties to:

1. Develop existed risk culture implementation in every level of the organization.
2. Evaluate and make adjustment to the General Policy and Guidelines for Risk Management Implementation owned by the Bank with regulator policies, which are tailored d to the size and complexity of the Bank's business, as well as the risks inherent in the Bank.
3. Evaluate risk management directions, strategies and programs.
4. Evaluate risk management implementation, which includes:
 - a. Monitoring the implementation of General Policies and Guidelines for Risk Management Implementation.
 - b. Monitoring overall risk positions/exposures or per type of risk.
 - c. Implementation of stress testing to find out the impact of implementing risk management policies and strategies, and

- d. Pemantauan kajian terhadap usulan aktivitas/produk baru, termasuk mengevaluasi sistem dan prosedur yang digunakan, serta dampaknya terhadap eksposur risiko Bank secara keseluruhan.

Pelaksanaan Tugas dan Tanggung Jawab Komite Manajemen Risiko Tahun 2018

Selama tahun 2018, Komite Manajemen Risiko telah melaksanakan berbagai program kerja, yaitu:

1. Pembahasan profil risiko Bank secara berkala atau triwulan dan tingkat kesehatan Bank secara berkala atau semesteran;
2. Penyampaian laporan kecukupan modal sesuai dengan profil risiko Bank (ICAAP) yang disampaikan kepada regulator secara berkala atau semesteran;
3. Melakukan pemantauan risiko, baik per jenis risiko maupun secara konsolidasi;
4. Melaksanakan evaluasi secara berkala terhadap parameter risiko inheren dan kualitas penerapan manajemen risiko Bank sesuai dengan kompleksitas dan karakteristik Bank;
5. Melakukan stress test secara periodik melalui skenario spesifik dan pasar untuk mengantisipasi dan secara proaktif mengelola potensi terjadinya risiko;
6. Melaksanakan risk register dalam rangka pemantauan eksposur risiko operasional pada setiap unit kerja dan untuk meningkatkan budaya risiko pada seluruh jenjang organisasi Bank;
7. Pengungkapan eksposur IRRBB yaitu peningkatan atau penurunan *earnings* dan *economic value* terhadap pergerakan suku bunga yang disusun Bank dalam rangka pemenuhan ketentuan mengenai penilaian tingkat kesehatan Bank Umum dan penerapan manajemen risiko bagi Bank Umum.
8. Mengevaluasi dan rekomendasi penyesuaian *peer group* Bank yang memiliki kesamaan ukuran dan kompleksitas kegiatan usaha Bank;
9. Melakukan kajian terhadap usulan aktivitas/produk baru, serta dampaknya terhadap eksposur risiko Bank secara keseluruhan.
10. Pelaksanaan *business impact analysis* (BIA) dan *risk assessment* yang merupakan dasar dalam penerapan *Business Contuity Plan* (BCP) untuk menjamin operasional Bank tetap berfungsi walaupun terdapat gangguan/bencana.

Selama tahun 2018, Komite Manajemen Risiko telah melaksanakan rapat sebanyak 11 (sebelas) kali. Adapula rincian tanggal dan agenda rapat adalah sebagai berikut.

- d. Monitoring the review of new proposed activities/products, including evaluating the system and procedures used, and their impact on the Bank's overall risk exposure.

Duties and Responsibilities Implementation of Risk Management Committee In 2018

During 2018, the Risk Management Committee has implemented various programs, namely:

1. Discussion of the Bank's risk profile on a regular or quarterly basis and the Bank's sound level periodically or semi-annually;
2. Submission of a capital adequacy report in accordance with the Bank's risk profile (ICAAP) to the regulator periodically or semi-annually;
3. Monitored risks, both per risk type and on consolidated basis;
4. Conducted periodic evaluations on the inherent risk parameters and the quality of Bank's risk management implementation in accordance with its complexity and characteristics.
5. Conducted periodic stress tests through specific scenarios and markets in order to anticipate and proactively manage potential risks;
6. Implemented risk registers in monitoring operational risk exposures in each work unit and improved the risk culture at all levels of the Bank's organization;
7. Disclosure of IRRBB exposure which is an increase or decrease of economic value and earnings against the of interest rate movements established by the Bank to fulfill the provisions on the assessment of the soundness of Commercial Banks and the risk management implementation for Commercial Banks.
8. Evaluated and recommended adjustments to the Bank's peer group that have the same size and complexity of the Bank's business activities;
9. Reviewed the proposed new activities/products, and their impact on the Bank's overall risk exposure.
10. Implementation of business impact analysis (BIA) and risk assessment which are the basis for implementing the Business Contuity Plan (BCP) to ensure that the Bank's operations continue to function despite disruptions/disasters.

During 2018, the Risk Management Committee held 11 (eleven) meetings. The details of the date and meeting agenda are as follows.

No	Tanggal Date	Agenda Rapat Meetings Agenda
1	15 Februari 2018 15 February 2018	1. Tindak Lanjut KMR Bulan Lalu 2. Isu Perbankan 3. <i>Risk Based Bank Rating</i> (RBBR) Posisi Januari 2018 vs Desember 2017 4. Pendapat dan Saran 1. Follow-Up on Last Month KMR 2. Banking Issues 3. Risk Based Bank Rating (RBBR) per January 2018 vs. December 2017 4. Opinions & Suggestions
2	16 Maret 2018 16 March 2018	1. <i>Economic Issue</i> 2. <i>Risk Based Bank Rating</i> (RBBR) Posisi Februari 2018 vs Januari 2018 3. Rekomendasi 4. Pendapat dan Saran 1. Economic Issue 2. Risk Based Bank Rating (RBBR) per February 2018 vs. January 2018 3. Recommendations 4. Opinions & Suggestions

No	Tanggal Date	Agenda Rapat Meetings Agenda
3	17 April 2018 17 April 2018	<ul style="list-style-type: none"> 1. <i>Economic Issue</i> 2. <i>Stress Test</i> 3. <i>Risk Based Bank Rating (RBBR)</i> Posisi Maret 2018 vs Desember 2017 4. Rekomendasi 5. Pendapat dan Saran <p>1. Economic Issue 2. Stress Test 3. Risk Based Bank Rating (RBBR) per March 2018 vs December 2017 4. Recommendations 5. Opinions & Suggestions</p>
4	15 Mei 2018 15 May 2018	<ul style="list-style-type: none"> 1. <i>Economic Issue</i> 2. <i>Risk Based Bank Rating (RBBR)</i> Posisi April 2018 vs Maret 2018 3. Pendapat dan Saran <p>1. Economic Issue 2. Risk Based Bank Rating (RBBR) Per April 2018 vs. March 2018 3. Opinions & Suggestions</p>
5	28 Juni 2018 28 June 2018	<ul style="list-style-type: none"> 1. Tindak Lanjut KMR 2. <i>Economic Issue</i> 3. <i>Risk Based Bank Rating (RBBR)</i> Posisi Mei 2018 vs April 2018 4. Pendapat dan Saran <p>1. Follow-Up on KMR 2. Economic Issue 3. Risk Based Bank Rating (RBBR) Per May 2018 vs April 2018 4. Opinions & Suggestions</p>
6	17 Juli 2018 17 July 2018	<ul style="list-style-type: none"> 1. Tindak Lanjut KMR 2. <i>Stress Test</i> 3. Kajian Kredit 4. <i>Economic Issue</i> 5. <i>Risk Based Bank Rating (RBBR)</i> Posisi Juni 2018 vs Maret 2018 6. Pendapat dan Saran <p>1. Follow-Up on KMR 2. Stress Test 3. Credit Studies 4. Economic Issue 5. Risk Based Bank Rating (RBBR) Per June 2018 vs. March 2018 6. Opinions & Suggestions</p>
7	16 Agustus 2018 16 August 2018	<ul style="list-style-type: none"> 1. Tindak Lanjut KMR 2. <i>Economic Issue</i> 3. <i>Risk Based Bank Rating (RBBR)</i> Posisi Juli 2018 4. Pendapat dan Saran <p>1. Follow-Up on KMR 2. Economic Issue 3. Risk Based Bank Rating (RBBR) Per July 2018 4. Opinions & Suggestions</p>
8	18 September 2018 18 September 2018	<ul style="list-style-type: none"> 1. <i>Economic Issue</i> 2. Perbankan 3. <i>Risk Based Bank Rating (RBBR)</i> Posisi Agustus 2018 4. Pendapat dan Saran <p>1. Economic Issue 2. Banking 3. Risk Based Bank Rating (RBBR) Per August 2018 4. Opinions & Suggestions</p>
9	16 Oktober 2018 16 October 2018	<ul style="list-style-type: none"> 1. <i>Economic Issue</i> 2. <i>Risk Based Bank Rating (RBBR)</i> Posisi September 2018 3. Pendapat dan Saran <p>1. Economic Issue 2. Risk Based Bank Rating (RBBR) Per September 2018 3. Opinions & Suggestions</p>
	22 November 2018 22 November 2018	<ul style="list-style-type: none"> 1. <i>Economic Issue</i> 2. Evaluasi <i>Risk Appetite</i> 3. <i>Risk Based Bank Rating (RBBR)</i> Posisi Oktober 2018 4. Pendapat dan Saran <p>1. Economic Issue 2. Risk Appetite Evaluation 3. Risk Based Bank Rating (RBBR) Per October 2018 4. Opinions & Suggestions</p>

No	Tanggal Date	Agenda Rapat Meetings Agenda
10	18 Desember 2018 18 December 2018	<ul style="list-style-type: none"> 1. Evaluasi <i>Risk Appitite</i> 2. <i>Economic Issue</i> 3. <i>Peer Group Analysis</i> 4. Permodalan <i>Multifinance</i> 5. <i>Risk Based Bank Rating</i> (RBBR) Posisi November 2018 6. Pendapat dan Saran <ul style="list-style-type: none"> 1. Risk Appetite Evaluation 2. Economic Issue 3. Peer Group Analysis 4. Multifinance Capital 5. Risk Based Bank Rating (RBBR) Per November 2018 6. Opinions & Suggestions
11	17 Januari 2019 17 January 2019	<ul style="list-style-type: none"> 1. <i>Economic Issue</i> 2. <i>Stress Test</i> 3. <i>Risk Based Bank Rating</i> (RBBR) Posisi Desember 2018 4. Pendapat dan Saran <ul style="list-style-type: none"> 1. Economic Issue 2. Stress Test 3. Risk Based Bank Rating (RBBR) Per December 2018 4. Opinions & Suggestions

KOMITE KEBIJAKAN PERKREDITAN

Komite Kebijakan Perkreditan merupakan komite yang membantu Direksi dalam merumuskan kebijakan, mengawasi pelaksanaan kebijakan, memantau perkembangan dan kondisi portofolio perkreditan, serta memberikan saran-saran langkah perbaikan.

Rapat Komite Kebijakan Perkreditan diselenggarakan bersamaan dengan Rapat Komite Kredit.

Struktur dan Keanggotaan Komite Kebijakan Perkreditan

Komposisi anggota Komite Kebijakan Perkreditan terdiri dari:

1. Ketua: Direktur Utama
2. Wakil Ketua merangkap Anggota:
Wakil Direktur Utama
Direktur Kepatuhan dan Manajemen Risiko
Direktur Bisnis
Direktur Kredit
3. Sekretaris merangkap Anggota: : *Credit Risk Review Division Head/ Deputy Division Head*
4. Anggota:
SEVP Corporate & Multifinance Banking
Corporate Banking Division Head
Commercial Banking Division Head
Multifinance Banking Division Head
SME & Consumer Banking Division Head
International Banking Division Head
Special Assets Management Division Head
Loan Administration Division Head
Legal Operation Head
Compliance Division Head

CREDIT POLICY COMMITTEE

Credit Policy Committee is a committee that assists the Board of Directors in formulating any policy, monitoring policy implementation, monitoring the development and condition of the credit portfolio, and providing suggestions for improvement.

The Credit Policy Committee Meeting is held in conjunction with the Credit Committee Meeting.

The Credit Policy Committee's Structure and Members

The composition of members of the Credit Policy Committee consists of:

1. Chairman: President Director
2. Deputy Chairman concurrently as Member:
Deputy President Director
Director of Compliance and Risk Management
Director of Business
Director of Credit
3. Secretary concurrently as Member: Credit Risk Review Division Head / Deputy Division Head
4. Members:
SEVP Corporate & Multifinance Banking
Corporate Banking Division Head
Commercial Banking Division Head
Multifinance Banking Division Head
SME & Consumer Banking Division Head
International Banking Division Head
Special Assets Management Division Head
Loan Administration Division Head
Legal Operation Head
Compliance Division Head

Uraian Tugas dan Tanggung Jawab Komite Kebijakan Perkreditan

Uraian tanggung jawab Komite Kebijakan Perkreditan, sebagai berikut:

1. Memberikan masukan kepada Direksi dalam rangka penyusunan kebijakan perkreditan Bank, terutama yang berkaitan dengan perumusan prinsip kehati-hatian dalam perkreditan Bank.
2. Mengawasi agar kebijakan perkreditan Bank dapat diterapkan dan dilaksanakan secara konsekuensi dan konsisten, serta merumuskan pemecahan apabila terdapat hambatan/kendala dalam penerapan kebijakan perkreditan Bank.
3. Melakukan kajian terhadap kebijakan perkreditan Bank dan memberikan saran kepada Direksi apabila diperlukan perubahan kebijakan perkreditan Bank.
4. Memantau dan mengevaluasi:
 - a. Perkembangan dan kualitas portofolio perkreditan secara keseluruhan.
 - b. Kebenaran pelaksanaan kewenangan memutus kredit.
 - c. Kebenaran proses pemberian kredit, perkembangan dan kualitas yang diberikan kepada pihak yang terkait dengan Bank dan debitur-debitur besar.
 - d. Kebenaran pelaksanaan ketentuan batas maksimum pemberian kredit.
 - e. Ketiautan terhadap ketentuan perundang-undangan dan peraturan lainnya dalam pelaksanaan pemberian kredit.
 - f. Penyelesaian kredit bermasalah sesuai dengan yang diterapkan dalam kebijakan perkreditan Bank, dan
 - g. Upaya Bank dalam memenuhi kecukupan jumlah penyiangan penghapusan kredit.

KOMITE KREDIT

Komite Kredit bertugas untuk memutuskan jumlah *credit exposure* Bank dalam bentuk aktiva produktif sesuai dengan jumlah atau limit tertentu yang telah ditetapkan.

Struktur dan Keanggotaan Komite Kredit

Komposisi anggota Komite Kredit terdiri dari:

1. Ketua merangkap Anggota: Direktur Utama
2. Anggota:
 - a. Wakil Direktur Utama
 - b. Direktur Bisnis
 - c. Direktur Kredit
 - d. Direktur Kepatuhan dan Manajemen Risiko
 - e. SEVP *Corporate & Multifinance Banking*
 - f. Kepala Divisi/Unit:

Corporate Banking
Commercial Banking
Multi Finance Banking
SME & Consumer Banking
Special Assets Management
International Banking
Loan Administration
Legal Operation

Description on the Credit Policy Committee's Duties and Responsibilities

The Credit Policy Committee's responsibilities are described as follows:

1. To give any inputs to the Board of Directors in the context of arranging Bank's credit policy, especially for that related to formulation of prudential principles in the Bank's credit.
2. To supervise so that the Bank's credit policy can be implemented and executed consistently with consequence, and to formulate solutions if there are obstacles/hindrance in implementing the Bank's credit policy.
3. To review the Bank's credit policies and advise the Board of Directors if any change to the Bank's credit policy is required.
4. To monitor and evaluate:
 - a. Developments and quality of the overall credit portfolio.
 - b. Correctness in exercising authority to make decision on credit.
 - c. Correctness in the credit distribution process, the progress and quality given to any party related to the Bank and major debtors.
 - d. Correctness in the enforcement of the regulation on the maximum credit limit.
 - e. Compliance with prevailing laws and regulations and other rules to provide credit;
 - f. Settlement of non-performing credit in accordance with that defined in the Bank's credit policy, and
 - g. The Bank's efforts to meet adequacy of the allowance for credit write-off.

CREDIT COMMITTEE

The Credit Committee's tasks are to decide the Bank's credit exposure in the form of productive assets in accordance with specified amounts or limits.

The Credit Committee's Structure and Members

Composition of the Credit Committee is as follows:

1. Chairman concurrently as Member: President Director
2. Members:
 - a. Deputy President Director
 - b. Business Director
 - c. Credit Director
 - d. Risk Management and Compliance Director
 - e. SEVP *Corporate & Multifinance Banking*
 - f. Division/Unit Heads of:
Corporate Banking
Commercial Banking
Multi Finance Banking
SME & Consumer Banking
Special Assets Management
International Banking
Loan Administration
Legal Operation

Uraian Tugas dan Tanggung Jawab Komite Kredit

Uraian tanggung jawab Komite, sebagai berikut:

1. Menyelenggarakan rapat/pertemuan KKP untuk mengevaluasi usulan kredit dan meminta data/informasi apabila diperlukan.
2. Memberikan persetujuan/penolakan terhadap usulan kredit, baik Kredit Treasury, Financial Institution, Capital Market, Kredit Korporasi, Kredit Komersil, Kredit SME/UKM, Kredit Konsumen, serta Kredit Perusahaan Pembiayaan.
3. Pemberian persetujuan kredit dapat disertai dengan pemberian ketentuan dan persyaratan.
4. Keputusan anggota Komite Kredit harus quorum dan bulat/*uninamous*. Apabila terjadi perbedaan keputusan antar anggota Komite Kredit maka kredit dianggap tidak disetujui.
5. Menandatangani Lembar Keputusan Kredit atau Notulen Rapat Komite Kredit yang berisi seluruh keputusan kredit.

Pelaksanaan Tugas dan Tanggung Jawab Komite Kredit Tahun 2018

Komite Kredit bertanggung jawab dan memiliki wewenang untuk memutuskan jumlah *credit exposure* Bank dalam bentuk aktiva produktif sesuai dengan jumlah atau limit tertentu yang telah ditetapkan. Kewenangan dan jumlah anggota dari Komite Kredit diatur tersendiri dan disesuaikan dengan batasan plafond yang diajukan, segmentasi dan jenis jaminan.

Description on the Credit Committee's Duties and Responsibilities

The Credit Committee's responsibilities are described as follows:

1. To hold KKP meetings/discussions to evaluate credit proposals and to request data/information, if necessary.
2. To approve/to reject any credit proposal, whether Credit of Treasury, Financial Institution, Capital Market, Corporate Credit, Commercial Credit, SME Credit, Consumer Credit, and Financing Company Credit.
3. Giving credit approval can be followed by provision of terms and conditions.
4. Decisions of Credit Committee's members must be quorum and unanimous. If there are differences in decisions between Credit Committee members, then the credit is rejected.
5. Signs the Credit Decision Sheet or Minutes of Credit Committee Meeting contains all credit decisions.

2018 Implementation of the Credit Committee's Duties and Responsibilities

The Credit Committee is responsible and has the authority to decide the Bank's credit exposure level in the form of productive assets in accordance with a predetermined specified amount or limit. The authority and number of the Credit Committee's members are regulated separately and adjusted with the proposed credit limits, segmentation and type of guarantee.

No.	Tanggal Date	Rapat Meetings
1.	25 April 2018 / 25 April 2018	Pembahasan 2 Klien Komersial Discuss about 2 commercial clients
2.	6 Juli 2018 / 6 July 2018	Pembahasan 4 Klien Korporasi dan 3 Klien Komersial Discuss about 4 corporate clients and 3 commercial clients
3.	13 Juli 2018 / 13 July 2018	Pembahasan 5 Klien Korporasi dan 3 Klien Komersial Discuss about 5 corporate clients and 3 commercial clients
4.	20 Juli 2018 / 20 July 2018	Pembahasan 1 Klien Korporasi dan 3 Klien Komersial Discuss about 1 corporate client and 3 commercial clients
5.	30 Juli 2018 / 30 July 2018	Pembahasan 2 Klien Korporasi dan 4 Klien Komersial Discuss about 2 corporate clients and 4 commercial clients
6.	3 Agustus 2018 / 3 August 2018	Pembahasan 2 Klien Komersial dan 1 Klien Perusahaan Pembiayaan Discuss about 2 corporate clients and 1 commercial client
7.	8 Agustus 2018 / 8 August 2018	Pembahasan 2 Komersial Discuss about 2 commercial clients
8.	15 Agustus 2018 / 15 August 2018	Pembahasan 2 Klien Korporasi dan 1 Klien Perusahaan Pembiayaan Discuss about 2 corporate clients and 1 multifinance client
9.	20 Agustus 2018 / 20 August 2018	Pembahasan 1 Klien Korporasi dan 4 Klien Komersial Discuss about 1 corporate client and 4 commercial clients
10.	21 Agustus 2018 / 21 August 2018	Pembahasan 1 Klien Korporasi dan 1 Klien Komersial Discuss about 1 corporate clients and 1 commercial client
11.	24 Agustus 2018 / 24 August 2018	Pembahasan 1 Klien Perusahaan Pembiayaan Discuss about 1 multifinance client
12.	29 Agustus 2018 / 29 August 2018	Pembahasan 1 Klien Korporasi, 2 Klien Komersial, 1 Klien SME, dan 1 Klien Perusahaan Pembiayaan. Discuss about 1 corporate client, 2 commercial clients, 1 SME client, and 1 multifinance client
13.	5 September 2018 / 5 September 2018	Pembahasan 2 Klien Korporasi, 3 Klien Komersial, dan 2 Klien SME Discuss about 2 corporate clients, 3 commercial clients, and 2 SME clients
14.	13 September 2018 / 13 September 2018	Pembahasan 3 Klien Korporasi, 3 Klien Komersial, 1 Klien SME, dan 1 Klien Perusahaan Pembiayaan. Discuss about 3 corporate client, 3 commercial clients, 1 SME client, and 1 multifinance client
15.	19 September 2018 / 19 September 2018	Pembahasan 7 Klien Komersial, 1 Klien SME, dan 2 Klien Perusahaan Pembiayaan. Discuss about 7 commercial clients, 1 SME client, and 2 multifinance clients

No.	Tanggal Date	Rapat Meetings
16.	21 September 2018 / 21 September 2018	Pembahasan 2 Klien Komersial. Discuss about 2 commercial clients
17.	1 Oktober 2018 / 1 October 2018	Pembahasan 1 Klien Korporasi, 2 Klien SME, dan 1 Klien Perusahaan Pembiayaan. Discuss about 1 commercial clients, 2 SME clients, and 1 multifinance client
18.	5 Oktober 2018 / 5 October 2018	Pembahasan 1 Klien Korporasi, 3 Klien Komersial, dan 1 Klien Perusahaan Pembiayaan. Discuss about 1 corporate client, 3 commercial clients, and 1 multifinance client
19.	8 Oktober 2018 / 8 October 2018	Pembahasan 1 Klien Korporasi. Discuss about 1 corporate client
20.	10 Oktober 2018 / 10 October 2018	Pembahasan 1 Klien Komersial. Discuss about 1 commercial client
21.	12 Oktober 2018 / 12 October 2018	Pembahasan 1 Klien Korporasi, 1 Klien Komersial, dan 1 Klien Perusahaan Pembiayaan. Discuss about 1 corporate client, 1 commercial client, and 1 multifinance client
22.	17 Oktober 2018 / 17 October 2018	Pembahasan 4 Klien Korporasi, 4 Klien Komersial, 2 Klien SME, dan 2 Klien Perusahaan Pembiayaan. Discuss about 4 corporate clients, 4 commercial clients, 2 SME clients, and 2 multifinance clients
23.	24 Oktober 2018 / 24 October 2018	Pembahasan 6 Klien Komersial. Discuss about 6 commercial clients
24.	25 Oktober 2018 / 25 October 2018	Pembahasan 4 Klien Komersial dan 3 Klien Perusahaan Pembiayaan. Discuss about 4 commercial clients and 3 multifinance clients
25.	26 Oktober 2018 / 26 October 2018	Pembahasan 1 Klien Korporasi dan 4 Klien Komersial. Discuss about 1 corporate client and 4 commercial clients
26.	31 Oktober 2018 / 31 October 2018	Pembahasan 3 Klien Korporasi, 2 Klien Komersial, dan 1 Klien SME. Discuss about 3 corporate clients, 2 commercial clients, and 1 SME client
27.	7 November 2018 / 7 November 2018	Pembahasan 3 Klien Korporasi, 2 Klien Komersial, dan 1 Klien Perusahaan Pembiayaan. Discuss about 3 corporate clients, 2 commercial clients, and 1 multifinance client
28.	9 November 2018 / 9 November 2018	Pembahasan 1 Klien Korporasi, 4 Klien Komersial, dan 1 Klien SME. Discuss about 1 corporate client, 4 commercial clients, and 1 SME client
29.	14 November 2018 / 14 November 2018	Pembahasan 5 Klien Korporasi, 5 Klien Komersial, dan 2 Klien SME. Discuss about 5 corporate clients, 5 commercial clients, and 2 SME clients
30.	16 November 2018 / 16 November 2018	Pembahasan 2 Klien Korporasi dan 1 Klien Perusahaan Pembiayaan. Discuss about 2 corporate clients and 1 multifinance client
31.	21 November 2018 / 21 November 2018	Pembahasan 1 Klien Korporasi, 1 Klien Komersial, 3 Klien SME dan 1 Klien Perusahaan Pembiayaan. Discuss about 1 corporate client, 4 commercial clients, 3 SME clients, and 1 multifinance client
32.	23 November 2018 / 23 November 2018	Pembahasan 3 Klien Korporasi, 3 Klien Komersial, 1 Klien SME dan 2 Klien Perusahaan Pembiayaan. Discuss about 3 corporate clients, 3 commercial clients, 1 SME client, and 2 multifinance clients
33.	27 November 2018 / 27 November 2018	Pembahasan 1 Klien Korporasi, 4 Klien Komersial, dan 1 Klien Perusahaan Pembiayaan. Discuss about 1 corporate client, 4 commercial clients, and 1 multifinance client
34.	28 November 2018 / 28 November 2018	Pembahasan 2 Klien Korporasi, 2 Klien Komersial, dan 1 Klien SME. Discuss about 2 corporate client, 2 commercial clients, and 2 SME clients
35.	6 Desember 2018 / 6 December 2018	Pembahasan 2 Klien Korporasi, 3 Klien Komersial, 3 Klien SME dan 1 Klien Perusahaan Pembiayaan. Discuss about 2 corporate client, 3 commercial clients, 3 SME clients, and 1 multifinance client
36.	7 Desember 2018 / 7 December 2018	Pembahasan 1 Klien Korporasi Discuss about 1 corporate client
37.	12 Desember 2018 / 12 December 2018	Pembahasan 8 Klien Korporasi, 4 Klien Komersial, 2 Klien SME dan 2 Klien Perusahaan Pembiayaan. Discuss about 8 corporate clients, 4 commercial clients, 2 SME clients, and 2 multifinance clients
38.	13 Desember 2018 / 13 December 2018	Pembahasan 4 Klien Komersial Discuss about 4 commercial clients
39.	14 Desember 2018 / 14 December 2018	Pembahasan 2 Klien Korporasi dan 3 Klien Perusahaan Pembiayaan. Discuss about 2 corporate client and 3 multifinance clients
40.	19 Desember 2018 / 19 December 2018	Pembahasan 1 Klien Korporasi, 1 Klien Komersial, 2 Klien SME dan 1 Klien Perusahaan Pembiayaan. Discuss about 1 corporate client, 1 commercial client, 2 SME clients, and 1 multifinance client
41.	21 Desember 2018 / 21 December 2018	Pembahasan 3 Klien Komersial Discuss about 3 commercial clients
42.	27 Desember 2018 / 27 December 2018	Pembahasan 2 Klien Komersial Discuss about 2 commercial clients

ASSETS AND LIABILITIES COMMITTEE (ALCO)

Assets and Liabilities Committee (ALCO) merupakan Komite yang berfungsi sebagai wadah bagi Assets and Liabilities Management (ALMA) dalam memproses perencanaan dan pengendalian sumber penggunaan dana perbankan yang terkoordinasi, yang dijalankan secara konsekuensi dengan prinsip kehati-hatian dan dengan memperhatikan perkembangan faktor-faktor yang mempengaruhi operasi perbankan, baik itu berasal dari luar ataupun struktural yang berasal dari dalam. Dalam melaksanakan fungsi tersebut, ALCO memiliki ALCO Support yang bertugas untuk mendapatkan, mengolah, menganalisis dan merumuskan keseluruhan data *asset and liabilities* untuk kemudian diserahkan kepada ALCO.

Struktur dan Keanggotaan Assets and Liabilities Committee (ALCO)

Komposisi keanggotaan Komite ALCO, yaitu:

1. Ketua (Anggota Tetap) : *Deputy President Director*
2. Sekretaris (Anggota Tetap) : Kepala Divisi Tresuri
3. Anggota Tetap:
 - a. Direksi
 - b. Seluruh *Senior Executive Deputy President (SEVP)*
 - c. Seluruh Kepala Divisi pada Direktorat Bisnis
 - d. Seluruh Kepala Divisi pada Direktorat Kredit
 - e. Kepala Divisi *Risk Management/Integrated*
 - f. Kepala Divisi *Finance and Accounting*
4. Anggota (Tidak Tetap):
 - a. Divisi atau unit kerja lainnya di luar Anggota Tetap
 - b. Seluruh kepala area.

Uraian Tugas dan Tanggung Jawab Assets and Liabilities Committee (ALCO)

Uraian tanggung jawab ALCO, sebagai berikut:

1. Memantau dan memperhatikan struktur neraca dan memaksimumkan profitabilitas.
2. Merencanakan, menetapkan, dan mengendalikan sumber dan penggunaan dana Bank.
3. Menetapkan tingkat suku bunga kredit maupun pendanaan.
4. Melakukan evaluasi anggaran dan realisasi laporan keuangan Bank dengan memperhatikan indikator-indikator/risiko Bank.
5. Merumuskan, menetapkan dan mengevaluasi kebijakan, strategi, dan sasaran dalam bidang-bidang ALMA, yaitu:
 1. Manajemen Strategi.
 2. Manajemen Likuiditas.
 3. Manajemen Gap, dan
 4. Manajemen Investasi dan Pendapatan (*Pricing*).
6. Memantau dan memperhatikan perkembangan kondisi ekonomi mikro maupun makro, seperti inflasi, nilai tukar, dan perkembangan suku bunga yang dapat mempengaruhi kinerja Bank.

ASSETS AND LIABILITIES COMMITTEE (ALCO)

Assets and Liabilities Committee (ALCO) is a Committee serving as a forum for Assets and Liabilities Management (ALMA) in the process of planning and controlling coordinated banking funds utilization source, in which its function is implemented consistently with the prudential principles and by considering the development of any factor affecting banking operations, whether it comes from external party or internal structure. In performing the function, ALCO is supported by ALCO Support for obtaining, processing, analyzing, and formulating entire data on assets and liabilities, and the data is then submitted to the ALCO.

Assets and Liabilities Committee (ALCO)'S Structure and Members

Composition of the ALCO is as follows:

1. Chairman (Permanent Member) : *Deputy President Director*
2. Secretary (Permanent Member) : *Treasury Division Head*
3. Permanent Members:
 - a. Board of Directors
 - b. All Senior Executive Vice Presidents (SEVP)
 - c. All Division Heads of the Business Directorate
 - d. All Division Heads of the Credit Directorate
 - e. Risk Management/Integrated Division Head
 - f. Finance and Accounting Division Head
4. Members (Non-Permanent):
 - a. Any members from other division or other working unit other than Permanent Members
 - b. All area heads.

Description of Assets and Liabilities Tasks and Responsibilities Committee (ALCO)

The ALCO's responsibilities are described as follows:

1. To monitoring and to oversee the balance sheet structure, as well as to maximize profitability.
2. To plan, to establish, and to control any source and use of the Bank's funds.
3. To determine interest rates on credit and funding.
4. To evaluate the budget and realization of the Bank's financial statements by considering the Bank's indicators/risks.
5. To formulate, to define, and to evaluate any policy, strategy, and target on ALMA fields, namely as follows:
 1. Strategy Management.
 2. Liquidity Management.
 3. Gap Management, and
 4. Investment and Pricing Management.
6. To monitor and to observe the development of micro and macroeconomic conditions, such as inflation, exchange rates, and interest rate development that may affect the Bank's performance.

**Pelaksanaan Tugas Assets and Liabilities Committee
(ALCO) Tahun 2018**

**2018 Implementation of The Assets and Liabilities
Committee (ALCO)'S Duties**

No.	Tanggal Date	Rapat Meeting	Peserta Rapat Meeting Attendants
1.	11 Januari 2018 11 January 2018	1. Ekonomi Moneter / Monetary Economics 2. Ekonomi Makro / Macro Economics 3. Portofolio Surat Berharga dan Aktivitas Treasury / Portfolio of Securities and Treasury Activities 4. Manajemen Risiko Pasar dan Likuiditas / Liquidity and Market Risk Management 5. Kinerja Bank Victoria / Bank Victoria's Performance 6. Dana Pihak Ketiga (DPK) / Third-Party Funds 7. Kredit / Credits 8. <i>Special Asset Management</i> / Special Asset Management	1. Daniel Budirahayu (Direktur Utama / President Director) 2. Rusli (Wakil Direktur Utama/Ketua ALCO / Deputy President Director/ Chairman of ALCO) 3. Rita Gosal (Direktur / Director) 4. Ramon M. Runtu (Direktur / Director) 5. Muhammad Rakhmadani (<i>Associate Director</i> / Associate Director) 6. Ferry O. Mantiri (<i>Associate Director</i> / Associate Director) 7. Iwan (<i>Associate Director</i> / Associate Director) 8. Ritayana (Sekretaris ALCO / ALCO's Secretary) 9. Surjadi Hardiman (Anggota / Member) 10. M. Adi Kusuma (Anggota / Member) 11. Nunung Waskito (Anggota / Member) 12. Tumbur P. Limbong (Anggota / Member) 13. Luhut Napitupulu
2.	13 Februari 2018 13 February 2018	1. Ekonomi Moneter / Monetary Economics 2. Ekonomi Makro / Macro Economics 3. Portofolio Surat Berharga dan Aktivitas Treasury / Portfolio of Securities and Treasury Activities 4. Manajemen Risiko Pasar dan Likuiditas / Liquidity and Market Risk Management 5. Kinerja Bank Victoria / Bank Victoria's Performance 6. Dana Pihak Ketiga (DPK) / Third-Party Funds 7. Kredit / Credits 8. <i>Special Asset Management</i> / Special Asset Management	1. Daniel Budirahayu (Direktur Utama / President Director) 2. Rusli (Wakil Direktur Utama/Ketua ALCO / Deputy President Director/ Chairman of ALCO) 3. Ramon M. Runtu (Direktur / Director) 4. Muhammad Rakhmadani (<i>Associate Director</i> / Associate Director) 5. Iwan (<i>Associate Director</i> / Associate Director) 6. Ritayana (Sekretaris ALCO / ALCO's Secretary) 7. Surjadi Hardiman (Anggota / Member) 8. Nunung Waskito (Anggota / Member) 9. Hermawan (Anggota / Member) 10. Tumbur P. Limbong (Anggota / Member) 11. Luhut Napitupulu
3.	13 Maret 2018 13 March 2018	1. Ekonomi Moneter / Monetary Economics 2. Ekonomi Makro / Macro Economics 3. Portofolio Surat Berharga dan Aktivitas Treasury / Portfolio of Securities and Treasury Activities 4. Manajemen Risiko Pasar dan Likuiditas / Liquidity and Market Risk Management 5. Kinerja Bank Victoria / Bank Victoria's Performance 6. Dana Pihak Ketiga (DPK) / Third-Party Funds 7. Kredit / Credits 8. <i>Special Asset Management</i> / Special Asset Management	1. Daniel Budirahayu (Direktur Utama / President Director) 2. Rusli (Wakil Direktur Utama/Ketua ALCO / Deputy President Director/ Chairman of ALCO) 3. Ramon M. Runtu (Direktur / Director) 4. Tamunan (Direktur Kepatuhan dan Manajemen Risiko/ Compliance and Risk Management Director) 5. Muhammad Rakhmadani (<i>Associate Director</i> / Associate Director) 6. Ferry O. Mantiri (<i>Associate Director</i> / Associate Director) 7. Iwan (<i>Associate Director</i> / Associate Director) 8. Rolytha Sayuli Manullang (<i>Associate Director</i> / Associate Director) 9. Ritayana (Sekretaris ALCO / ALCO's Secretary) 10. Henry Indra Djaja (Anggota / Member) 11. Surjadi Hardiman (Anggota / Member) 12. Nunung Waskito (Anggota / Member) 13. Tumbur P. Limbong (Anggota / Member)
4.	10 April 2018	1. ALCO Minutes / ALCO Minutes 2. Ekonomi Moneter / Monetary Economics 3. Ekonomi Makro / Macro Economics 4. Portofolio Surat Berharga dan Aktivitas Treasury / Portfolio of Securities and Treasury Activities 5. Manajemen Risiko Pasar dan Likuiditas / Liquidity and Market Risk Management 6. Kinerja Bank Victoria / Bank Victoria's Performance 7. Dana Pihak Ketiga (DPK) / Third-Party Funds 8. Kredit / Credits 9. <i>Special Asset Management</i> / Special Asset Management 10. Keputusan ALCO / ALCO Decision	1. Daniel Budirahayu (Direktur Utama / President Director) 2. Rusli (Wakil Direktur Utama/Ketua ALCO / Deputy President Director/ Chairman of ALCO) 3. Ramon M. Runtu (Direktur / Director) 4. Tamunan (Direktur Kepatuhan dan Manajemen Risiko/ Compliance and Risk Management Director) 5. Muhammad Rakhmadani (<i>Associate Director</i> / Associate Director) 6. Ferry O. Mantiri (<i>Associate Director</i> / Associate Director) 7. Iwan (<i>Associate Director</i> / Associate Director) 8. Rolytha Sayuli Manullang (<i>Associate Director</i> / Associate Director) 9. Tomi Parisianto Wibowo (<i>Associate Director</i> / Associate Director) 10. Ritayana (Sekretaris ALCO / ALCO's Secretary) 11. M. Adi Kusuma (Anggota / Member) 12. Henry Indra Djaja (Anggota / Member) 13. Duisa Labora (Anggota / Member) 14. Nunung Waskito (Anggota / Member) 15. Hermawan (Anggota / Member) 16. Claudia Audrey (Anggota / Member)

No.	Tanggal Date	Rapat Meeting	Peserta Rapat Meeting Attendants
5.	11 Mei 2018 11 May 2018	1. Ekonomi Moneter / Monetary Economics 2. Ekonomi Makro / Macro Economics 3. Portofolio Surat Berharga dan Aktivitas Treasury / Portfolio of Securities and Treasury Activities 4. Manajemen Risiko Pasar dan Likuiditas / Liquidity and Market Risk Management 5. Kinerja Bank Victoria / Bank Victoria's Performance 6. Dana Pihak Ketiga (DPK) / Third-Party Funds 7. Kredit / Credits 8. <i>Special Asset Management</i> / Special Asset Management	1. Daniel Budirahayu (Direktur Utama / President Director) 2. Rusli (Wakil Direktur Utama/Ketua ALCO / Deputy President Director/ Chairman of ALCO) 3. Ramon M. Runtu (Direktur / Director) 4. Tamunan (Direktur Kepatuhan dan Manajemen Risiko/ Compliance and Risk Management Director) 5. Ferry O. Mantiri (Associate Director / Associate Director) 6. Iwan (Associate Director / Associate Director) 7. Rolytha Sayuli Manullang (Associate Director / Associate Director) 8. Tomi Parisianto Wibowo (Associate Director / Associate Director) 9. Ritayana (Sekretaris ALCO / ALCO's Secretary) 10. Henry Indra Djaja (Anggota / Member) 11. Surjadi Hardiman (Anggota / Member) 12. Duisa Labora (Anggota / Member) 13. Nunung Waskito (Anggota / Member) 14. Hermawan (Anggota / Member) 15. Tumbur P. Limpong (Anggota / Member)
6.	8 Juni 2018 8 June 2018	1. Ekonomi Moneter / Monetary Economics 2. Ekonomi Makro / Macro Economics 3. Portofolio Surat Berharga dan Aktivitas Treasury / Portfolio of Securities and Treasury Activities 4. Manajemen Risiko Pasar dan Likuiditas / Liquidity and Market Risk Management 5. Kinerja Bank Victoria / Bank Victoria's Performance 6. Dana Pihak Ketiga (DPK) / Third-Party Funds 7. Kredit / Credits 8. <i>Special Asset Management</i> / Special Asset Management	1. Rusli (Wakil Direktur Utama/Ketua ALCO / Deputy President Director/ Chairman of ALCO) 2. Ramon M. Runtu (Direktur / Director) 3. Tamunan (Direktur Kepatuhan dan Manajemen Risiko/ Compliance and Risk Management Director) 4. Ferry O. Mantiri (Associate Director / Associate Director) 5. Iwan (Associate Director / Associate Director) 6. Tomi Parisianto Wibowo (Associate Director / Associate Director) 7. Ritayana (Sekretaris ALCO / ALCO's Secretary) 8. Henry Indra Djaja (Anggota / Member) 9. Surjadi Hardiman (Anggota / Member) 10. M. Adi Kusuma (Anggota / Member) 11. Duisa Labora (Anggota / Member) 12. Nunung Waskito (Anggota / Member) 13. Hermawan (Anggota / Member) 14. Claudia Audrey (Anggota / Member)
7.	3 Juli 2018 3 July 2018	Peninjauan kembali suku bunga Dana Pihak Ketiga dan suku bunga kredit Reviewing Third Party's Fund interest rate and credit interest rate	1. Rusli (Wakil Direktur Utama/Ketua ALCO / Deputy President Director/ Chairman of ALCO) 2. Ramon M. Runtu (Direktur / Director) 3. Tamunan (Direktur Kepatuhan dan Manajemen Risiko/ Compliance and Risk Management Director) 4. Ferry O. Mantiri (Associate Director / Associate Director) 5. Iwan (Associate Director / Associate Director) 6. Rolytha Sayuli Manullang (Associate Director / Associate Director) 7. Tomi Parisianto Wibowo (Associate Director / Associate Director) 8. Ritayana (Sekretaris ALCO / ALCO's Secretary) 9. Hermawan (Anggota / Member) 10. Claudia Audrey (Anggota / Member)
8.	10 Juli 2018 10 July 2018	1. Ekonomi Moneter / Monetary Economics 2. Ekonomi Makro / Macro Economics 3. Portofolio Surat Berharga dan Aktivitas Treasury / Portfolio of Securities and Treasury Activities 4. Manajemen Risiko Pasar dan Likuiditas / Liquidity and Market Risk Management 5. Kinerja Bank Victoria / Bank Victoria's Performance 6. Dana Pihak Ketiga (DPK) / Third-Party Funds 7. Kredit / Credits 8. <i>Special Asset Management</i> / Special Asset Management	1. Rusli (Wakil Direktur Utama/Ketua ALCO / Deputy President Director/ Chairman of ALCO) 2. Ramon M. Runtu (Direktur / Director) 3. Tamunan (Direktur Kepatuhan dan Manajemen Risiko/ Compliance and Risk Management Director) 4. Ferry O. Mantiri (Associate Director / Associate Director) 5. Iwan (Associate Director / Associate Director) 6. Rolytha Sayuli Manullang (Associate Director / Associate Director) 7. Tomi Parisianto Wibowo (Associate Director / Associate Director) 8. Ritayana (Sekretaris ALCO / ALCO's Secretary) 9. Henry Indra Djaja (Anggota / Member) 10. Surjadi Hardiman (Anggota / Member) 11. M. Adi Kusuma (Anggota / Member) 12. Duisa Labora (Anggota / Member) 13. Nunung Waskito (Anggota / Member) 14. Hermawan (Anggota / Member) 15. Claudia Audrey (Anggota / Member)

No.	Tanggal Date	Rapat Meeting	Peserta Rapat Meeting Attendants
9.	21 Agustus 2018 21 August 2018	1. Ekonomi Moneter / Monetary Economics 2. Ekonomi Makro / Macro Economics 3. Portofolio Surat Berharga dan Aktivitas Treasury / Portfolio of Securities and Treasury Activities 4. Manajemen Risiko Pasar dan Likuiditas / Liquidity and Market Risk Management 5. Kinerja Bank Victoria / Bank Victoria's Performance 6. Dana Pihak Ketiga (DPK) / Third-Party Funds 7. Kredit / Credits 8. Special Asset Management / Special Asset Management	1. Rusli (Wakil Direktur Utama/Ketua ALCO / Deputy President Director/ Chairman of ALCO) 2. Ramon M. Runtu (Direktur / Director) 3. Tamunan (Direktur / Director) 4. Ferry O. Mantiri (SEVP / SEVP) 5. Iwan (SEVP / SEVP) 6. Rolytha Sayuli Manulang (SEVP / SEVP) 7. Tomi Parisianto Wibowo (SEVP / SEVP) 8. Ritayana (Sekretaris ALCO / ALCO's Secretary) 9. Henry Indra Djaja (Anggota / Member) 10. Surjadi Hardiman (Anggota / Member) 11. Ryano Tandayu (Anggota / Member) 12. Duisa Labora (Anggota / Member) 13. Hermawan (Anggota / Member) 14. Claudia Audrey (Anggota / Member)
10.	14 September 2018 14 September 2018	1. Ekonomi Moneter / Monetary Economics 2. Ekonomi Makro / Macro Economics 3. Portofolio Surat Berharga dan Aktivitas Treasury / Portfolio of Securities and Treasury Activities 4. Manajemen Risiko Pasar dan Likuiditas / Liquidity and Market Risk Management 5. Kinerja Bank Victoria / Bank Victoria's Performance 6. Dana Pihak Ketiga (DPK) / Third-Party Funds 7. Kredit / Credits	1. Rusli (Wakil Direktur Utama/Ketua ALCO / Deputy President Director/ Chairman of ALCO) 2. Ramon M. Runtu (Direktur / Director) 3. Tamunan (Direktur Kepatuhan dan Manajemen Risiko/ Compliance and Risk Management Director) 4. Iwan (SEVP / SEVP) 5. Tomi Parisianto Wibowo (SEVP / SEVP) 6. Slamet Riyadi (SEVP / SEVP) 7. Ritayana (Sekretaris ALCO / ALCO's Secretary) 8. Henry Indra Djaja (Anggota / Member) 9. Surjadi Hardiman (Anggota / Member) 10. Ryano Tandayu (Anggota / Member) 11. Hermawan (Anggota / Member) 12. Claudia Audrey (Anggota / Member)
11.	28 September 2018 28 September 2018	Peninjauan kembali suku bunga Dana Pihak Ketiga Reconsideration of Third Party's Funds interest rate	1. Rusli (Wakil Direktur Utama/Ketua ALCO / Deputy President Director/ Chairman of ALCO) 2. Ramon M. Runtu (Direktur / Director) 3. Tamunan (Direktur Kepatuhan dan Manajemen Risiko/ Compliance and Risk Management Director) 4. Iwan (SEVP / SEVP) 5. Tomi Parisianto Wibowo (SEVP / SEVP) 6. Ritayana (Sekretaris ALCO / ALCO's Secretary) 7. Hermawan (Anggota / Member) 8. Claudia Audrey (Anggota / Member)
12.	11 Oktober 2018 11 October 2018	1. Ekonomi Moneter / Monetary Economics 2. Ekonomi Makro / Macro Economics 3. Portofolio Surat Berharga dan Aktivitas Treasury / Portfolio of Securities and Treasury Activities 4. Manajemen Risiko Pasar dan Likuiditas / Liquidity and Market Risk Management 5. Kinerja Bank Victoria / Bank Victoria's Performance 6. Dana Pihak Ketiga (DPK) / Third-Party Funds 7. Kredit / Credits	1. Rusli (Wakil Direktur Utama/Ketua ALCO / Deputy President Director/ Chairman of ALCO) 2. Ramon M. Runtu (Direktur / Director) 3. Tamunan (Direktur Kepatuhan dan Manajemen Risiko/ Compliance and Risk Management Director) 4. Ferry O. Mantiri (SEVP / SEVP) 5. Iwan (SEVP / SEVP) 6. Tomi Parisianto Wibowo (SEVP / SEVP) 7. Slamet Riyadi (SEVP / SEVP) 8. Ritayana (Sekretaris ALCO / ALCO's Secretary) 9. Henry Indra Djaja (Anggota / Member) 10. Surjadi Hardiman (Anggota / Member) 11. Ryano Tandayu (Anggota / Member) 12. Hans Tanurahardja (Anggota / Member) 13. Duisa Labora (Anggota / Member) 14. Hermawan (Anggota / Member) 15. Claudia Audrey (Anggota / Member)
13.	16 November 2018 16 November 2018	1. Ekonomi Moneter / Monetary Economics 2. Ekonomi Makro / Macro Economics 3. Portofolio Surat Berharga dan Aktivitas Treasury / Portfolio of Securities and Treasury Activities 4. Manajemen Risiko Pasar dan Likuiditas / Liquidity and Market Risk Management 5. Kinerja Bank Victoria / Bank Victoria's Performance 6. Dana Pihak Ketiga (DPK) / Third-Party Funds 7. Kredit / Credits	1. Ahmad Fajar (Direktur Utama / President Director) 2. Rusli (Wakil Direktur Utama/Ketua ALCO / Deputy President Director/ Chairman of ALCO) 3. Lembing (Direktur / Director) 4. Tamunan (Direktur Kepatuhan dan Manajemen Risiko/ Compliance and Risk Management Director) 5. Ferry O. Mantiri (SEVP / SEVP) 6. Iwan (SEVP / SEVP) 7. Tomi Parisianto Wibowo (SEVP / SEVP) 8. Ritayana (Sekretaris ALCO / ALCO's Secretary) 9. Henry Indra Djaja (Anggota / Member) 10. Ryano Tandayu (Anggota / Member) 11. Hans Tanurahardja (Anggota / Member) 12. Duisa Labora (Anggota / Member) 13. Hermawan (Anggota / Member) 14. Claudia Audrey (Anggota / Member)

No.	Tanggal Date	Rapat Meeting	Peserta Rapat Meeting Attendants
14.	13 Desember 2018 13 December 2018	1. Ekonomi Moneter / Monetary Economics 2. Ekonomi Makro / Macro Economics 3. Portofolio Surat Berharga dan Aktivitas Treasury / Portfolio of Securities and Treasury Activities 4. Manajemen Risiko Pasar dan Likuiditas / Liquidity and Market Risk Management 5. Kinerja Bank Victoria / Bank Victoria's Performance 6. Dana Pihak Ketiga (DPK) / Third-Party Funds 7. Kredit / Credits	1. Ahmad Fajar (Direktur Utama / President Director) 2. Rusli (Wakil Direktur Utama/Ketua ALCO / Deputy President Director/ Chairman of ALCO) 3. Lembing (Direktur / Director) 4. Ramon M. Runtu (Direktur / Director) 5. Debora W. Tanoyo (Direktur / Director) 6. Tamunan (Direktur Kepatuhan dan Manajemen Risiko/ Compliance and Risk Management Director) 7. Ferry O. Mantiri (SEVP / SEVP) 8. Slamet Riyadi (SEVP / SEVP) 9. Ritayana (Sekretaris ALCO / ALCO's Secretary) 10. Ryano Tandayu (Anggota / Member) 11. Hans Tanurahardja (Anggota / Member) 12. Hermawan (Anggota / Member) 13. Claudia Audrey (Anggota / Member)

Komite Teknologi Informasi

Komite Teknologi Informasi merupakan Komite yang berfungsi untuk membantu Direksi dalam menganalisa dan/atau mengevaluasi pelaksanaan pengelolaan di bidang teknologi informasi.

Struktur dan Keanggotaan Komite Teknologi Informasi

Susunan komposisi Komite Teknologi Informasi sebagai berikut:

1. Ketua : Direktur Utama
2. Koordinator Komite : Wakil Direktur Utama
3. Wakil Koordinator Komite : *Associate Director of Operations and System*
4. Sekretaris : Kepala Divisi dan Wakil Kepala Divisi *Information Technology*
5. Anggota :
 Direktur Kepatuhan dan Manajemen Risiko
 Kepala Divisi *Risk Management/Integrated Operational and Internal Control*
 Kepala Divisi *Finance and Accounting*
 Kepala Divisi *Commercial Banking*
 Kepala Divisi *Credit Administration*
 Kepala Divisi *Marketing Communication*
 Kepala Divisi *Product Development*
 Kepala Divisi *Human Capital Management and General Affairs*.

Uraian Tugas Dan Tanggung Jawab Komite Teknologi Informasi

Uraian tanggung jawab Komite Teknologi Informasi, sebagai berikut:

1. Membuat Rencana Strategis Teknologi Informasi (*Information Technology Strategic Plan*) yang sesuai dengan rencana strategis kegiatan usaha Bank.
2. Merumuskan kebijakan prosedur teknologi informasi sesuai dengan Peraturan Bank Indonesia No. 9/15/PBI/2007 tanggal 30 November 2007 tentang Penerapan Manajemen Risiko dalam Penggunaan Teknologi Informasi oleh Bank Umum.
3. Melakukan pemantauan kesesuaian proyek-proyek teknologi informasi yang disetujui dengan Rencana Strategis Teknologi Informasi.
4. Melakukan pemantauan kesesuaian proyek-proyek teknologi informasi dengan rencana proyek (*project charter*) yang disepakati dalam *Service Level Agreement* (SLA).

Information Technology Committee

Information Technology Committee is a Committee serving to assist the Board of Directors in analyzing and/or evaluating the implementation of management in information technology sector.

Information Technology Committee's Structure and Members

Composition of Information Technology Committee is as follows:

1. Chairman : President Director
2. Committee Coordinator : Deputy President Director
3. Committee Vice Coordinator : *Associate Director of Operations and System*
4. Secretary : Information Technology Division Head and Vice Head Division
5. Members :
 Risk Management and Compliance Director
 Risk Management/Integrated Division Head
 Operational and Internal Control Division Head
 Finance and Accounting Division Head
 Commercial Banking Division Head
 Credit Administration Division Head
 Marketing Communication Division Head
 Product Development Division Head
 Human Capital Management and General Affairs Division Head.

Description On the Information Technology Committee's Duties And Responsibilities

The Information Technology Committee's responsibilities are described as follows:

1. To prepare Information Technology Strategic Plan in line with the strategic plan of the Bank's business activities;
2. To formulate information technology procedure policy in accordance with Bank Indonesia's Regulation No. 9/15/PBI/2007 dated 30 November 2007 on Risk Management Implementation in the Use of Information Technology for Commercial Banks;
3. To monitor the compatibility between the approved information technology project and the Information Technology Strategic Plan;
4. To monitor the compatibility between the information technology project and the related project charter as agreed in the Service Level Agreement (SLA);

5. Melakukan pemantauan kesesuaian teknologi informasi dengan kebutuhan Sistem Informasi Manajemen yang mendukung pengelolaan kegiatan usaha Bank.
6. Melakukan evaluasi terhadap efektivitas langkah-langkah manajemen resiko dalam teknologi informasi.
7. Melakukan pemantauan atas kinerja teknologi informasi dan upaya peningkatannya.
8. Melakukan penyelesaian berbagai masalah terkait teknologi informasi yang tidak dapat diselesaikan oleh satuan kerja pengguna dan satuan kerja penyelenggara, dan
9. Melakukan evaluasi kecukupan dan lokasi sumber daya yang dimiliki Bank.

Pelaksanaan Tugas dan Tanggung Jawab Komite Teknologi Informasi Tahun 2018

5. To monitor the compatibility between information technology and need of Management Information System to support the management of the Bank's business activities;
6. To evaluate the effectiveness of risk management measures in information technology;
7. To monitor information technology performance and its improvement efforts;
8. To resolve problems related to information technology that cannot be resolved by a user working unit and an organizing work unit; and
9. To evaluate the adequacy and location of resources owned by the Bank.

2018 Implementation of the Information Technology Committee's Duties and Responsibilities

No.	Tanggal Date	Agenda Rapat Meeting Agenda	Peserta Participant
1	7 Februari 2018 7 February 2018	1. Pembahasan <i>Roadmap TI</i> . 2. Pembahasan <i>Project 2018</i> . 3. Pembahasan <i>TI Organisation</i> . 1. Discussion on IT Roadmap. 2. Discussion on Project 2018. 3. Discussion on IT Organization.	1. Daniel Budirahayu (Direktur Utama / President Director) 2. Rusli (Wakil Direktur Utama / Deputy President Director) 3. Tamunan (Direktur Kepatuhan dan Manajemen Risiko / Risk Management and Compliance Director) 4. Gunawan Tenggarahardja (Komisaris/Komisaris Independen / Commissioner/Independent Commissioner) 5. Oliver Simorangkir (Komisaris Utama / President Commissioner) 6. Zaenal Abidin, PhD (Komisaris/Komisaris Independen / Commissioner/Independent Commissioner) 7. Muhammad Rakhmadhani (Associate Director / Associate Director) 8. Robby Yuwono (Sekretaris / Secretary) 9. Ivan Jonathan (Anggota / Member) 10. Syarifudin (Anggota / Member) 11. Tumbur P Limbong (Anggota / Member) 12. Paras Nurhayat (Anggota / Member) 13. Julius Ruus (Anggota / Member) 14. Hermawan (Anggota / Member) 15. Theresia Maria (Anggota / Member) 16. Djoko Soendjojo (Anggota / Member) 17. Bekti Setiadi (Anggota / Member) 18. Sandy Arief (Anggota / Member) 19. R. Didin Adiwinata (Anggota / Member)
2.	2 Juli 2018 2 July 2018	Pembahasan <i>TI Strategic Plan</i> Tahun 2018. Discussion on 2018 IT Strategic Plan.	1. Daniel Budirahayu (Direktur Utama / President Director) 2. Rusli (Wakil Direktur Utama / Deputy President Director) 3. Tamunan (Direktur Kepatuhan dan Manajemen Risiko / Risk Management and Compliance Director) 4. Gunawan Tenggarahardja (Komisaris/Komisaris Independen / Commissioner/Independent Commissioner) 5. Oliver Simorangkir (Komisaris Utama / President Commissioner) 6. Ramon M Runtu (Direktur Kredit / Credit Director) 7. Zaenal Abidin, PhD (Komisaris/Komisaris Independen / Commissioner/Independent Commissioner) 8. Muhammad Rakhmadhani (Associate Director / Associate Director) 9. Robby Yuwono (Sekretaris / Secretary) 10. Ivan Jonathan (Anggota / Member) 11. Syarifudin (Anggota / Member) 12. Tumbur P Limbong (Anggota / Member) 13. Paras Nurhayat (Anggota / Member) 14. Julius Ruus (Anggota / Member) 15. Hermawan (Anggota / Member) 16. Theresia Maria (Anggota / Member) 17. Djoko Soendjojo (Anggota / Member) 18. Bektı Setiadi (Anggota / Member) 19. Sandy Arief (Anggota / Member) 20. R. Didin Adiwinata (Anggota / Member) 21. Achmad Sofyanadi (Anggota / Member) 22. Rulyta (Anggota / Member)

No.	Tanggal Date	Agenda Rapat Meeting Agenda	Peserta Participant
3.	27 Juli 2018 July 27, 2018	<p>Pembahasan TI <i>Strategic Plan</i> Tahun 2018.</p> <ul style="list-style-type: none"> a. <i>Corebanking Transformation Framework</i>. b. <i>Comprehension Assesment</i>. c. <i>Vision dan Strategy</i>. d. <i>Current Infrastructure</i>. e. <i>System Configuration</i>. f. <i>GAP Analysis</i>. g. <i>Corebanking Transformation Option</i>. h. <i>Recommendation</i>. <p>Discussion on 2018 IT Strategic Plan.</p> <ul style="list-style-type: none"> a. Corebanking Transformation Framework. b. Comprehensive Assessment. c. Vision and Strategy. d. Current Infrastructure. e. System Configuration. f. GAP Analysis. g. Corebanking Transformation Option. h. Recommendation. 	1. Daniel Budirahayu (Direktur Utama / President Director) 2. Rusli (Wakil Direktur Utama / Deputy President Director) 3. Tamunan (Direktur Kepatuhan dan Manajemen Risiko / Risk Management and Compliance Director) 4. Gunawan Tenggarahardja (Komisaris/Komisaris Independen / Commissioner/Independent Commissioner) 5. Oliver Simorangkir (Komisaris Utama / President Commissioner) 6. Ramon M Runtu (Direktur Kredit / Credit Director) 7. Zaenal Abidin, PhD (Komisaris/Komisaris Independen / Commissioner/Independent Commissioner) 8. Muhammad Rakmadhani (Associate Director / Associate Director) 9. Robby Yuwono (Sekretaris / Secretary) 10. Ivan Jonathan (Anggota / Member) 11. Syarifudin (Anggota / Member) 12. Tumbur P Limpong (Anggota / Member) 13. Paras Nurhayat (Anggota / Member) 14. Julius Ruus (Anggota / Member) 15. Hermawan (Anggota / Member) 16. Theresia Maria (Anggota / Member) 17. Djoko Soendjojo (Anggota / Member) 18. Bekti Setiadi (Anggota / Member) 19. Sandy Arief (Anggota / Member) 20. R. Didin Adiwinata (Anggota / Member) 21. Achmad Sofyanadi (Anggota / Member) 22. Rulyta (Anggota / Member)
4.	21 Desember 2018 21 December 2018	<p>Pembahasan TI <i>Strategic Plan</i> Tahun 2019.</p> <ul style="list-style-type: none"> a. Background ITSP & Environmental Landscape. b. TI <i>Strategic Planning</i> 2019. c. ITSC Decision 2019. <p>Discussion of IT Strategic Plan for 2019.</p> <ul style="list-style-type: none"> a. ITSP Background & Environmental Landscape. b. IT Strategic Planning for 2019. c. ITSC Decision for 2019. 	1. Ahmad Fajar (Direktur Utama / President Director) 2. Rusli (Wakil Direktur Utama / Deputy President Director) 3. Tamunan (Direktur Kepatuhan dan Manajemen Risiko / Risk Management and Compliance Director) 4. Gunawan Tenggarahardja (Komisaris Independen / Independent Commissioner) 5. Oliver Simorangkir (Komisaris Utama / President Commissioner) 6. Ramon M Runtu (Direktur Kredit / Credit Director) 7. Zaenal Abidin, PhD(Komisaris/Komisaris Independen / Commissioner/Independent Commissioner) 8. Lembing (Direktur Bisnis / Business Director) 9. Slamet Riyadi (SEVP TI & Operasional / Operational & IT SEVP) 10. Robby Yuwono (Sekretaris / Secretary) 11. Ivan Jonathan (Anggota / Member) 12. Syarifudin (Anggota / Member) 13. Nino Ramadhan (Anggota / Member) 14. Julius Ruus (Anggota / Member) 15. Hermawan (Anggota / Member) 16. Theresia Maria (Anggota / Member) 17. Kokot D (Anggota / Member) 18. Bekti Setiadi (Anggota / Member) 19. R. Didin Adiwinata (Anggota / Member) 20. Achmad Sofyanadi (Anggota / Member) 21. Deddy Idrus (Anggota / Member) 22. Henry (Anggota / Member)

KOMITE PRODUK

Komite Produk merupakan komite yang membantu Direksi dalam memberikan arahan kebijakan yang berkaitan dengan pengelolaan produk *liabilities* dan *wealth management* yang akan dan/atau telah diterbitkan agar produk tersebut mampu bersaing dengan bank lain dan menghasilkan keuntungan bagi Bank. Dalam melaksanakan tugas tersebut, Komite wajib memperhatikan kepentingan nasabah dan Bank, sekaligus menerapkan prinsip-prinsip kehati-hatian dan manajemen risiko.

PRODUCT COMMITTEE

Product Committee is a Committee assisting the Board of Directors in providing policy-related direction in connection with the management of liabilities and wealth management products that will be and/or have been launched so that such products can compete with those of other banks and generate profits for the Bank. In performing these duties, the Committee must take into account interests of the Bank and its customers and must apply prudential principles and risk management.

Struktur dan Keanggotaan Komite Produk

Berikut struktur dan keanggotaan Komite Produk.

1. Ketua : Associate Director of Operations and System
2. Sekretaris : Kepala Unit Product Development
3. Anggota :
 - a. Associate Director of Funding and Branch Management
 - b. Kepala Divisi Information Technologi
 - c. Kepala Divisi Operational & Internal Control
 - d. Kepala Divisi Compliance, KYC/Integrated & System Procedure
 - e. Kepala Divisi Finance and Accounting
 - f. Unit Head Funding and Wealth Acquisition
 - g. Unit Head Branch Support and Development
 - h. Unit Head Marketing Communication
 - i. Product Development Senior Officer.

Uraian Tugas dan Tanggung Jawab Komite Produk

Berikut ini merupakan uraian tanggung jawab Komite Produk.

1. Memberikan masukan, pertimbangan dan rekomendasi atas pengelolaan produk *asset and liabilities* kepada Direksi mulai dari rencana penerbitan, pengembangan dan/atau modifikasi produk, sampai dengan melakukan analisis/ kajian terhadap *existing product*;
2. Mengawasi Kebijakan Produk agar dapat diterapkan dan dilaksanakan secara konsekuensi, konsisten, dan bertanggung jawab, serta mencari solusi apabila terjadi hambatan atau kendala dalam penerapannya;
3. Memantau dan mengevaluasi potensial risiko yang akan terjadi terhadap:
 - a. Perkembangan penjualan produk dan portofolio produk;
 - b. Poin-poin pengawasan Kebijakan Produk;
 - c. Strategi Kebijakan Produk; dan
 - d. Portofolio produk untuk kemudian dipergunakan sebagai masukan dan saran kepada Direksi untuk menentukan langkah-langkah perbaikan yang diperlukan.
4. Tugas dan tanggung jawab Komite tidak termasuk hal-hal yang berkaitan dengan pengembangan program dan promosi produk.

PELAKSANAAN TUGAS DAN TANGGUNG JAWAB KOMITE PRODUK TAHUN 2018

Tanggal Date	Rapat Meeting	Peserta Participants
27 November 2018	1. Review Kinerja Produk CASA 2. Review Kinerja Produk Bancassurance 3. Review Kinerja Internet Banking dan Mobile 4. Arahan dan Masukan dari Komite Produk	• Daniel Budirahayu*) • Rusli • Tamunan • Muhammad Rakhmadhani • Panggih Wijoyono • Purwoko • Iwan • Hertanto T. Surya • Schubert • Sutarwan • Tiara • Theresia • Andika Bayu
27 November 2018	1. Review of performance of CASA product 2. Review of performance of Bancassurance product 3. Review of performance of Internet Banking and Mobile Banking 4. Directive and advice from the Product Committee	

*) Berhenti menjabat sejak tanggal 18 Mei 2018. / End of term of office as of 18 May 2018.

Product Committee's Structure and Members

Here is the Product Committee's structure and members.

1. Chairman : Associate Director of Operations and System
2. Secretary : Product Development Univ Head
3. Members :
 - a. Funding and Branch Management Associate Director
 - b. Information Technology Division Head
 - c. Operational & Internal Control Division Head
 - d. Compliance Division Head, KYC/Integrated & System Procedure
 - e. Finance and Accounting Division Head
 - f. Funding and Wealth Acquisition Unit Head
 - g. Branch Support and Development Unit Head
 - h. Marketing Communication Unit Head
 - i. Product Development Senior Officer.

Description On the Product Committee's Duties and Responsibilities

Here is the description on the Product Committee's responsibilities.

1. Providing inputs, considerations, and recommendations on the management of asset and liabilities products to the Board of Directors starting from the plan of launching, developing, and/or modifying the products, to analyzing/reviewing any existing products;
2. Monitoring the Product Policy to be implemented and conducted consistently, consequently, and responsibly, and seeking solutions if there are any obstacles or constraints in its application;
3. Monitoring and evaluating potential risks that will occur to:
 - a. The development of product sales and portfolio;
 - b. Monitoring points of Product Policy;
 - c. Product Policy Strategies; and
 - d. Product portfolio is then applied as input and advice to the Board Directors to determine any required improvement.
4. The Committee's duties and responsibilities shall not include anything relating to program development and product promotion.

2018 IMPLEMENTATION OF THE PRODUCT COMMITTEE'S DUTIES AND RESPONSIBILITIES

KOMITE PERSONALIA

Komite Personalia bertugas untuk membantu Direksi dalam merumuskan kebijakan, mengawasi pelaksanaan kebijakan, memantau perkembangan dan kondisi ketenagakerjaan, serta memberikan saran langkah perbaikan yang sesuai dengan peraturan ketenagakerjaan di perbankan dan Undang-Undang Ketenagakerjaan yang berlaku di Indonesia.

Struktur dan Keanggotaan Komite Personalia

Adapun keanggotaan Komite Personalia, yaitu:

1. Ketua : Direktur Utama
2. Sekretaris : Kepala Divisi *Human Capital Management and General Affair*
3. Anggota :
 - a. Wakil Direktur Utama
 - b. Direktur Bisnis
 - c. Direktur Kredit.

Uraian Tugas dan Tanggung Jawab Komite Personalia

Uraian tanggung jawab Komite Personalia, sebagai berikut:

1. Memberikan masukan kepada Direksi dalam merumuskan kebijakan ketenagakerjaan.
2. Mengawasi kebijakan yang berhubungan dengan karyawan agar dilaksanakan secara konsekuensi dan konsisten.
3. Melakukan kajian terhadap kebijakan ketenagakerjaan Bank dan memberikan saran kepada Direksi apabila diperlukan perubahan kebijakan ketenagakerjaan Bank.
4. Memantau dan mengevaluasi efektifitas setiap pegawai, dan
5. Memberikan masukan dan solusi untuk hambatan dan masalah yang terjadi terkait dengan ketenagakerjaan Bank.

Pelaksanaan Tugas dan Tanggung Jawab Komite Personalia Tahun 2018

No.	Tanggal Date	Agenda Rapat Meeting Agenda	Peserta Participant
1.	8 Januari 2018 8 January 2018	1. Pembahasan mengenai data karyawan dan <i>turn over</i> posisi Desember 2017 2. Pembahasan mengenai pencapaian Rasio Biaya Training tahun 2017 dan penyusunan Rencana Kerja Training dan <i>Budget</i> Biaya Training tahun 2018 3. Pembahasan pelaksanaan Rapat Kerja Tahunan Tahun 2018 1. Discussed employees' data and turn over position as of December 2017 2. Discussed the achievement of Training Cost Ratio and Training Work and Budget Plan in 2018 3. Discussed the 2018 Implementation of Annual Work Meeting	<ul style="list-style-type: none"> • Daniel Budirahayu*) • Rusli • Tamunan • Ramon Marlon Runtu • Syahda Candra • Erik Pradityo

HUMAN RESOURCES COMMITTEE

The Human Resources Committee is responsible to assist the Board of Directors in formulating policies, overseeing policy implementation, monitoring employment progress and conditions, and advising on remedial measures in line with the labor regulations in banking and applicable Labor Laws in Indonesia.

Human Resources Committee's Structure and Members

Whereas composition of the Human Resources Committee is as follows:

1. Chairman : President Director
2. Secretary : Human Capital Management and General Affair Division Head
3. Members :
 - a. Deputy President Director
 - b. Business Director
 - c. Credit Director.

Description OnThe Human Resources Committee's Duties and Responsibilities

The Human Resources Committee's responsibilities are described as follows:

1. Providing inputs to Board of Directors in formulating employment policies;
2. Supervising any employee-related policy for consistent and consequent implementation;
3. Reviewing any Bank's labor policy and advising the Board Directors if any change to the Bank's labor policy is required;
4. Monitoring and evaluating the effectiveness of each employee; and
5. Providing inputs and solutions for any problem and issue related to the Bank's employment.

Duties and Responsibilities Performance of the Personnel Committee In 2018

No.	Tanggal Date	Agenda Rapat Meeting Agenda	Peserta Participant
2.	5 Februari 2018 5 February 2018	<p>1. Pembahasan pelaksanaan training kredit SME untuk RO</p> <p>2. Pembahasan pelaksanaan kegiatan CSR terkait dengan Hari Raya Imlek 2569 yang akan jatuh pada tanggal 16 Februari 2018</p> <p>3. Pembahasan pelaksanaan training bagi karyawan baru Kantor Cabang Semarang</p> <p>4. Pembahasan pelaksanaan <i>Refreshment</i> Sertifikasi Manajemen Risiko</p> <p>1. Discussed the implementation of SME loan training for RO</p> <p>2. Discussed the implementation of CSR activities related to Lunar New Year 2569 which would fall on 16 February 2018</p> <p>3. Discussed the training implementation for new employees at Semarang Branch Office</p> <p>4. Discussed the implementation of Risk Management Certification Refreshment</p>	<ul style="list-style-type: none"> • Daniel Budirahayu*) • Rusli • Tamunan • Ramon Marlon Runtu • Syahda Candra • Erik Pradityo
3.	5 Maret 2018 5 March 2018	<p>1. Pembahasan pelaksanaan <i>training Mini Banking</i> Devisa Tahap IV</p> <p>2. Pembahasan pelaksanaan kegiatan Retreat</p> <p>3. Pembahasan pelaksanaan kegiatan <i>training English For Business</i></p> <p>4. Pembahasan pelaksanaan kegiatan <i>training/ outing team building</i> Direktorat Wakil Direktur Utama</p> <p>1. Discussed the training implementation of Foreign Exchange Mini Banking Stage IV</p> <p>2. Discussed the implementation of Retreat activities</p> <p>3. Discussed the training implementation of English for Business</p> <p>4. Discussed the Directorate training/outing team building implementation of the Deputy President Director</p>	<ul style="list-style-type: none"> • Daniel Budirahayu*) • Rusli • Tamunan • Ramon Marlon Runtu • Syahda Candra • Erik Pradityo
4.	9 April 2018 9 April 2018	<p>1. Pembahasan pelaksanaan Program ODP Bisnis Angkatan 2</p> <p>2. Pembahasan pelaksanaan kegiatan Training/ Outing Direktorat Wakil Direktur Utama</p> <p>3. Pembahasan pelaksanaan kegiatan Training/ Outing Direktorat Kepatuhan</p> <p>4. Pembahasan pelaksanaan kegiatan Training PSAK 71</p> <p>1. Discussed the Program implementation of ODP Buisness Group 2</p> <p>2. Discussed the Directorate training/outing implementation of the Deputy President Director</p> <p>3. Discussed the Directorate Training/Outing implementation of the Compliance Director</p> <p>4. Discussed the PSAK 71 Training implementation</p>	<ul style="list-style-type: none"> • Daniel Budirahayu*) • Rusli • Tamunan • Ramon Marlon Runtu • Syahda Candra • Erik Pradityo
5.	7 Mei 2018 7 May 2018	<p>1. Pembahasan pelaksanaan Program ODP Bisnis Angkatan 2</p> <p>2. Pembahasan pelaksanaan kegiatan <i>Training Seven Habits For Manager</i></p> <p>3. Pembahasan pelaksanaan kegiatan <i>Training/ Outing</i> Direktorat Direktur Utama</p> <p>4. Pembahasan pelaksanaan kegiatan <i>Training/ Outing</i> Rohis Tadabur Alam</p> <p>1. Discussed the Program implementation of ODP Business Group 2</p> <p>2. Discussed the Training implementation on Seven Habits For Manager</p> <p>3. Discussed the Directorate Training/Outing of the President Director</p> <p>4. Discussed the implementation of Rohis Tadabur Alam Training/Outing</p>	<ul style="list-style-type: none"> • Daniel Budirahayu*) • Rusli • Tamunan • Ramon Marlon Runtu • Syahda Candra • Erik Pradityo
6.	4 Juni 2018 4 June 2018	<p>1. Pembahasan pelaksanaan Acara Buka Puasa Bersama dan CSR Ramadhan tahun 2018</p> <p>2. Pembahasan pelaksanaan Program ODP Bisnis Angkatan 2</p> <p>3. Pembahasan pelaksanaan Program <i>Training Leader Service</i> dan <i>training</i></p> <p>1. Discussed the Fast Breaking and Ramadhan CSR Events in 2018</p> <p>2. Discussed the Program implementation of ODP Business Group 2</p> <p>3. Discussed the Training Program implementation on Leader Services and training</p>	<ul style="list-style-type: none"> • Rusli • Tamunan • Ramon Marlon Runtu • Syahda Candra • Erik Pradityo
7.	9 Juli 2018 9 July 2018	<p>Pembahasan pelaksanaan <i>training soft skill</i> dan <i>hard skill</i> Program ODP Bisnis Angkatan 2</p> <p>Discussed the training implementation on the soft and hard skill Program of ODP Business Group 2</p>	<ul style="list-style-type: none"> • Rusli • Tamunan • Ramon Marlon Runtu • Syahda Candra • Erik Pradityo

No.	Tanggal Date	Agenda Rapat Meeting Agenda	Peserta Participant
8.	20 Agustus 2018 20 August 2018	1. Pembahasan pelaksanaan CSR Bantuan Peduli Gempa Lombok 2. Pembahasan pelaksanaan Sertifikasi <i>Treasury Dealer</i> [Direksi] 3. Pembahasan pelaksanaan <i>Training Trade Operation</i> 4. Pembahasan pelaksanaan <i>Training Pelaporan Bank Umum Sandi Ekonomi</i> 5. Pembahasan pelaksanaan <i>Training Forex</i> 1. Discussed the implementation of the CSR Aids for Lombok Earthquake Care 2. Discussed the implementation of Treasury Dealer Certification [Board of Directors] 3. Discussed the implementation of Trade Operation Training 4. Discussed the Training implementation on the Commercial Bank Reporting of Economic Code 5. Discussed the Forex Training implementation	<ul style="list-style-type: none"> • Rusli • Tamunan • Ramon Marlon Runtu • Syahda Candra • Erik Pradityo
9.	10 September 2018 10 September 2018	1. Pembahasan mengenai pelaksanaan CSR Donor Darah pada tanggal 5 Oktober 2018 2. Pembahasan mengenai pelaksanaan CSR Bantuan Pendidikan dalam rangka memperingati HUT ke 24 Bank Victoria pada tanggal 5 Oktober 2017 3. Pembahasan pelaksanaan OJT Divisi dan KCU ODP Bisnis Angkatan 2 4. Pembahasan rekrutmen dan training pembukaan KC Makassar 1. Discussed the implementation of CSR Blood Donors on 5 October 2018 2. Discussed the implementation of CSR Education Aids in the commemoration of Bank Victoria's 24th Anniversary on 5 October 2017 3. Discussed the implementation of OJT Division and KCU ODP Business Group 2 4. Discussed the recruitment and training on the establishment of Makassar Branch Office	<ul style="list-style-type: none"> • Rusli • Tamunan • Ramon Marlon Runtu • Syahda Candra • Erik Pradityo
10.	15 Oktober 2018 15 October 2018	1. Pembahasan mengenai CSR Bantuan Peduli Bencana Alam Gempa - Tsunami Palu dan Donggala 2. Pembahasan mengenai training <i>Refreshment Credit SME</i> 3. Pembahasan mengenai Sertifikasi Auditor 4. Pembahasan mengenai <i>Car Ownership Program</i> 1. Discussed CSR Aids of Care for the Earthquake-Tsunami Natural Disaster in Palu and Donggala 2. Discussed the training on SME Loan Refresherment 3. Discussed the Auditor's Certification 4. Discussed the Car Ownership Program	<ul style="list-style-type: none"> • Rusli • Tamunan • Ramon Marlon Runtu • Syahda Candra • Erik Pradityo
11.	12 November 2018 12 November 2018	1. Pembahasan mengenai hasil final dan penempatan ODP Bisnis Angkatan 2 2. Pembahasan mengenai training <i>Team Building</i> Kepala Operasional 3. Pembahasan mengenai training APU PPT 4. Pembahasan mengenai training Anti <i>Fraud Awareness</i> 1. Discussed Final results and the placement of ODP Business Group 2 2. Discussed the Team Building training for an Operations Head 3. Discussed the APU PPT training 4. Discussed the training on Anti-Fraud Awareness	<ul style="list-style-type: none"> • Ahmad Fajar**) • Rusli • Tamunan • Ramon Marlon Runtu • Syahda Candra • Erik Pradityo
12.	10 Desember 2018 10 December 2018	1. Pembahasan mengenai perubahan Struktur Organisasi 2. Pembahasan mengenai penggantian Kepala Divisi Audit Internal/ <i>Integrated & Anti Fraud</i> 3. Pembahasan mengenai pemberian Tunjangan Apresiasi 4. Pembahasan mengenai training Pendidikan Dasar <i>Photography</i> 5. Pembahasan mengenai pelaksanaan CSR peresmian Sarana Perpustakaan dan Lapangan SD Laksa Bhakti 1. Discussed a change in the Organizational Structure 2. Discussed the replacement of the Head of the Internal Audit/Integrated & Anti-Fraud Division 3. Discussed the award of Appreciation Allowances 4. Discussed the training on Photography Basic Education 5. Discussed the implementation of CSR on Library and Field Facilities inauguration at SD Laksa Bhakti	<ul style="list-style-type: none"> • Ahmad Fajar**) • Rusli • Tamunan • Ramon Marlon Runtu • Syahda Candra • Erik Pradityo

*) Berhenti menjabat sejak tanggal 18 Mei 2018. / End of term of office as of 18 May 2018

**) Efektif menjabat sejak tanggal 30 Oktober 2018. / Start of effective term of office as of 30 October 2018

KOMITE PENGADAAN

Komite Pengadaan merupakan Komite yang membantu Direksi dalam memberikan masukan untuk hal-hal yang penting dan relevan dalam perumusan Kebijakan Pengadaan Barang dan Jasa, serta memberikan persetujuan untuk setiap pengadaan barang dan jasa.

Struktur dan Keanggotaan Komite Pengadaan

Susunan komposisi Komite Pengadaan sebagai berikut:

1. Ketua : Direktur Utama
2. Sekretaris : Kepala Divisi *Human Capital Management and General Affairs*
3. Anggota :
 - a. Wakil Direktur Utama
 - b. Direktur Kredit.

Uraian Tugas dan Tanggung Jawab Komite Pengadaan

Uraian tanggung jawab Komite Pengadaan, sebagai berikut:

1. Meminta informasi hal-hal yang diperlukan terkait pengadaan barang dan jasa dari berbagai pihak, baik internal maupun eksternal;
2. Memberikan persetujuan terhadap pengajuan pengadaan barang dan jasa;
3. Mengajukan persetujuan kepada Dewan Komisaris terhadap pengadaan barang/dan jasa dengan nilai/harga minimum sesuai yang diatur di Anggaran Dasar Perseroan; dan
4. Memberikan masukan kepada Direksi terkait hal-hal penting dan relevan dalam perumusan kebijakan pengadaan barang dan jasa sehingga proses pengadaan barang dan jasa dilakukan secara transparan, obyektif, efektif dan efisien.

Pelaksanaan Tugas dan Tanggung Jawab Komite Pengadaan Tahun 2018

PROCUREMENT COMMITTEE

Procurement Committee is a committee assisting the Board of Directors with providing advice on important, relevant matter for making policy of Goods and Service Procurement, as well as approving goods and service procurement.

Procurement Committee's Structure and Members

Composition of Procurement Committee is as follows:

1. Chairman : President Director
2. Secretary : Human Capital Management and General Affairs Division Head
3. Members :
 - a. Deputy President Director
 - b. Credit Director.

Description On the Procurement Committee's Duties and Responsibilities

The Procurement Committee's responsibilities are described as follows:

1. Asking for information on necessary things related to the procurement of goods and services from various parties, both internal and external;
2. Approving any proposed procurement of goods and services;
3. Applying for the approval to the Board of Commissioners on procurement of goods and services with minimum value/price as regulated in the Company's Articles of Association; and
4. Providing inputs to the Board of Directors on any important and relevant matters in the formulation of procurement policies of goods and services so that the procurement process of goods and services is transparent, objective, effective, and efficient.

2018 Implementation Of the Procurement Committee's Duties and Responsibilities

No.	Tanggal Date	Agenda Rapat Meeting Agenda	Peserta Participant
1.	15 Januari 2018 15 January 2018	Penunjukkan KJPP untuk menilai kewajaran transaksi terkait rencana perpindahan kantor pusat dan pembaharuan luas kantor BIP. Appointment of KJPP to assess fairness of any transaction related to head office movement and BIP's office area renewal.	1. Daniel Budirahayu*) 2. Rusli 3. Ramon M. Runtu 4. Ruly Dwi Rahayu 5. Ivan Jonathan 6. Syahda Candra
2.	9 Februari 2018 9 February 2018	1. Perluasan dan Penambahan Daya Listrik Ruang Server Panin Senayan. 2. Penunjukkan Konsultan PSAK 71. 3. Improvement DC KPO Senayan dan Relokasi KPO Senayan City ke KPO BIP. 1. Enlargement and Electricity Power Increase for Panin Server Room of Senayan 2. PSAK 71 Counsel appointment. 3. Improvement of DC KPO Senayan and Relocation of KPO Senayan City to KPO BIP.	1. Daniel Budirahayu*) 2. Rusli 3. Ramon M. Runtu 4. Ivan Jonathan 5. Muhammad Rakhmadhani 6. Iwan 7. Robby Yuwono 8. Claudia Audrey 9. Sandy
3.	13 Maret 2018 13 March 2018	Penunjukkan Vendor Kontraktor untuk Pekerjaan Renovasi Kantor untuk Rencana Relokasi KCP Senayan City. Appointment of Contractor Vendor for Office Renovation Works for Planned Relocation of Senayan City Branch Office.	1. Daniel Budirahayu*) 2. Rusli 3. Ramon M. Runtu 4. Ruly Dwi Rahayu 5. Ivan Jonathan 6. Syahda Candra
4.	22 Maret 2018 22 March 2018	Pengembangan Service Swift PT. Bank Victoria International, Tbk. Service Development of Swift PT. Bank Victoria International, Tbk.	1. Daniel Budirahayu*) 2. Rusli 3. Ramon M. Runtu 4. Ruly Dwi Rahayu 5. Ivan Jonathan 6. Syahda Candra

No.	Tanggal Date	Agenda Rapat Meeting Agenda	Peserta Participant
5.	4 April 2018 4 April 2018	1. Biaya Lembaga/Profesi Penunjang Pasar Modal dalam Rangka penawaran umum berkelanjutan I Obligasi Bank Victoria Tahap II tahun 2018. 2. Gerbang Pembayaran Nasional (GPN). 3. Hard Token IBB. 4. Document Management System. 1. Capital Market Supporting Professionals/ Institution in the Context of sustainable public offering I Bond of Bank Victoria Phase II of 2018. 2. National Payment Gate/Gerbang Pembayaran Nasional (GPN). 3. IBB Hard Token. 4. Document Management System.	1. Daniel Budirahayu*) 2. Rusli 3. Ramon M. Runtu 4. Muhammad Rakhmadhani 5. Achmad Sofyan 6. Didin 7. Sandy AP 8. Djoko Soendojo 9. Yannu A 10. Ivan Jonathan 11. Tomi Parisianto Wibowo 12. Ruly Dwi Rahayu 13. Yosef Sudikbyo 14. Panggih W 15. Michael Tatangsura
6.	11 April 2018 11 April 2018	eMoney dan Corporate Internet Banking Phase I - Sigma eMoney and Corporate Internet Banking Phase I - Sigma	1. Daniel Budirahayu*) 2. Rusli 3. Ramon M. Runtu 4. Ruly Dwi Rahayu 5. Ivan Jonathan 6. Syahda Candra
7.	13 November 2018 13 November 2018	1. Renewal License dan Support 2 unit perangkat Web Secure Gateway Blue Coat ASG S200-30. 2. Vulnerability Assessment & Penetration Test Bankwide Infrastrukture and Digital Banking 2018. 3. Upgrade License Splunk 5GB/day and Renewal License Existing 7 GB/day and Maintenance Support Splunk Enterprise. 1. Renewal License and Support 2 sets of equipment of Web Secure Gateway Blue Coat ASG S200-30. 2. Vulnerability Assessment & Penetration Test Bankwide Infrastructure and Digital Banking 2018. 3. Upgrade License Splunk 5GB/day and Renewal License for Existing 7 GB/day and Maintenance Support Splunk Enterprise.	1. Ahmad Fajar**) 2. Rusli 3. Ramon M. Runtu 4. Tomi Parisianto Wibowo 5. Robby Yuwono 6. Deddy Idrus 7. Sandy AP 8. Ivan Jonathan 9. Sihadi
8.	26 November 2018 26 November 2018	Pengadaan Amplop Imlek 2019 Procurement of Chinese Lunar Calendar (Imlek) Envelopes 2019	1. Ahmad Fajar**) 2. Rusli 3. Ramon M. Runtu 4. Tomi Parisianto Wibowo 5. Putri Tiara 6. Ruly Dwi Rahayu 7. Ivan Jonathan 8. Syahda Candra

*) Berhenti menjabat sejak tanggal 18 Mei 2018. / End of term of office as of 18 May 2018.

**) Efektif menjabat sejak tanggal 30 Oktober 2018. / Start of effective term of office as of 30 October 2018.

KOMITE PEMANTAU DAN PELAKSANAAN GOOD CORPORATE GOVERNANCE

Komite Pemantauan dan Pelaksanaan GCG merupakan komite yang membantu Direksi dalam memberikan arahan kebijakan yang berkaitan dengan pelaksanaan GCG di Bank.

Pedoman Komite Pemantauan dan Pelaksanaan GCG

Komite Pemantauan dan Pelaksanaan GCG menjalankan tugas dan tanggung jawabnya berdasarkan Peraturan Otoritas Jasa Keuangan Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 dan Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tentang Penerapan Tata Kelola bagi Bank Umum.

Struktur Dan Keanggotaan Komite Pemantau dan Pelaksanaan Good Corporate Governance

Susunan keanggotaan Komite Pemantauan dan Pelaksanaan GCG sebagai berikut:

1. Ketua : Direktur Kepatuhan dan Manajemen Risiko

GOOD CORPORATE GOVERNANCE MONITORING AND IMPLEMENTATION COMMITTEE

GCG Monitoring and Implementation Committee is a committee assigned to assist the Board of Directors with directing policy related to the GCG implementation in the Bank.

Guidelines Of GCG Monitoring and Implementation Committee

The GCG Monitoring and Implementation Committee performs its duties and responsibilities under the Financial Services Authority Regulation No. 55/POJK.03/2016 and Circular Letter of Financial Services Authority No. 13/SEOJK.03/2017 on the Implementation of Governance for Commercial Bank.

Good Corporate Governance Monitoring and Implementation Committee's Structure and Members

GCG Monitoring and Implementation Committee's composition is as follows:

1. Chairman : Risk Management and Compliance Director

2. Sekretaris : Kepala Divisi Kepala Divisi *Compliance*, AML & *Integrated*
3. Anggota : Seluruh Kepala Divisi

Uraian Tugas Dan Tanggung Jawab Komite Pemantauan dan Pelaksanaan Good Corporate Governance

Uraian tanggung jawab Komite Pemantauan dan Pelaksanaan GCG, sebagai berikut:

1. Memantau dan menganalisis setiap kebijakan terbaru maupun *best practices* terkait penerapan GCG.
2. Melakukan pengkinian kebijakan internal (*existing*) terhadap setiap perubahan kebijakan GCG, sehingga kebijakan yang digunakan sesuai dengan kebijakan terbaru dan sesuai *best practices*.
3. Memantau secara berkala terhadap rencana dan realisasi/ pencapaian bisnis Bank melalui rapat-rapat Komite.
4. Memantau *action plan* dan pelaksanaannya melalui rapat-rapat Komite.
5. Menentukan aspek dan PIC/petugas dalam penyusunan GCG sesuai dengan bidang yang tercermin dari aspek-aspek GCG.
6. Mengkoordinir pembuatan laporan pelaksanaan GCG yang dilengkapi dan didukung dengan *underlying*-nya.
7. Menyusun pelaporan pelaksanaan GCG Bank dan melakukan *self assessment* sesuai ketentuan berlaku.

Pelaksanaan Tugas dan Tanggung Jawab Komite Pemantauan dan Pelaksanaan Good Corporate Governance Tahun 2018

Selama tahun 2018, Komite Pemantauan dan Pelaksanaan GCG telah melaksanakan berbagai aktivitas dan program kerja, meliputi:

1. Melakukan rekapitulasi komitmen Bank terhadap Otoritas Jasa Keuangan, termasuk temuan pemeriksaan;
2. Mengkomunikasikan secara berkesinambungan komitmen tersebut dan melakukan rekap;
3. Menyampaikan kepada Otoritas Jasa Keuangan atas progres tindak lanjut sampai dengan status "*closed*" atau "*done*";

Melakukan pemantauan secara rutin atas pelaksanaan GCG dan menyampaikannya dalam rapat Komite Pemantauan dan Pelaksanaan GCG.

Rapat Komite Pemantauan dan Pelaksanaan GCG

Komite Pemantauan dan Pelaksanaan GCG melaksanakan rapat secara berkala (bulanan) atau sewaktu-waktu sesuai dengan kebutuhan. Pada tahun 2018, Komite Pemantauan dan Pelaksanaan GCG telah mengadakan rapat sebanyak 12 (dua belas) kali dengan agenda rapat yang diuraikan sebagai berikut:

2. Secretary : Compliance, AML & Integrated Division Head
3. Members : All Division Heads

Description On Good Corporate Governance Monitoring and Implementation Committee's Duties and Responsibilities

The responsibilities of GCG Monitoring and Implementation Committee are as follows:

1. Monitoring and analyzing any latest policy and best practices related to GCG implementation.
2. Updating any existing policy against any GCG policy change, so that the applied policy conforms with the latest policy and the best practice.
3. Periodically monitoring the Bank's plans and business realizations/achievements through Committee meetings.
4. Monitoring action plan and its implementation through Committee meetings.
5. Determining any aspect and person in charge/PIC in the preparation of GCG in accordance with the areas reflected in GCG aspects.
6. Coordinating the preparation of GCG implementation reports supplemented and supported by its underlying matters.
7. Preparing the Banks GCG implementation report and conducting self-assessment according to applicable regulations.

2018 Implementation of Good Corporate Governance Monitoring and Implementation Committee's Duties and Responsibilities

During 2018, the GCG Monitoring and Implementation Committee organized various activities and work programs as follows:

1. Recapitulating the Bank's commitment to Bank Indonesia/ Financial Services Authorities, including audit findings;
2. Communicating that commitment continually and making a recap;
3. Delivering to Bank Indonesia/Financial Services Authority the follow-up progress until the status is "*closed*" or "*done*";

Conducting regular monitoring on GCG implementation and presenting it in the GCG Monitoring and Implementation Committee meetings.

GCG Monitoring and Implementation Committee's Meetings

The GCG Monitoring and Implementation Committee held periodic (monthly) meetings or some meetings at any time as necessary. During 2017, the GCG Monitoring and Implementation Committee held 12 meetings with the meeting agenda as described below:

No	Tanggal Date	Rapat Meetings	Peserta Participants
1.	16 Januari 2018 16 January 2018	<p>1. Komitmen OJK</p> <ul style="list-style-type: none"> • Komitmen Perkreditan yang masih perlu ditindaklanjuti • Agar Unit Kerja Bisnis menindaklanjuti sesuai komitmen • Temuan OJK 2017 terkait aktivitas Operasional dan TI telah selesai ditindaklanjuti. <p>2. Kebijakan Baru</p> <ul style="list-style-type: none"> • 6 (enam) Kebijakan eksternal baru • Seluruh kebijakan baru telah didistribusikan terutama kepada unit kerja terkait • Unit Kerja Terkait agar membaca dan mempelajari kebijakan baru terutama yang berkaitan dengan unit kerjanya. • Unit Kerja Terkait dapat bekerja sama dengan Unit Kerja Kepatuhan untuk melakukan <i>FGD (Focus Group Discussion)</i> terhadap peraturan baru. <p>1. Financial Services Authority's Commitment</p> <ul style="list-style-type: none"> • Credit Commitment requiring follow ups • Business Working Unit needs to follow up as committed • Follow ups for 2017 Findings by Financial Services Authority related to Operational and IT activities have been completed. <p>2. New Policies</p> <ul style="list-style-type: none"> • 6 (six) new external policies • All new policies have been distributed, especially to related working units • Related Working Units need to read and review any new policy, especially that related to their working units. • Related Working Units may cooperate with Compliance Working Unit to conduct a Focus Group Discussion (FGD) on the new regulations. 	<ul style="list-style-type: none"> - Direktur Kepatuhan dan Manajemen Risiko (Ketua) - Syarifudin (Sekretaris) - Kepala Divisi (Anggota) - Compliance and Risk Management Director (Chairman) - Syarifudin (Secretary) - Division Head (Member)
2.	15 Februari 2018 15 February 2018	<i>Concern OJK 2017 & Pemeriksaan OJK 2018</i> Financial Services Authority's Concern in 2017 & Financial Services Authority's Audit in 2018	<ul style="list-style-type: none"> - Direktur Kepatuhan (Ketua) - Syarifudin (Sekretaris) - Kepala Divisi (Anggota) - Compliance Director (Chair) - Syarifudin (Secretary) - Division Head (Member)
3.	16 Maret 2018 16 March 2018	<p>1. Kebijakan Baru</p> <p>Terdapat 2 (dua) kebijakan eksternal baru</p> <p>2. Pemeriksaan OJK 2018</p> <p>1. New Policies</p> <p>There are 2 (two) new external policies</p> <p>2. 2018 Financial Services Authority's Audit</p>	<ul style="list-style-type: none"> - Direktur Kepatuhan dan Manajemen Risiko (Ketua) - Syarifudin (Sekretaris) - Kepala Divisi (Anggota) - Compliance and Risk Management Director (Chairman) - Syarifudin (Secretary) - Division Head (Member)
4.	17 April 2018 17 April 2018	<p>1. Kebijakan Baru</p> <p>Terdapat 3 (tiga) kebijakan eksternal baru</p> <p>2. Pemeriksaan OJK 2018</p> <p>1. New Policies</p> <p>There are 3 (three) new external policies</p> <p>2. 2018 Financial Services Authority's Audit</p>	<ul style="list-style-type: none"> - Direktur Kepatuhan (Ketua) - Syarifudin (Sekretaris) - Kepala Divisi (Anggota) - Compliance Director (Chair) - Syarifudin (Secretary) - Division Head (Member)

No	Tanggal Date	Rapat Meetings	Peserta Participants
5.	15 Mei 2018 15 May 2018	<p>1. Kebijakan Baru Terdapat 3 (tiga) kebijakan eksternal baru</p> <p>2. Pemeriksaan OJK 2018</p> <p>1. New Policies There are 3 (three) new external policies</p> <p>2. 2018 Financial Services Authority's Audit</p>	<ul style="list-style-type: none"> - Direktur Kepatuhan dan Manajemen Risiko (Ketua) - Syarifudin (Sekretaris) - Kepala Divisi (Anggota) - Compliance and Risk Management Director (Chairman) - Syarifudin (Secretary) - Division Head (Member)
6.	28 Juni 2018 28 June 2018	<p>Pemeriksaan OJK 2018</p> <ul style="list-style-type: none"> • Agar seluruh Kepala Divisi menjaga komitmen yang telah disampaikan ke OJK. • Agar Kepala Divisi memonitor dan menindaklanjuti seluruh temuannya guna menghindari temuan berulang. <p>2018 Financial Services Authority's Audit</p> <ul style="list-style-type: none"> • All Division Heads should keep their commitments as presented to the Financial Services Authority. • Division Head should monitor and follow up all findings to avoid repeated findings. 	<ul style="list-style-type: none"> - Direktur Kepatuhan dan Manajemen Risiko (Ketua) - Syarifudin (Sekretaris) - Kepala Divisi (Anggota) - Compliance and Risk Management Director (Chairman) - Syarifudin (Secretary) - Division Head (Member)
7.	17 Juli 2018 17 July 2018	<p>1. Kebijakan Baru</p> <ul style="list-style-type: none"> • 4 (empat) kebijakan internal baru • 2 (dua) kebijakan eksternal baru • Agar dipelajari SEOJK No. 16/SEOJK.03/2017 tentang pelaporan CRS yang paling Lambat 01 Agustus 2018. <p>2. Pemeriksaan OJK 2018</p> <p>Agar seluruh Kepala Divisi menjaga komitmen yang telah disampaikan ke OJK</p> <p>1. New Policies</p> <ul style="list-style-type: none"> • 4 (four) new internal policies • 2 (two) new external policies • Please learn Circular Letter of the Financial Services Authority No. 16/SEOJK.03/2017 on CRS reporting by no later than August 1, 2018. <p>2. 2018 Financial Services Authority's Audit</p> <p>All Division Heads should keep their commitments as presented to the Financial Services Authority</p>	<ul style="list-style-type: none"> - Direktur Kepatuhan dan Manajemen Risiko (Ketua) - Syarifudin (Sekretaris) - Kepala Divisi (Anggota) - Compliance and Risk Management Director (Chairman) - Syarifudin (Secretary) - Division Head (Member)
8.	16 Agustus 2018 16 August 2018	<p>1. Pengawasan Bank</p> <ul style="list-style-type: none"> • Agar menjadi perhatian bersama, khususnya pengaturan kebijakan POJK No. 15/POJK.03/2017, terkait status pengawasan Bank yaitu Normal, Intensif dan Khusus. • Bank dinilai memiliki potensi kesulitan yang membayakan kelangsungan usaha Bank, memenuhi salah satu atau lebih kriteria yaitu "Rasio Kredit Bermasalah secara Netto/NPL Net di atas 5 % (lima persen)". <p>2. Kebijakan Baru</p> <ul style="list-style-type: none"> • 4 (empat) kebijakan internal baru • 6 (enam) kebijakan eksternal baru <p>1. Supervision of Bank</p> <ul style="list-style-type: none"> • For collective attention, especially the Regulation of Financial Services Authority No. 15/POJK.03/2017, in connection with Bank's supervision status, namely Normal, Intensive, and Special. • The Bank was assessed as having potential difficulty endangering its business continuity, meeting one or more criteria, namely "Net Bad Debt Ratio/NPL Net above 5% (five percents)". <p>2. New Policies</p> <ul style="list-style-type: none"> • 4 (four) new internal policies • 6 (six) new external policies 	<ul style="list-style-type: none"> - Direktur Kepatuhan dan Manajemen Risiko (Ketua) - Syarifudin (Sekretaris) - Kepala Divisi (Anggota) - Compliance and Risk Management Director (Chairman) - Syarifudin (Secretary) - Division Head (Member)

No	Tanggal Date	Rapat Meetings	Peserta Participants
9.	18 September 2018 18 September 2018	<p>1. Pengawasan Bank</p> <ul style="list-style-type: none"> • Agar menjadi perhatian bersama, khususnya pengaturan kebijakan POJK No. 15/POJK.03/2017, terkait status pengawasan Bank yaitu Normal, Intensif dan Khusus. • Bank dinilai memiliki potensi kesulitan yang membayakan kelangsungan usaha Bank, memenuhi salah satu atau lebih kriteria yaitu "Rasio Kredit Bermasalah secara Netto/NPL Net di atas 5 % (lima persen)". <p>2. Kebijakan Baru</p> <p>Terdapat 10 (sepuluh) kebijakan eksternal baru</p> <p>3. Pemeriksaan PwC</p> <ul style="list-style-type: none"> • Agar seluruh hasil pemeriksaan PwC (<i>cut off</i> 31 Desember 2017) ditindaklanjuti dan menjadi perhatian serta perbaikan untuk kedepannya. • Bagi Divisi atau Unit Kerja yang ingin meng-<i>update</i> tindaklanjutnya ke <i>Compliance</i> agar menyampaikan dalam waktu 2 (dua) hari dari tanggal rapat. <p>4. Lain-lain</p> <ul style="list-style-type: none"> • Agar ditindaklanjuti dan dibuat: <ul style="list-style-type: none"> a. <i>Action Plan</i> b. Kebijakan LCP c. <i>Early Warning System</i> • Agar seluruh Unit Kerja dan lini lebih <i>aware</i> akan tugas dan tanggung jawabnya masing-masing dengan memperhatikan <i>risk profile</i>, sehingga <i>risk profile</i> dapat terjaga minimal nilai 2. • Agar menjadi perhatian terkait proses restrukturisasi. <p>1. Supervision of Bank</p> <ul style="list-style-type: none"> • For collective attention, especially the Regulation of Financial Services Authority No. 15/POJK.03/2017, in connection with Bank's supervision status, namely Normal, Intensive, and Special. • The Bank was assessed as having potential difficulty endangering its business continuity, meeting one or more criteria, namely "Net Bad Debt Ratio/NPL Net above 5% (five percents)". <p>2. New Policies</p> <p>There are 10 (ten) new external policies</p> <p>3. PwC Audit</p> <ul style="list-style-type: none"> • All PwC (<i>cut off</i> December 31, 2017) audit results should be followed up and get attentions as well as improvement in future. • For any Division or Working Unit wishing to update its follow up to the Compliance, it should submit it in 2 (two) days after the meeting date. <p>4. Others</p> <ul style="list-style-type: none"> • Please follow up and make: <ul style="list-style-type: none"> a. <i>Action Plan</i> b. LCP Policy c. <i>Early Warning System</i> • All Working Units and lines must be more aware on their respective duties and responsibilities by considering risk profile, so that risk profile can be maintained minimum at score 2. • Restructuring process must be considered. 	<ul style="list-style-type: none"> - Direktur Kepatuhan dan Manajemen Risiko (Ketua) - Syarifudin (Sekretaris) - Kepala Divisi (Anggota) - Compliance and Risk Management Director (Chairman) - Syarifudin (Secretary) - Division Head (Member)
10.	16 Oktober 2018 16 October 2018	<p>1. Kebijakan Baru</p> <p>Terdapat 3 (tiga) kebijakan eksternal baru</p> <p>2. Pemeriksaan OJK</p> <ul style="list-style-type: none"> • Progress tindak lanjut temuan OJK 2018 • Tindak lanjut 7 (tujuh) debitur khusus <p>1. New Policies</p> <p>There are 3 (three) new external policies</p> <p>2. Financial Services Authority's Audit</p> <ul style="list-style-type: none"> • Follow-up progress from 2018 Findings of Financial Services Authority • Follow-up for 7 (seven) special debtors 	<ul style="list-style-type: none"> - Direktur Kepatuhan dan Manajemen Risiko (Ketua) - Syarifudin (Sekretaris) - Kepala Divisi (Anggota) - Compliance and Risk Management Director (Chairman) - Syarifudin (Secretary) - Division Head (Member)
11.	22 November 2018 22 November 2018	<p>1. Kebijakan Baru</p> <p>Terdapat 9 (sembilan) kebijakan eksternal baru</p> <p>2. Pemeriksaan OJK</p> <ul style="list-style-type: none"> • Progress tindak lanjut temuan OJK 2018 • Tindak lanjut 7 (tujuh) debitur khusus <p>1. New Policies</p> <p>There are 9 (nine) new external policies</p> <p>2. Financial Services Authority's Audit</p> <ul style="list-style-type: none"> • Follow-up progress from 2018 Findings of Financial Services Authority • Follow-up for 7 (seven) special debtors 	<ul style="list-style-type: none"> - Direktur Kepatuhan dan Manajemen Risiko (Ketua) - Syarifudin (Sekretaris) - Kepala Divisi (Anggota) - Compliance Director (Chair) - Syarifudin (Secretary) - Division Head (Member)

No	Tanggal Date	Rapat Meetings	Peserta Participants
12.	18 Desember 2018 December 18, 2018	<p>1. Kebijakan Baru Terdapat 2 (dua) kebijakan eksternal baru</p> <p>2. Pemeriksaan OJK</p> <ul style="list-style-type: none"> • Progress tindak lanjut temuan OJK 2018 • Tindak lanjut 7 (tujuh) debitur khusus <p>1. New Policies There are 2 (two) new external policies</p> <p>2. Financial Services Authority's Audit</p> <ul style="list-style-type: none"> • Follow-up progress from 2018 Findings of Financial Services Authority • Follow-up for 7 (seven) special debtors 	<ul style="list-style-type: none"> - Direktur Kepatuhan dan Manajemen Risiko (Ketua) - Syarifudin (Sekretaris) - Kepala Divisi (Anggota) - Compliance and Risk Management Director (Chairman) - Syarifudin (Secretary) - Division Head (Member)

KOMITE INVESTASI

Komite Investasi merupakan komite yang membantu Direksi dalam memberikan arahan kebijakan yang berkaitan dengan investasi. Komite Investasi menjalankan tugas dan tanggung jawabnya berdasarkan Surat Keputusan Direksi No. 002/SK-DIR/06/17 tanggal 6 Juni 2017 tentang *Investment Committee* PT Bank Victoria International Tbk.

Tugas dan Tanggung Jawab Komite Investasi

Wewenang dan tanggung jawab Komite Investasi adalah memutuskan rencana investasi Divisi *Treasury* dalam mencapai optimalisasi imbal hasil pengelolaan portofolio *treasury*, khususnya mengenai:

1. Kebijakan dan keputusan investasi Divisi *Treasury*; dan
2. Strategi pengelolaan portofolio *treasury*.

Struktur dan Keanggotaan Komite Investasi

Susunan keanggotaan Komite Investasi sebagai berikut:

1. Ketua : Wakil Direktur Utama
2. Sekretaris : Kepala Divisi *Financial Institutions and Capital Market*
3. Anggota :
 - a. Komisaris Utama
 - b. Direktur Utama
 - c. Direktur Kepatuhan dan Manajemen Risiko
 - d. Kepala Divisi *Credit Analyst*
 - e. Kepala Divisi *Treasury*.

Pelaksanaan Tugas dan Tanggung Jawab Komite Investasi Tahun 2018

INVESTMENT COMMITTEE

Investment Committee is a committee assisting the Board of Directors with advice on investment-related policy. The Investment Committee conducts its duties and obligations according to the Board of Directors' Decision No. 002/SK-DIR/06/17 dated June 6, 2017 on PT Bank Victoria International Tbk.'s Investment Committee.

Investment Committee's Duties and Responsibilities

Investment Committee's authority and responsibility is to decide on the investment plan of Treasury Division in achieving optimum return on treasury portfolio management, particularly on:

1. The Treasury Division's investment policies and decisions;
2. Strategy of treasury portfolio management.

Investment Committee's Structure and Members

The Investment Committee's composition is as follows:

1. Chairman : Deputy President Director
2. Secretary : Division Head of *Financial Institutions and Capital Market*
3. Members :
 - a. President Commissioner
 - b. President Director
 - c. Risk Management and Compliance Director
 - d. Credit Analyst Division Head
 - e. Treasury Division Head.

2018 Implementation of the Investment Committee's Duties and Responsibilities

No.	Tanggal Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Attendants
1.	12 Maret 2018 12 March 2018	Persetujuan dan Penetapan Bobot <i>Risk Factor</i> dalam Transaksi Forex. Risk Factor Score Determination and Approval in Forex Transaction.	Oliver Simorangkir Daniel Budirahayu*) Rusli Tamunan Purwono Ritayana Dadiek Krisnanto

No.	Tanggal Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Attendants
2.	13 Desember 2018 13 December 2018	Kebijakan Penetapan Pemberian Fasilitas Money Market, Capital Market dan Commercial/Trade Finance untuk Setiap Counterparty. Money Market, Capital Market, and Commercial/Trade Finance Facilities Grant Policy for Each Counterparty.	Oliver Simorangkir Daniel Budirahayu*) Rusli Tamuhan Purwono Ritayana Dadiek Krisnanto

*) Berhenti menjabat sejak tanggal 18 Mei 2018. / End of term of office as of 18 May 2018

PENERAPAN TATA KELOLA REMUNERASI

Dalam rangka mendorong dilakukannya *prudent risk taking* sehingga kelangsungan usaha Bank dapat terjaga, maka dilakukan peningkatan tata kelola dalam pemberian remunerasi. Implementasi terkait pemberian remunerasi ini mencakup tugas dan tanggung jawab Direksi dan Dewan Komisaris, tugas dan tanggung jawab Komite Nominasi dan Remunerasi, penerapan prinsip kehati-hatian dalam pemberian remunerasi, serta pengungkapan remunerasi.

DASAR KEBIJAKAN REMUNERASI

Penetapan remunerasi Dewan Komisaris didasarkan pada Peraturan Otoritas Jasa Keuangan No. 45/POJK.03/2015 dan Surat Edaran Otoritas Jasa Keuangan No. 40/SEOJK.03/2016 tentang Penerapan Tata Kelola dalam Pemberian Remunerasi bagi Bank Umum, serta peraturan turunannya. Berdasarkan peraturan tersebut, Bank telah memiliki Kebijakan Sistem Nominasi dan Remunerasi yang ditetapkan berdasarkan Surat Keputusan Dewan Komisaris No. 001/SK-KOM/12/14 tanggal 10 Desember 2014 dan telah dimutakhirkan berdasarkan Surat Keputusan Dewan Komisaris No. 001/SK-KOM/02/16 tanggal 22 Februari 2016 tentang Pedoman Komite Nominasi dan Remunerasi PT Bank Victoria International Tbk agar sesuai dengan perkembangan peraturan yang berlaku.

PROSEDUR PENETAPAN REMUNERASI

Berdasarkan Kebijakan Sistem Nominasi dan Remunerasi Bank Victoria, penetapan remunerasi Dewan Komisaris dan Direksi melalui beberapa prosedur di tingkat Dewan Komisaris hingga sampai ke RUPS. Prosedur penetapan remunerasi dimulai dari proses pengajuan usulan jenis dan besaran remunerasi oleh Direksi kepada Dewan Komisaris atau oleh Dewan Komisaris sendiri. Usulan tersebut akan ditelaah oleh Komite Remunerasi dan Nominasi dengan mempertimbangkan indikator-indikator tertentu. Hasil penelaahan akan disampaikan kepada Dewan Komisaris sebagai rekomendasi dan dasar pertimbangan bagi Dewan Komisaris untuk diajukan kepada RUPS. Penetapan jenis dan besaran remunerasi yang akan diterima Dewan Komisaris dan Direksi akan diputuskan dalam RUPS tersebut atau melalui pelimpahan wewenang kepada Dewan Komisaris, sesuai ketentuan Anggaran Dasar dan peraturan perundang-undangan yang berlaku.

IMPLEMENTATION OF REMUNERATION GOVERNANCE

With the purpose of encouraging the implementation of prudent risk taking as to maintain the business continuity of the Bank, the Bank has made improvement in governance of providing remuneration. The implementation in providing such remuneration includes duties and responsibilities of the Board of Directors and the Board of Commissioners, duties and responsibilities of the Nomination and Remuneration Committee and, application of prudential principles in providing remuneration, as well as disclosure of remuneration.

BASIS OF REMUNERATION POLICY

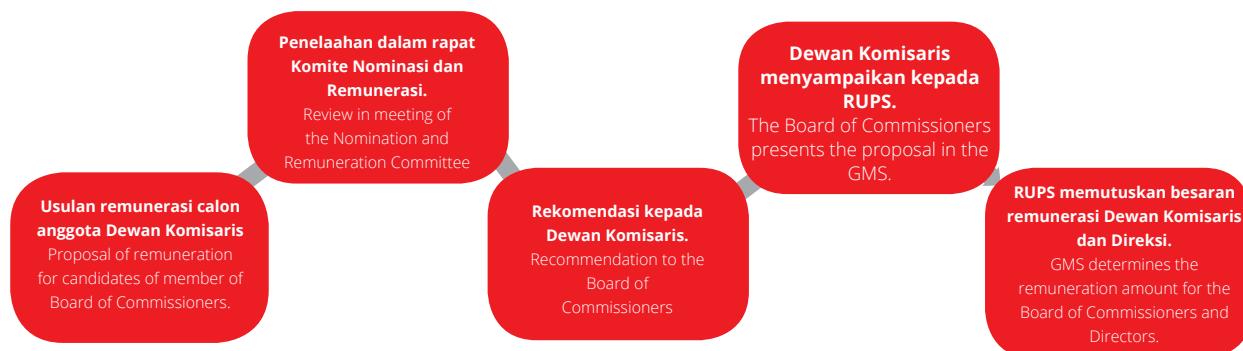
Determination on remuneration of the Board of Commissioners is pursuant to the Regulation of the Financial Services Authority No. 45/POJK.03/2015 and the Circular of the Financial Services Authority No. 40/SEOJK.03/2016 concerning the Implementation of Governance in Providing Remuneration for Commercial Banks, and its derivative regulations. Under such regulation, the Bank has Policy on Nomination and Remuneration System set in accordance with a Decree of the Board of Commissioners No. 001/SK-KOM/12/14 dated 10 December 2014, and having been updated according to the Decree of the Board of Commissioners No. 001/SK-KOM/02/16 dated 22 February 2016 concerning Guideline for Nomination and Remuneration Committee of PT Bank Victoria International, to meet with the prevailing regulations.

PROCEDURE FOR DETERMINING REMUNERATION

According to the Policy of Bank Victoria on Nomination and Remuneration System, determining remuneration of the Board of Commissioners and the Board of Directors has been through several procedures from the level of the Board of Commissioners to GMS. The procedure for determining remuneration starts from the process of proposal of types and amount of remuneration from the Board of Directors to the Board of Commissioners. Such proposal will then be reviewed by the Nomination and Remuneration Committee considering particular indicators. The review results will be submitted to the Board of Commissioners as a recommendation and consideration for the Board of Commissioners to be submitted to GMS. Determining types and amount of remuneration that will be received by the Board of Commissioners and the Board of Directors will be decided in GMS, or through the authority granted to the Board of Commissioners according to the prevailing laws and regulations.

Skema Prosedur Remunerasi Dewan Komisaris dan Direksi

Scheme of Procedure for Remuneration of the Board of Commissioners and the Board of Directors.



STRUKTUR REMUNERASI ANGGOTA DEWAN KOMISARIS

Komponen remunerasi Dewan Komisaris dan Direksi terdiri dari:

1. Remunerasi yang bersifat tetap, meliputi:
 - a. Honorarium;
 - b. Benefit sesuai dengan ketentuan Bank, seperti asuransi kesehatan, kendaraan dinas, BPJS Ketenagakerjaan, dan tunjangan hari raya (THR); serta
2. Remunerasi yang bersifat variabel, meliputi tantiem/gratifikasi dan saham.

Remunerasi Dewan Komisaris dan Direksi tersebut dapat diberikan secara tunai ataupun non tunai, yakni dalam bentuk natura (rumah dan kendaraan dinas, serta bentuk lainnya yang dapat dimiliki maupun tidak dapat dimiliki) dan saham.

INDIKATOR PENETAPAN REMUNERASI DEWAN KOMISARIS

Berdasarkan peraturan dan kebijakan terkait, remunerasi Dewan Komisaris dan Direksi terdiri dari:

1. Remunerasi yang bersifat tetap
Remunerasi ini tidak dikaitkan dengan kinerja dan risiko serta diberikan dalam bentuk tunai dan dapat juga disertai dengan pemberian remunerasi dalam bentuk tidak tunai. Remunerasi yang bersifat tetap antara lain meliputi gaji pokok, fasilitas, tunjangan perumahan, tunjangan kesehatan, tunjangan pendidikan, tunjangan hari raya, dan pensiun.
2. Remunerasi yang bersifat variabel
Remunerasi ini dikaitkan dengan kinerja dan risiko serta diberikan dalam bentuk tunai dan saham atau instrumen yang berbasis saham yang diterbitkan Bank. Remunerasi yang bersifat variabel antara lain meliputi bonus atau bentuk lain yang dipersamakan dengan itu.

Pemberian kedua jenis remunerasi tersebut memperhatikan indikator yang meliputi skala usaha, kompleksitas usaha, peer group, tingkat inflasi, kondisi dan kemampuan keuangan Bank, serta tidak bertentangan dengan peraturan perundang-undangan yang berlaku. Secara khusus, penerapan remunerasi yang bersifat variabel wajib mendorong *prudent risk taking* serta memperhatikan risiko yang paling berpengaruh dalam kegiatan usaha (risiko utama).

REMUNERATION STRUCTURE OF MEMBERS OF THE BOARD OF COMMISSIONERS

Remuneration components of the Board of Commissioners and the Board of Directors consist of the following:

1. Fixed remuneration, including:
 - a. Honorarium;
 - b. Benefit according to the regulation of the Bank, such as: health insurance, official vehicle, BPJS Employment, and religious holiday allowance, as well as:
2. Variable remuneration, including bonus/gratification, and shares.

Remuneration of the Board of Commissioners and the Board of Directors may be provided cash or non-cash, i.e. in the form of payment in kind (house and official vehicle, or other forms, that may/may not either be owned).

INDICATORS FOR DETERMINING REMUNERATION OF THE BOARD OF COMMISSIONERS

According to the regulations and related policies, remuneration of the Board of Commissioners and the Board of Directors consist of the following:

1. Fixed remuneration
This remuneration is not related to performance and risk, as well as is provided in cash that may also be provided in non-cash. Fixed remuneration includes: basic salary, facilities, house allowance, health allowance, education allowance, religious holiday allowance, and pension allowance.
2. Variable remuneration
This remuneration is related to performance and risks, as well as is provided in cash and share-based instrument issued by the Bank. This variable remuneration includes: bonuses or other forms similar forms.

Providing the above two types of remunerations takes into account indicators including: business scale, business complexity, peer group, inflation rate, condition and financial capacity of the Bank, as well as it shall not contradict with the applicable laws and regulation. In particular, the application of variable remuneration shall encourage prudent risk taking, and consider the most influential risk entailing in business activities (main risks).

PENETAPAN MATERIAL RISK TAKERS

Dalam melaksanakan tata kelola dalam pemberian remunerasi, Bank wajib menetapkan pihak yang menjadi *material risk takers* (MRT). Penetapan MRT dapat dilakukan melalui pendekatan berikut:

1. Pendekatan Kualitatif

Berdasarkan pendekatan kualitatif, maka Direksi dan/ atau karyawan yang karena tugas dan tanggung jawabnya mengambil keputusan yang berdampak signifikan terhadap profil risiko Bank ditetapkan sebagai MRT.

2. Pendekatan Kuantitatif

Berdasarkan pendekatan kuantitatif, maka Dewan Komisaris, Direksi, dan/atau karyawan yang memperoleh remunerasi yang bersifat variabel dengan nilai yang besar dikategorikan sebagai MRT.

PENANGGUHAN ATAU PENARIKAN KEMBALI REMUNERASI

Apabila Bank mengalami kerugian, Bank dapat tidak membagikan atau membagikan remunerasi yang bersifat variabel dengan nilai yang relatif kecil. Bank juga wajib menangguhkan pembayaran remunerasi yang bersifat variabel (*malus*) kepada Dewan Komisaris dan Direksi atau menarik kembali remunerasi yang bersifat variabel yang sudah dibayarkan (*clawback*) kepada Dewan Komisaris dan Direksi, sebagai pihak yang menjadi MRT. Pengguhan atau penarikan kembali remunerasi yang bersifat variabel dilakukan apabila Bank mengalami kondisi tertentu, antara lain Bank mengalami kerugian, terjadinya risiko yang berdampak negatif terhadap keuangan Bank, terjadi *fraud* yang dilakukan oleh pihak yang menjadi MRT yang merugikan Bank, atau kondisi lainnya. Besaran persentase penangguhan pembayaran tersebut didasarkan pada kriteria stabilitas keuangan Bank, kecukupan dan penguatan permodalan Bank, kebutuhan likuiditas jangka pendek dan jangka panjang, potensi pendapatan di masa yang akan datang, serta risiko utama yang dihadapi Bank.

Jangka waktu penangguhan pembayaran remunerasi paling sedikit 3 (tiga) tahun dan dapat disesuaikan menjadi lebih panjang sesuai dengan jangka waktu risiko (*time horizon of risk*). Terkait hal ini, Dewan Komisaris dan Direksi dilarang melakukan lindung nilai atas remunerasi yang bersifat variabel yang ditangguhkan.

KAITAN REMUNERASI DENGAN RISIKO DAN KINERJA

Penetapan remunerasi yang bersifat variabel bagi Dewan Komisaris dan Direksi disesuaikan dengan risiko utama yang dihadapi Bank, serta perubahannya. Hal ini ditentukan berdasarkan kriteria dan dampak risiko terhadap Bank. Apabila risiko utama tersebut dialami Bank, maka remunerasi Dewan Komisaris dan Direksi sebagai MRT akan mendapat pengaruh.

Selain itu, penetapan remunerasi yang bersifat variabel bagi Dewan Komisaris dan Direksi juga disesuaikan dengan pengukuran kinerja individu dan kolegial oleh Dewan Komisaris dan Direksi. Dengan mempertimbangkan hasil pengukuran kinerja Dewan Komisaris dan Direksi, Komite Nominasi dan Remunerasi akan memberikan masukan/rekomendasi kepada Dewan Komisaris terkait besaran remunerasi yang layak diterima. Rekomendasi tersebut disampaikan Dewan Komisaris kepada RUPS untuk penetapan remunerasi bagi Dewan Komisaris dan Direksi.

DETERMINING MATERIALS OF RISK TAKERS

In the implementation of governance in providing remuneration, the Bank is required to determine parties that will become material risk takers (MRT). This can be carried out through the following approaches:

1. Qualitative Approach

Based on qualitative approach, the Board of Directors and/ or employees because of their duties and responsibilities make decisions that significantly influence the risk profile of the Bank previously determined as MRT.

2. Quantitative Approach

Based on quantitative approach, the Board of Commissioners, the Board of Directors, and/or employees having received variable remuneration with large values can be categorized as MRT.

DEFERMENT OR WITHDRAWAL OF REMUNERATION

In the event that the Bank suffers from losses, the Bank may not distribute or distribute variable remuneration with relatively low values. The Bank shall also defer to pay variable remuneration to the Board of Commissioners and the Board of Directors or withdraw variable remuneration having been paid (clawback) to the Board of Commissioners of the Board of Directors, as being the MRT parties. Deferment or withdrawal of variable remuneration will be made if the Bank experiences specific conditions, such as: suffering from losses, the occurrence of risks that may have negative impacts to the Bank's finance, fraud committed by MRT parties that may harm the Bank, or other conditions. The percentage of deferred payment is based on the criteria for financial stability of the Bank, adequate and strengthening capital of the Bank, short-term and long-term liquidity requirement, potential income in the future, as well as main risks faced by the Bank.

The period of deferred remuneration payment at least 3 (three) years, and can be adjusted to be longer according to the time horizon of risk. In refer to this matter, the Board of Commissioners, and the Board of Directors shall not take hedging value for the deferred variable remuneration.

RELATION BETWEEN REMUNERATION WITH RISK AND PERFORMANCE

Determination of variable remuneration for the Board of Commissioners and the Board of Directors is adjusted to the main risks faced by the Bank as well as the changes. This is carried out based on criteria and impact of risks on the Bank. If the Bank bears such main risks, the remuneration for the Board of Commissioners and the Board of Directors as the MRT will be influenced.

In addition, the determination of variable remuneration for the Board of Commissioners and the Board of Directors is adjusted to the individual performance measures and collegial performance of the Board of Commissioners and the Board of Directors. Considering the result of performance of the Board of Commissioners and the Board of Directors, the Nomination and Remuneration Committee will provide inputs/recommendations to the Board of Commissioners concerning the amount of reasonable remuneration received. Such recommendation is submitted by the Board of Commissioners to GMS for determining the remuneration for the Board of Commissioners and the Board of Directors.

KONSULTAN EKSTERNAL

Dalam menyusun kebijakan dan penetapan remunerasi Bank Victoria tidak memakai jasa konsultan eksternal.

JUMLAH NOMINAL/KOMPONEN REMUNERASI DEWAN KOMISARIS DAN DIREKSI

Jenis Remunerasi Type of Remuneration	Dewan Komisaris Board of Commissioners		Direksi Board of Director	
	Orang Persons	Jumlah (Rp) Amount (Rp)	Orang Persons	Jumlah (Rp) Amount (Rp)
Remunerasi Bersifat Tetap (Gaji dan THR) Fixed Remuneration (Salary and THR)	3	2.771.430.624	6	11.897.522.256
Remunerasi Bersifat Variabel (Bonus) Variable Remuneration (Bonus)	3	240.222.700	6	624.036.700
Total		3.011.653.324		12.521.558.956

Bentuk Remunerasi Form of Remuneration	Dewan Komisaris Board of Commissioners		Direksi Board of Director	
	Orang Persons	Jumlah (Rp) Amount (Rp)	Orang Persons	Jumlah (Rp) Amount (Rp)
Remunerasi Dalam Bentuk Tunai Remuneration in Cash	3	3.011.653.324	6	12.521.558.956
Remunerasi Dalam Bentuk Natura Remuneration in Nature	2	611.600.000	5	3.357.361.458
Remunerasi Dalam Bentuk Saham Remuneration in Shares	4	-	5	-
Total		3.623.253.324		15.878.920.414

REMUNERASI YANG DIKELOMPOKKAN DALAM TINGKAT PENGHASILAN

Remunerasi dalam satu tahun dikelompokkan dalam kisaran tingkat penghasilan adalah sebagai berikut:

Tabel Kelompok Jumlah Remunerasi Dewan Komisaris
Table of Range of the Board of Commissioners' Remunerations

Jumlah Remunerasi Amount of Remuneration	Jumlah Komisaris Number of Commissioners	Jumlah Direksi Number of Directors
Di atas Rp.2 Miliar / Above Rp 2 billion	-	2
Di atas Rp.1 Miliar – Rp.2 Miliar / Above Rp 1 billion – Rp 2 billion	1	4
Di atas Rp.500 Juta – Rp.1 Miliar / Above Rp 500 million – Rp 1 billion	2	-
Rp.500 Juta ke bawah / Rp 500 million and below	-	-

JABATAN DAN JUMLAH PIHAK YANG MENJADI MATERIAL RISK TAKER

Jumlah pihak yang menjadi *material risk taker* sebanyak 7 (tujuh) orang yang terdiri dari 4 (empat) orang Direktur dan 3 (tiga) orang anggota Dewan Komisaris.

SHARE OPTION

Selama tahun 2018, tidak terdapat *share option* yang dimiliki Direksi, Dewan Komisaris maupun pejabat eksekutif.

REMUNERASI YANG DITANGGUHKAN ATAU DITARIK KEMBALI

Sepanjang tahun 2018, tidak terdapat remunerasi Dewan Komisaris dan Direksi yang ditangguhkan atau ditarik kembali.

EKSTERNAL CONSULTANT

In establishing policies and determining remuneration, Bank Victoria doesn't use any external consultant services.

TOTAL NOMINAL/REMUNERATION COMPONENT OF THE BOARD OF COMMISSIONERS AND DIRECTORS

Jenis Remunerasi Type of Remuneration	Dewan Komisaris Board of Commissioners		Direksi Board of Director	
	Orang Persons	Jumlah (Rp) Amount (Rp)	Orang Persons	Jumlah (Rp) Amount (Rp)
Remunerasi Bersifat Tetap (Gaji dan THR) Fixed Remuneration (Salary and THR)	3	2.771.430.624	6	11.897.522.256
Remunerasi Bersifat Variabel (Bonus) Variable Remuneration (Bonus)	3	240.222.700	6	624.036.700
Total		3.011.653.324		12.521.558.956

Bentuk Remunerasi Form of Remuneration	Dewan Komisaris Board of Commissioners		Direksi Board of Director	
	Orang Persons	Jumlah (Rp) Amount (Rp)	Orang Persons	Jumlah (Rp) Amount (Rp)
Remunerasi Dalam Bentuk Tunai Remuneration in Cash	3	3.011.653.324	6	12.521.558.956
Remunerasi Dalam Bentuk Natura Remuneration in Nature	2	611.600.000	5	3.357.361.458
Remunerasi Dalam Bentuk Saham Remuneration in Shares	4	-	5	-
Total		3.623.253.324		15.878.920.414

REMUNERATION CATEGORIZED BY INCOME LEVELS

Remunerasi dalam satu tahun dikelompokkan dalam kisaran tingkat penghasilan adalah sebagai berikut:

POSITION AND NUMBER OF PARTIES IDENTIFIED AS MATERIAL RISK TAKER

The number of parties that identified as material risk takers was 7 (seven) people consisting of 4 (four) member of the Board of Directors and 3 (three) member of the Board of Commissioners.

SHARE OPTION

During 2018, there were no share options held by the Board of Directors, Board of Commissioners or executive officers.

SUSPENDED OR REVOKED REMUNERATION

During 2018, there was no suspended or revoked remuneration for the Board of Commissioners and Directors.

RASIO GAJI TERTINGGI DAN TERENDAH

Bank memperhatikan kesesuaian rasio gaji Dewan Komisaris, Direksi dan seluruh karyawan Bank dengan tingkat tugas dan tanggung jawab yang diembannya. Informasi terkait rasio gaji tertinggi dan terendah dapat dilihat pada Bab *Corporate Social Responsibility* dalam Laporan Tahunan ini.

JUMLAH PEGAWAI YANG TERKENA PEMUTUSAN HUBUNGAN KERJA DAN TOTAL PESANGON

Selama tahun 2018, tidak terdapat pegawai yang terkena pemutusan hubungan kerja.

AKUNTAN PUBLIK

PENERAPAN FUNGSI AUDIT EKSTERNAL

Bank memastikan pelaksanaan fungsi audit eksternal berjalan secara independen dan telah sangat efektif, sesuai dengan persyaratan yang ditetapkan dalam ketentuan, dengan menghasilkan kualitas dan cakupan hasil audit yang sangat baik.

MEKANISME DAN DASAR PENUNJUKAN AKUNTAN PUBLIK

Penunjukan kantor akuntan publik dan akuntan publik dilakukan melalui mekanisme RUPS dengan mempertimbangkan usulan Dewan Komisaris yang telah memperhatikan rekomendasi Komite Audit. Dalam menyusun rekomendasi, Komite Audit mempertimbangkan:

1. Independensi kantor akuntan publik, akuntan publik, dan orang dalam kantor akuntan publik;
2. Ruang lingkup audit;
3. Imbalan jasa audit;
4. Keahlian dan pengalaman kantor akuntan publik, akuntan publik dan tim audit
5. Metodologi, teknik, dan sarana audit yang digunakan
6. Manfaat *fresh eye perspectives* yang akan diperoleh melalui penggantian kantor akuntan publik, akuntan publik dan tim audit;
7. Potensi risiko atas penggunaan jasa audit oleh kantor akuntan publik yang sama secara berturut-turut untuk kurun waktu yang cukup panjang; dan/atau
8. Hasil evaluasi terhadap pelaksanaan pemberian jasa audit atas informasi keuangan historis tahunan oleh kantor akuntan publik dan akuntan publik pada periode sebelumnya.

Hasil pertimbangan Komite Audit tersebut kemudian disampaikan kepada Dewan Komisaris dan Otoritas Jasa Keuangan. Berdasarkan ketentuan yang berlaku, melalui mekanisme RUPS telah ditetapkan kantor akuntan publik dan akuntan publik, yang merupakan pihak independen yang tidak memiliki benturan kepentingan dengan Bank, untuk mengaudit laporan keuangan Bank.

KANTOR AKUNTAN PUBLIK, NAMA AKUNTAN DAN FEE

Berdasarkan POJK No. 6/POJK.03/2015 tentang Transparansi dan Publikasi Laporan Bank pasal 6 berbunyi Laporan Keuangan posisi akhir bulan Desember yang diumumkan secara triwulanan dan tahunan wajib diaudit oleh Akuntan Publik yang terdaftar di Otoritas Jasa Keuangan.

HIGHEST AND LOWEST SALARY RATIO

The Bank pays attention to the suitability of salary ratio for the Board of Commissioners, Directors and all Bank employees with each duties and responsibilities level. Information regarding the highest and lowest salary ratio can be seen on the Corporate Social Responsibility Chapter in this Annual Report.

NUMBER OF EMPLOYEES AFFECTED BY TERMINATION OF EMPLOYMENT AND TOTAL SEVERANCE PAY

During 2018, there were no employees affected by termination of employment.

PUBLIC ACCOUNTANT

IMPLEMENTATION OF EXTERNAL AUDIT FUNCTION

The Bank ensured the implementation of external audit function carried out independently and has been very effective, in accordance with the requirements stipulated in the provisions, by generating excellent quality and scope of audit results.

MECHANISM AND BASIS FOR APPOINTMENT OF PUBLIC ACCOUNTANTS

The appointment of a public accountant firm and public accountant is conducted through a GMS mechanism by considering the Board of Commissioners' proposal that have considered the recommendations from the Audit Committee. In preparing the recommendation, the Audit Committee considers the following:

1. Independence of public accountant firms, public accountants, and public accountant firm's personnel;
2. Audit Scope
3. Audit fee;
4. Expertise and experience of public accountant firms, public accountants and audit teams
5. Methodology, techniques, and audit facilities used.
6. Benefits of fresh eye perspectives that will be obtained through replacement of public accountant firms, public accountants and audit teams;
7. Potential risks in using the same public accountant firm consecutively for a long period of time; and/or
8. Evaluation results of the implementation of audit services for annual historical financial information by public accountant firms and public accountants in the previous period.

The results of Audit Committee's consideration are then submitted to the Board of Commissioners and Financial Services Authority. Based on the applicable provisions, through the GMS mechanism, a public accountant firm and public accountant has been appointed, which is an independent party that has no conflict of interest with the Bank, to audit the Bank's financial statements.

PUBLIC ACCOUNTING FIRM, ACCOUNTANT NAME AND FEE

Based on Regulation of Financial Services Authority (POJK) Number 6/POJK.03/2015 on the Bank Report's Publication and Transparency article 6 saying Financial Statements for end of December published quarterly and annually shall be audited by Public Accountant registered with Financial Services Authority.

Tabel Kantor Akuntan Publik, Nama Akuntan, Fee dan Izin KAP

Table of Public Accounting Firms, Accountant Names, Fees, and Public Accounting Firm License

Kantor Akuntan Publik Public Accountant Firm	Periode Period	Tahun Buku Fiscal Year	Biaya (Rp) Fee (Rp)	Masa Kontrak Contract Term	Akuntan Publik Public Accountant	Nomor Izin Akuntan Publik Public Accountant License Number
Tanudiredja, Wibisana, Rintis & Rekan (<i>member of</i> Pricewaterhouse Cooper) Tanudiredja, Wibisana, Rintis & Rekan (member of Pricewaterhouse Cooper)	2018	2018	1.760.000.000	Januari - Desember Januari - Desember	Drs. M. Jusuf Wibisana, MEc, CPA	AP. 022
Tanudiredja, Wibisana, Rintis & Rekan (<i>member of</i> Pricewaterhouse Cooper) Tanudiredja, Wibisana, Rintis & Rekan (member of Pricewaterhouse Cooper)	2017	2017	1,500,000,000	Januari - Desember January - December	Drs. M. Jusuf Wibisana, MEc, CPA	AP. 0222
Tanudiredja, Wibisana & Rekan (<i>member of</i> Pricewaterhouse Cooper) Tanudiredja, Wibisana & Rekan (member of Pricewaterhouse Cooper)	2014 - 2016	2016	1,421,238,000	Januari - Desember January - December	Lucy Luciana Suhenda	AP. 0229
		2015	808,600,000	Januari - Desember January - December	Lucy Luciana Suhenda	AP. 0229
		2014	400,000,000	Januari - Desember January - December	Lucy Luciana Suhenda	AP. 0229
Tjahjadi & Tamara (<i>member of Morison KSi</i>) Tjahjadi & Tamara (member of Morison KSi)	2012 - 2013	2013	375,000,000	Januari - Desember January - December	Junarto Tjahjadi	AP. 0168
		2012	300,000,000	Januari - Desember January - December	Junarto Tjahjadi	AP. 0168

JASA LAIN YANG DIBERIKAN AKUNTAN

Selama tahun 2018 tidak terdapat jasa lain yang diberikan oleh Akuntan.

KOORDINASI AUDITOR EKSTERNAL DAN KOMITE AUDIT

Dalam menjalankan tugasnya, akuntan publik melakukan komunikasi secara intensif dengan auditor internal dan Komite Audit. Dalam hal terjadi perbedaan pendapat antara akuntan publik dengan auditor internal, maka Komite Audit dapat memberikan saran, rekomendasi, dan pendapat yang bersifat independen terkait permasalahan yang dihadapi.

MANAJEMEN RISIKO

Seiring dengan perkembangan globalisasi, tingkat persaingan, teknologi informasi, inovasi produk, maka risiko yang dihadapi Bank menjadi semakin kompleks dan Dinamis. Oleh karenanya, Bank perlu meningkatkan penerapan tata kelola perusahaan yang baik, khususnya melalui implementasi sistem manajemen risiko yang efektif. Peningkatan implementasi sistem manajemen risiko dilakukan melalui peningkatan fungsi identifikasi, pengukuran, pemantauan, dan pengendalian risiko, hal tersebut dilakukan terhadap seluruh faktor-faktor Risiko yang berpengaruh secara signifikan terhadap kondisi keuangan Bank.

OTHER SERVICES PROVIDED BY THE ACCOUNTANT

During 2018 there were no other services provided by Accountants.

EXTERNAL AUDITOR AND AUDIT COMMITTEE COORDINATION

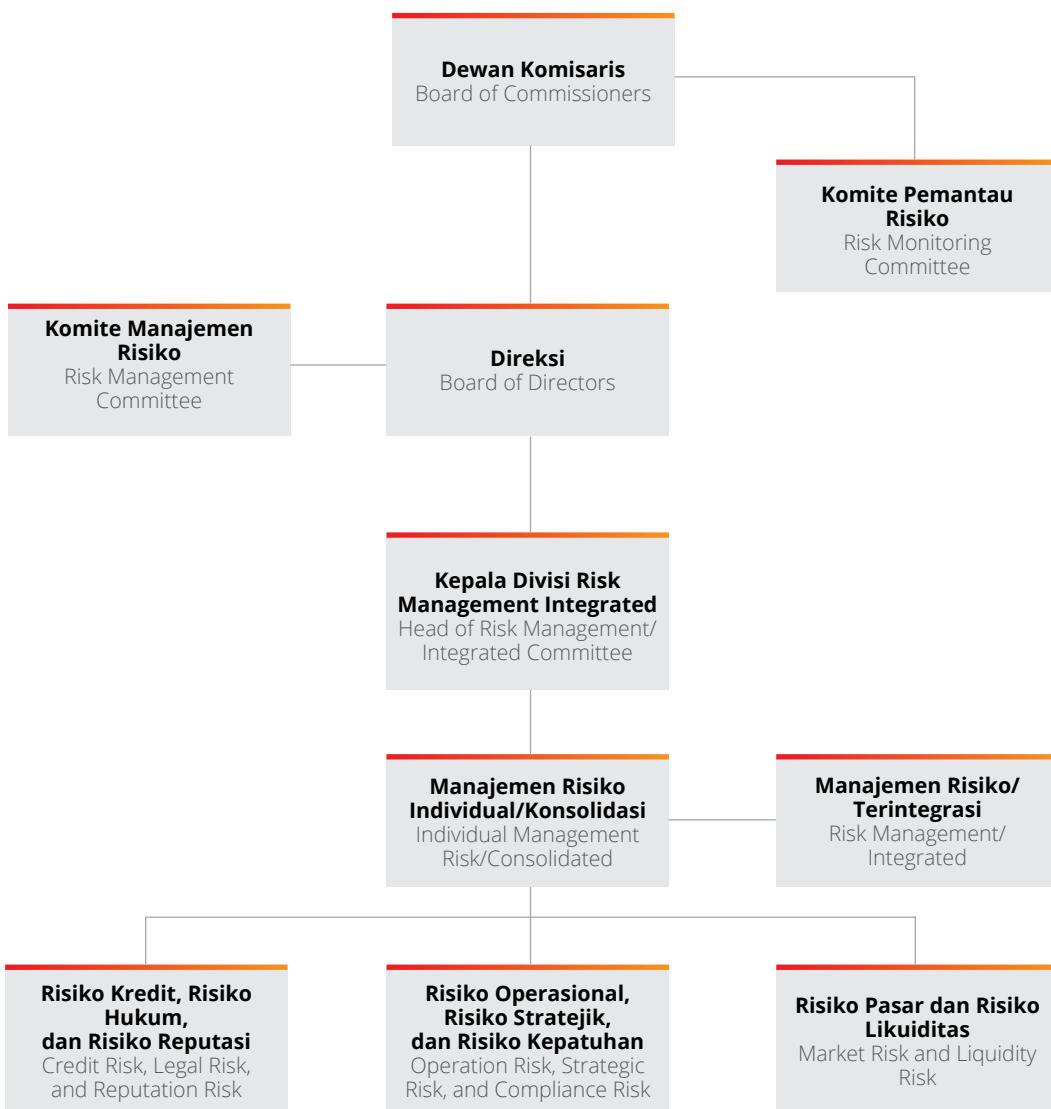
In giving his/her service, the public accountant communicates intensively with the internal auditor and the Audit Committee. In the event of any dissenting opinion between the public accountant and the internal auditor, the Audit Committee may provide independent advice, recommendation, and opinion on the issues at hand.

RISK MANAGEMENT

Along with the globalization development, competition level, information technology, product innovations, any risk faced by the Bank becomes more complex and dynamic. Therefore, the Bank needs to improve its good corporate governance implementation, especially by implementing effective risk management system. Improving risk management system implementation is performed through improving identification, measurement, monitoring, and risk control functions, in which they are applied to all Risk factors significantly influential to the Bank's financial condition.

STRUKTUR ORGANISASI MANAJEMEN RISIKO

INTEGRATED RISK MANAGEMENT'S ORGANIZATIONAL STRUCTURE



PROFIL KEPALA DIVISI MANAJEMEN RISIKO/TERINTEGRASI

Hermawan

Kepala Divisi Manajemen Risiko/Terintegrasi Warga Negara Indonesia, lahir di Jakarta pada tahun 1970. Saat ini berusia 49 tahun dan berdomisili di Jakarta. Meraih Diploma III dari Akademi Borobudur, Jakarta pada tahun 1992, Sarjana Ekonomi dari Sekolah Tinggi Ilmu Ekonomi Yayasan Administrasi Indonesia, Jakarta pada tahun 1995, serta Magister Manajemen dari Sekolah Tinggi Ilmu Manajemen Labora, Jakarta pada tahun 1997. Memiliki *International Certificate in Banking Risk and Regulation* (ICBRR) dari GARP-BSMR. Bergabung di Bank Victoria sebagai Kepala Divisi Manajemen Risiko pada tanggal 5 Februari 2013. Menjabat sebagai Kepala Divisi Manajemen Risiko/Terintegrasi sejak tahun 2015.

RISK MANAGEMENT/INTEGRATED DIVISION HEAD'S PROFILE

Hermawan

Risk Management/Integrated Division Head, Indonesian Citizen, born in Jakarta in 1970. He is 49 years old and domiciled in Jakarta. Earned his Diploma III from Akademi Borobudur, Jakarta in 1992, Bachelor of Economics from Sekolah Tinggi Ilmu Ekonomi Yayasan Administrasi Indonesia, Jakarta in 1995, and Master of Management from Sekolah Tinggi Ilmu Manajemen Labora, Jakarta in 1997. He has an International Certificate in Banking Risk and Regulation (ICBRR) from GARP-BSMR. He joined Bank Victoria as Risk Management Division Head on February 5, 2013. He served as Risk Management/Integrated Division Head since 2015.

TUGAS DAN TANGGUNG JAWAB DIVISI MANAJEMEN RISIKO/TERINTEGRASI

Tugas dan tanggung jawab Divisi Manajemen Risiko/Terintegrasi secara individual meliputi:

1. Memberikan masukan kepada Direksi dalam penyusunan kebijakan, strategi, dan kerangka manajemen risiko;
2. Mengembangkan prosedur dan alat untuk identifikasi, pengukuran, pemantauan, dan pengendalian risiko;
3. Mendesain dan menerapkan perangkat yang dibutuhkan dalam penerapan manajemen risiko;
4. Memantau implementasi kebijakan, strategi, dan kerangka manajemen risiko yang direkomendasikan oleh Komite Manajemen Risiko dan yang telah disetujui oleh Direksi;
5. Memantau posisi/eksposur risiko secara keseluruhan maupun per risiko, termasuk pemantauan kepatuhan terhadap toleransi risiko dan limit yang ditetapkan;
6. Melakukan *stress testing* guna mengetahui dampak dari implementasi kebijakan dan strategi manajemen risiko terhadap portofolio atau kinerja Bank secara keseluruhan;
7. Mengkaji usulan aktivitas dan/atau produk baru yang dikembangkan oleh *risk taking unit*. Pengkajian difokuskan terutama pada aspek kemampuan untuk mengelola aktivitas dan/atau produk baru, termasuk kelengkapan sistem dan prosedur yang digunakan, serta dampaknya terhadap eksposur risiko secara keseluruhan;
8. Memberikan rekomendasi kepada *risk taking unit* dan/atau kepada Komite Manajemen Risiko terkait penerapan manajemen risiko, antara lain mengenai besaran atau maksimum eksposur risiko yang dapat dipelihara;
9. Menyusun dan menyampaikan laporan profil risiko kepada Direktur Utama, Direktur Manajemen Risiko dan Kepatuhan, dan Komite Manajemen Risiko, serta kepada Otoritas Pengawas Bank secara berkala. Frekuensi laporan harus ditingkatkan apabila kondisi pasar berubah dengan cepat;
10. Mengevaluasi akurasi dan validitas data yang digunakan oleh Bank untuk keperluan internal;
11. Melaksanakan kaji ulang secara berkala dengan frekuensi yang disesuaikan kebutuhan untuk memastikan:
 - a. Kecukupan kerangka manajemen risiko;
 - b. Keakuratan metodologi penilaian risiko;
 - c. Kecukupan sistem informasi manajemen risiko.

Selain hal tersebut, perlu disusun dan menyampaikan pengungkapan manajemen risiko dalam laporan publikasi Bank, yang mencakup kinerja manajemen risiko dan arah kebijakan manajemen risiko.

PENGEMBANGAN KOMPETENSI BIDANG MANAJEMEN RISIKO

Pengembangan kompetensi yang diikuti anggota Divisi Manajemen Risiko/Terintegrasi selama 2018, sebagai berikut:

Tabel Pengembangan Kompetensi Divisi Manajemen Risiko
Table of Competence Development for Risk Management Division

No	Materi Pengembangan Kompetensi Competency Development Material	Waktu Pelaksanaan Time	Penyelenggara Organizer
1.	Training dan Refreshment Manajemen Risiko "Risiko Dalam Pembayaran – Kebijakan Sistem Pembayaran <i>Fraud</i> dan Perlindungan Konsumen Dalam Transaksi <i>E-Banking</i> ". Risk Management Training and Refreshment on "Risk in Payment-Fraud Payment System and Consumer Protection Policy in E-Banking Transactions".	1 Maret 2018 1 March 2018	LSSP

RISK MANAGEMENT DIVISION'S DUTIES AND RESPONSIBILITIES/INTEGRATED

Risk Management/Integrated Division's duties and responsibilities individually include as follows:

1. To give input to the Board of Directors in preparing the risk management policy, strategy, and framework;
2. To develop any procedure and tool for risk identification, measurement, monitoring, and control;
3. To design and to implement any tool required by risk management implementation;
4. To monitor any implementation of policies, strategies, and risk management framework recommended by the Risk Management Committee and approved by the Board of Directors;
5. To monitor any risk positions/exposures in overall or per risk, including monitoring of compliance with defined risk tolerance and limits;
6. To conduct stress testing for defining impact of implementation of risk management policies and strategies on overall portfolio or performance of the Bank
7. To review any proposed new activity and/or product developed by risk taking units. The review focuses mainly on aspects of ability to manage new activities and/or products, including the completeness of applied systems and procedures, as well as the impact on overall risk exposures;
8. To give recommendations to risk taking units and/or Risk Management Committee related to the risk management implementation, including, among others, the magnitude of or maximum risk exposure that can be maintained;
9. To prepare and to submit any risk profile report to President Director, Risk Management and Compliance Director, and Risk Management Committee, and to the Bank's Supervisory Authority, periodically. Report frequency must be improved in case market condition changes rapidly;
10. To evaluate accuracy and validity of data used by the Bank for internal purposes;
11. To perform regular reviews with frequency-adjusted needs for ensuring:
 - a. Adequacy of risk management framework;
 - b. Accuracy of risk assessment methodology;
 - c. Adequacy of risk management information system.

In addition to abovementioned matters, the Bank needs to develop and disclose risk management in the Bank's publication report, including the performance of risk management and the direction of risk management policies.

COMPETENCE DEVELOPMENT FOR RISK MANAGEMENT DIVISION

Competence development programs joined by members of Risk Management/Integrated Division during 2018 were as follows:

No	Materi Pengembangan Kompetensi Competency Development Material	Waktu Pelaksanaan Time	Penyelenggara Organizer
2.	<i>Training "A 16 Hour Business English Communication Skills Program"</i> Training on "A 16 Hour Business English Communication Skills Program"	3 Maret 2018 3 March 2018	ELE
3.	<i>Training "Essential Financial Risk Management".</i> Training on "Essential Financial Risk Management".	6 April 2018 6 April 2018	Bank Victoria
4.	<i>Training Laser Batch 3 dan 4.</i> Training on Laser Batch 3 and 4.	6 September 2018 6 September 2018	Blasius
5.	<i>Training Trade Operational "Sesi 1 dan 2".</i> Training on Trade Operational "Session 1 and 2".	15 September 2018 15 September 2018	Phi Solusi
6.	<i>Training "IRBB Mengacu SEOJK Terbaru (Refreshment Manajemen Risiko)".</i> Training on "IRBB Refers to the Latest SEOJK (Risk Management Refreshment)	27 September 2018 27 September 2018	RMG
7.	<i>Training "Pelaporan Bank Umum"</i> Training on "Commercial Bank Reporting"	4 Oktober 2018 4 October 2018	LPPI
8.	<i>Training "Mindsetting Agent of Change" Batch 1-3.</i> Training on "Mindsetting Agent of Change" Batch 1-3.	5 Oktober 2018 5 October 2018	Blasius Haryanto
9.	<i>Training "Forex"</i> Training on "Forex"	6 Oktober 2018 6 October 2018	PT. Karya Nexell Indonesia
10.	<i>Training dan Ujian "Manajemen Risiko Level 1" Batch 3.</i> Training and Exam on "Risk Management Level 1" Batch 3.	30 Oktober 2018 30 October 2018	Bank Victoria dan LSPP
11.	<i>Training dan Seminar "IRMO 2019: Achieving High Performance amid Political Risk".</i> Training and Seminar on "IRMO 2019: Achieving High Performance amid Political Risk".	6 November 2018 6 November 2018	LPPI
12.	<i>Training dan Ujian "Manajemen Risiko Level 1" Batch 4.</i> Training and Exam on "Risk Management Level 1" Batch 4.	11 November 2018 11 November 2018	Bank Victoria dan LSPP

SERTIFIKASI MANAJEMEN RISIKO DIVISI RISK MANAGEMENT/INTEGRATED

RISK MANAGEMENT CERTIFICATION OF RISK MANAGEMENT/INTEGRATED DIVISION

Tabel Sertifikasi Manajemen Risiko Divisi Risk Management/Integrated
Table of Risk Management Certification of Risk Management/Integrated Division

Nama Name	Jabatan Position	Kompetensi Competence
Hermawan	Kepala Divisi / Division Head	<ul style="list-style-type: none"> - Sertifikasi Manajemen Risiko Level IV dan <i>International Certificate in Banking Risk and Regulation</i> - Sertifikasi Compliance Level Officer <ul style="list-style-type: none"> - Risk Management Certification Level IV and International Certificate in Banking Risk and Regulation - Compliance Certification of Officer Level
Budiman L Sitorus	Unit Head / Unit Head	Manajemen Risiko Level III / Risk Management Level III
Kunto Wibisono	Kepala Seksi / Section Head	Manajemen Risiko Level II / Risk Management Level II
Heri Ng	Kepala Seksi / Section Head	Manajemen Risiko Level II / Risk Management Level II
Lina Nuraeni	Staf / Staff	Manajemen Risiko Level II / Risk Management Level II
Yofi Yandri	Staf / Staff	Manajemen Risiko Level II / Risk Management Level II
Yusuf Doi Pratama	Staf / Staff	Manajemen Risiko Level I / Risk Management Level I

SERTIFIKASI MANAJEMEN RISIKO

Sehubungan dengan hal tersebut, Bank telah mengikutsertakan Dewan Komisaris, Direksi, Pejabat Eksekutif, dan karyawan terkait dalam program sertifikasi manajemen risiko, termasuk memberikan pelatihan penyegaran (*refreshment training*) terhadap pihak yang telah lulus program sertifikasi manajemen risiko. Informasi terkait sertifikasi manajemen risiko di tahun 2018 sebagai berikut:

RISK MANAGEMENT CERTIFICATION

In that regard, the Bank has involved members of Board of Commissioners, Board of Directors, Executive Officers, and relevant employees in the risk management certification program, including provided the refreshment training to those who have passed the risk management certification program. The following is the information related to risk management certification in 2018:

Tabel Sertifikasi Manajemen Risiko
Table of Risk Management Certification

Level Sertifikasi Certification Level	Jabatan Position	Jumlah Pegawai Total Employees
5	Dewan Komisaris / Board of Commissioners	2
2	Dewan Komisaris / Board of Commissioners	1
5	Direksi / Board Of Director	6
4	Manajemen / Management	21
3	Manajemen / Management	11
2	Manajemen / Management	36
1	Manajemen / Management	145
3	Pelaksana / Staff	1
2	Pelaksana / Staff	13
1	Pelaksana / Staff	116

SISTEM MANAJEMEN RISIKO

PENERAPAN MANAJEMEN RISIKO

Penerapan manajemen risiko dilakukan melalui implementasi manajemen risiko pada setiap aktivitas fungsional operasional Bank sehingga manajemen risiko mampu menjadi bagian yang tidak terpisahkan dalam setiap aktivitas Bank tersebut, serta melalui pengelolaan permodalan Bank agar mampu menyerap risiko yang dihadapi Bank serta sesuai dengan persyaratan regulator. Dalam praktiknya, Bank menerapkan manajemen risiko secara menyeluruh yang mencakup 8 (delapan) jenis risiko, yaitu risiko kredit, risiko pasar, risiko likuiditas, risiko operasional, risiko statejik, risiko hukum, risiko kepatuhan dan risiko reputasi. Penerapan manajemen risiko secara efektif, baik untuk Bank secara individual maupun untuk Bank secara konsolidasi dengan Entitas Anak, dilakukan melalui 4 (empat) pilar, yaitu:

1. Pengawasan aktif Direksi dan Dewan Komisaris;
2. Kecukupan kebijakan dan prosedur manajemen risiko dan penetapan limit risiko;
3. Kecukupan proses identifikasi, pengukuran, pemantauan, dan pengendalian risiko, serta sistem informasi manajemen risiko; dan
4. Sistem pengendalian intern yang menyeluruh.

Pengawasan Aktif Dewan Komisaris dan Direksi

Penerapan manajemen risiko dilakukan berdasarkan wewenang dan tanggung jawab yang jelas yang dimiliki oleh masing-masing pihak sesuai jenjang jabatan. Peran Dewan Komisaris dan Direksi dalam penerapan manajemen risiko diuraikan sebagai berikut:

1. Dewan Komisaris
Pengawasan aktif yang dilakukan oleh Dewan Komisaris diantaranya meliputi:
 - a. Menyetujui dan mengevaluasi kebijakan manajemen risiko, termasuk strategi dan kerangka manajemen risiko yang ditetapkan sesuai dengan tingkat risiko yang diambil (*risk appetite*) dan toleransi risiko (*risk tolerance*) Bank;
 - b. Mengevaluasi kebijakan manajemen risiko dan strategi manajemen risiko paling sedikit sekali dalam setahun atau dalam frekuensi yang lebih sering, dalam hal terdapat perubahan faktor-faktor yang mempengaruhi kegiatan usaha secara signifikan;

RISK MANAGEMENT SYSTEM

RISK MANAGEMENT IMPLEMENTATION

Risk management implementation is carried out by implementing risk management in every Bank's operationally functional activity so it becomes an integral part of each Bank's activity, as well as by Bank's capital management to be able to absorb the risks faced by the Bank and in accordance with regulatory requirements. In practice, the Bank implements comprehensive risk management covering 8 (eight) types of risks, namely credit risk, market risk, liquidity risk, operational risk, strategic risk, legal risk, compliance risk, and reputation risk. Effective risk management implementation, either for the Bank individually or Consolidated with Subsidiaries, is conducted through 4 (four) pillars as follows:

1. Active monitoring of the Board of Directors and the Board of Commissioners;
2. Adequacy of risk management policies and procedures and risk limit setting;
3. Adequacy of process of risk identification, measurement, monitoring, and management, as well as risk management information system; and
4. Comprehensive internal control system.

Active Monitoring of the Board of Commissioners and the Board of Directors

Implementation of risk management is done based on clear authority and responsibility owned by each party according to the position level. The roles of the Board of Commissioners and the Board of Directors in risk management implementation are described as follows.

1. Board of Commissioners
Active monitoring conducted by the Board of Commissioners includes as follows:
 - a. Approving and evaluating risk management policies, including risk management strategy and framework established according to the Bank's risk appetite and risk tolerance;
 - b. Evaluating risk management policies and risk management strategies at least once a year or more, in the event that there are changes in factors affecting the business activities significantly;

- c. Mengevaluasi pertanggungjawaban Direksi dalam rangka memastikan bahwa Direksi mengelola aktivitas dan risiko-risiko secara efektif dan memberikan arahan perbaikan atas pelaksanaan kebijakan manajemen risiko secara berkala;
 - d. Memastikan kebijakan dan proses manajemen risiko dilaksanakan secara efektif dan terintegrasi dalam proses manajemen risiko secara keseluruhan; dan
 - e. Mengevaluasi dan memutuskan permohonan Direksi yang berkaitan dengan transaksi yang memerlukan persetujuan Dewan Komisaris.
2. Direksi
- Pengawasan aktif yang dilakukan oleh Direksi diantaranya meliputi:
- a. Setelah mendapat persetujuan dari Dewan Komisaris, maka Direksi melaksanakan kebijakan, strategi dan kerangka manajemen risiko secara tertulis dan komprehensif, termasuk limit risiko secara keseluruhan dan per jenis risiko, dengan memperhatikan tingkat risiko yang akan diambil dan toleransi risiko sesuai kondisi Bank, serta memperhitungkan dampak risiko terhadap kecukupan permodalan;
 - b. Menyusun dan menetapkan mekanisme persetujuan transaksi, termasuk yang melampaui limit dan kewenangan untuk setiap jenjang jabatan;
 - c. Mengevaluasi dan mengkinikan kebijakan, strategi, dan kerangka manajemen risiko paling kurang sekali dalam setahun atau dalam frekuensi yang lebih sering, dalam hal terdapat perubahan faktor-faktor yang mempengaruhi kegiatan usaha Bank, eksposur risiko, dan profil risiko secara signifikan;
 - d. Menetapkan struktur organisasi, termasuk wewenang dan tanggung jawab yang jelas pada setiap jenjang jabatan yang terkait dengan penerapan manajemen risiko;
 - e. Bertanggung jawab atas pelaksanaan kebijakan, strategi, dan kerangka manajemen risiko yang telah disetujui oleh Dewan Komisaris, serta mengevaluasi dan memberikan arahan berdasarkan laporan-laporan yang disampaikan oleh Divisi *Risk Management/Integrated*, termasuk laporan mengenai profil risiko;
 - f. Memastikan seluruh risiko material dan dampak yang ditimbulkan telah ditindaklanjuti, kemudian menyampaikan laporan pertanggung jawaban kepada Dewan Komisaris secara berkala. Laporan tersebut memuat laporan perkembangan dan permasalahan terkait risiko yang material disertai langkah-langkah perbaikan yang telah, sedang, dan akan dilakukan;
 - g. Memastikan pelaksanaan langkah-langkah perbaikan atas permasalahan atau penyimpangan dalam kegiatan usaha Bank yang ditemukan oleh Divisi Audit Internal/*Integrated and Anti Fraud*;
 - h. Mengembangkan budaya manajemen risiko, termasuk kesadaran risiko pada seluruh jenjang organisasi, meliputi komunikasi yang memadai tentang pentingnya pengendalian internal yang efektif kepada seluruh jenjang organisasi;
 - i. Memastikan kecukupan dukungan keuangan dan infrastruktur untuk mengelola dan mengendalikan risiko;
 - j. Memastikan bahwa fungsi manajemen risiko telah diterapkan secara independen yang dicerminkan adanya pemisahan fungsi antara Divisi Manajemen
 - c. Evaluating the Board of Directors' accountability to ensure that the Board of Directors manages activities and risks effectively and to provide regular directives for improved implementation of risk management policies;
 - d. Ensuring that the risk management policies and process are performed effectively and integrated comprehensively in the risk management process; and
 - e. Evaluating and determining the Board of Directors' request related to transactions requiring approval from the Board of Commissioners.
2. Board of Directors
- Active monitoring by the Board of Directors includes as follows:
- a. After obtaining approval from the Board of Commissioners, the Board of Directors must implement the risk management policy, strategy, and framework comprehensively and by risk type, including risk limit in overall and per type of risks, by considering the risk level and risk tolerance according to the Bank's condition, and measuring the risk impact on the capital adequacy;
 - b. Preparing and establishing transaction approval mechanisms, including those that exceed the limits and authority for each level of position;
 - c. Evaluating and updating any risk policy, strategy, and risk management framework at least once a year, in the event that there are changes in factors affecting the Bank's business activities, risk exposures, and risk profiles significantly;
 - d. Determining organizational structure, including clear authority and responsibilities at every level of position related to the risk management implementation;
 - e. Responsible for the implementation of policies, strategies and risk management framework as approved by the Board of Commissioners, and evaluating and providing guidance based on the reports submitted by the Risk Management/Integrated Division, including any report on risk profiles;
 - f. Ensuring that any material risk and impact occurred have been followed-up, and submitting the accountability report to the Board of Commissioners periodically. Such report contains any report on the development and problems related to the material risk along with related corrective actions those have been, are being, and will be taken;
 - g. Ensuring the implementation of corrective actions on any problem or deviation in the Bank's business activities found by the Internal Audit/Integrated and Anti-Fraud Division;
 - h. Developing risk management culture, including risk awareness on all organizational levels, including sufficient communication about the importance of an effective internal control to all organizational levels;
 - i. Ensuring sufficient financial and infrastructure support to manage and control any risk;
 - j. Ensuring that the risk management functions are applied independently as reflected by separating the functions of Risk Management/Integrated Division,

- Risiko/Terintegrasi yang melakukan identifikasi, pengukuran, pemantauan, dan pengendalian risiko dengan satuan kerja yang melakukan dan menyelesaikan transaksi;
- k. Memastikan peningkatan kompetensi sumber daya manusia yang terkait dengan manajemen risiko, antara lain melalui program pendidikan dan pelatihan secara berkesinambungan mengenai penerapan manajemen risiko; serta
 - I. Melaksanakan kaji ulang secara berkala untuk memastikan:
 - Keakuratan metodologi penilaian risiko;
 - Kecukupan implementasi sistem informasi manajemen risiko; dan
 - Ketepatan kebijakan dan prosedur manajemen risiko serta penetapan limit risiko.

Kecukupan Kebijakan dan Prosedur serta Penerapan Limit Risiko

Bank memiliki kebijakan, standar, dan prosedur penerapan manajemen risiko yang dimuat dalam Kebijakan dan Pedoman Umum Manajemen Risiko dan Prosedur Penilaian Profil Risiko yang telah disahkan melalui Surat Keputusan Direksi No. 13/SK-DIR/03/17 tanggal 31 Maret 2017 tentang Kebijakan dan Pedoman Umum Manajemen Risiko dan Surat Keputusan Direksi No. 006/SK-DIR/12/17 tanggal 19 Desember 2017 tentang Prosedur Penilaian Profil Risiko. Kebijakan tersebut telah diterapkan secara konsisten dan senantiasa ditinjau kembali untuk memastikan kesesuaianya dengan perkembangan karakteristik dan kompleksitas usaha, visi, misi, dan strategi Bank, serta perubahan peraturan yang berlaku. Kebijakan dan prosedur manajemen risiko didasarkan pada strategi manajemen risiko, tingkat risiko yang diambil dan toleransi risiko, serta limit yang memperhatikan kemampuan modal Bank untuk dapat menyerap eksposur risiko.

Penetapan toleransi risiko dan limit risiko dilakukan oleh unit kerja (*risk taking unit*) dan disampaikan kepada Divisi Manajemen Risiko/Terintegrasi untuk dievaluasi dan diajukan kepada Komite Manajemen Risiko. Selanjutnya, toleransi risiko dan limit risiko direkomendasikan kepada Direktur Utama untuk mendapatkan persetujuan dengan sepenuhnya Dewan Komisaris.

Proses Manajemen Risiko dan Sistem Informasi Manajemen Risiko

Dalam mengidentifikasi, mengukur, memantau dan mengendalikan kedelapan jenis kategori risiko, maka Bank telah menetapkan berbagai kebijakan dan pedoman terkait setiap jenis risiko yang disesuaikan dengan referensi pelaksanaan (*best practices*) perbankan dan pengaturan dari ketentuan regulator. Untuk mendukung proses identifikasi, pengukuran, pemantauan, dan pengendalian Risiko, Bank menggunakan pendekatan berdasarkan risiko, baik kualitatif maupun kuantitatif, yang disesuaikan dengan tujuan usaha, kompleksitas usaha dan kemampuan Bank.

1. Identifikasi

Proses identifikasi risiko bersifat proaktif dilakukan dengan menganalisis penyebab risiko, kejadian risiko dan dampak risiko yang paling kurang dilakukan terhadap produk dan/atau pengembangan aktivitas baru Bank, termasuk memastikan bahwa risiko dari produk dan aktivitas baru

which performs risk identification, measurement, monitoring, and control, and the work unit performing and settling transactions;

- k. Ensuring the improvement of human resource competencies related to risk management, among others through continuous education and training programs on risk management implementation; and
- I. Conducting periodic reviews to ensure:
 - Accuracy of risk assessment methodology;
 - Adequacy of implementation of risk management information system; and
 - Adequacy of risk management policies and procedures and risk limit setting.

Adequacy of Risk Policies, Procedures, and Limit Establishment

The Bank's policies, standards, and procedures of risk management implementation are in the Risk Management Policies and General Guidelines and Risk Profile Assessment Procedures as ratified by the Board of Directors' Decision No. 13/SK-DIR/03/17 dated March 31, 2017 on Risk Management Policies and General Guidelines, and the Board of Directors' Decision No. 006/SK-DIR/12/17 dated December 19, 2017 on Risk Profile Assessment Procedures. The policy has been applied consistently and constantly reviewed to ensure its compatibility with the Bank's business characteristics and complexity, vision, mission, and strategies, as well as changes to the prevailing regulations. Risk management policies and procedures are based on risk management strategies, risk levels taken, and risk tolerance, as well as limits according to the Bank's ability to absorb risk exposures

Risk tolerance and risk limit are defined by the work unit (risk taking unit) and submitted to the Risk Management/Integrated Division to be evaluated and proposed to the Risk Management Committee. Furthermore, risk tolerance and risk limits are recommended to the President Director for approval by acknowledgment of the Board of Commissioners.

Risk Management Process and Risk Management Information System

In identifying, measuring, monitoring, and controlling the eight types of risk categories, the Bank has established various policies and guidelines relating to each type of risk tailored to the banking best practices as reference for implementation and the Regulator' regulations. To support the Risk identification, measurement, monitoring, and control processes, the Bank uses a risk-based approach, both qualitative and quantitative ones, tailored to the business objectives, business complexity, and capabilities of the Bank.

1. Identification

The risk identification process is carried out proactively by analyzing all risk sources, risk events, and the least risk impacts on the Bank's new products and/or activities, including by ensuring that risks of the new products and activities have passed through viable risk management

telah melalui proses manajemen risiko yang layak sebelum diperkenalkan atau dijalankan.

2. Pengukuran

Sistem Proses pengukuran risiko digunakan untuk mengukur eksposur risiko yang melekat pada setiap aktivitas bisnis Bank senantiasa disesuaikan untuk dibandingkan dengan *risk appetite* Bank sehingga dapat diambil tindakan mitigasi risiko dan mengukur kecukupan modal Bank untuk mengcover risiko residual. Pengukuran risiko dilakukan dan secara berkala.

3. Pemantauan

Sistem dan prosedur pemantauan antara lain mencakup pemantauan terhadap besarnya eksposur risiko, kepatuhan limit internal, dan *stress test*, maupun konsistensi pelaksanaan dengan kebijakan dan prosedur yang telah ditetapkan. Pemantauan didukung oleh sistem informasi manajemen risiko yang merupakan bagian dari sistem informasi manajemen dan sesuai dengan kebutuhan dalam rangka penerapan manajemen risiko secara efektif.

4. Pengendalian

Proses pengendalian risiko yang diterapkan Bank disesuaikan dengan eksposur risiko maupun tingkat risiko yang akan diambil dan toleransi risiko. Hal ini antara lain dilakukan dengan memberikan tindak lanjut atas risiko yang bersifat material dan signifikan, peningkatan control (pengawasan melekat), dan pelaksanaan audit internal secara berkala.

Dalam menerapkan proses pengelolaan risiko, diperlukan sistem informasi manajemen risiko senantiasa dikembangkan untuk memberikan dukungan secara efektif dengan menyesuaikan karakteristik, kompleksitas kegiatan usaha, kebutuhan Bank serta adaptif terhadap perubahan khususnya pelaksanaan pelaporan

Sistem Pengendalian Internal

Sistem pengendalian internal merupakan suatu mekanisme proses pengawasan yang ditetapkan oleh Bank secara berkesinambungan, yang dirancang untuk dapat memberikan keyakinan yang memadai guna menjaga dan mengoptimalkan pendapatan, menjamin tersedianya laporan yang akurat, meningkatkan kepatuhan terhadap ketentuan yang berlaku, mengurangi dampak kerugian keuangan, penyimpangan termasuk kecurangan (*fraud*) dan pelanggaran aspek kehati-hatian, serta meningkatkan efektivitas organisasi dan meningkatkan eisensi biaya. Sistem pengendalian internal dirancang untuk mengelola dan mengendalikan risiko dengan baik dan bukan untuk menghilangkan risiko tersebut. Sistem pengendalian internal Bank dilakukan oleh Divisi Audit Internal/*Integrated* and Anti *Fraud* yang dibentuk untuk dapat mengidentifikasi kemungkinan terjadinya suatu kejadian yang dapat mempengaruhi operasional Bank, serta untuk mengelola risiko agar tetap dalam batas toleransi (*risk tolerance*) dan *risk appetite* sesuai ukuran dan kompleksitas produknya, serta untuk memberikan keyakinan yang memadai dalam rangka pencapaian tujuan Bank.

Bank melakukan evaluasi efektivitas penerapan sistem pengendalian internal secara terus menerus dan berkesinambungan guna memantau dan memitigasi risiko-risiko yang dihadapi Bank secara efektif. Selanjutnya, hasil

process before being introduced or implemented.

2. Measurement

Risk measurement system is implemented to measure risk exposures inherent in any single activity of the Bank which is continuously adjusted to the Bank's existing risk appetite in order to take risk mitigation actions and measure the Bank's capital adequacy to cover residual risks. Risk measurement is conducted periodically.

3. Monitoring

Monitoring systems and procedures include, among others, monitoring the extent of risk exposure, internal limit compliance, and stress testing as well as consistency of implementation with the given policies and procedures. The monitoring is supported by a risk management information system as part of the management information system, in accordance with the needs to implement effective risk management.

4. Control

Risk control process applied by the Bank is adjusted to the risk exposure, risk level to be taken, and risk tolerance. Such process is carried out, among others, by following up on material, significant risks, intensifying control (inherent control), and conducting internal audits periodically.

For the implementation of risk management process, risk management information system is continuously developed to give effective support by adjusting to the Bank's characteristics, complexity of business operations, and needs as well as being adaptive to changes, especially of reporting.

Internal Control System

The internal control system is a process of monitoring mechanism established by the Bank on an ongoing basis, designed to provide sufficient assurance to safeguard and optimize revenue, to ensure the availability of accurate reports, to improve compliance with any applicable regulations, to mitigate any effect of financial losses, including fraudulent irregularities (*fraud*) and violations of prudential aspect, as well as to increase organizational effectiveness and to increase cost efficiency. The internal control system is designed to manage and control risk well, not to eliminate the risk. The Bank's internal control system is carried out by the Internal Audit/Integrated and Anti-Fraud Division established to identify the probable occurrence of an event that may affect the Bank's operations, to manage risks in order to stay within the risk tolerance and risk appetite according to the size and complexity of its products, and to provide reasonable assurance in the context of achieving the Bank's purposes.

The Bank evaluates the effectiveness of continuous and ongoing implementation of the internal control system in order to monitor and mitigate the Bank's risks effectively. Furthermore, the evaluation result will be the basis for improvement and

evaluasi menjadi dasar untuk tahapan perbaikan dan penyempurnaan sistem ataupun kebijakan pengendalian yang memungkinkan Bank meningkatkan efektivitas kegiatan operasional sekaligus meminimalisir kejadian risiko yang merugikan Bank. Dewan Komisaris, melalui Komite-Komite yang telah dibentuk secara berkala melakukan pengkajian atas lingkungan pengendalian dan melakukan penilaian secara independen, yang dikomunikasikan kepada Direksi untuk ditindaklanjuti. Kebijakan dan prosedur bagi unit-unit bisnis utama dan unit-unit pendukung telah disusun dan disetujui oleh Direksi, serta secara berkala ditinjau dan diperbarui. Divisi *Compliance, KYC/Integrated and System Procedure* bertanggung jawab mengkaji atas dipatuhinya peraturan perundang-undangan yang terkait. Berbagai penyimpangan dilaporkan kepada manajemen serta Komite Audit. Selain itu, penyebab serta tindakan yang telah dilakukan diinformasikan kepada Direksi dan Dewan Komisaris, termasuk implementasi atas peraturan baru dari regulator.

STRATEGI PENERAPAN MANAJEMEN RISIKO

Strategi manajemen risiko merupakan salah satu cara menuju pencapaian tujuan Bank, meningkatkan nilai Pemegang Saham, Memberikan gambaran kepada pengelola Bank mengenai kemungkinan kerugian Bank di masa datang, meningkatkan metode dan proses pengambilan keputusan yang sistematis yang didasarkan atas ketersediaan informasi, serta menciptakan infrastruktur manajemen risiko yang kokoh dalam rangka meningkatkan daya saing Bank.

Bank merumuskan strategi manajemen risiko sesuai strategi bisnis secara keseluruhan dengan memperhatikan *risk appetite* dan *risk tolerance*. Strategi manajemen risiko disusun untuk memastikan bahwa eksposur risiko Bank berada pada atau di bawah tingkat eksposur risiko yang ditetapkan sesuai dengan kebijakan, prosedur internal Bank, serta peraturan perundangundangan dan ketentuan lain yang berlaku.

Penerapan strategi manajemen risiko dilakukan untuk mendukung pencapaian Rencana Bisnis Bank, diantaranya melalui:

1. Peningkatan pengelolaan risiko Bank yang berkualitas;
2. Penyempurnaan kebijakan manajemen risiko Bank;
3. Penyempurnaan proses identifikasi, pengukuran dan pemantauan risiko (termasuk penyempurnaan *stress testing*);
4. Penyempurnaan koordinasi antar unit pengendalian internal;
5. Peningkatan kualitas proses manajemen risiko;
6. Peningkatan kualitas pelaporan risiko;
7. Peningkatan *risk awareness* di semua lini;
8. Peningkatan *good corporate governance*;
9. Peningkatan kualitas SDM.

Strategi Manajemen Risiko di *review* secara berkala dan dikomunikasikan secara efektif kepada seluruh jenjang organisasi melalui rapat-rapat agar dipahami secara jelas pendekatan yang telah ditetapkan serta mendukung pencapaian Rencana Bisnis Bank.

refinement of the system or the control policy that makes the Bank possible to increase effectiveness of its operational activities while minimizing any risk incident harming the Bank. The Board of Commissioners, through its regularly-established Committees, reviews the control environment and conducts independent assessments, which is then communicated to the Board of Directors for follow-up. Policies and procedures for key business units and supporting units have been developed and approved by the Board of Directors, and periodically reviewed and updated. The Compliance, KYC/Integrated and System Procedure Division is responsible for reviewing the compliance with any related laws and regulations. Various irregularities are reported to management and the Audit Committee. In addition, the causes and actions taken are informed to the Board of Directors and Board of Commissioners including the implementation of new regulation of the Regulator.

RISK MANAGEMENT IMPLEMENTATION STRATEGY

Risk management strategy is a way achieve the Bank's objectives, to enhance Shareholders' value, provide overview to the Bank's managers on any possible future Bank's loss, to improve the systematic decision-making method and processes based on available information, and to create a firm risk management infrastructure in order to increase the Bank's competitiveness.

The Bank formulates a risk management strategy according to overall business strategy with respect to the risk appetite and risk tolerance. The risk management strategy is established to ensure that the Bank's risk exposure is at or below the level of risk exposure established in accordance with the Bank's internal policies and procedures, as well as other prevailing laws and regulations.

Implementation of risk management strategy is conducted to support the achievement of the Bank's Business Plan through, among others, as follows:

1. Quality improvement to the Bank's risk management;
2. The Bank's risk management policy improvement;
3. Improvement on the identification, measurement, and risk monitoring processes (including stress testing improvement);
4. Improvement on coordination among internal controlling units;
5. Risk management process quality improvement;
6. Risk reporting quality improvement;
7. Risk awareness improvement in all lines;
8. Good corporate governance improvement;
9. Human Resources quality improvement.

The Risk Management Strategy is periodically reviewed and effectively communicated to all organizational levels through meetings for clear understanding on any applied approaches as well as to support the Bank's Business Plan achievement.

PROFIL RISIKO DAN PENGELOLAANNYA

1. Risiko Kredit

Risiko kredit didefinisikan sebagai risiko akibat kegagalan pihak lain dalam memenuhi kewajiban kepada Bank, termasuk risiko kredit akibat kegagalan debitur, risiko konsentrasi kredit, *counterparty credit risk*, dan *settlement risk*. Kegagalan dalam mengelola risiko ini dapat berdampak pada posisi keuangan Bank. Oleh karena itu, Bank menerapkan manajemen risiko untuk risiko kredit dengan tujuan untuk memastikan bahwa aktivitas penyediaan dana Bank tidak terekspos pada risiko kredit yang dapat menimbulkan kerugian pada Bank.

Kebijakan Pengelolaan Risiko Konsentrasi Kredit Bank mengelola risiko konsentrasi kredit dengan melakukan diversifikasi portofolio kredit dan penyebaran risiko yang timbul dari berbagai sektor industri atau sektor ekonomi. Terkait hal ini, Bank melakukan:

- Penetapan limit berdasarkan sektor ekonomi berdasarkan analisa makro ekonomi melalui penetapan limit yang dituangkan dalam Rencana Bisnis Bank;
- Analisa risiko konsentrasi kredit dilakukan sesuai profil portofolio yang dikelola Bank dengan mempertimbangkan berbagai dampak perubahan dari indikator ekonomi yang dapat mempengaruhi pemberian kredit pada sektor ekonomi tertentu; dan
- Analisa pergerakan *non performing loan* (NPL) pada tiap sektor bisnis dan industri.

2. Risiko Pasar

Risiko pasar adalah risiko yang timbul akibat perubahan pada posisi neraca dan rekening administratif, termasuk transaksi derivatif, akibat perubahan secara keseluruhan dari kondisi pasar, termasuk risiko perubahan harga option.

Penerapan manajemen risiko pasar diantaranya dilakukan melalui langkah berikut:

- Pengelolaan risiko suku bunga terhadap posisi instrument keuangan dalam *trading book* maupun *Banking book*.
- Membentuk *Assets and Liabilities Committee* (ALCO) dan Komite Investasi yang secara berkala membahas hal-hal terkait pengelolaan risiko pasar, baik pada posisi *trading book* maupun *Banking book*, agar Bank dapat melakukan pemantauan terhadap risiko ini secara rutin dan/atau berkala.
- Menerapkan prinsip *segregation of duties*, yaitu pemisahan fungsi dan tanggung jawab yang terdiri dari *front office*, *middle office*, dan *back office*. Prinsip *segregation of duties* yaitu memisahkan fungsi dan tanggung jawab secara independen atas transaksi perdagangan dari *risk taker* di unit *front office* (Divisi Tresuri), *middle office* (Divisi Risk Management/Integrated) dan *back office* (*settlement*).
- Menerapkan beberapa metode untuk memitigasi kerugian yang dapat timbul dari risiko pasar, diantaranya melalui penetapan limit berdasarkan jenjang organisasi dan kebijakan mengenai *limit cut loss* sehingga lebih efektif dalam memonitor risiko pasar yang dihadapi Bank.

RISK PROFILE AND RELATED MANAGEMENT

1. Credit Risk

Credit risk is defined as any risk caused by other party's failure to meet its obligation to the Bank, including credit risk by debtor's failure, credit concentration risk, counterparty credit risk, and settlement risk. Failure to manage such risks may impact on the Bank's financial position. Therefore, the Bank implements risk management for credit risk aimed at ensuring that the Bank's credit provision is not exposed to credit risk that may cause losses to the Bank.

Credit Concentration Risk Management Policy The Bank manages the credit concentration risk by diversifying its credit portfolio and spreading any risk arising from various industrial sectors or economic sectors. In this regard, the Bank conducts as follows:

- Determination of limits based on economic sector in accordance with macroeconomic analysis through the determination of limits set forth in the Bank's Business Plan;
- The credit concentration risk analysis is conducted according to the portfolio managed by the Bank by considering the various impacts of changes from various economic indicators that may affect the lending of certain economic sectors; and
- Analysis on the movement of non-performing loans (NPL) in each business and industry sector.

2. Market Risk

Market Risk means any risk arising by any change to the position of balance sheet and administrative account, including derivative transactions by overall changes in market conditions, including the risk of changes in the option price.

Market risk is managed by following these steps:

- Manage the interest rate risk on the position of financial instruments in trading book and banking book.
- Establish the Assets and Liabilities Committee (ALCO) and the Investment Committee to discuss regularly issues related to market risk management, both in trading book and banking book positions. Therefore, the Bank can monitor these risks regularly and/or periodically.
- Implement a principle of segregation of duties, i.e. segregate functions and responsibilities of front office, middle office, and back office. This principle aims to segregate independent functions and responsibilities on trade transactions from the risk taker in front office units (Treasury Division), middle office (Risk Management/Integrated Division), and back office (*settlement*).
- Apply several methods to mitigate any potential loss arising from market risk, by among other things, defining limits by organizational level and policies on the limit cut loss in order to more effective in monitoring the market risk faced by the Bank.

- e. Melakukan *early warning* dengan mengukur sensitivitas pendapatan bunga bersih atas pergerakan suku bunga. Bank akan terus mengembangkan dan mengkaji ulang limit-limit risiko pasar seiring dengan berkembangnya produk-produk serta aktivitas fungsional Bank yang berpotensi menimbulkan risiko pasar.
 - f. Melakukan *stress testing* guna menilai ketahanan Bank dalam menghadapi perubahan suku bunga dan harga pasar yang ekstrim, dengan skenario-skenario internal Bank.
3. Risiko Likuiditas
- Risiko likuiditas merupakan risiko yang timbul akibat dari ketidakmampuan Bank dalam memenuhi kewajiban yang telah jatuh tempo dari sumber pendanaan arus kas dan/ atau dari aset likuid berkualitas tinggi yang dapat diagunkan, tanpa mengganggu aktivitas dan kondisi keuangan Bank.
- Dalam praktiknya, manajemen risiko likuiditas dilakukan oleh Divisi Tresuri, sedangkan fungsi dari Divisi Risk Management/Integrated adalah melakukan pemantauan terhadap pelaksanaan manajemen likuiditas yang diterapkan, diantaranya melalui pengukuran yang digunakan oleh Bank dalam mengelola risiko likuiditas, seperti rasio-rasio likuiditas sebagai indikator peringatan dini (*early warning indicator*), melakukan pemantauan secara berkala terhadap stabilitas pendanaan inti (*core deposits*) melalui analisa terhadap volatilitasnya. Di samping itu, Divisi Risk Management/Integrated secara berkala juga melakukan *stress testing* terhadap kondisi likuiditas dengan menggunakan asumsi bank *specific crisis* maupun *general market crisis* untuk mengetahui ketahanan likuiditas Bank.
4. Risiko Operasional
- Risiko operasional adalah risiko akibat ketidakcukupan dan/ atau tidak berfungsi proses internal, kesalahan manusia, kegagalan sistem, dan/atau adanya kejadian kejadian eksternal yang mempengaruhi operasional Bank.
- Penerapan manajemen risiko operasional banyak melibatkan berbagai pihak dalam Bank melalui penerapan pertahanan berlapis (*three lines of defense*) yang berfungsi sebagai berikut:
- a. Unit bisnis dan unit pendukung berperan sebagai *risk owner* atau *risk taker* merupakan *first line of defense*. Unit kerja terdepan ini merupakan unit kerja yang melaksanakan pengelolaan risiko operasional secara harian pada masing-masing unit kerja. Pengelolaan pada *risk owner* ini dilaksanakan dalam rangka meningkatkan kesadaran pada masing-masing unit kerja tentang peran penting pengelolaan risiko operasional pada saat menjalankan aktivitas operasional Bank.
 - b. Pengelolaan risiko juga didukung dengan *second line of defense* yang dijalankan oleh Divisi Manajemen Risiko/Terintegrasi sebagai unit kerja yang melakukan fungsi pengawasan atas risiko operasional melalui pemantauan indikator risiko operasional, memberikan masukan kepada *unit first line of defense* dalam pengelolaan risiko yang mereka lakukan, memantau dan menyampaikan masalah risiko operasional kepada Komite Manajemen Risiko, serta memastikan pengelolaan risiko telah sesuai penerapan manajemen risiko operasional.
 - e. Give an early warning by analyzing the sensitivity of net interest income on interest rate fluctuation. The Bank will continue to develop and review market risk limits in line with the Bank's growing products and functional activities which may cause the market risk.
 - f. Conduct stress testing to assess the Bank's resilience in facing extreme fluctuation of interest rates and market prices, under the Bank's internal scenario.
3. Liquidity Risk
- Liquidity risk means any risk arising from the Bank's inability to settle due obligations using cash flow as source of fund and/or high quality liquid assets that can be pledged, without disturbing the Bank's activity and financial condition.
- In practice, liquidity risk management is conducted by the Treasury Division, while the Risk Management/Integrated Division serves to monitor the implementation of liquidity management, among others through measurement used by the Bank in managing liquidity risk, such as liquidity ratio as an early warning indicator, conducting periodic monitoring of core funding stability through analysis of its volatility. In addition, the Risk Management/Integrated Division also periodically conducts stress testing on liquidity conditions using bank specific crisis assumption and general market crisis to determine the Bank's liquidity resilience.
4. Operational Risk
- Operational Risk means any risk caused by inadequacy and/or malfunction of internal process, human error, systemic failure, and/or external incidents affecting the Bank's operations.
- The implementation of operational risk management involves many parties within the Bank through the implementation of three lines of defense functioning as follows.
- a. Business units and support units acting as risk owners or risk takers are the first line of defense. This front line work unit is a unit that operates daily operational risk management in each work unit. The management of risk owner is implemented in order to raise awareness of each work unit about the important role of operational risk management when conducting the Bank's operational activities.
 - b. Risk management is also supported by the second line of defense performed by the Risk Management/ Integrated Division as a work unit that performs operational risk control functions through monitoring operational risk indicators, providing input to the first line of defense units in their risk management, monitoring and submitting the operational risk issues to the Risk Management Committee, and ensuring that risk management is already in line with the implementation of operational risk management.

- c. Divisi Audit Internal/Integrated and Anti Fraud sebagai *third line of defense* yang akan mengevaluasi kecukupan dan efektivitas penerapan manajemen risiko dan pengendalian internal serta meyakinkan risiko operasional telah dikelola dengan baik.
5. Risiko Hukum
- Risiko hukum merupakan risiko akibat tuntutan hukum dan/atau kelemahan aspek yuridis. Tujuan utama manajemen risiko untuk risiko hukum adalah untuk memastikan bahwa proses manajemen risiko dapat meminimalisir kemungkinan dampak negatif dari kelemahan aspek yuridis, ketiadaan dan/atau perubahan peraturan perundang-undangan, dan proses litigasi.
- Secara umum, Bank memiliki satuan kerja hukum, yakni Divisi Legal sebagai unit yang mendukung dan memastikan penerapan manajemen risiko hukum secara efektif dengan bertanggung jawab langsung kepada Presiden Direktur. Divisi Legal bertindak sebagai legal advisor yang bertanggung jawab dalam memberikan pendapat hukum sesuai dengan kebutuhan dan permintaan dari unit-unit kerja, berdasarkan ketentuan hukum dan peraturan yang berlaku. Selain memberikan pendapat hukum kepada unit-unit terkait, Divisi Legal juga membantu mempersiapkan dokumen-dokumen yang berkaitan dengan perjanjian antara Bank dan nasabahnya dan memastikan agar dokumen-dokumen tersebut mengikat dengan sempurna. Selain itu, aktivitas dan produk baru yang akan ditawarkan Bank selalu melewati opini oleh Divisi Legal.
6. Risiko Stratejik
- Risiko stratejik adalah risiko akibat ketidaksempatan dalam pengambilan dan/atau pelaksanaan suatu keputusan strategik, serta kegagalan dalam mengantisipasi perubahan lingkungan bisnis. Ketidakmampuan Bank dalam melakukan penyusunan strategi yang tepat dapat menimbulkan kegagalan bisnis Bank di masa yang akan datang.
- Penyusunan strategi Bank dituangkan dalam rencana bisnis Bank melalui serangkaian diskusi yang melibatkan jajaran manajemen. Kebijakan umum atau arahan strategis yang dirumuskan Bank dilakukan dalam perspektif jangka pendek maupun jangka menengah, yang dikaji ulang secara berkala minimal setahun sekali.
7. Risiko Kepatuhan
- Risiko kepatuhan adalah risiko akibat Bank tidak mematuhi dan/atau tidak melaksanakan peraturan perundangundangan dan ketentuan yang berlaku.
- Penerapan manajemen risiko kepatuhan antara lain dengan:
- a. Mewujudkan terlaksananya budaya kepatuhan pada seluruh kegiatan usaha Bank di setiap jenjang organisasi, antara lain melalui pelaksanaan sosialisasi dan pelatihan atas ketentuan dan aturan yang berlaku, serta memberikan masukan dan saran kepada unit-unit lain untuk memastikan kepatuhan Bank;
 - b. Menilai dan mengevaluasi kecukupan, dan kesesuaian kebijakan, ketentuan, sistem maupun prosedur yang dimiliki oleh Bank dengan ketentuan dan peraturan yang berlaku;
- c. The Internal Audit/Integrated and Anti-Fraud Division is the third line of defense that will evaluate the adequacy and effectiveness of risk management and internal control implementation and assure that the operational risk has been managed well.
5. Legal Risk
- Legal risk is any risk caused by lawsuits and/or weakness of juridical aspect. The main objective of risk management for legal risk is to ensure that the risk management process minimizes the potential negative impact due to weaknesses of juridical aspect, the absence and/or amendment to laws and regulations, and litigation processes.
- In general, the Bank has a legal work unit, which is the Legal Division as a unit that supports and ensures the effective implementation of legal risk management by being directly accountable to the President Director. The Legal Division acts as legal advisor responsible for providing legal opinions in accordance with the needs and demands of the work units, under the prevailing laws and regulations. In addition to providing legal opinions to any related units, the Legal Division also assists in preparing any document related to any agreement between the Bank and its customer and ensures that the documents are fully binding. In addition, new activities and products that the Bank will offer always go through the Legal Division for advice.
6. Strategic Risk
- Strategic Risk is any risk caused by incorrectness in making and/or implementing a strategic decision, as well as failure in anticipating changes in the business environment. The Bank's inability to formulate appropriate strategies may result in the failure of the Bank's business in future.
- The formulation of the Bank's strategy set forth in the Bank's business plan through a series of discussions involving management ranks. The general policy or strategic direction formulated by the Bank is conducted in short-term and medium-term perspectives, which are reviewed periodically at least once a year.
7. Compliance Risk
- Compliance risk is any risk caused by the Bank's failure to comply with and/or enforce the prevailing laws and regulations.
- The compliance risk management is implemented through, among others, as follows:
- a. Achieving the implementation of compliance culture to all of the Bank's business activities at every organizational level, through the implementation of dissemination and training on the prevailing laws and regulations, and providing feedback and advice to other units to ensure the Bank's compliance;
 - b. Assessing and evaluating the adequacy and conformity of the Bank's policies, regulations, systems, and procedures with applicable laws and regulations;

- c. Melakukan *review* dan merekomendasikan pengkinian dan penyempurnaan kebijakan, ketentuan, sistem maupun prosedur yang dimiliki oleh Bank sebagai akibat dari adanya regulasi baru dikeluarkan oleh regulator;
- d. Pemantauan atas pelaksanaan prinsip kehati-hatian Bank, antara lain dalam bentuk pemenuhan rasio-rasio sesuai ketentuan dalam peraturan yang berlaku;
- e. Pengelolaan risiko kepatuhan, selain dilakukan melalui uji kepatuhan, juga dilakukan melalui pemantauan terhadap pemenuhan komitmen Bank kepada regulator, baik berdasarkan hasil pemeriksaan regulator maupun melalui korespondensi antara Bank dengan regulator.

8. Risiko Reputasi

Risiko reputasi adalah risiko akibat menurunnya tingkat kepercayaan pemangku kepentingan yang bersumber dari persepsi negatif terhadap Bank.

Pengelolaan risiko reputasi dilakukan oleh *Corporate Secretary* bekerja sama dengan Divisi *Marketing Communication*.

Pengelolaan risiko reputasi antara lain dilakukan melalui:

- a. Pemantauan terhadap publikasi negatif atau keluhan nasabah yang beredar di media, *monitoring* atas keluhan nasabah yang disampaikan langsung ke Bank dan tindak lanjutnya;
- b. Dalam hal terdapat pemberitaan negatif yang berpotensi menimbulkan risiko reputasi, Bank akan secara proaktif mencari informasi serta melakukan langkah yang diperlukan untuk memperoleh solusi terbaik.

Selain itu, Bank juga membentuk layanan *contact center* yang secara khusus menangani keluhan nasabah melalui layanan telepon 24 jam dan melakukan *monitoring* atas keluhan nasabah serta tindak lanjutnya.

PENILAIAN RISIKO

Berdasarkan posisi Desember 2018, Bank telah melakukan *self assessment* profil risiko dengan kesimpulan bahwa profil risiko Bank berada pada peringkat "2". Profil risiko Bank yang termasuk dalam peringkat ini memiliki karakteristik antara lain:

1. Dalam aktivitas bisnis yang dilakukan Bank, kemungkinan kerugian yang dihadapi Bank dari risiko inheren komposit tergolong rendah selama periode waktu tertentu pada masa datang;
2. Kualitas penerapan manajemen risiko secara komposit memadai. Dalam hal terdapat kelemahan minor, kelemahan tersebut perlu mendapatkan perhatian manajemen.

PENERAPAN MANAJEMEN RISIKO TERINTEGRASI

Lembaga jasa keuangan merupakan salah satu industri yang memiliki sistem keuangan yang sangat kompleks, dinamis, dan saling terkait antar masing-masing sektor jasa keuangan yang menyebabkan meningkatnya eksposur risiko. Menghadapi kondisi tersebut, penerapan manajemen risiko dilakukan secara terintegrasi dengan memperhatikan seluruh risiko, baik yang berasal dari Entitas Anak dan perusahaan berelasi (*sister company*) yang tergabung dalam suatu Konglomerasi Keuangan Grup Victoria.

- c. Reviewing and/or recommending updates and refinement of the Bank's policies, regulations, systems, and procedures due to changes of new regulations recently issued by the regulators;
- d. Monitoring the implementation of the Bank's prudential principles in the form of, among others, compliance of the ratios in accordance with prevailing regulations;
- e. Compliance risk management, in addition to conducting compliance tests, is also conducted through monitoring on the Bank's commitment to the regulator, either based on regulatory examination results or through correspondence between the Bank and the regulator.

8. Reputation Risk

Reputation risk means any risk caused by the degrading trust of stakeholders caused by negative perception towards the Bank.

The reputation risk is managed by Corporate Secretary in coordination with the Marketing Communication Division. It is done by among others:

- a. Monitoring any negative publicity or customer complaint circulating in the media, monitoring any customer complaint submitted directly to the Bank and related follow-up;
- b. In the event that there is negative reporting that may potentially rise reputation risk, the Bank will seek any information in proactive way and take any necessary measures to obtain the best solution.

In addition, the Bank has also established a contact center service specifically handling customer complaints by phone for 24 hours a day and monitoring the customer complaints as well as related follow-up actions.

RISK ASSESSMENT

Based on the position in December 2018, the Bank conducted a self-assessment of risk profile with the conclusion that the Bank's risk profile was ranked "2". The Bank's risk profile included into this rank has the following characteristics:

1. In any business activity conducted by the Bank, the potential loss faced by the Bank from the composite inherent risks is low during certain periods of time in future;
2. The quality of composite risk management implementation is adequate. In the event of minor weakness, this weakness needs to gain management attention.

IMPLEMENTATION OF INTEGRATED RISK MANAGEMENT

Financial services institution is one of the industries that has complex and dynamic financial system and interrelated among each financial service leading to the increase in risk exposure. To deal with such condition, the risk management implementation has been carried out in an integrated manner by considering all risks, whether coming from its Subsidiaries or related companies (*sister company*), which are incorporated into the Victoria Group Financial Conglomeration.

Penerapan manajemen risiko terintegrasi disesuaikan dengan Peraturan Otoritas Jasa Keuangan No. 17/POJK.03/2014 dan Surat Edaran Otoritas Jasa Keuangan No. 14/SEOJK.03/2015 tentang Penerapan Manajemen Risiko Terintegrasi bagi Konglomerasi Keuangan. Adapun lembaga jasa keuangan yang tercakup dalam konglomerasi keuangan Grup Victoria per akhir tahun 2018 terdiri dari:

1. PT Bank Victoria International Tbk (Entitas Utama);
2. PT Bank Victoria Syariah (*subsidiary company*);
3. PT Victoria Manajemen Investasi;
4. PT Victoria Sekuritas Indonesia;
5. PT Victoria Insurance Tbk; and
6. PT Victoria Alife Indonesia.

Penerapan manajemen risiko secara terintegrasi terhadap konglomerasi keuangan Grup Victoria diharapkan dapat menjadi sinergi bisnis yang mendatangkan *mutual benefit* bagi Bank maupun konglomerasi keuangan Grup Victoria secara keseluruhan. Proses manajemen risiko terintegrasi dilakukan dengan tetap memperhatikan karakteristik usaha pada masing-masing lembaga jasa keuangan dalam Grup Victoria. Implementasi proses manajemen risiko terintegrasi antara lain dilakukan melalui proses pendampingan dan penyelarasan praktik manajemen risiko dalam hal tata kelola risiko, struktur organisasi yang memadai dan mencerminkan secara jelas mengenai batas wewenang, tanggung jawab dan fungsi, kebijakan dan prosedur manajemen risiko, pelaporan manajemen risiko, serta peningkatan budaya sadar risiko. Proses pemantauan atas penerapan manajemen risiko dilakukan oleh Satuan Kerja Manajemen Risiko masing-masing Grup Victoria dalam konglomerasi keuangan untuk dilaporkan kepada Divisi Manajemen Risiko/Terintegrasi di Entitas Utama. Proses pemantauan serta evaluasi atas eksposur risiko anggota Grup Victoria dalam konglomerasi keuangan dilaporkan juga melalui Komite Manajemen Risiko Terintegrasi. Pada proses pemantauan dan evaluasi ini, Komite Manajemen Risiko Terintegrasi mengkaji dan memberikan rekomendasi mengenai hal yang berkaitan dengan manajemen risiko dan penerapannya, serta menyampaikan fokus utama atas eksposur risiko anggota Grup Victoria dalam konglomerasi keuangan untuk perbaikan proses manajemen risiko terintegrasi. Penerapan manajemen risiko terintegrasi dilakukan melalui pendekatan berdasarkan risiko dengan prinsip-prinsip:

1. Agregasi Risiko, yaitu penilaian risiko didasarkan pada risiko yang terdapat dalam konglomerasi keuangan Grup Victoria secara menyeluruh dengan memperhatikan dampak yang ditimbulkan terhadap kondisi Grup Victoria;
2. Holistik, yaitu penilaian risiko dilakukan dengan melihat keterkaitan antara satu faktor dengan faktor lainnya sehingga diperoleh kesimpulan yang memberikan gambaran mengenai risiko konglomerasi keuangan secara keseluruhan;
3. Signifikansi/Materialitas dan Proporsionalitas, yaitu penilaian risiko dilakukan dengan memperhatikan signifikansi/materialitas risiko secara proporsional pada konglomerasi keuangan Grup Victoria secara keseluruhan dengan memperhatikan struktur, karakteristik, dan kompleksitas dari konglomerasi keuangan Grup Victoria;
4. Komprehensif dan Terstruktur, yaitu penilaian risiko dilakukan dengan analisis mendalam dengan memperhatikan faktor-faktor penilaian secara luas, lengkap, dan utuh.

The risk management implementation is tailored to Financial Services Authority Regulation No. 17/POJK.03/2014 and Circular Letter of Financial Services Authority No. 14/SEOJK.03/2015 on Implementation of Integrated Risk Management for Financial Conglomeration. There were several financial services institutions included in Victoria Group financial conglomeration by the end of 2018 as follows:

1. PT Bank Victoria International Tbk (Main Entity);
2. PT Bank Victoria Syariah (*subsidiary company*);
3. PT Victoria Manajemen Investasi;
4. PT Victoria Sekuritas Indonesia;
5. PT Victoria Insurance Tbk; and
6. PT Victoria Alife Indonesia.

The risk management implementation in an integrated way to Victoria Group financial conglomeration is expected to be business synergy bringing in mutual benefits both for the Bank and Victoria Group's Financial Conglomeration in overall. The process of integrated risk management is performed by keep considering the business characteristics in each financial services institution of the Victoria Group. The implementation of integrated risk management process is conducted among others through coaching process and aligning the risk management practice in terms of risk governance, adequate organizational structure, and clearly reflects the limits of authority, responsibilities, and functions, risk management policies and procedures, risk management reporting, and increasing culture of risk awareness. The monitoring process of risk management implementation is carried out by the Risk Management Work Unit of each member of the Victoria Group financial conglomeration to be reported to the Risk Management/Integrated Division at the Main Entity. The monitoring and evaluation process of risk exposure of Victoria Group's members in its financial conglomeration is also reported through the Integrated Risk Management Committee. During the monitoring and evaluation process, the Integrated Risk Management Committee reviews and provides recommendations on matters related to risk management and its implementation, and delivers the main focus of risk exposure of Victoria Group's members in its financial conglomeration to improve the integrated risk management process. The implementation of integrated risk management is carried out through a risk-based approach with the following principles:

1. Risk Aggregation, namely any comprehensive risk assessment based on any risk found in Victoria Group financial conglomeration by considering arising impact on Victoria Group's condition;
2. Holistic, namely any risk assessment carried out by looking at the link between one factor and other factors in order to reach a conclusion with overall picture of risk in the financial conglomeration;
3. Significance/Materiality and Proportionality, namely any risk assessment carried out with due regard to the risk significance/materiality in a proportional way in Victoria Group financial conglomeration comprehensively, by considering the structure, characteristics, and complexity of Victoria Group financial conglomeration;
4. Comprehensive and Structured, namely any risk assessment carried out in an in-depth analysis by considering comprehensive, complete, and intact assessment factors.

Penerapan manajemen risiko terintegrasi dilakukan secara Komprehensif dan efektif melalui 4 (empat) pilar, yaitu:

1. Pengawasan Direksi dan Dewan Komisaris Entitas Utama;

Direksi dan Dewan Komisaris Entitas Utama perlu memahami Risiko yang dihadapi setiap LJK dalam Konglomerasi Keuangan, mengembangkan budaya Risiko dan memastikan penerapan Manajemen Risiko pada setiap LJK dalam Konglomerasi Keuangan untuk mendukung penerapan Manajemen Risiko Terintegrasi secara efektif.

2. Kecukupan kebijakan, prosedur, dan penetapan limit manajemen risiko terintegrasi;

Kebijakan Manajemen Risiko Terintegrasi merupakan arahan tertulis dalam menerapkan Manajemen Risiko Terintegrasi yang sejalan dengan visi, misi, dan strategi Manajemen Risiko Terintegrasi dengan memperhatikan tingkat Risiko yang akan diambil (*risk appetite*) dan toleransi Risiko (*risk tolerance*) untuk mendukung efektivitas penerapan Manajemen Risiko Terintegrasi yang tertuang dalam prosedur Manajemen Risiko Terintegrasi dan penetapan limit Risiko Terintegrasi.

3. Kecukupan proses identifikasi, pengukuran, pemantauan, pengendalian risiko secara terintegrasi, dan sistem informasi manajemen risiko terintegrasi;

Identifikasi Risiko bersifat proaktif, mencakup seluruh faktor-faktor yang mempengaruhi Risiko (*risk factors*) yang bersifat material secara terintegrasi. Dalam pelaksanaannya proses identifikasi, pengukuran, pemantauan, dan pengendalian Risiko didukung Sistem Informasi Manajemen Risiko Terintegrasi dan laporan mengenai kinerja, kondisi keuangan, dan eksposur Risiko dari Konglomerasi Keuangan dan setiap LJK dalam Konglomerasi Keuangan.

4. Sistem pengendalian Risiko terhadap penerapan manajemen risiko terintegrasi.

Sistem Pengendalian Risiko yang handal dan efektif menjadi tanggung jawab setiap LJK dalam Konglomerasi Keuangan, dan sifat dari Sistem Pengendalian Risiko adalah *ex-ante* dan *ex-post*.

Dalam rangka melaksanakan pengendalian Risiko, Entitas Utama memastikan setiap LJK dalam Konglomerasi Keuangan memiliki metode pengendalian Risiko atas Risiko yang dapat membahayakan kelangsungan usaha Konglomerasi Keuangan dengan mengacu pada kebijakan dan prosedur yang telah ditetapkan. Proses pengendalian Risiko harus disesuaikan dengan eksposur Risiko maupun tingkat Risiko yang akan diambil dan toleransi Risiko.

PENILAIAN PROFIL RISIKO TERINTEGRASI

Berdasarkan posisi Desember 2018, Grup Victoria dalam Konglomerasi Keuangan telah melakukan *self assessment* profil risiko terintegrasi dengan kesimpulan bahwa profil risiko terintegrasi berada pada peringkat "2", yang berarti bahwa kemungkinan kerugian yang dihadapi Konglomerasi Keuangan tergolong rendah selama periode tertentu di masa datang.

The implementation of integrated risk management is carried out in a comprehensive and effective way through 4 (four) pillars as follows:

1. Supervision of Main Entity's Board of Directors and Board of Commissioners

The Main Entity's Board of Directors and Board of Commissioners need to understand any Risk faced by every Financial Services Institution in the Financial Conglomeration, to develop Risk culture and to ensure the Risk Management implementation at every Financial Services Institution of the Financial Conglomeration to support the implementation of Integrated Risk Management effectively.

2. Adequacy of policies, procedures, and limit establishment of the integrated risk management

Integrated Risk Management Policy shall be as directives in written to conduct Integrated Risk Management in line with vision, mission, and strategy of Integrated Risk Management by taking into account level of Risk to take (*risk appetite*) and risk tolerance to support effective implementation of Integrated Risk Management as contained in the procedure of Integrated Risk Management and the defined limits of Integrated Risk.

3. Adequacy of process of risk identification, measurement, monitoring, control in an integrated way, and integrated risk management information system

Risk identification is proactive, covering any risk factor materially/integrated. For the implementation, identification, measurement, monitoring, and Risk controlling processes, report on performance, financial condition, and Risk control is supported by Integrated Risk Management Information System and report on performance, Risk exposure from Financial Conglomeration and any LJK of Financial Conglomeration.

4. Risk control system against the integrated risk management implementation

Reliable and effective Risk Control System shall be responsibility of every Financial Services Institution (LJK) in Financial Conglomeration, and the Risk Control System shall be *ex-ante* and *ex-post*.

In the context of implementing Risk control, the Main Entity shall ensure that each Financial Services Institution (LJK) in Financial Conglomeration has Risk control method upon any Risks possible to threaten Financial Conglomerate's business continuity by referring to any defined policies and procedures. Risk control process shall be adjusted to Risk exposure and Risk level to take as well as Risk tolerance.

INTEGRATED RISK PROFILE ASSESSMENT

Based on position in December 2018, Victoria Group in the Financial Conglomeration has conducted integrated risk profile assessment with the conclusion that the integrated risk profile is in rank/score "2", namely meaning that possible loss faced by the Financial Conglomeration is considered low during certain periods of time in the future.

EVALUASI PELAKSANAAN SISTEM MANAJEMEN RISIKO

Penerapan sistem manajemen risiko yang diterapkan berguna untuk melakukan analisis terhadap risiko atau kemungkinan adanya risiko yang akan dihadapi untuk jangka waktu sekarang maupun ke depan. Dalam melaksanakan penerapan manajemen risiko, Bank secara berkala melakukan kaji ulang melalui evaluasi kepada unit kerja. Evaluasi dijalankan dengan tujuan agar Bank mampu mengidentifikasi setiap risiko yang berpotensi muncul dan berdampak signifikan. Proses evaluasi dilakukan dengan menggunakan pendekatan berbasis risiko.

Evaluasi atas efektivitas sistem manajemen risiko dilakukan secara internal maupun eksternal. Secara internal, Komite Pemantau Risiko melakukan evaluasi atas kebijakan dan pelaksanaan manajemen risiko Bank, serta memberikan masukan dan rekomendasi kepada Dewan Komisaris dalam rangka melaksanakan fungsi pengawasan. Selain itu, Komite Manajemen Risiko melakukan perbaikan atau penyempurnaan pelaksanaan manajemen risiko berdasarkan hasil evaluasi pelaksanaan Manajemen Risiko. Sedangkan, Divisi Audit Internal/ Integrated and Anti Fraud secara rutin melakukan review dan audit terhadap penerapan manajemen risiko Bank berdasarkan prinsip risk based audit dengan tujuan bukan saja sebagai pengendalian intern, namun juga untuk perbaikan penerapan manajemen risiko secara terus menerus. Secara eksternal, evaluasi penerapan manajemen risiko dilakukan oleh auditor eksternal maupun Regulator.

SISTEM PENGENDALIAN INTERNAL

Sistem pengendalian internal yang efektif merupakan salah satu komponen penting dalam manajemen Bank dan menjadi dasar bagi kegiatan operasional Bank yang sehat dan aman. Implementasi pengendalian internal yang baik dan efektif bertujuan untuk menjamin tersedianya pelaporan keuangan dan manajerial yang dapat dipercaya, meningkatkan kepatuhan Bank terhadap peraturan perundang-undangan, serta mengurangi risiko terjadinya kerugian, penyimpangan, dan pelanggaran aspek kehati-hatian.

RUANG LINGKUP PENGENDALIAN INTERNAL

Bank Victoria mengimplementasikan sistem pengendalian internal sesuai Surat Edaran Otoritas Jasa Keuangan No. 35/ SEOJK.03/2017 tentang Pedoman Standar Sistem Pengendalian Internal Bagi Bank Umum. Sesuai dengan peraturan tersebut, implementasi pengendalian internal yang handal dan efektif di Bank menjadi tanggung jawab semua pihak yang terlibat dalam organisasi Bank. Pihak-pihak tersebut meliputi:

1. Direksi

Bertanggung jawab dalam menciptakan dan memelihara pengendalian internal yang efektif, serta memastikan bahwa sistem tersebut berjalan secara aman dan andal sesuai dengan tujuan pengendalian internal yang telah ditetapkan oleh Bank. Terkait hal ini, secara khusus, Direktur Kepatuhan dan Manajemen Risiko berperan aktif dalam mencegah adanya penyimpangan yang dilakukan oleh manajemen dalam menetapkan kebijakan berkaitan dengan prinsip kehati-hatian.

EVALUATION OF RISK MANAGEMENT SYSTEM IMPLEMENTATION

Implementation of the risk management system is useful to analyze risks or potential risks faced at present or in the future. In implementing the risk management, the Bank conduct periodic reviews by evaluating working units' performance. The evaluation aims to make the Bank able to identify any potential risks to arise and give significant impacts. The evaluation process is conducted by using a risk-based approach. Evaluation of the effectiveness of the risk management system is carried out internally and externally. Internally, the Risk Monitoring Committee evaluates the Bank's risk management policy and implementation, as well as provides advice and recommendations to the Board of Commissioners in order to implement the supervisory function. In addition, the Risk Management Committee makes improvements or refinements in the risk management implementation based on the evaluation results of the Risk Management implementation. Meanwhile, the Internal Audit/Integrated and Anti-Fraud Division regularly reviews and audits the Bank's risk management implementation based on risk-based audit principle aiming not only as internal control but also for continuous improvement of risk management implementation. Externally, risk management implementation is evaluated by external auditors and the Regulator.

INTERNAL CONTROL SYSTEM

Effective internal control system is a significant component of the Bank's management and will be basis for the Bank's healthy and safe operational activities. Implementation of effective and good internal control aims to ensure the availability of reliable financial and managerial reporting, to improve the Bank's compliance with the laws and regulations, and to reduce any risk of losses, deviations, and violations of prudential aspects.

SCOPE OF INTERNAL CONTROL

Bank Victoria implements internal control system in accordance with the Circular Letter of Financial Services Authority No. 35/SEOJK.03/2017 on Guidelines for Standards of Internal Control System for Commercial Banks. In accordance with the regulation, implementation of reliable and effective internal controls in the Bank must be the responsibility of all parties involved in the Bank's organization. The parties include as follows:

1. Board of Directors

In charge of creating and maintaining effective internal controls, as well as ensuring that the system runs safely and reliably in accordance with the internal control objectives as specified by the Bank. In this case, Compliance and Risk Management Director specifically plays an active role in preventing any irregularities committed by the management in establishing any policy related to prudential principles.

2. Dewan Komisaris

Bertanggung jawab dalam melakukan pengawasan terhadap pelaksanaan pengendalian internal secara umum, termasuk kebijakan Direksi yang menetapkan pengendalian internal tersebut.

3. Audit Internal/Integrated and Anti Fraud

Bertanggung jawab dalam mengevaluasi dan berperan aktif dalam meningkatkan efektivitas pengendalian internal secara berkesinambungan, berkaitan dengan pelaksanaan operasional Bank yang berpotensi menimbulkan kerugian dalam pencapaian sasaran yang telah ditetapkan oleh manajemen. Terkait hal ini, Bank senantiasa memastikan agar jalur pelaporan telah memadai dan auditor internal telah memiliki keahlian, khususnya terkait praktik dan penerapan penilaian risiko.

4. Pejabat Eksekutif dan Karyawan

Bertanggung jawab dalam memahami dan melaksanakan pengendalian internal yang telah ditetapkan oleh manajemen Bank. Melalui pengendalian internal yang efektif, tanggung jawab Pejabat Eksekutif dan karyawan Bank akan meningkat, mendorong budaya risiko (*risk culture*) yang memadai, serta mempercepat proses identifikasi terhadap praktik perbankan yang tidak sehat dan terhadap organisasi melalui sistem deteksi dini yang efisien.

5. Pihak Eksternal

Antara lain meliputi Otoritas Jasa Keuangan, auditor eksternal, dan nasabah Bank yang berkepentingan terhadap terlaksananya pengendalian internal yang andal dan efektif.

Secara khusus, Direksi dan Dewan Komisaris berperan dalam menjaga komitmen, perilaku, kepedulian, serta langkah yang tepat dalam mengimplementasikan pengendalian internal dalam seluruh kegiatan operasional Bank. Oleh karena itu, Direksi dan Dewan Komisaris telah menetapkan unsur-unsur lingkungan pengendalian yang meliputi:

1. Struktur organisasi yang memadai;
2. Gaya kepemimpinan dan filosofi manajemen Bank;
3. Integritas dan nilai-nilai etika, serta kompetensi seluruh karyawan;
4. Kebijakan dan prosedur *human capital* Bank;
5. Atensi dan arahan manajemen Bank dan Komite lainnya, seperti Komite Pemantau Risiko; serta
6. Faktor-faktor ekstern yang mempengaruhi operasional Bank dan penerapan manajemen risiko.

Dalam menetapkan unsur-unsur lingkungan pengendalian dan mengimplementasikan pengendalian internal yang efektif, Bank mempertimbangkan beberapa faktor, antara lain:

1. Total aset;
2. Jenis produk dan aktivitas yang ditawarkan, termasuk produk dan aktivitas baru;
3. Kompleksitas operasional, termasuk jaringan kantor;
4. Profil risiko dari setiap kegiatan usaha;
5. Metode yang digunakan untuk pengolahan data dan teknologi informasi, serta metodologi yang diterapkan untuk pengukuran, pemantauan, dan pembatasan (limit) risiko; dan
6. Ketentuan dan peraturan perundang-undangan.

2. Board of Commissioners

In charge of supervising the implementation of internal control in general, including the Board of Directors' policies in establishing such internal control.

3. Internal Audit/Integrated and Anti-Fraud

In charge of evaluating and playing active role in improving the effectiveness of internal control on an ongoing basis, in relation to the implementation of the Bank's operations that may potentially incur losses in achieving the targets as specified by the management. In this regard, the Bank always makes sure that the reporting channels are adequate and that internal auditors have expertise, particularly regarding practice and application of risk assessments.

4. Executive Officers and Employees

In charge of understanding and implementing internal controls established by the Bank's management. By effective internal control, responsibilities of the Executive Officers and Bank employees will improve and promote an adequate risk culture, as well as accelerate the process of identifying unhealthy banking practices and organization through an efficient early-detection system.

5. External Parties

They include, among others, the Financial Services Authority, external auditors, and Bank customers with interests in the implementation of reliable and effective internal controls.

Particular, the Board of Directors and the Board of Commissioners are in charge of maintaining appropriate commitments, behaviors, concerns, and measures in implementing internal controls in the Bank's operational activities. Thus, the Board of Directors and the Board of Commissioners have established elements of controlling environment including as follows:

1. Sufficient organizational structure;
2. Bank's leadership style and management philosophy;
3. Integrity and ethical values, as well as the competence of all employees;
4. The Bank's human capital policies and procedures;
5. Attention and direction of the Bank's management and other Committees, such as Risk Monitoring Committee; and
6. External factors affecting the Bank's operations and the risk management implementation.

In determining the elements of the control environment and implementing effective internal controls, the Bank considers several factors, including as follows:

1. Total assets;
2. Types of products and activities offered, including new products and activities;
3. Operational complexity, including office network;
4. Risk profile of each business activity;
5. Any method used for data processing and information technology, as well as any method applied to measure, to monitor, and to limit any risk; and
6. The Bank's regulations and applicable laws and regulations.

KOMPONEN PENGENDALIAN INTERNAL

Pengendalian internal Bank terdiri dari 5 (lima) komponen yang saling berkaitan yang diuraikan sebagai berikut:

Pengawasan Oleh Manajemen dan Budaya Pengendalian

Direksi dan Dewan Komisaris Bank meyakini bahwa kinerja yang baik dan peningkatan nilai perusahaan hanya dapat dicapai melalui penerapan tata kelola perusahaan secara baik dan benar. Hal ini antara lain diimplementasikan melalui pelaksanaan tanggung jawab oleh Direksi dan Dewan Komisaris dalam pengendalian internal yang diuraikan sebagai berikut:

1. Direksi

Memiliki tanggung jawab untuk:

- Melaksanakan kebijakan dan strategi yang telah disetujui oleh Dewan Komisaris;
- Mengembangkan prosedur untuk mengidentifikasi, mengukur, memantau, dan mengendalikan Risiko yang dihadapi Bank;
- Memelihara suatu 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;
- Menetapkan kebijakan dan strategi, serta prosedur pengendalian intern; dan
- Memantau kecukupan dan efektivitas dari SPI.

2. Dewan Komisaris

Memiliki tanggung jawab untuk:

- Mengesahkan dan mengkaji ulang secara berkala terhadap kebijakan dan strategi usaha Bank secara keseluruhan;
- Memahami risiko utama yang dihadapi Bank, menetapkan tingkat toleransi risiko, dan memastikan bahwa Direksi telah melakukan langkah-langkah yang diperlukan untuk mengidentifikasi, mengukur, memantau, dan mengendalikan risiko tersebut;
- Mengesahkan struktur organisasi; dan
- Memastikan bahwa Direksi telah memantau efektivitas pelaksanaan SPI.

Dalam melaksanakan tanggung jawab tersebut, Direksi dan Dewan Komisaris mengemban tanggung jawab dalam meningkatkan etika kerja dan integritas yang tinggi dalam menciptakan budaya organisasi yang menekankan kepada seluruh karyawan mengenai pentingnya pengendalian internal yang berlaku di Bank. Hal ini antara lain dilakukan melalui penerapan:

- Direksi dan Dewan Komisaris, sebagai panutan seluruh karyawan, memiliki komitmen pribadi yang tinggi terhadap pengembangan Bank yang sehat;
- Direksi dan Dewan Komisaris mengelola human capital, termasuk dalam proses penempatan pegawai yang sesuai dengan keterampilan, pengetahuan, dan perilaku; dan
- Direksi dan Dewan Komisaris meningkatkan kesadaran bagi seluruh karyawan Bank mengenai pentingnya efektivitas pelaksanaan tugas serta tanggung jawab masing-masing, dan selanjutnya karyawan mengomunikasikan kepada pihak manajemen yang terkait mengenai setiap permasalahan yang terjadi dalam kegiatan operasional Bank.

INTERNAL CONTROL SYSTEM COMPONENTS

The Bank's internal control consists of 5 (five) inter-related components as described below:

Management Supervision and Control Culture

Board of Directors and Board of Commissioners believe that good performance and corporate value improvement can only be achieved by implementation of good and proper corporate governance. This is implemented by, among others, execution of responsibilities by the Board of Directors and the Board of Commissioners in internal control as described below:

1. Board of Directors

Its responsibilities are as follows:

- To implement any policy and strategy as approved by the Board of Commissioners;
- To develop any procedure for identifying, measuring, monitoring, and controlling any Risk faced by the Bank;
- To maintain an organizational structure reflecting clear authority, responsibility, and reporting relationships;
- To ensure that effective power delegation is supported by implementation of consistent accountability;
- To define any policy and strategy, as well as internal control procedure; and
- To monitor adequacy and effectiveness of the SPI.

2. Board of Commissioners

Its responsibilities are as follows:

- To validate and to review the Bank's overall business policies and strategies regularly;
- To understand any main risk faced by the Bank, define level of risk tolerance, and ensure that the Board of Directors has taken any necessary measures to identify, measure, monitor, and control those risks;
- To approve organizational structure; and
- To ensure that the Board of Directors monitored the effectiveness of SPI implementation.

In carrying out these responsibilities, the Board of Directors and the Board of Commissioners take the responsibility to improve work ethics and high integrity in creating an organizational culture that emphasizes all employees on the importance of internal control applicable to the Bank. They are done by, among others, the implementation of:

- The Board of Directors and the Board of Commissioners, as role models of all employees, have high personal commitment to the development of a sound Bank;
- The Board of Directors and the Board of Commissioners manage human capital, including the process of employee placement in accordance with their skills, knowledge, and behavior; and
- The Board of Directors and the Board of Commissioners raise awareness for all of the Bank's employees on the importance of the effectiveness of their respective duties and responsibilities, and the employees communicate to the relevant management regarding any problems occurring in the Bank's operational activities.

Guna mendukung efisiensi penerapan budaya pengendalian, maka seluruh kebijakan, standar, dan prosedur operasional didokumentasikan secara tertulis dan tersedia bagi setiap karyawan yang terkait. Selain itu, dalam rangka memperkuat nilai-nilai etika, Bank mengelola dan menghindari kebijakan dan praktik yang dapat mengakibatkan dorongan atau menciptakan peluang untuk melakukan penyimpangan atau pelanggaran.

Identifikasi dan Penilaian Risiko

Penilaian risiko merupakan serangkaian tindakan yang dilaksanakan oleh Direksi dalam mengidentifikasi, menganalisis, dan menilai risiko yang dihadapi Bank dalam mencapai target yang ditetapkan. Dalam hal ini, Bank Victoria melakukan pemantauan secara kontinu dengan mengidentifikasi semua jenis risiko yang dihadapi oleh Bank, baik risiko individual maupun secara keseluruhan, serta menetapkan limit dan teknik pengendalian risiko tersebut dengan dibantu oleh auditor internal sehingga cakupan audit dapat dilakukan lebih luas. Dalam hal terdapat risiko yang belum belum dikendalikan, maka Bank akan mengkaji ulang pengendalian internal secara tepat.

Adapun risiko yang dapat timbul atau berubah sesuai dengan kondisi Bank, antara lain terkait:

1. Perubahan kegiatan operasional Bank;
2. Perubahan susunan personalia;
3. Perubahan sistem informasi;
4. Pertumbuhan yang cepat pada kegiatan usaha tertentu;
5. Perkembangan teknologi;
6. Pengembangan jasa, produk atau aktivitas baru;
7. Terjadinya penggabungan usaha, peleburan usaha, pengambilalihan, dan restrukturisasi Bank;
8. Perubahan dalam sistem akuntansi;
9. Ekspansi usaha;
10. Perubahan hukum dan peraturan; dan
11. Perubahan perilaku serta ekspektasi nasabah.

Kegiatan Pengendalian Internal dan Pemisahan Fungsi

Kegiatan pengendalian internal yang melibatkan seluruh pihak internal akan berjalan efektif apabila direncanakan dan dimonitoring penerapannya. Kegiatan pengendalian ini meliputi kebijakan, prosedur, dan praktik yang memberikan keyakinan kepada pejabat dan karyawan Bank bahwa arahan Direksi dan Dewan Komisaris Bank telah dilaksanakan secara efektif. Kegiatan tersebut telah diterapkan oleh Bank Victoria pada semua tingkatan fungsional sesuai dengan struktur organisasi Bank dan dijelaskan sebagai berikut:

1. Kaji Ulang Manajemen

Kegiatan pengendalian internal melalui Direksi, selaku *top level management*, dilakukan dengan secara berkala mengadakan rapat dengan Dewan Komisaris dan Audit Internal/Integrated and Anti *Fraud*. Rapat tersebut diantaranya membahas mengenai Laporan Hasil Pemeriksaan Audit yang dilakukan oleh auditor internal sehingga memungkinkan bagi Direksi untuk melakukan kaji ulang atas hasil pemeriksaan audit rutin maupun khusus.

2. Kaji Ulang Kinerja Operasional

Sebagai bentuk kaji ulang atas kinerja operasional Bank, maka Audit Internal/Integrated and Anti *Fraud* secara rutin mengadakan pertemuan/rapat dengan Komite-Komite di

In order to support the efficiency of implementing controlled culture, all policies, standards, and operational procedures are documented in writing and made available to each related employee. In addition, in order to strengthen ethical values, the Bank manages and avoids policies and practices that may lead to endorsement or create opportunities for any irregularities or offenses.

Risk Identification and Measurement

Risk assessment is a series of actions performed by the Board of Directors in identifying, analyzing, and assessing the risks faced by the Bank in achieving the targets specified. In this case, Bank Victoria conducts continuous monitoring by identifying all types of risks faced by the Bank, both individual and aggregate risks, and establishing such risk limits and control techniques assisted by the internal auditor for wider audit coverage. In the event of any risks that have not been controlled, the Bank will review the internal control appropriately.

The risks that may arise or change in accordance with the conditions of the Bank, among others:

1. Change of the Bank's operations;
2. Change of personnel structure;
3. Change of information system;
4. Rapid growth in certain business activities;
5. Technological development;
6. Development of new services, products, or activities;
7. Business merger, amalgamation, acquisition, and restructuring of the Bank;
8. Change in the accounting system;
9. Business expansion;
10. Change to laws and regulations; and
11. Change in customer's behavior and expectation.

Activities of Internal Control and Separation of Functions

Internal control activities involving all internal parties will be effective if the implementation is planned and monitored. These control activities include policies, procedures, and practices that provide assurance to the Bank's officials and employees that direction from the Bank's Board of Directors and Board of Commissioners has been effectively implemented. These activities have been implemented by Bank Victoria at all functional levels in accordance with the Bank's organizational structure and described as follows.

1. Management Review

Internal control activities by the Board of Directors as top level management are conducted by regular meeting with the Board of Commissioners and Internal Audit/Integrated and Anti-Fraud. Such meetings discussed Audit Result Report conducted by the internal auditor to enable the Board of Directors review the results of routine and special audit examinations.

2. Operational Performance Review

As a review of the Bank's operational performance, the Internal/Integrated and Anti-Fraud Audit Committee regularly holds meetings with the Committees under the

bawah Direksi, seperti ALCO, Komite Manajemen Risiko/Terintegrasi, serta Komite Pemantauan dan Pelaksanaan GCG, guna memastikan pengendalian internal telah berjalan pada level operasional Bank.

3. Pengendalian Sistem Informasi

Bank menerapkan pengendalian internal atas sistem informasi dan teknologi dengan melaksanakan verifikasi terhadap akurasi dan kelengkapan dari transaksi, serta melaksanakan prosedur otorisasi sesuai dengan ketentuan internal Bank. Hal tersebut dilakukan melalui kegiatan audit rutin pada Divisi Information Technology serta Divisi Business Analytic and MIS.

4. Pengendalian Aset Fisik

Pengendalian atas aset fisik dilaksanakan untuk menjamin terselenggaranya pengamanan fisik terhadap aset yang dimiliki oleh Bank. Terkait hal ini, Bank secara periodic mengadakan audit tahunan kepada Divisi Human Capital Management and General Affair.

5. Dokumentasi

Dokumentasi atas kegiatan pengendalian internal dilakukan melalui formalisasi dan pendokumentasian seluruh kebijakan, prosedur, sistem dan standar akuntansi, serta proses audit dengan memadai. Beberapa bentuk dokumentasi tersebut diantaranya penerbitan Surat Keputusan Direksi No. 015/SK-DIR/07/14 tanggal 14 Juli 2014 tentang Kebijakan dan Prosedur *Corporate Affair*, serta Surat Edaran Direksi No. 005/SE-DIR/11/15 tanggal 27 November 2015 tentang Sistem File Kredit. Bank Victoria juga melakukan pembaruan secara berkala terhadap kebijakan maupun SOP yang berlaku saat ini sehingga dapat mengakomodir dan menggambarkan kebutuhan Bank secara aktual. Pembaruan terkait kebijakan maupun SOP selalu diinformasikan kepada pejabat dan seluruh pegawai Bank.

Dalam melaksanakan kegiatan pengendalian internal, Bank Victoria menerapkan prinsip pemisahan fungsi yang diharapkan dapat mencapai sistem pengendalian internal yang efektif, serta bertujuan agar setiap orang dalam jabatannya tidak memiliki peluang untuk melakukan kesalahan atau penyimpangan dalam pelaksanaan tugas di setiap level organisasi. Penerapan pemisahan fungsi tersebut salah satunya terwujud dalam Surat Keputusan Direksi No. 004/SKDIR/07/13 tanggal 11 Juli 2013 tentang Pendeklegasian Wewenang Pengeluaran Biaya PT Bank Victoria International Tbk.

Sistem Akuntansi, Informasi, dan Komunikasi

Sistem akuntansi, informasi, dan komunikasi yang optimal dilakukan agar Bank dapat mengidentifikasi masalah yang mungkin timbul dan sebagai sarana tukar menukar informasi dalam melaksanakan tugas sesuai dengan tanggung jawab masing-masing. Sistem akuntansi Bank terdiri dari metode dan catatan dalam rangka mengidentifikasi, mengelompokkan, menganalisis, mengklasifikasi, mencatat/membukukan, dan melaporkan transaksi yang terjadi pada Bank, sesuai dengan standar akuntansi yang berlaku di Indonesia. Sistem informasi Bank dikelola secara tepat dan dimutakhirkan secara berkala agar dapat menghasilkan laporan yang akurat dan tepat waktu mengenai kegiatan usaha, kondisi keuangan, penerapan manajemen risiko, dan pemenuhan ketentuan

Board of Directors, such as ALCO, Risk Management/Integrated Committee, and GCG Monitoring and Implementation Committee, to ensure internal control has been running at the Bank's operational level.

3. Information System Control

The Bank implements internal control over information and technology system by verifying transactional accuracy and completeness, as well as running the authorization procedures in accordance with the Bank's internal regulations. This is done through routine audit activities in Information Technology Division as well as Business Analytic and MIS Division.

4. Physical Asset Control

Physical asset control is performed to ensure physical security of the Bank's assets. In this case, the Bank periodically conducts annual audits to Human Capital Management and General Affair Division.

5. Documentation

Documentation of internal control activities is done by formalization and documentation of all accounting policies, procedures, systems, and standards, as well as audit process sufficiently. Some forms of documentation include the issuance of the Board of Directors' Decision No. 015/SK-DIR/07/14 dated July 14, 2014 on Corporate Affairs Policy and Procedures, and the Board of Directors' Circular Letter No. 005/SE-DIR/11/15 dated November 27, 2015 on File Credit System. Bank Victoria also regularly updates any existing policies and SOP to accommodate and to reflect the Bank's actual needs. Any update to existing policies and SOP is always informed to all Bank's officials and employees.

In implementing the internal control activities, Bank Victoria applies the principle of separation of functions that is expected to achieve an effective internal control system, and aims to make everyone in their position to not have the opportunity to make mistakes or deviations in executing their duties at every organizational level. The implementation of the separation of functions is manifested in the Board of Directors' Decision No. 004/SKDIR/07/13 dated July 11, 2013 on the Delegation of Expenditure Authority of PT Bank Victoria International Tbk.

Accounting, Information, and Communication Systems

An optimal accounting, information, and communication system is established to enable the Bank to identify problems that may arise and as a means of exchanging information in carrying out its tasks in accordance with its respective responsibilities. The Bank's accounting system consists of methods and records to identify, classify, analyze, classify, record, and report transactions with the the Bank, in accordance with the applicable accounting standards in Indonesia. The Bank's information system is properly managed and updated periodically in order to produce accurate and timely reports on business activities, financial conditions, risk management implementation, and compliance with rules that support the implementation of duties of the Bank's Board of

yang mendukung pelaksanaan tugas Dewan Komisaris dan Direksi Bank. Pengelolaan sistem informasi termasuk pada pengorganisasian rencana pemulihan darurat (*contingency recovery plan*) dan sistem rekam cadang (*back up*) untuk mencegah kegagalan usaha yang beresiko tinggi. Sedangkan, sistem komunikasi dikelola agar mampu memberikan informasi secara tepat waktu kepada seluruh pihak, baik internal maupun eksternal, seperti Otoritas Jasa Keuangan, auditor eksternal, Pemegang Saham, dan nasabah Bank.

Kegiatan Pemantauan dan Tindakan Koreksi Penyimpangan

Pengendalian internal yang efektif memerlukan tindakan pemantauan dan koreksi penyimpangan terhadap efektivitas seluruh pelaksanaan pengendalian internal. Terkait hal ini, Bank melakukan pemantauan terhadap risiko utama yang diprioritaskan, termasuk evaluasi secara berkala, baik oleh masing-masing Unit Kerja operasional sebagai *risk taking unit* maupun oleh Audit Internal/*Integrated* and Anti *Fraud*. Dalam upaya memantau dan melakukan tindakan koreksi penyimpangan, auditor internal telah melakukan kegiatan pemeriksaan operasional dan keuangan di kantor-kantor Bank, meliputi perkreditan, dana pihak ketiga (DPK), penerapan APU dan PPT, penerapan *know your customer* (KYC), *teller* dan uang tunai, *security*, *service excellence*, laporan keuangan, gedung dan inventaris, serta lain-lain. Terhadap setiap kelemahan dalam pengendalian internal, baik yang diidentifikasi oleh *risk taking unit*, auditor internal, ataupun pihak lainnya, akan segera dilaporkan kepada pejabat dan/atau Direksi yang berwenang untuk diperhatikan dan dilakukan tindakan koreksi.

KESESUAIN DENGAN COSO

Implementasi pengendalian Internal yang dilakukan oleh Bank Victoria telah sesuai dengan *Internal Control Integrated Framework* yang dikembangkan oleh *The Committee of Sponsoring Organization of the Treadway Commission* (COSO) di tahun 2013. Kesesuaian pengendalian internal Bank Victoria dengan kerangka pengendalian internal menurut COSO khususnya terkait aspek utama berikut:

1. Tujuan pengendalian internal, yakni meliputi:
 - a. Tujuan operasional, berkaitan dengan efektivitas efisiensi operasi yang dimaksudkan untuk meningkatkan efektivitas dan efisiensi terhadap penggunaan aset dan sumber daya lainnya dalam rangka melindungi Bank dari risiko kerugian.
 - b. Tujuan pelaporan, berkaitan dengan kepentingan pelaporan keuangan yang memenuhi kriteria andal, tepat waktu, transparan dan persyaratan lain yang ditetapkan oleh regulator maupun Bank.
 - c. Tujuan kepatuhan, berkaitan dengan kepatuhan Bank terhadap hukum dan peraturan perundang-undangan yang berlaku.
2. Unsur-unsur pengendalian internal, meliputi komponen-komponen:
 - a. Lingkungan pengendalian, merupakan cerminan dari keseluruhan komitmen, perilaku, kepedulian, dan langkah-langkah Dewan Komisaris dan Direksi Bank dalam melaksanakan kegiatan pengendalian operasional Bank.

Commissioners and Board of Directors. The management of information system includes organizing contingency recovery plans and back up systems to prevent high risk business failures. Meanwhile, the communication system is managed to provide timely information to all parties, both internal and external, such as the Financial Services Authority, external auditors, Shareholders, and customers of the Bank.

Monitoring Activities and Corrective Actions

Effective internal control requires monitoring and corrective actions against any deviation to the effectiveness of any internal control implementation. In this regard, the Bank monitors primary risks, including periodic evaluations, either by each Operating Unit as risk taking unit or by Internal Audit/*Integrated* and Anti-Fraud. In order to monitor and to conduct corrective actions, the internal auditor conducted operational and financial auditing activities in the Bank's offices, including credit, third-party funds (DPK), APU and PPT implementation, *know your customer* (KYC) implementation, teller and cash, security, service excellence, financial statements, building and inventory, and others. Any weakness in internal control, whether identified by risk taking units, internal auditors, or other parties, must be immediately reported to the authorized officers and/or Directors for their attention and corrective actions.

CONFORMITY WITH COSO

The implementation of Internal Controls conducted by Bank Victoria has been in line with the Internal Control Integrated Framework developed by The Committee of Sponsoring Organizations of the Treadway Commission (COSO) in 2013. The conformity of Bank Victoria's internal controls with COSO's internal control framework is particularly related to the following key aspects:

1. The purpose of internal control, namely as follows:
 - a. Operational purpose related to the effectiveness of operation efficiencies aimed to increase the effectiveness and efficiency of the use of assets and other resources in order to protect the Bank from the risk of loss.
 - b. Reporting purpose related to financial reporting interests satisfying criteria of reliable, timely, transparent, and other requirements as stipulated by the regulator and Bank.
 - c. Compliance purpose related to the Bank's compliance with the prevailing laws and regulations.
2. Internal control elements, including the following components:
 - a. Controlling environment, namely a reflection of the Bank's overall commitments, behaviors, concerns, and measures of the Bank's Board of Commissioners and Board of Directors in the Bank's operational control activities.

- b. Penilaian risiko, merupakan suatu serangkaian tindakan yang dilaksanakan oleh Direksi dalam rangka identifikasi, analisis dan menilai risiko yang dihadapi Bank dalam rangka pencapaian target yang ditetapkan.
- c. Kegiatan pengendalian, meliputi penetapan kebijakan, prosedur dan praktik pengendalian, serta proses verifikasi lebih dulu untuk memastikan bahwa kebijakan dan prosedur tersebut secara konsisten dipatuhi, serta merupakan kegiatan yang tidak terpisahkan dari setiap fungsi atau kegiatan Bank sehari-hari.
- d. Ketersediaan informasi internal dan saluran komunikasi yang efektif yang diperlukan dalam pengambilan keputusan yang tepat dan dapat dipertanggungjawabkan, serta agar seluruh pejabat dan pegawai Bank sepenuhnya memahami dan mematuhi kebijakan dan prosedur yang berlaku dalam melaksanakan tugas dan tanggung jawabnya.
- e. Kegiatan pemonitoran, merupakan proses penilaian/ evaluasi atas aktivitas pemantauan efektifitas rancangan dan operasi struktur pengendalian internal dan kinerja manajemen dengan memastikan bahwa pelaksanaannya telah diperbaiki sesuai dengan keadaanya.

EVALUASI EFEKTIFITAS SISTEM PENGENDALIAN INTERNAL

Bank Victoria senantiasa melakukan evaluasi terhadap efektivitas sistem pengendalian internal, khususnya melalui Audit Internal/Integrated and Anti Fraud. Hasil evaluasi dikomunikasikan dengan Direksi dan dilaporkan kepada Dewan Komisaris melalui Komite Audit agar diperoleh usulan perbaikan guna mencapai peningkatan yang berkelanjutan dari proses lini bisnis yang ada.

Pada tahun 2018, guna meningkatkan efektivitas sistem pengendalian internal, Bank telah melaksanakan langkah-langkah tindak lanjut yang dilakukan untuk meminimalkan risiko.

FUNGSI KEPATUHAN

Kompleksitas kegiatan usaha Bank semakin meningkat sejalan dengan perkembangan teknologi informasi, globalisasi, dan integrasi pasar keuangan. Hal ini memberikan dampak yang sangat besar terhadap eksposur risiko yang dihadapi oleh Bank sehingga diperlukan penegakan prinsip kehati-hatian serta upaya untuk memitigasi risiko kegiatan usaha Bank, baik yang bersifat preventif (*ex-ante*) maupun kuratif (*ex-post*). Upaya yang bersifat *ex-ante* dapat ditempuh dengan mematuhi berbagai kaidah perbankan yang berlaku untuk mengurangi atau memperkecil risiko kegiatan usaha Bank.

Bank melalui jajaran Dewan Komisaris, Direksi dan seluruh karyawan berkomitmen untuk melaksanakan prinsip-prinsip tata kelola perusahaan (*Good Corporate Governance*) yang baik dan prinsip kehati-hatian dalam kegiatan bisnis sehari-hari sesuai dengan nilai-nilai pokok yang tertuang dalam GCG. Hal ini dilaksanakan dalam rangka melindungi pemangku kepentingan, meningkatkan Kepatuhan terhadap peraturan yang berlaku serta nilai-nilai yang berlaku di dunia perbankan. Bank melakukan penilaian terhadap 11 (sebelas) aspek yang diantaranya terdapat salah satu aspek yaitu Fungsi Kepatuhan.

- b. Risk assessment, namely a series of actions performed by the Board of Directors to identify, analyze, and assess any risk faced by the Bank in achieving any defined target.
- c. Controlling activities, namely any activity including the establishment of policies, procedures, and control practices, and early verification process to ensure that such policies and procedures are consistently adhered to and constituted as an integral part of the Bank's daily functions or activities.
- d. Availability of internal information and effective communication channels required for appropriate and accountable decision making, and to make the Bank's officers and employees fully understand and comply with the applicable policies and procedures in implementing their duties and responsibilities.
- e. Monitoring activity, namely a process of assessment/ evaluation of the monitoring activities of the effectiveness of the design and operation of the internal control structure and management performance by ensuring that its implementation has been improved according to related condition.

EVALUATION ON THE INTERNAL CONTROL SYSTEM EFFECTIVENESS

Bank Victoria constantly evaluates its internal control system effectiveness, especially through Internal Audit/Integrated and Anti-Fraud. Evaluation results are communicated to the Board of Directors and reported to the Board of Commissioners through the Audit Committee in order to obtain continuous improvement of the existing business line process.

In 2018, in order to improve the internal control system effectiveness, the Bank implemented follow-up measures to minimize risks.

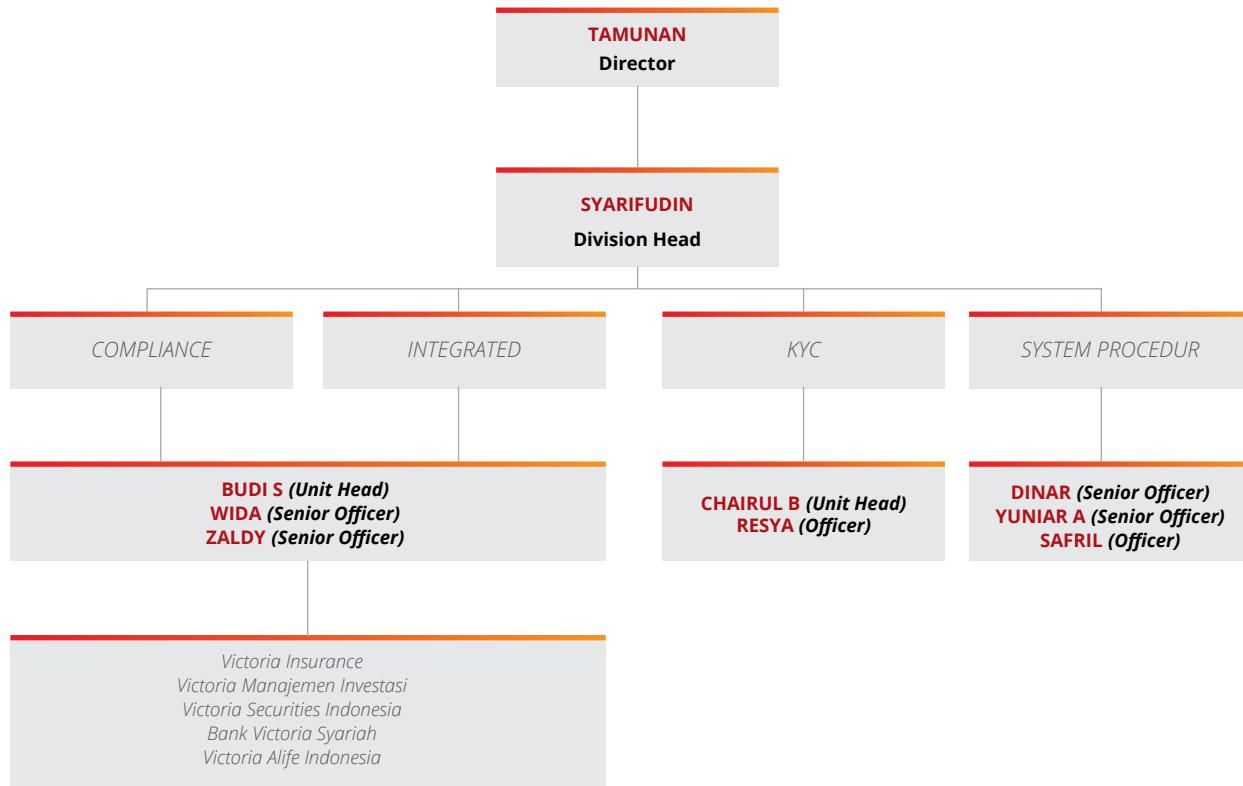
COMPLIANCE FUNCTION

The complexity of the Bank's business operations is increasing in line with development of information technology, globalization, and financial market integration. This has a very large impact on the risk exposure the Bank encounters making it requires the enforcement of the principle of prudence as well as measures to mitigate the risks of the Bank's business operations, either preventive (*ex-ante*) and curative (*ex-post*). *Ex-ante* measures can be pursued by observing various applicable banking rules to reduce or minimize the risk of the Bank's business operations.

The Bank, through the group of Boards of Commissioners, Directors, and all employees is committed to uphold the principles of Good Corporate Governance (GCG) and the principle of prudence in the daily business operations in accordance with the basic values contained in the GCG. This is carried out in order to protect stakeholders, improve compliance with applicable regulations and applicable values in the banking world. The Bank evaluates 11 (eleven) aspects of which include one of those aspects, namely the Compliance Function.

STRUKTUR ORGANISASI FUNGSI KEPATUHAN

Fungsi Kepatuhan di Bank Victoria dijalankan oleh Divisi *Compliance, KYC/Integrated & System Procedure*, dengan struktur organisasi sebagai berikut:



DIREKTUR YANG MEMBAWAHKAN FUNGSI KEPATUHAN

Direktur Kepatuhan adalah anggota Direksi Bank yang ditugaskan untuk menetapkan langkah-langkah yang diperlukan guna memastikan kepatuhan Bank terhadap Peraturan Otoritas Jasa Keuangan, peraturan perundang-undangan lain yang berlaku dan perjanjian serta komitmen dengan Otoritas Jasa Keuangan (OJK) maupun otoritas pengawas lain yang berwenang.

Profil Direktur Kepatuhan & Manajemen Risiko dapat dilihat pada Profil Direksi Bank.

Direktur Kepatuhan & Manajemen Risiko independen terhadap fungsi-fungsi:

1. Bisnis dan Operasional;
2. Manajemen risiko yang melakukan pengambilan keputusan pada kegiatan usaha Bank;
3. Tresuri;
4. Keuangan dan akuntansi;
5. Logistik dan pengadaan barang/jasa;
6. Teknologi informasi; dan
7. Audit internal.

Direktur Kepatuhan & Manajemen Risiko melaporkan pelaksanaan tugas dan tanggung jawabnya secara triwulan kepada Direktur Utama dan secara semesteran kepada OJK.

ORGANIZATIONAL STRUCTURE OF COMPLIANCE FUNCTION

The Compliance Function in Bank Victoria is performed by the Compliance Division, KYC/Integrated & System Procedure, with the following organizational structure:

DIRECTOR IN CHARGE OF COMPLIANCE FUNCTION

The Compliance Director is a member of the Bank's Board of Directors assigned to determine measures needed to ensure the Bank's compliance with the Financial Services Authority Regulations, other applicable legislation, and agreements and commitments with the Financial Services Authority (OJK) and other authorized supervisory authorities.

The profile of the Director of Compliance & Risk Management can be seen in the Profile of the Bank's Board of Directors.

The Director of Compliance & Risk Management is independent with functions:

1. Business and Operations;
2. Risk management that makes decisions in the Bank's business operations
3. Treasury;
4. Finance and accounting;
5. Logistics and procurement of goods/services;
6. Information technology; and
7. Internal Audit.

The Director of Compliance & Risk Management reports on the implementation of duties and responsibilities quarterly to the President Director and semi-annually to OJK.

PROFIL KEPALA DIVISI KEPUTUHAN/TERINTEGRASI, UKPN DAN SISTEM PROSEDUR

Sejak Juni 2013 Divisi Compliance, KYC/Integrated & System Procedure dijabat oleh Syarifudin melalui Surat Keputusan Direksi No. 032/SK-DIR/06/13. Profil Kepala Divisi Kepatuhan/ Terintegrasi, UKPN, Sistem & Prosedur sebagai berikut:

Syarifudin

Warga Negara Indonesia, lahir di Bangka pada tahun 1965. Saat ini berusia 53 tahun dan bermukim di Jakarta. Meraih gelar Sarjana Ekonomi dari Universitas Lampung pada tahun 1990. Bergabung di Bank Victoria sebagai Kepala Divisi *Compliance, KYC/Integrated and System Procedure* sejak tahun 2013 berdasarkan Surat Keputusan Direksi No. 032/SK-DIR/06/13.

Indonesian Citizen, born in Bangka in 1965. Currently, he is 53 years old and domiciled in Jakarta. Earned his Bachelor of Economics from Lampung University in 1990. Joined Bank Victoria as Head of Compliance, KYC/Integrated and System Procedure Division since 2013 under the Board of Directors' Decree No. 032/SK-DIR/06-13.

TUGAS DAN TANGGUNG JAWAB FUNGSI KEPATUHAN

Dalam rangka meningkatkan efektifitas penerapan Fungsi Kepatuhan, agar sesuai dengan kebijakan dan prosedur yang berlaku, maka Bank Victoria, baik sebagai individu maupun terintegrasi (Konglomerasi Keuangan Grup Victoria) dan sebagai Entitas Utama, telah menetapkan tugas dan tanggung jawab pada Divisi yang membawahi Fungsi Kepatuhan dalam berbagai rencana dan langkah strategis untuk:

1. Mewujudkan terlaksananya Budaya Kepatuhan pada semua tingkatan organisasi dan kegiatan usaha Bank;
2. Mengelola Risiko Kepatuhan yang dihadapi oleh Bank;
3. Memastikan agar kebijakan, sistem, dan prosedur serta kegiatan usaha yang dilakukan oleh Bank telah sesuai dengan kebijakan Bank Indonesia (BI) dan atau Otoritas Jasa Keuangan (OJK) serta peraturan perundang-undangan yang berlaku;
4. Memastikan kepatuhan Bank terhadap komitmen yang dibuat oleh Bank kepada BI dan/atau OJK serta pengawas lain yang berwenang.

Dalam penerapan tugas dan tanggung Jawab dimaksud, termasuk juga menetapkan langkah-langkah yang bersifat *ex-ante* (preventif) untuk memitigasi risiko dalam penerapan kegiatan usaha Bank dan penyempurnaan serta pengembangan secara efektif sesuai *best practice* terkini.

PENGEMBANGAN KOMPETENSI DIVISI KEPATUHAN/TERINTEGRASI, UKPN DAN SISDUR

Untuk mendukung pelaksanaan tugasnya, anggota Divisi Compliance, KYC/Integrated & System Procedure telah mengikuti program pengembangan kompetensi, berupa pendidikan dan pelatihan. Pengembangan kompetensi yang diikuti anggota Divisi Compliance, KYC/Integrated & System Procedure selama 2018 sebagai berikut:

PROFILE OF COMPLIANCE/INTEGRATED, UKPN, AND PROCEDURE SYSTEM DIVISION HEAD

As of June 2013 the Compliance, KYC/Integrated & System Procedure Division is chaired by Syarifudin under the Board of Directors' Decree No. 032/SK-DIR/06/13. The following is the profile of Head of Compliance/Integrated, UKPN, and System & Procedure Division:

COMPLIANCE FUNCTION DUTIES AND RESPONSIBILITIES

In order to improve the effectiveness of the Compliance Function to be in line with applicable policies and procedures, Bank Victoria, either as an individual or integrated (Victoria Group Financial Conglomeration) and as the Main Entity, has defined duties and responsibilities of the Division in charge of the Compliance Function in various plans and strategic measures to:

1. Realize the Compliance Culture is implemented at all levels of the organization and business operations of the Bank;
2. Manage the Compliance Risk the Bank encounters;
3. Ensure that policies, systems, and procedures as well as business operations are conducted by the Bank in accordance with the policy of Bank Indonesia (BI) and/or the Financial Services Authority (OJK) as well as laws and regulations in force;
4. Ensure the Bank compliance with commitments created by the Bank to BI and/or OJK and other authorized supervisors.

In implementing those duties and responsibilities, including establishing ex-ante (preventive) measures to mitigate risks in the application the Bank's business operations and effective improvement and development according to the latest *best practices*.

COMPENTENCY DEVELOPMENT OF COMPLIANCE/INTEGRATED, UKPN, SYSTEM AND PROCEDURE DIVISION

To support the implementation of its duties, members of the Compliance Division, KYC/Integrated & System Procedure have participated in competency development programs, in the form of education and training. The following is the competency development participated by members of Compliance, KYC/ Integrated & System Procedure in 2018:

No.	Nama Peserta Participant Name	Sosialisasi/Training Dissemination/Training	Tanggal Date	Tempat Venue
1	Chairul Bahri	Workshop SiPINA Workshop on SiPINA	8 Maret 2018 8 March 2018	OJK OJK
2	Resya Agung	Sosialisasi perpajakan Tax dissemination	12 Maret 2018 12 March 2018	Gedung Perpajakan Tax Building
3	Resya Agung	Undangan diseminasi peraturan Presiden nomor 13 tahun 2013 Invitation to dissemination of Presidential Regulation number 13 of 2013	27 Maret 2018 27 March 2018	Hotel Grand Mercure Grand Mercure Hotel
4	Chairul Bahri	Pelatihan Reguler FKDP angkatan ke 1 tahun 2018 FKDP Regular Training for the 2018 1st group	14-15 Maret 2018 14-15 March 2018	Hotel Golden Tulip Galaxy Banjarmasin Golden Tulip Galaxy Hotel in Banjarmasin
5	Safitri Wida	Sosialisasi peraturan OJK Dissemination of OJK regulation	19 April 2018 19 April 2018	Hotel Le Meridien Le Meridien Hotel
6	Safitri Wida	Sosialisasi peraturan BI (GWM) Dissemination of BI (GWM) regulation	20 April 2018 20 April 2018	Bank Indonesia Bank Indonesia
7	Safitri Wida	Sosialisasi peraturan BI – LPJP Dissemination of BI – LPJP regulation	7 Mei 2018 7 May 2018	Bank Indonesia Bank Indonesia
8	Resya Agung	Akses Informasi Keuangan untuk Kepentingan Perpajakan Access to Financial Information for Tax Interest	15 Mei 2018 15 May 2018	Gedung Perpajakan Tax Building
9	Syarifudin & Budi	<i>Training Program Risk Management & Compliance Refreshment</i> Training Program on Risk Management & Compliance Refreshment	4 Juli 2018 4 July 2018	Graha Niaga, Jl. Jend. Sudirman Kav 58 - Jakarta Graha Niaga, Jl. Jend. Sudirman Kav 58 - Jakarta
10	Syarifudin & Budi	<i>Leadership (Laser)</i> Leadership (Laser)	3 Agustus 2018 3 August 2018	Graha BIP Lt. 11 Graha BIP Lt. 11
11	Chairul	<i>Leadership (Laser)</i> Leadership (Laser)	10 Agustus 2018 3 August 2018	Graha BIP Lt. 11 Graha BIP Lt. 11
12.	Wida	Sosialisasi Ketentuan Bank Umum Dissemination of Commercial Bank Provisions	28 Agustus 2018 28 August 2018	Hotel Le Meridien Le Meridien Hotel
13	Wida	<i>Training Agent of Change</i> Training on Agent of Change	28 September 2018 28 September 2018	Graha BIP Lt. 11 Graha BIP Lt. 11
14.	Chairul & Budi	Pembekalan Uji Kompetensi Manajemen Risiko Tingkat 2 / Debriefing of Level 2 Risk Management Competency Test	18-19 Oktober 2018 18-19 October 2018	Gandaria Office Tower Gandaria Office Tower
15	Zaldy, Wida, Tika, Dinar	Pembekalan Uji Kompetensi Manajemen Risiko Tingkat 2 / Debriefing of Level 2 Risk Management Competency Test	3 November 2018 3 November 2018	Kantor Cideng Cideng Office
16	Chairul	Pembekalan Uji Kompetensi Kepatuhan Tingkat 2 Debriefing of Level 2 Compliance Competency Test	14-15 November 2018 14-15 November 2018	Perbanas Perbanas
17	Syarifudin	Sosialisasi Pencapaian serta Arah Pelaksanaan Fungsi Pengaturan & Pengawasan Terintegrasi Terhadap Konglomerasi Keuangan Dissemination of Achievement and Direction on Implementation of Integrated Regulation & Oversight Function of the Financial Conglomerate	15 November 2018 15 November 2018	Hotel J. S Luwansa, Jakarta Hotel J. S Luwansa, Jakarta
18	Chairul & Budi	Pembekalan Uji Kompetensi Manajemen Risiko Tingkat 3 Debriefing of Level 3 Risk Management Competency Test	24 November 2018 24 November 2018 1 Desember 2018 1 December 2018	Kantor Fatmawati Fatmawati Office Kantor Cideng Cideng Office
19	Wida	Sosialisasi Peraturan Bank Indonesia Transaksi Derivatif Suku Bunga Rupiah Dissemination of Bank Indonesia Regulation on Derivative Transactions of Rupiah Interest Rate	29 November 2018 29 November 2018	Bank Indonesia Bank Indonesia

No.	Nama Peserta Participant Name	Sosialisasi/Training Dissemination/Training	Tanggal Date	Tempat Venue
20	Wida	Sosialisasi Laporan Hasil Pemantauan Kepatuhan (LHPK) Peserta Sistem Pembayaran Bank Indonesia (SPBI) & Kantor Pengelolaan Daftar Hitam Nasional (KPDHN) Tahun 2018 Dissemination of Compliance Monitoring Result Report (LHPK) for Participants of Bank Indonesia Payment System (SPBI) & Office of National Black List Management (KPDHN) in 2018	30 November 2018 30 November 2018	Bank Indonesia Bank Indonesia
21	Resya, Wida, Zaldy	Pembekalan Uji Kompetensi Kepatuhan Tingkat 1 Debriefing of Level 1 Compliance Competency Test	5-6 Desember 2018 5-6 December 2018	Perbanas Perbanas
22	Chairul	Desiminasi Peraturan PPATK (Tatacara Permintaan Informasi ke PPATK) Dissemination of PPATK Regulation (Procedure for Requesting Information to PPATK)	13 Desember 2018 13 December 2018	PPATK PPATK
23	Budi	Compliance checklist pembukaan cabang baru Compliance checklist for a new branch establishment	19 Desember 2018 19 December 2018	Solo Solo

Selain mengikuti Sosialisasi dan *Training*, selama tahun 2018 anggota Divisi Compliance, KYC/Integrated & System Procedure telah mengikuti uji sertifikasi dengan hasil Kompeten sebagai berikut:

In addition to participate in the Dissemination and Training, throughout 2018 members of the Compliance, KYC/Integrated & System Procedure Division have taken certification test with Competent results as follows:

No	Nama Name	Uji Sertifikasi Certification Test	Hasil Output
1.	Budi Setiawan	Manajemen Risiko Level 2 / Level 2 Risk Management Manajemen Risiko Level 3 / Level 3 Risk Management	Kompeten / Component Kompeten / Component
2.	Chairul Bahri	Manajemen Risiko Level 2 / Level 2 Risk Management Manajemen Risiko Level 3 / Level 3 Risk Management	Kompeten / Component Kompeten / Component
3.	Zaldy Zamrony	Manajemen Risiko Level 2 / Level 2 Risk Management Kepatuhan Level 1 / Level 1 Compliance	Kompeten / Component Kompeten / Component
4.	Safitri Wida	Manajemen Risiko Level 2 / Level 2 Risk Management Kepatuhan Level 1 / Level 1 Compliance	Kompeten / Component Kompeten / Component
5.	Yuniar Adelina	Manajemen Risiko Level 2 / Level 2 Risk Management	Kompeten / Component
6.	Dinar Nur A.	Manajemen Risiko Level 2 / Level 2 Risk Management	Kompeten / Component
7.	Resya Agung S.	Kepatuhan Level 1 / Level 1 Compliance	Kompeten / Component
8.	Safilir Himawan	Manajemen Risiko Level 1 / Level 1 Risk Management	Kompeten / Component

KEBIJAKAN DAN STANDAR PROSEDUR KEPATUHAN

Dalam menjalankan fungsi Kepatuhan, Divisi Compliance, KYC/ Integrated & System Procedure berpedoman pada Kebijakan dan Prosedur yaitu dengan SK No. 012/SK-DIR/10/17 tentang Standar Operasional Prosedur Kepatuhan. Kebijakan tersebut berisi:

BAB I Pendahuluan

BAB II Definisi

BAB III Kebijakan Corporate Compliance

1. Direktur Yang Membawahkan Fungsi Kepatuhan
2. Unit Kerja Kepatuhan (*Compliance Division*)
3. Struktur Organisasi
4. Hubungan Kerja Pada Tingkatan Organisasi Internal Bank
5. Hubungan Kerja Dengan BI/OJK dan Instansi Lainnya

BAB IV Kebijakan Monitoring Compliance

1. Pemantauan Prinsip Kehati-hatian
2. Pemantauan Tindak Lanjut Temuan OJK
3. Pemantauan Kewajiban Pelaporan Bank
4. Pemantauan Penerapan Pelaksanaan GCG

COMPLIANCE PROCEDURES AND STANDARDS

In performing the Compliance function, the Compliance, KYC/ Integrated & System Procedure Division refers to Policies and Procedures, namely with the Decree No. 012/SK-DIR/10/17 on Standard Operating Procedure for Compliance. The policy contains:

CHAPTER I Introduction

CHAPTER II Definitions

CHAPTER III Corporate Compliance Policy

1. Director in Charge of Compliance Function
2. Compliance Division
3. Organizational Structure
4. Employment Relationships at the Level of the Bank Internal Organizations
5. Work Relationships with BI/OJK and Other Agencies

CHAPTER IV Compliance Monitoring Policy

1. Monitoring the Principle of Prudence
2. Monitoring OJK Findings Follow-Up
3. Monitoring Bank Reporting Obligation
4. Monitoring GCG Implementation

BAB V Kebijakan *Regulatory Compliance*

1. Pengkajian Kebijakan dan Prosedur/Produk dan Aktivitas Baru
2. Pengkajian Penyediaan Dana (Perkreditan)
3. Sosialisasi Kebijakan BI / OJK Serta Kebijakan Lainnya
4. Pengkajian Permohonan Pembukaan/Relokasi Kantor
5. *Compliance Checklist* Calon PSP/Komisaris/Direksi
6. Komitmen Kepada BI / OJK
7. *Compliance Reporting*

BAB VI Prosedur

1. Pengkajian Kebijakan dan Prosedur/Produk dan Aktivitas Baru
2. Pengkajian Permohonan Penyediaan Dana Kredit Dengan Jumlah Tertentu
3. Pengkajian Permohonan Penyediaan Dana *Treasury* Dengan Jumlah Tertentu
4. Pengkajian Permohonan Pembukaan/Relokasi Kantor Cabang/Capem/Kas
5. Sosialisasi Kebijakan Bank Indonesia dan/atau OJK Serta Kebijakan Lainnya

BAB VII Flowchart**BAB VIII Lampiran****PELAKSANAAN PROGRAM KERJA FUNGSI KEPATUHAN TAHUN 2018****PROGRAM KERJA KEPATUHAN TAHUN 2018**

Dalam rangka mewujudkan rencana dan langkah startegis Fungsi Kepatuhan, telah diatur pada Program Kerja pada masing-masing tingkatan sesuai dengan peran dan fungsinya.

1. Pengawasan Aktif Dewan Komisaris
Dewan Komisaris telah melakukan pengawasan aktif terhadap Fungsi Kepatuhan dengan:
 - Mengevaluasi pelaksanaan Fungsi Kepatuhan Bank paling kurang 2 (dua) kali dalam satu tahun.
 - Memberikan saran-saran dalam rangka meningkatkan kualitas pelaksanaan Fungsi Kepatuhan Bank.
 - Berdasarkan hasil evaluasi pelaksanaan Fungsi Kepatuhan, Dewan Komisaris menyampaikan saran-saran dalam rangka peningkatan kualitas pelaksanaan Fungsi Kepatuhan kepada Direktur Utama dengan tembusan kepada Direktur Kepatuhan dan Manajemen Risiko.
2. Direktur Kepatuhan dan Manajemen Risiko
Direktur Kepatuhan dan Manajemen Risiko, yang membawahi Fungsi Kepatuhan telah menetapkan langkah-langkah yang diperlukan guna memastikan kepatuhan Bank terhadap Kebijakan BI/OJK, peraturan perundangan lain yang berlaku dan perjanjian serta komitmen dengan BI/OJK, dengan tugas dan tanggung jawab sebagai berikut:
 - Merumuskan strategi guna mendorong terciptanya Budaya Kepatuhan Bank.
 - Mengusulkan kebijakan kepatuhan atau prinsip-prinsip kepatuhan yang akan ditetapkan oleh Direksi.
 - Menetapkan sistem dan prosedur kepatuhan yang akan digunakan untuk menyusun kebijakan dan pedoman internal Bank.

CHAPTER V Regulatory Compliance Policy

1. Assessment of Policies and Procedures/New Products and Activities
2. Assessment of Providing Funds (Loans)
3. BI/OJK Policy Dissemination and Other Policies
4. Assessment of Application for Establishing/Relocating the Office
5. Compliance Checklist of PSP/Commissioners/ Directors Candidate
6. Commitment to BI/OJK
7. Compliance Reporting

CHAPTER VI Procedures

1. Assessment of Policies and Procedures/New Products and Activities
2. Assessment of Application for Provision of Certain Amount of Loan Funds
3. Assessment of Application for Provision of Certain Amount of Treasury Funds
4. Assessment of Application for Establishing/Relocating Branch/Assisting Branch/Cash Office
5. Dissemination of Bank Indonesia and/or OJK Policies and Other Policies

CHAPTER VII Flowchart**CHAPTER VIII Appendices****IMPLEMENTATION OF COMPLIANCE FUNCTION WORK PROGRAM IN 2018****COMPLIANCE WORK PROGRAM IN 2018**

In order to realize the plan and strategic measures of the Compliance Function, the Work Program at each level has been set in accordance with its role and function.

1. Active Supervision of Board of Commissioners
The Board of Commissioners has performed active supervision on the Compliance Function by:
 - Evaluating the implementation of the Bank's Compliance Function at least 2 (two) times in a year.
 - Providing suggestions in order to improve the quality of implementation of the Bank's Compliance Function.
 - Based on results of the evaluation on the Compliance Function performance, the Board of Commissioners submits suggestions in order to improve the quality of the Compliance Function performance to the President Director with a copy to the Director of Compliance and Risk Management.
2. Director of Compliance and Risk Management
The Director of Compliance and Risk Management in charge of the Compliance Function has set necessary measures to ensure the Bank's compliance with BI/OJK Policies, other applicable laws and regulations and agreements and commitment with BI/OJK, with the following duties and responsibilities:
 - Formulating strategies to encourage the growth of the Bank's Compliance Culture.
 - Proposing compliance policies or compliance principles to be defined by the Board of Directors.
 - Establishing compliance systems and procedures to be used to establish the Bank's internal rules and guidelines.

- Memastikan bahwa seluruh kebijakan, sistem, prosedur dan kegiatan usaha yang dilakukan Bank telah sesuai dengan kebijakan BI/OJK dan peraturan perundang-undangan yang berlaku.
- Meminimalkan Risiko Kepatuhan Bank.
- Melakukan tindakan pencegahan agar kebijakan dan/atau keputusan yang diambil Direksi Bank tidak menyimpang dari kebijakan BI/OJK dan peraturan perundang-undangan yang berlaku.
- Melakukan tugas-tugas lainnya yang terkait dengan Fungsi Kepatuhan.

Terkait dengan pelaksanaan tata kelola terintegrasi, maka Direktur Kepatuhan dan Manajemen Risiko yang telah ditunjuk sebagai Direktur *in Charge* dalam Konglomerasi Keuangan Grup Victoria dapat merumuskan langkah-langkah strategis dalam mendukung dan meningkatkan efektifitas penerapan fungsi kepatuhan, penerapan manajemen risiko, serta penerapan tata kelola Terintegrasi pada Konglomerasi Keuangan Grup Victoria. Pelaporan pelaksanaan tugas dan tanggung jawab dari fungsi kepatuhan kepada regulator dilakukan oleh Direktur Kepatuhan dan Manajemen Risiko dengan tembusan kepada Dewan Komisaris paling kurang secara semesteran.

3. Divisi Kepatuhan/Terintegrasi, UKPN, Sistem & Prosedur

Divisi yang membawahi Fungsi Kepatuhan, telah menetapkan tugas dan tanggung jawab sebagai berikut:

- Membuat langkah-langkah dalam rangka mendukung terciptanya Budaya Kepatuhan pada seluruh kegiatan usaha Bank pada setiap jenjang organisasi.
- Melakukan identifikasi, pengukuran, monitoring dan pengendalian terhadap risiko kepatuhan dengan mengacu pada kebijakan BI/OJK mengenai penerapan manajemen risiko bagi Bank.
- Menilai dan mengevaluasi efektifitas, kecukupan dan kesesuaian kebijakan, sistem maupun prosedur yang dimiliki oleh Bank dengan kebijakan BI/OJK dan peraturan perundang-undangan yang berlaku.
- Melakukan kaji ulang dan/atau merekomendasikan pengkinian dan penyempurnaan kebijakan, sistem maupun prosedur yang dimiliki oleh Bank agar sesuai dengan kebijakan BI dan peraturan perundang-undangan yang berlaku;
- Melakukan upaya-upaya untuk memastikan bahwa kebijakan, sistem dan prosedur serta kegiatan usaha Bank telah sesuai dengan kebijakan BI/OJK dan peraturan perundang-undangan yang berlaku;
- Melakukan pemantauan terhadap Penerapan Program Anti Pencucian Uang & Pencegahan Pendanaan Terorisme (APU & PPT)
- Membuat, mengkaji ulang serta memantau pemahaman terhadap kebijakan, baik internal maupun eksternal.
- Melakukan tugas-tugas lainnya yang terkait dengan Fungsi Kepatuhan.

Secara Konglomerasi Keuangan Grup Victoria telah menetapkan tugas dan tanggung jawab sebagai berikut:

- Menetapkan langkah-langkah dalam rangka mendukung terciptanya Budaya Kepatuhan pada Konglomerasi Keuangan;

- Ensuring that all policies, provisions, systems, and procedures and business operations conducted by the Bank have been in accordance with the BI/OJK policies and applicable laws and regulations.
- Minimizing the Bank's Compliance Risk.
- Taking precautions so that policies and/or decisions taken by the Bank's Board of Directors does not deviate from BI/OJK policies and applicable laws and regulations.
- Performing other duties associated with the Compliance Function.

Related to the implementation of integrated governance, the Compliance and Risk Management Director who has been appointed as the Director in Charge in Victoria Group Financial Conglomeration can formulate strategic measures to support and improve the implementation of compliance function effectiveness, risk management, and the integrated governance to Victoria Group Financial Conglomeration. Reporting of the implementation of duties and responsibilities of the compliance function to the regulator is conducted by the Compliance and Risk Management Director with a copy to the Board of Commissioners at least quarterly.

3. Compliance/Integrated, UKPN, and System Procedure Division

The division in charge of the Compliance Function, has set the following duties and responsibilities:

- Prepare measures in order to support the creation of a Compliance Culture on all of the Bank's business operations at every organizational level.
- Identify, measure, monitor, and control the compliance risks by referring to BI/OJK policies on the risk management implementation to the Bank.
- Assess and evaluate the effectiveness, adequacy, and conformity of policies, systems, and procedures the Bank holds with BI/OJK policies and the prevailing laws and regulations.
- Review and/or recommend an updating and improvement of policy, system or procedure the Bank holds to be in line with Bank policies and legislation in force;
- Take measures to ensure that policies, systems, and procedures, as well as the Bank's business operations have been in accordance with BI/OJK policies and applicable laws and regulations;
- Monitor the Implementation of the Anti-Money Laundering & Counter-Terrorism Financing Program (AML & CTF)
- Create, review and monitor understanding of policies, either internal or external.
- Perform other duties associated with the Compliance Function.

In terms of Financial Conglomeration, the Victoria Group has set the following duties and responsibilities:

- Specifying measures to support the creation of a Compliance Culture with the Financial Conglomeration;

- Mendistribusikan dan mengkomunikasikan setiap kebijakan baru Terintegrasi dari BI dan OJK maupun kebijakan eksternal lainnya;
- Mengkomunikasikan dan mengkoordinir penyampaian data/informasi kepada Pihak Berwenang atau Regulator;
- Mengkomunikasikan dan mengkoordinir dalam proses pembuatan laporan kepada Pihak Berwenang atau Regulator.
- Memantau dan mengevaluasi pelaksanaan fungsi kepatuhan pada masing-masing LJK dalam Konglomerasi Keuangan.

Divisi yang membawahi Fungsi Kepatuhan dan Terintegrasi melaporkan seluruh aktivitasnya langsung kepada Direktur Kepatuhan dan Manajemen Risiko baik secara individu maupun secara terintegrasi.

PELAKSANAAN RENCANA KERJA KEPATUHAN TAHUN 2018

Sepanjang tahun 2018, Fungsi Kepatuhan telah melakukan beberapa kegiatan sebagai bentuk realisasi program kerjanya, diantaranya adalah:

1. Penerapan Budaya Kepatuhan

Dalam rangka mewujudkan Budaya Kepatuhan baik terhadap Kebijakan maupun pelaksanaanya, telah dilakukan langkah-langkah sebagai berikut:

- Memantau secara rutin dan berkesinambungan terhadap kebijakan baru yang telah dikeluarkan oleh BI/OJK serta instansi lainnya;
- Mendistribusikan setiap kebijakan baru dari BI dan OJK maupun kebijakan eksternal lainnya;
- Mendaftarkan Kebijakan baru ke situs laman intranet Bank, yang dapat diakses oleh seluruh karyawan, sehingga karyawan memiliki *awareness* untuk mematuhi peraturan-peraturan tersebut;
- Membuat *resume* atau kajian terhadap kebijakan baru, yang selanjutnya disampaikan kepada seluruh Unit Kerja dan manajemen;
- Melakukan *sharing* informasi dan *knowledge* pada rapat bulanan yang dihadiri oleh Direksi, Kepala Divisi dan Kantor Cabang;
- Melakukan pemantauan terhadap kewajiban pelaporan Bank, untuk memastikan bahwa laporan telah disampaikan tepat pada waktunya.
- Melakukan pemantauan terhadap Penerapan Program APU & PPT, khususnya terkait dengan:
 - Pelaporan *Suspicious Transaction Report* (STR);
 - Pelaporan *Cash Transaction Report* (CTR) Kepada PPATK dan lainnya;
 - Pelatihan dan Sumber Daya Manusia;
 - Pelaksanaan *Assessment & Focus Group Discussion* (FGD);
 - Respons atas surat kepada Regulator/Instansi Lainnya;
 - Respons koresponden APU & PPT Bank Lain;
 - Pemantauan penerapan APU PPT di Kantor Cabang;
 - Pemantauan peserta *E-Learning* APU & PPT.
- Melakukan kajian terhadap setiap Kebijakan dan Prosedur internal yang akan dikeluarkan oleh Divisi;
- Untuk efektivitas penerapannya telah dibuat *email* "Compliance_am", sebagai media komunikasi dalam rangka meningkatkan hubungan antara Divisi Kepatuhan dengan Divisi lainnya di Kantor Pusat serta

- Distributing and communicating any Integrated new policies of BI and OJK or other external policies;
- Communicating and coordinating the delivery of data/information to Authorities or Regulators;
- Communicating and coordinating the process of preparing the report to Authorities or Regulators.
- Monitoring and evaluating the implementation of the compliance function in each LJK in the Financial Conglomerate.

The division in charge of the Compliance and Integrated Function reports all of its activities to the Director of Compliance and Risk Management, either individually or in an integrated manner.

IMPLEMENTATION OF COMPLIANCE WORK PROGRAM IN 2018

Throughout 2018, the Compliance Function has performed several activities as a realization of its work program, including:

1. Implementation of Compliance Culture

In order to realize Compliance Culture for both the Policy and its implementation, the following steps have been taken:

- Monitor regularly and continuously on new policies the BI/OJK and other agencies have issued;
- Distribute all new policies from BI and OJK or other external policies;
- Register a new policy to the Bank's intranet website, which can be accessed by all employees, so that employees have the *awareness* to comply with those regulations;
- Make a resume or review of new policies, which are then submitted to all Work Units and management;
- Share information and knowledge at monthly meetings attended by the Board of Directors, Head of Division and Branch Offices;
- Monitor the Bank's reporting obligations, to ensure that the report has been delivered on time.
- Monitor the implementation of the AML & CTF Program, specifically related to:
 - Reporting of Suspicious Transaction Report (STR);
 - Reporting of Cash Transaction Report (CTR) to PPATK and others;
 - Training and Human Resources;
 - Implementation of Assessment & Focus Group Discussion (FGD);
 - Response to a letter to Regulators/Other Agencies
 - Responses to correspondents of AML & CTF of Other Banks;
 - Monitor the application of AML CTF at Branch Offices;
 - Monitor AML & CTF E-Learning participants
- Conduct a study of each internal Policy and Procedure the Division will issue;
- For effectiveness, the application has been made a "Compliance_am" *email*, as a communication medium in order to improve the relationship between the Compliance Division and other Divisions at the Head Office and Branch Offices,

- Kantor Cabang, baik terkait dengan Kebijakan dan Prosedur maupun penerapannya;
2. Penerapan Dalam Mengelola Risiko Kepatuhan
 - (1) Identifikasi

Risiko kepatuhan timbul akibat Bank tidak mematuhi dan/ atau tidak melaksanakan peraturan perundang- undangan dan kebijakan yang berlaku, sehingga identifikasi yang dilakukan adalah dengan melihat dan menilai pelanggaran yang dilakukan oleh Divisi terhadap peraturan yang berlaku, yang meliputi:

 - Jenis pelanggaran yang dilakukan;
 - Frekuensi pelanggaran yang dilakukan atau *track record* kepatuhan Bank;
 - Pelanggaran terhadap kebijakan atas transaksi keuangan tertentu.
 - (2) Pengukuran

Pengukuran dilakukan dengan meminta kepada seluruh Divisi atau Unit Kerja untuk melakukan *self assessment* dan melakukan penilaian serta mengungkapkan pelanggaran yang terjadi, termasuk besarnya denda dan frekuensi terjadinya pelanggaran. Berdasarkan *self assessment* tersebut, melakukan kompilasi dan pengukuran untuk mendapatkan *risk profile* risiko kepatuhan.
 - (3) Monitoring

Mengingat bahwa risiko kepatuhan melekat pada setiap aktivitas di seluruh Divisi atau Unit Kerja, maka *monitoring* risiko kepatuhan dilakukan oleh:

 - Komisaris, melalui Laporan Triwulan dan Semesteran dan melalui laporan lainnya yang disampaikan kepada Komisaris;
 - Direksi, melalui Laporan Bulanan, Triwulan, Semesteran dan Tahunan, serta rapat rutin Direksi dan melalui laporan yang dibuat oleh Divisi atau Kantor Cabang;
 - Divisi, melalui Laporan Bulanan Divisi dan rapat rutin yang dilakukan dengan Divisi dan atau Kantor Cabang;
 - Cabang, melalui aktivitas rutin dan rapat dengan Kantor Cabang.
 - (4) Pengendalian

Pengendalian dilakukan dari sejak diterbitkannya kebijakan baru, perubahan/pembaharuan kebijakan internal, pelaksanaan kebijakan dan pemantauan penerapannya pada seluruh Divisi atau Unit Kerja dan Kantor Cabang.
 3. Penerapan Fungsi Kepatuhan Terhadap Kebijakan dan Prosedur Serta Sistem.

Dalam rangka meningkatkan kepatuhan Bank pada Kebijakan, Prosedur dan Sistem yang digunakan Bank, telah dilakukan kegiatan sebagai berikut:

 - Melakukan kaji ulang dan *update* terhadap Kebijakan dan Prosedur Kepatuhan sehingga Pedoman yang digunakan dapat mencerminkan semua aspek yang dapat meningkatkan kinerja kepatuhan dan dapat memitigasi risiko Kepatuhan yang berkembang;
 - Melakukan pengembangan materi *training* kepatuhan untuk meningkatkan kualitas pegawai Bank serta meningkatkan budaya kepatuhan serta memitigasi risiko Kepatuhan;
- either related to Policies and Procedures or the application;
2. Application in Managing the Compliance Risk
 - (1) Identification

A compliance risk arises as a result of the Bank fails to comply with and/or fails to implement the prevailing laws and regulations, so that an identification done is to look at and assess the violation committed by the Division on applicable regulations, which include:

 - The type of violation committed;
 - The frequency of violation committed or the Bank's compliance track record;
 - The violation of policies for specified financial transaction.
 - (2) Measurement

A measurement is conducted by asking all Divisions or Work Units to conduct a self-assessment and evaluation and disclose violations that occur, including the amount of penalty and the frequency of violations. Based on the self-assessment, a compilation and measurement are done to obtain risk profile of the compliance risk.
 - (3) Monitoring

Given that a compliance risk is inherent in every operation in all Divisions or Work Units, the compliance risk monitoring is carried out by:

 - Commissioners, through Quarterly and Semi-Annually Reports and through other reports submitted to the Commissioners;
 - Directors, through Monthly, Quarterly, Semi-Annually, Annual Reports, as well as regular Directors meetings and through reports made by Divisions or Branch Offices;
 - Divisions, through Divisions' Monthly Report and regular meetings held with Divisions and/or Branch Offices;
 - Branches, through regular activities and meetings with Branch Offices.
 - (4) Control

The control is carried out from the issuance of a new policy, amendment/renewal of an internal policy, implementation of the policy, and monitoring of the application to all Divisions or Work Units and Branch Offices.
 3. Application of Compliance Function to Policies and Procedures and Systems.

In order to improve the Bank's compliance with Policies, Procedures, and Systems used, the following activities have been carried out:

 - Review and update Compliance Policies and Procedures so that the Guidelines used can reflect all aspects that can improve compliance performance and can mitigate the growing Compliance risks;
 - Conduct the development of compliance training materials to improve the quality of the Bank's employees, improve the compliance culture, and mitigate Compliance risks

- Melakukan sosialisasi Peraturan Bank Indonesia, Surat Edaran Bank Indonesia, Peraturan dan Surat Edaran OJK;
 - Melakukan kaji ulang terhadap Kebijakan/Aktivitas Produk Baru agar sesuai dengan peraturan yang berlaku dan selalu *update* dengan kebijakan terkini;
 - Melakukan pemantauan dan ikut serta setiap ada pengembangan atau *update* sistem yang dilakukan Bank.
4. Penerapan Fungsi Kepatuhan Dalam Penerapan Prinsip Kehati-hatian.
- Kegiatan pemantauan yang dilakukan dalam penerapan prinsip-prinsip kehati-hatian dilakukan secara periodik dan berkesinambungan memantau beberapa hal sebagai berikut:
- Melakukan kajian dalam Penyediaan Dana (Kredit dan Tresuri);
 - Melakukan pemantauan BMPK (Batas Maksimum Pemberian Kredit);
 - Melakukan analisis dan kajian terhadap pencapaian kinerja Bank, diantaranya Capital Adequacy Ratio (CAR); Giro Wajib Minimum (GWM); *Loan to Deposit Ratio* (LDR); BOPO; *Net Interest Margin* (NIM); *Return on Asset* (ROA); *Return on Equity* (ROE); *Non Performing Loan* (NPL); Debitur inti; Deposan Inti dan lain-lain.
5. Penerapan Fungsi Kepatuhan Terhadap Komitmen.
- Kegiatan pemantauan dalam penerapan kepatuhan terhadap komitmen pada BI/OJK ataupun Pihak Lainnya dilakukan secara periodik dan berkesinambungan dengan mekanisme sebagai berikut:
- Menginventarisasi perjanjian dan/atau komitmen lainnya yang dibuat antara Bank dengan OJK selain tindak lanjut hasil pemeriksaan OJK;
 - Mengkaji materi setiap perjanjian dan/atau komitmen untuk mengetahui hal-hal yang perlu dipenuhi oleh Bank;
 - Memastikan dari waktu ke waktu kepatuhan Bank terhadap kewajiban-kewajiban yang timbul sehubungan dengan perjanjian dan/atau komitmen tersebut;
 - Melaporkan kepada OJK ataupun Pihak Lainnya atas komitmen yang dibuat sesuai kebijakan dan perundang-undangan yang berlaku;
 - Melakukan pemantauan atas tindak lanjut hasil pemeriksaan OJK atau instansi lainnya serta melaporkannya secara periodik atas progres dan penyelesaian yang telah dilakukan.
6. Penerapan Fungsi Kepatuhan Terintegrasi pada Grup Victoria
- Dalam rangka pelaksanaan fungsi kepatuhan terintegrasi pada Konglomerasi Keuangan Grup Victoria, telah melaksanakan beberapa hal, sebagai berikut:
- Penetapan Entitas Utama (EU) dan anggota Lembaga Jasa Keuangan (LJK) Grup Victoria serta perubahannya;
 - Pembentukan dan penetapan Struktur, Tugas dan Tanggung Jawab pada elemen Entitas Utama serta perubahannya;
 - Pembentukan dan penetapan Komite Manajemen Risiko Terintegrasi beserta tugas & tanggung jawabnya termasuk perubahannya;
 - Disseminate Regulation and Circular Letter of Bank Indonesia, Regulation and Circular Letter of the OJK;
 - Review New Product Policies/Activities to be in line with applicable regulations and always update with current policies;
 - Monitor and participate in any system development or update by the Bank.
4. Implementation of Compliance Function in Applying the Principles of Prudence.
- Monitoring activities undertaken in implementing prudent principles, conducted periodically and continuously, by monitoring several issues, include:
- Conduct studies in providing funds (Loan and Treasury);
 - Monitor the maximum Loan Limit (BMPK);
 - Conduct analysis and study on the achievement of the Bank's performance, including Capital Adequacy Ratio (CAR); Minimum Reserve Requirement (GWM); Loan to Deposit Ratio (LDR); Operating Expenses to Operating Income (BOPO); Net Interest Margin (NIM); Return on Assets (ROA); Return on Equity (ROE); Non-Performing Loan (NPL); Core Debtor; Core Depositors, etc.
5. Implementation of Compliance Functions with Commitment Monitoring
- Monitoring activities in implementing the compliance with the commitment to BI/OJK or Other Parties are conducted periodically and continuously with the following mechanisms.
- Making inventory of agreements and/or other commitments made between the Bank and OJK in addition to the follow-up of OJK's results of inspection;
 - Reviewing materials of each agreement and/or commitment to know matters that the Bank needs to satisfy;
 - Ensuring the Bank's compliance from time to time with the obligations arising out with regard to such agreements and/or commitments;
 - Reporting to OJK or any Other Party for commitments made in accordance with applicable policies and legislations;
 - Monitoring the follow-up of inspection results of OJK or other agencies, and periodically reporting them on the progress and accomplishment done.
6. Implementation of Integrated Compliance Function in Victoria Group
- In order to implement the integrated compliance function at Victoria Group Financial Conglomeration, followings are activities that have been completed:
- The establishment of the Main Entity (EU) and members of the Financial Services Institutions (LJK) of the Victoria Group and its amendments;
 - Formation and establishment of Structures, Duties, and Responsibilities of Main Entity elements, and its amendments;
 - Formation and establishment of the Integrated Risk Management Committee and its duties & responsibilities, including its amendments;

- Pembentukan dan penetapan Komite Tata Kelola Terintegrasi beserta Tugas & Tanggung jawabnya termasuk perubahannya;
- Penyusunan dan pembuatan Pedoman Kerja bagi setiap elemen pada Entitas Utama;
- Penetapan sumber daya manusia dalam pelaksanaan tugas dan tanggungjawab pada EU maupun LJK;
- Pembuatan dan penyampaian Laporan Terintegrasi sesuai ketentuan berlaku dan tepat waktu.

Dalam mendukung pelaksanaan tugas dan tanggung jawab di atas, Konglomerasi Keuangan Grup Victoria selama tahun 2018, telah melakukan dan mengikuti rapat-rapat sebagai berikut:

No	Tanggal Date	Agenda Pembahasan Discussion Agenda
1.	13 Januari 2018 13 January 2018	Komite TKT - Meningkatkan kualitas pengelolaan risiko kepatuhan dan GCG Terintegrasi. TKT Committee - Improve the quality of compliance risk management and Integrated GCG.
2.	26 Januari 2018 26 January 2018	1. Laporan Semester II 2017 1 Laporan Semester II 2017 2. Satuan Kerja Kepatuhan Terintegrasi 3. Lain-lain 1. Second Semi-Annual Report 2017 1 Second Semi-Annual Report 2. Integrated Compliance Work Unit 3. Others
3.	7 Februari 2018 7 February 2018	Komite TKT – Mendengarkan presentasi SKAI Terintegrasi, Kepatuhan Terintegrasi dan SKMR Terintegrasi, termasuk dalam hal ini pembahasan proses <i>mapping</i> Grup Victoria semester II 2017. The TKT Committee listened to the Integrated SKAI, Integrated Compliance and SKMR presentations, including in this regard the discussion of the Victoria Group mapping process for the second semester 2017.
4.	10 Agustus 2018 10 August 2018	Komite TKT - Membahas Laporan Konglomerasi Keuangan Group Victoria dengan mendengarkan penjelasan SKMRT, SKKT dan SKAIT semester I 2018. TKT Committee - Discussed the Report on Victoria Group Financial Conglomeration by listening to explanation on SKMRT, SKKT and SKAIT for the first semester.

Pelaporan yang telah disampaikan pada tahun 2018, sebagai berikut:

Followings are reports submitted in 2018:

No.	Laporan Report	Realisasi realization
1.	Laporan Tahunan Pelaksanaan Tata Kelola Terintegrasi 2017 Annual Report on Integrated Governance Implementation 2017	Maret 2018 March 2018
2.	Pelaporan Penilaian (<i>Self Assessment</i>) Tata Kelola Terintegrasi Semester I 2018 Integrated Assesment of Integrated Governance of First Semester 2018	Juli 2018 July 2018
3.	Pelaporan Penilaian (<i>Self Assessment</i>) Tata Kelola Terintegrasi Semester II 2018 Integrated Assesment of Integrated Governance of Second Semester 2018	Januari 2019 Januari 2019

EVALUASI EFEKTIVITAS FUNGSI KEPATUHAN

Dalam rangka evaluasi atas Fungsi Kepatuhan, Divisi Kepatuhan telah melakukan identifikasi Potensi Risiko, Risiko Yang Dihadapi serta Mitigasi Risiko di Bidang Kredit.

1. POTENSI RISIKO KEPATUHAN

- a. Tidak dilaksanakannya prinsip-prinsip fungsi kepatuhan pada setiap tingkatan organisasi, antara lain:
 - 1) Tanggung jawab Dewan Komisaris dalam pengawasan pelaksanaan fungsi kepatuhan;
 - 2) Tugas Direksi dalam memastikan pelaksanaan kepatuhan di seluruh tingkatan organisasi;
 - 3) Tanggung jawab setiap Unit Kerja dalam mematuhi ketentuan dan peraturan perundang-undangan yang berlaku;

EVALUATION OF COMPLIANCE FUNCTION EFFECTIVENESS

In order to evaluate the Compliance Function, the Compliance Division has identified Potential Risks, Risks Assumed and Mitigation of Risks in the Loan Sector.

1. POTENTIAL OF COMPLIANCE RISK

- a. Non-performance of the compliance function principles at every level of the organization, inter alia:
 - 1) The responsibility of the Board of Commissioners in overseeing the implementation of the compliance function;
 - 2) Duties of the Board of Directors in ensuring compliance at all levels of the organization;
 - 3) The responsibility of each Work Unit in complying with the prevailing laws and regulations;

- 4) Tanggung jawab setiap orang dalam melaksanakan budaya kepatuhan.
- Tidak dilakukan sistem dan prosedur Bank dengan baik.
 - Tidak ditindaklanjutinya temuan OJK, SKAI, Auditor/Akuntan Publik.
- 2. RISIKO KEPATUHAN YANG DIHADAPI**
 Berdasarkan analisa Divisi Kepatuhan dan merujuk temuan OJK 2018 bahwa Risiko tertinggi ada pada pemberian kredit, yaitu:
- Penggunaan fasilitas kredit yang kurang sesuai dengan tujuannya,
 - Menurunnya *performance* usaha debitur, karena belum efektifnya pemantauan secara berkala atas debitur;
 - Risiko rendahnya nilai pasar agunan yang akan diambil alih, bila dibandingkan dengan taksasi yang telah dilakukan.
- 3. MITIGASI RISIKO KEPATUHAN BIDANG KREDIT**
 Dalam meningkatkan peran fungsi Kepatuhan dalam memitigasi risiko, khususnya dalam pemberian kredit, telah disampaikan penegasan pada kajian/review kepada Unit Bisnis maupun dalam rapat-rapat, atas hal-hal sebagai berikut:
- Meningkatkan pemantauan terhadap realisasi dalam pemberian kredit, sehingga sesuai antara kebutuhan debitur dengan fasilitas yang diberikan oleh Bank.
 - Meningkatkan analisa terhadap dokumen/data keuangan calon debitur terkini (*audited*), sehingga dapat memberi gambaran *performance* keuangan dan kinerja calon debitur secara akurat, serta kredit yang diberikan dapat mendukung kinerja usaha calon debitur.
 - Meningkatkan pemantauan dan analisanya dalam melakukan penambahan pinjaman serta penggantian agunan pinjaman.
 - Meningkatkan pemantauan terhadap Debitur yang sudah cair kreditnya, hasil kunjungan dituangkan dalam *Call Report*.
 - Meningkatkan pemantauan terhadap usaha debitur secara berkala, sehingga kontinyuitas atau kesinambungan usaha maupun hubungan Bank dengan debitur dapat terjalin dan saling mendukung.
 - Meningkatkan pemantauan secara berkala terhadap agunan:
 - Untuk stock barang, sehingga Bank bisa mengetahui *progress* serta *performance* aktivitas usaha debitur secara dini serta mekanisme pengadministrasianya.
 - Untuk tanah kosong, sehingga Bank bisa mengetahui dan memitigasi secara dini terhadap risiko penguasaan agunan oleh pihak lain atau permasalahan yang lazim timbul terhadap lahan.
 - Melakukan pengikatan jaminan secara sempurna terutama untuk jaminan yang bukan atas nama debitur dan barang bergerak (*fiducia*).
 - Melakukan sosialisasi budaya patuh & risiko kepatuhan dalam rapat Komite Manajemen Risiko dan Komite Pemantau Pelaksanaan GCG.
 - Melakukan sosialisasi peraturan atau ketentuan Bank terutama yang berdampak langsung pada kegiatan operasional Bank.

- The responsibility of everyone in implementing a culture of compliance.
 - Non-performance of Bank systems and procedures properly.
 - Non-follow up of OJK, SKAI, Auditor/Public Accountant findings.
- 2. COMPLIANCE RISK ASSUMED**
 Based on the analysis of the Compliance Division and with reference to findings of the OJK 2018 that the highest Risk is in providing loans, include:
- Use of loan facilities inconsistent to their purpose,
 - Decreased debtor business performance, due to the lack of effective periodic monitoring of debtors;
 - Low risk in the collateral market value that will be taken over, when compared with the estimates done.
- 3. MITIGATION OF COMPLIANCE RISK ON LOAN SECTOR**
 In improving the role of the Compliance function in mitigating the risk, particularly in providing loans, affirmations have been submitted for any review to Business Units or in meetings, on the following issues:
- Increasing monitoring of the realization in providing loans to be in line with the needs of the debtor with the facilities provided by the Bank.
 - Improving the analysis of the latest prospective debtor documents/financial data (audited), so as can provide an accurate description of the financial and the prospective debtor performances accurately, and loans provided can support the business performance of prospective debtors.
 - Improving the monitoring and analysis in adding loans and replacing loan collateral.
 - Increasing the monitoring of Debtors who have disbursed their loans, such results of the visit are set forth in the Call Report.
 - Increasing the monitoring of the debtor's business on a periodic basis, so that the business continuity and the relationship between the Bank and the debtor can be fostered and mutually supportive.
 - Improve regular monitoring of collateral:
 - For item stock, so as the Bank can know the progress and performance of debtor business operations early and the administration mechanism.
 - For vacant land, so as the Bank can know and mitigate early on the risk of collateral control by other parties or problems that commonly arise on land.
 - Perfectly binding guarantees, especially for guarantees that are not in the name of debtors and movable assets (fiduciary).
 - Disseminating compliant culture & compliance risk at the Risk Management Committee and GCG Implementation Monitoring Committee meetings.
 - Disseminating Bank rules or regulations, particularly those that have a direct impact on the Bank's operational activities.

- j. Menyampaikan komitmen-komitmen yang perlu ditindaklanjuti dalam LHP Audit OJK, untuk segera ditindaklanjuti.
- k. Mengkomunikasikan hal-hal yang menjadi *concern* OJK, dalam memitigasi temuan berulang.
- l. Ketaatan dalam pemenuhan ketentuan prinsip kehati-hatian seperti BMPK.

PROGRAM ANTI PENCUCIAN UANG (APU) DAN PENCEGAHAN PENDANAAN TERORISME (PPT)

Seiring dengan kegiatan operasional perbankan saat ini yang ditandai dengan semakin kompleksnya produk dan aktivitas perbankan yang ditawarkan, serta meningkatnya kegiatan operasional perbankan, maka kondisi ini meningkatkan risiko Bank sebagai media atau tujuan kegiatan pencucian uang dan pendanaan terorisme.

Dalam rangka mencegah Bank dijadikan sasaran kegiatan pencurian uang dan pendanaan terorisme, maka Bank tunduk pada:

1. Undang-Undang No. 8 tahun 2000 tentang Pencegahan dan Pemberantasan Tindak Pidana Pencucian Uang.
2. Undang-Undang No. 9 tahun 2013 tentang Pencegahan dan Pemberantasan Tindak Pidana Pendanaan Terorisme.
3. Peraturan Bank Indonesia No. 14/27/PBI/2012 tanggal 28 Desember 2012 dan Surat Edaran Bank Indonesia No. 15/21/DNPB tanggal 14 Juni 2013 tentang Penerapan Program Anti Pencucian Uang dan Penerapan Pendanaan Terorisme bagi Bank Umum, yang wajibkan kepada seluruh Bank di Indonesia untuk menerapkan program Anti Pencucian Uang (APU) dan Pencegahan Pendanaan Terorisme (PPT).

Agar penerapan program anti pencucian uang dan pencegahan pendanaan terorisme dapat berjalan efektif, Bank telah melakukan beberapa hal sebagai berikut:

1. **Kebijakan dan Prosedur**, yang meliputi diantaranya:
 - a. Identifikasi dan verifikasi calon nasabah (termasuk *beneficial owner*).
 - b. *Customer due diligence* (CDD) atau penerapan prinsip-prinsip *know your customer* (KYC) dan *enhance due diligence* (EDD).
 - c. Penerapan *risk based approach* (RBA).
 - d. Area berisiko tinggi dan *politically exposed person* (PEP).
 - e. Pelaksanaan CDD/KYC oleh pihak ketiga.
 - f. Pemantauan dan pelaporan.
 - g. Prosedur transfer dana.
 - h. Sistem informasi manajemen.
 - i. *Human capital* dan pelatihan.
 - j. Pengendalian Internal.

2. Pengawasan Manajemen

Direksi Bank bertanggung jawab untuk memastikan bahwa penerapan Prinsip APU dan PPT berjalan secara efektif dengan cara:

- a. Memastikan bahwa Bank telah mempunyai kebijakan dan prosedur penerapan program APU dan PPT.
- b. Mengusulkan kebijakan tertulis program APU dan PPT kepada Dewan Komisaris.
- c. Memastikan penerapan program APU dan PPT sesuai dengan kebijakan dan prosedur tertulis yang telah ditetapkan.

- j. Delivering commitments that need to be followed up in the OJK Audit LHP, to be immediately followed up.
- k. Communicating matters that are a *concern* of the OJK, in mitigating repeated findings.
- l. Observance in fulfilling provisions of the prudent principle such as the BMPK.

ANTI-MONEY-LAUNDERING (AML) AND COUNTER-TERRORISM-FINANCING (CTF) PROGRAMS

In line with the current banking operations which are characterized by increasingly complex banking products and activities offered, and the increased banking operations, this condition increases the risk of the Bank as a medium or the purpose of money laundering and terrorism financing activities.

In order to prevent the Bank from being a target of money theft and terrorism financing activities, the Bank is subject to:

1. Law No. 8 of 2000 on Prevention and Eradication of Money Laundering Crimes.
2. Law No. 8 of 2013 on Prevention and Eradication of Terrorism Financing Crimes.
3. Bank Indonesia Regulation No.4/27/PBI/2012 dated 28 December 2012 and Bank Indonesia Circular Letter No.15/21/DNPB dated 14 June 2013 on the Implementation of Anti-Money Laundering Program and Counter-Terrorism Financing for Commercial Banks, which requires all Banks in Indonesia to implement Anti-Money Laundering (AML) and Counter-Terrorism Financing (CTF) programs.

For effective programs implementation of anti-money laundering and prevention of terrorism financing, the Bank has undertaken the following:

1. **Policies and Procedures**, which include:
 - a. Identification and verification of prospective customers (including beneficial owners).
 - b. Customer due diligence (CDD) or the application of knowing your customer (KYC) principles and enhance due diligence (EDD).
 - c. Application of risk based approach (RBA).
 - d. High-risk areas and politically exposed person (PEP).
 - e. CDD/KYC implementation by third parties.
 - f. Monitoring and reporting.
 - g. Procedure for transferring funds.
 - h. Management information system.
 - i. Human capital and training.
 - j. Internal control.

2. Management Supervision

The Bank's Board of Directors is responsible for ensuring that the application of the AML and CTF Principles runs effectively by:

- a. Ensuring that the Bank holds policies and procedures for implementing the AML and CTF programs.
- b. Proposing written policies for the AML and CTF programs to the Board of Commissioners.
- c. Ensuring the implementation of the AML and CTF programs in accordance with the specified written policies and procedures.

- d. Membentuk unit kerja khusus yang melaksanakan program APU dan PPT dan/atau menunjuk Pejabat yang bertanggungjawab terhadap program APU dan PPT di Kantor Pusat.
- e. Melakukan pengawasan atas kepatuhan saruan kerja dalam menerapkan program APU dan PPT.
- f. Memastikan bahwa kantor cabang wajib memiliki unit kerja khusus dan memiliki:
 - Pegawai yang menjalankan fungsi unit kerja khusus, atau
 - Pejabat yang mengawasi penerapan program APU dan PPT.
- g. Memastikan bahwa kebijakan dan prosedur tertulis mengenai program APU dan PPT sejalan dengan perubahan dan pengembangan produk, jasa, dan teknologi Bank serta sesuai dengan perkembangan modus pencucian uang atau pendanaan terorisme.
- h. Memastikan bahwa seluruh pegawai, khususnya pegawai dari unit kerja terkait dan pegawai baru, telah mengikuti pelatihan yang berkaitan dengan program APU dan PPT secara berkala.

3. Pengawasan Dewan Komisaris adalah:

- a. Menyetujui kebijakan tentang program APU dan PPT.
- b. Memantau pelaksanaan tugas dan tanggung jawab Direksi dalam melaksanakan program APU dan PPT.

4. Sumber Daya Manusia dan Pelatihan

Untuk menghasilkan sumber daya manusia yang mempunyai pengetahuan yang memadai di dalam menjalankan tugas-tugasnya, Bank berkewajiban menyediakan program pelatihan bagi seluruh karyawannya di bidang APU dan PPT. Adapun cakupan materi pelatihan diantaranya adalah sebagai berikut:

- a. Implementasi peraturan perundang-undangan yang terkait dengan program APU dan PPT.
- b. Tipologi pencucian uang dan pendanaan terorisme, dan
- c. Kebijakan dan prosedur internal penerapan program APU dan PPT, serta peran dan tanggung jawab karyawan dalam memberantas pencucian uang dan pendanaan terorisme.

5. Audit dan Kepatuhan

Untuk menguji efektivitas bahwa pelaksanaan program APU dan PPT tersebut telah dilaksanakan

Sesuai dengan ketentuan yang berlaku, maka diperlukan pemantauan oleh pihak independen secara berkala oleh auditor internal dan eksternal. Berdasarkan hasil pemantauan yang dilaksanakan sepanjang tahun 2018, tidak ditemukan indikasi terjadinya tindak pidana pencucian uang dan pendanaan terorisme di Bank Victoria.

- d. Establishing a special work unit that implements the AML and CTF programs and/ or designates Officials in charge of the AML and CTF programs at the Head Office.
- e. Supervising the compliance of working facilities in implementing the AML and CTF programs.
- f. Ensuring that branch offices must have a special work unit and hold:
 - Employees who perform a special work unit functions, or
 - Officials overseeing the implementation of the AML and CTF programs.
- g. Ensuring that written policies and procedures on the AML and CTF programs are in line with changes and development of Bank products, services and technology and are in line with the development of the mode of money laundering or terrorism financing.
- h. Ensuring that all employees, particularly employees of the relevant work units and new employees, have been regularly trained in the AML and CTF programs.

3. The supervision of the Board of Commissioners is:

- a. To approve policies on the AML and CTF programs.
- b. To monitor the implementation of duties and responsibilities of the Board of Directors in implementing the AML and CTF programs.

4. Human Resources and Training

To produce human resources having adequate knowledge in carrying out their duties, the Bank is obligated to provide the Training program for all employees in the field of AML and CTF. The scope of training materials includes the following:

- a. Implementation of legislation related to the AML and CTF programs.
- b. Typology of money laundering and terrorism financing, and
- c. Internal policies and procedures for the implementation of the AML and CTF programs, and roles and responsibilities of employees in combating money laundering and terrorism financing.

5. Audit and Compliance

To test the effectiveness that AML and CTF programs have been implemented

According to applicable provisions, a periodic monitoring by independent parties is required by internal and external auditors. In accordance with the monitoring and audit results conducted throughout 2018, no indication of money laundering and terrorism financing was found in Bank Victoria.

PEMBERIAN DANA KEGIATAN SOSIAL DAN/ATAU POLITIK

Pemberian dana kegiatan sosial yang dilakukan Bank Victoria secara rinci telah tersaji dalam Bab *Corporate Social Responsibility* dalam laporan tahunan ini. Sedangkan untuk pemberian dana kegiatan politik Bank Victoria tidak terlibat di dalam kegiatan politik, serta tidak memberikan dana untuk kepentingan politik.

PROVISION OF FUNDS FOR SOCIAL AND/ OR POLITICAL ACTIVITIES

The funding of social activities conducted by Bank Victoria in detail has been presented in the *Corporate Social Responsibility* Chapter in this annual report. Whereas for the provision of funds for political activities, Bank Victoria was not involved in political activities, nor did it provide funds for political purposes.

PERKARA PENTING

Sepanjang tahun 2018, jumlah permasalahan hukum perdata dan pidana yang telah selesai (telah mempunyai kekuatan hukum yang tetap) dan yang masih dalam proses penyelesaian dapat disajikan melalui tabel sebagai berikut:

Tabel Perkara Penting
List of Important Legal Cases

No.	Perkara Penting Important Legal Case	Jumlah / Total		
		Perdata Civil	Pidana Criminal	Hubungan Industrial Industrial Relations
1.	Telah Selesai (telah mempunyai kekuatan hukum yang tetap) Finalized (has a final decision)	1	-	-
2.	Dalam proses penyelesaian Trial process is underway	5	-	-
Total		6	-	-

PERKARA PENTING YANG DIHADAPI PERUSAHAAN

Tabel Perkara Penting yang Dihadapi Perusahaan
List of Important Legal Cases Faced by the Company

No	Pokok Perkara/ Gugatan Merits of Case / Claim	Status Penyelesaian Accomplishment Status	Pengaruh Terhadap Kondisi Perusahaan Effect on the Company's Condition	Sanksi administrasi (yang dikenakan kepada Perusahaan, oleh otoritas terkait pasar modal, perbankan dan lainnya pada tahun buku 2018 (atau terdapat pernyataan bahwa tidak dikenakan sanksi administrasi) Administrative Sanction (imposed on the Company, by authorities related to the capital market, banking and others in the 2018 financial year (or there is a statement that administrative sanctions are not imposed)
1.	Kasus PT Sinar Pematang Mitra di Pengadilan Negeri Tangerang No. 708/ Pdt.G/2015/PN.Tng The case of PT Sinar Pematang Mitra at the Tangerang District Court No. 708/ Pdt.G/2015/PN.Tng	Masih dalam proses Kasasi Still in the process of Cassation	-	-

IMPORTANT LEGAL CASES

Throughout 2018, numbers of civil and criminal legal cases already finalized (having a final decision) and of which the trial process is underway are shown in the following table:

No	Pokok Perkara/ Gugatan Merits of Case / Claim	Status Penyelesaian Accomplishment Status	Pengaruh Terhadap Kondisi Perusahaan Effect on the Company's Condition	Sanksi administrasi (yang dikenakan kepada Perusahaan, oleh otoritas terkait pasar modal, perbankan dan lainnya pada tahun buku 2018 (atau terdapat pernyataan bahwa tidak dikenakan sanksi administrasi) Administrative Sanction (imposed on the Company, by authorities related to the capital market, banking and others in the 2018 financial year (or there is a statement that administrative sanctions are not imposed)
2.	Kasus PT Surya Sunjaya Industri di Pengadilan Negeri Jakarta Pusat No. 351/Pdt.G/2016/PN.Jkt.Pst The case of PT Surya Sunjaya Industri at the Central Jakarta District Court No. 351/Pdt.G/2016/PN.Jkt.Pst	Telah dikeluarkan Putusan Kasasi Cassation Decision	-	-
3.	Kasus Sadeni Hendarman di Pengadilan Negeri Tangerang No. 467/Pdt.G/2016/PN.Tng The case of Sadeni Hendarman at the Tangerang District Court No. 467/Pdt.G/2016/PN.Tng	Masih dalam Proses Kasasi Still in the Process of Cassation	-	-
4.	Kasus Wingki Waluyo Kushadi (CV. Sundoro Asia) di Pengadilan Negeri Jakarta Timur No. 301/Pdt.G.Plw/2017/PN.Jkt.Tim The case of Wingki Waluyo Kushadi (CV. Sundoro Asia) at the East Jakarta District Court No. 301/Pdt.G.Plw/2017/PN.Jkt.Tim	Masih dalam Proses Banding Still in the Appeal Process		
5.	Kasus PT. Luvin Indonusa di Pengadilan Negeri Jakarta Pusat No. 194/Pdt.G/2017/PN.Jkt.Pst The case of PT. Luvin Indonusa at the Central Jakarta District Court No. 194/Pdt.G/2017/PN.Jkt.Pst	Masih dalam Proses Banding Still in the Appeal Process		
6.	Kasus PT. Tiara Adtya Makmur di Pengadilan Negeri Jakarta Timur No. 36/Pdt.G/2018/PN.Jkt.Tim dan 497/Pdt.G/2018/PN.Jkt.Tim The case of PT. Tiara Adtya Makmur the East Jakarta District Court No. 36/Pdt.G/2018/PN.Jkt.Tim and 497/Pdt.G/2018/PN.Jkt.Tim	<ul style="list-style-type: none"> - Untuk Perkara dengan Nomor Register No. 36/Pdt.G/2018/PN.Jkt.Tim: Masih dalam proses banding. - Untuk Perkara dengan Nomor Register No. 497/Pdt.G/2018/PN.Jkt.Tim: Dalam proses mediasi - For the case with Registration Number 36/Pdt.G/2018/PN.Jkt.Tim: Still in the appeal process - For the case with Registration Number 497/Pdt.G/2018/PN.Jkt.Tim: In the mediation process 		

PERMASALAHAN HUKUM YANG SEDANG DIHADAPI DEWAN KOMISARIS DAN DIREKSI YANG SEDANG MENJABAT

Selamat tahun 2018 tidak terdapat permasalahan hukum yang sedang dihadapi Dewan Komisaris maupun Direksi.

PERKARA PENTING YANG DIHADAPI ANAK PERUSAHAAN

Tabel Perkara Penting yang Dihadapi Anak Perusahaan

Table of Important Legal Cases Faced by Subsidiaries

No.	Perkara Penting Important Legal Case	Jumlah / Total		
		Perdata Civil	Pidana Criminal	Hubungan Industrial Industrial Relations
1.	Telah Selesai (telah mempunyai kekuatan hukum yang tetap) Finalized (has a final decision)	3	-	-
2.	Dalam proses penyelesaian Trial process is underway	10	-	-
Total		13	-	-

AKSES INFORMASI DAN DATA PERUSAHAAN

Untuk memudahkan pemangku kepentingan dalam mengakses informasi dan data terkait Bank Victoria, maka Bank telah menyediakan media penyebaran informasi yang memungkinkan pemangku kepentingan dapat menggunakan haknya secara penuh. Penyebaran informasi tersebut antara lain dilakukan melalui media berikut:

1. Media elektronik, seperti situs dan email (**corsec@victoriabank.co.id**) untuk menyampaikan informasi yang relevan, termasuk laporan tahunan. Pemangku kepentingan yang ingin mendapatkan informasi Bank secara berkala dapat mengirimkan pesan melalui email tersebut dan dapat mendaftarkan identitas serta alamat emailnya pada *mailing list* melalui situs Bank (**www.victoria.co.id**)
2. Situs laman Bank, yaitu **www.victoriabank.co.id**, yang telah memuat bagian khusus informasi Pemegang Saham serta berbagai laporan dan publikasi yang dapat diunduh dengan mudah oleh pemangku kepentingan.
3. Situs laman Bursa Efek Indonesia, yaitu **www.idx.co.id** yang menyediakan informasi mengenai perkembangan harga saham Bank Victoria sehingga pemangku kepentingan dapat dengan mudah mengakses dan memantau harga saham Bank melalui website tersebut.
4. Informasi melalui media Situs laman, antara lain email, majalah/ buletin internal, poster dan *banner*.

Selain itu, untuk mendapatkan informasi lebih lanjut mengenai Bank Victoria masyarakat umum dan investor dapat menghubungi:

Corporate Secretary

Ruly Dwi Rahayu
Jl. Jend. Gatot Subroto Kav. 23
Jakarta Selatan 12930
Indonesia
Telepon : (021) 522 8888
Fax : (021) 522 5244
Email : **corsec@victoriabank.co.id**
Website : **www.victoriabank.co.id**

LEGAL ISSUES FACED BY INCUMBENT BOARDS OF COMMISSIONERS AND DIRECTORS

Throughout 2018, there are no legal issues faced by the Board of Commissioners or the Board of Directors.

IMPORTANT LEGAL CASES FACED BY SUBSIDIARIES

ACCESS TO COMPANY'S INFORMATION AND DATA

To facilitate stakeholders in accessing information and data related to Bank Victoria, the Bank has provided information dissemination media that enables stakeholders to exercise their rights in full. The dissemination of such information is done through the following media.

1. Electronic media, such as sites and email (**corsec@victoriabank.co.id**) to disseminate relevant information, including annual report. Stakeholders who intend to obtain the Bank's information on a regular basis can send messages via email and can register their identity and email address on the *mailing list* via the Bank's website (**www.victoria.co.id**)
2. The Bank's Website, **www.victoriabank.co.id**, that contains a special section of Shareholders information and various reports and publications that stakeholders can download easily.
3. Indonesia Stock Exchange Website, which is **www.idx.co.id**, providing information on the development of Bank Victoria stock prices so that stakeholders can easily access and monitor the Bank's stock price through the website.
4. Information through other media, including email, internal magazines/bulletins, posters, and *banners*.

In addition, to get more information about Bank Victoria, the public and investors can contact:

Corporate Secretary

Ruly Dwi Rahayu
Jl. Jend. Gatot Subroto Kav. 23
South Jakarta 12930
Indonesia
Phone : (021) 522 8888
Fax : (021) 522 5244
Email : **corsec@victoriabank.co.id**
Website : **www.victoriabank.co.id**

Situs Laman

Berdasarkan Peraturan Otoritas Jasa Keuangan No. 8/POJK.04/2015 tentang Situs Web Emiten atau Perusahaan Publik, maka Bank Victoria telah melengkapi website perusahaan dengan beberapa informasi penting, seperti informasi mengenai Pemegang Saham, struktur grup Bank, analisis kinerja keuangan, laporan keuangan 5 (lima) tahun terakhir, profil Dewan Komisaris dan Direksi, penerapan tata kelola, serta informasi lainnya yang dianggap perlu dipublikasikan, khususnya untuk kepentingan pemangku kepentingan. Informasi-informasi yang disajikan dalam situs laman senantiasa diperbaharui secara berkala oleh Bank. Uraian terkait informasi pada website Bank telah disampaikan pada pembahasan Informasi pada Website Perusahaan pada bab Profil Perusahaan dalam Laporan Tahunan ini.

SIARAN PERS

No.	Tanggal Date	Siaran Pers Press Release
1.	11 Januari 2018 / 11 January 2018	Relokasi Cabang Pasar Baru. / Relocation of Pasar Baru Branch.
2.	20 Januari 2018 / 20 January 2018	Rapat Kerja Bank Victoria 2018. / Bank Victoria 2018 Work Meeting.
3.	12 Februari 2018 / 12 February 2018	Pengumuman Pengalihan Layanan Kantor Bank Victoria. / Announcement on Services Switch of Bank Victoria Office.
4.	30 Mei 2018 / 30 May 2018	Bulan Ramadhan 2018. / Ramadhan Month 2018.
5.	13 Juli 2018 / 13 July 2018	Program Edukasi Perencanaan Keuangan Rumah Tangga. / Education Program on Household Financial Planning.
6.	26 Juli 2018 / 26 July 2018	Pengumuman Pemindahan Kantor Pusat. / Announcement of the Head Office Transfer.
7.	31 Juli 2018 / 31 July 2018	Penandatanganan Kerjasama: Bank Victoria dan Victoria Alife. / Signing of Cooperation: Bank Victoria and Victoria Alife.
8.	18 Agustus 2018 / 18 August 2018	Launching GPN Kantor Cabang Manado. / Launching of Manado Branch Office GPN.
9.	21 September 2018 / 21 September 2018	CSR Bank Victoria: Peduli Lombok. / Bank Victoria CSR: Care for Lombok.
10.	26 September 2018 / 26 September 2018	Indonesia Banking Awards 2018. / Indonesia Banking Awards 2018.
11.	27 September 2018 / 27 September 2018	Investor Summit dalam Acara Public Expose Marathon di Makassar. / Investor Summit at the Public Expose Marathon Event in Makassar.
12.	4 Oktober 2018 / 4 October 2018	CEO Forum Perbanas-LPS "Update Perkembangan LPS". / Perbanas-LPS CEO Forum "Update on LPS Development".
13.	5 Oktober 2018 / 5 October 2018	Merayakan Ultah Bank Victoria yang Ke 24. / Celebrated the 24th Bank Victoria Anniversary.
14.	5 Oktober 2018 / 5 October 2018	CSR Bank Victoria untuk SD Laksa Bhakti. / Bank Victoria CSR for SD Laksa Bhakti.
15.	18 Oktober 2018 / 18 October 2018	Partisipasi Bank Victoria dalam Kegiatan Sosial OJK Peduli di Palu, Sulawesi Tengah. / Bank Victoria's Participation in Social Activities of OJK Care for Palu, Central Sulawesi.
16.	26 Oktober 2018 / 26 October 2018	Acara Rapat Umum Pemegang Saham Luar Biasa (RUPSLB) BVIC 2018. / Event of the BVIC 2018 Extraordinary General Meeting of Shareholders (EGMS).
17.	16 November 2018 / 16 November 2018	Acara Perbanas IBEX 2018. / IBEX 2018 Perbanas Event
18.	17 November 2018 / 17 November 2018	CEO Forum PT Bank Victoria International di Perbanas Institute. / CEO Forum of PT Bank Victoria International at Perbanas Institute.
19.	30 November 2018 / 30 November 2018	Inilah Para Pemenang Indonesia Best Banking Award 2018. / These are Winners of Indonesian Best Banking Award 2018.

BULETIN

Sebagai bentuk kemudahan akses informasi bagi para Pemangku Kepentingan, Bank Victoria telah mengeluarkan media penyampaian informasi berupa buletin yang dikenal dengan nama Victoria News. Berikut tabel terkait penyampaian informasi melalui Victoria News yang terbit selama tahun 2018:

Website

Pursuant to Financial Services Authority (OJK) Regulation No. 8/POJK.04/2015 on the Issuers' or Public Company's Website, Bank Victoria has completed the Company's website with some key information, such as information on Shareholders, Bank Group structure, financial performance analysis, financial statements of the last 5 (five) years, profile of Boards of Commissioners and Directors, corporate governance implementation, as well as other information deemed necessary to be published, particularly for the interest of stakeholders. The information presented on the website is always updated regularly by the Bank. The information-related description on the Bank's website has been presented on the discussion of Information on the Company's Website in the Company Profile chapter in this Annual Report.

PRESS RELEASE**BULLETIN**

As a form of easy access to information for stakeholders, Bank Victoria has issued a bulletin medium for delivering information, which is known as Victoria News. The following table is related to the dissemination of information through Victoria News published throughout 2018:

Konten Buletin Buletton Content	Edisi Edition	Tanggal Terbit Date of Issuance
<ul style="list-style-type: none"> Relokasi Cabang Pasar Baru / Relocated Pasar Baru Branch Rapat Kerja Bank Victoria 2018 / Bank Victoria Working Meeting 2018 Edukasi Ayo Ke Bank / Education on Let's Go to the Bank Pembukaan Kantor Cabang Semarang / Grand Opening of Semarang Branch Office RUPS Bank Victoria 2018 / AGMS of Bank Victoria 2018 Bank Victoria Photo Contest 2018 / Bank Victoria Photo Contest 2018 Bulan Ramadhan / Ramadhan Month 	Januari-Februari 2018 January-February 2018	7 Maret 2018 7 March 2018
<ul style="list-style-type: none"> Penandatanganan Kerja sama: Bank Victoria dan Victoria Alife / Signing Ceremony: Bank Victoria and Victoria Alife Mini Town Hall Bank Victoria / Mini Town Hall Bank Victoria Program Edukasi Perencanaan Keuangan Rumah Tangga / Education Program on Household Financial Planning Perpindahan Kantor Pusat Bank Victoria / Transfer of Bank Victoria Head Office Dirgahayu Republik Indonesia 73 Tahun / 73 Years Long Life of the Republic of Indonesia 	April-Juni 2018 April-June 2018	8 Juni 2018 8 June 2018
<ul style="list-style-type: none"> Edukasi Perbankan dan Bulan Inklusi Keuangan / Education on Banking and Financial Inclusion Month Bantuan Victoria Peduli Bagi Korban Gempa Palu Donggala / Victoria Aids in Care for Earthquake Victims in Donggala Palu Bantuan Victoria Peduli Bagi Korban Gempa Bumi Lombok / Victoria Aids in Care for Earthquake Victims in Lombok HUT Bank Victoria ke-24 / 24th Anniversary of Bank Victoria Indonesia Best Banking Award 2018 / Indonesia Best Banking Award 2018 Pembukaan Kantor Cabang Makassar / Grand Opening of Makassar Branch Office Natal Bersama Bank Victoria / Bank Victoria Joint Christmas Victoria Peduli SD Laksa Bhakti Jembatan 5 / Victoria Care for SD Laksa Bhakti Jembatan 5 	Juli-Agustus 2018 July-August 2018	28 Agustus 2018 28 August 2018
	Desember 2018 December 2018	31 Desember 2018 31 December 2018

TRANSPARANSI PENYAMPAIAN LAPORAN

Bank Victoria senantiasa mempraktikan prinsip transparansi dalam menyampaikan laporan yang telah dibuatnya. Beberapa laporan tersebut terkait dengan laporan keuangan, laporan kinerja Bank, laporan atas hasil RUPS, dan laporan lain-lain yang disampaikan kepada regulator. Berikut jumlah laporan yang telah disampaikan oleh Bank Victoria sepanjang tahun 2018.

Tabel Transparansi Penyampaian Laporan
Table of Report Submission Transparency

Regulator Regulators	Jumlah Total
Bursa Efek Indonesia / Indonesia Stock Exchange	100
Otoritas Jasa Keuangan / Financial Services Authority	128

KODE ETIK

Sebagai lembaga keuangan yang berkomitmen penuh dalam menjalankan prinsip-prinsip GCG dalam setiap lini bisnisnya, Bank Victoria telah menetapkan Kode Etik berdasarkan pada Surat Keputusan Direksi No. 002/SK-DIR/02/16 tanggal 15 Februari 2016 tentang Pedoman Kode Etik Perilaku Karyawan PT Bank Victoria International Tbk. *Code of Conduct* disusun untuk menjadi acuan perilaku bagi Dewan Komisaris, Direksi dan seluruh karyawan Bank dalam menerapkan nilai-nilai

REPORT SUBMISSION TRANSPARENCY

Bank Victoria always practices the principle of transparency in submitting reports it has made. Some of these reports are related to financial statements, Bank performance reports, reports on results of the GMS, and other reports submitted to regulators. The following is the number of reports submitted by Bank Victoria throughout 2018.

CODE OF CONDUCT

As a financial institution that is fully committed in conducting GCG principles in every business line, Bank Victoria has established the Code of Conduct under the Board of Directors' Decree No. 002/SK-DIR/02/16 dated 15 February 2016 on Guidelines of Employee's Code of Conduct of PT Bank Victoria International Tbk. The *Code of Conduct* is prepared to serve as a guideline for Boards of Commissioners, Directors, and all of the Bank's employees in applying values and business ethics to be part

dan etika bisnis agar menjadi bagian dari budaya Bank guna mencapai Visi dan Misi Bank. Pelaksanaan Kode Etik sebagai pedoman berperilaku secara profesional, bertanggung jawab, wajar, patut dan dipercaya dalam melakukan hubungan bisnis dengan para pelanggan, rekanan, maupun dengan rekan sekerja menjadi tanggung jawab seluruh insan Bank Victoria.

POKOK-POKOK KODE ETIK

Kode Etik berisi komitmen Bank kepada berbagai pihak yang berkepentingan dan merupakan perwujudan dari etika bisnis serta etika kerja bagi segenap insan Bank Victoria. Pokok isi dari Kode Etik Bank Victoria terdiri atas standar etika bisnis dan standar perilaku keryawan diuraikan sebagai berikut:

Tabel Pokok-Pokok Kode Etik Terkait Standar Etika Bisnis

The Table of Code of Ethics Principles Regarding the Standards of Business Ethics

Standar Etika Bisnis Business Ethics Standards	Keterangan Description
Etika Bank dengan Karyawan Bank Ethics with the Employees	<p>Bank berkomitmen dalam hubungan kerja antara Bank dengan karyawan dengan memberikan rasa keadilan perlakuan terhadap karyawan termasuk penugasan dan aktivitas karyawan baik didalam Bank maupun diluar Bank, larangan keterlibatan karyawan dalam Aktivitas Bisnis maupun Surat Berharga Bank, kedisiplinan karyawan terkait dengan Bank termasuk mengatur kedisiplinan waktu kerja karyawan, Bank memberikan karyawan lingkungan kerja yang baik, sehat dan aman, serta Bank memberikan kebebasan kepada karyawan untuk menyampaikan aspirasinya, baik secara individual maupun secara kolektif.</p> <p>The Bank is committed to maintain a good working relationship between the Bank and employees by providing a sense of fairness in treating the employees including assignments and employee activities within and outside the Bank, prohibiting employee involvement in Bank Business Activities and Bank Securities, employee discipline related to the Bank include regulating employee work hour, the Bank provides a good, healthy and safe work environment for the employees, and the Bank gives freedom to the employees to convey their aspirations, individually and collectively.</p>
Etika Bank dengan Nasabah Bank Ethics with the Customers	<p>Bank mengutamakan kepuasan dan kepercayaan nasabah. Oleh karena itu, Bank Menawarkan produk dan jasa sesuai dengan standar mutu yang telah ditetapkan serta Memberikan layanan terbaik kepada nasabah dan menindaklanjuti keluhan, nasabah secara adil tanpa diskriminasi.</p> <p>The Bank prioritizes customer satisfaction and trust. Therefore, The Bank offers products and services in accordance with established quality standards and provide the best service to the customers and follow up on any customers complaints fairly without discrimination.</p>
Etika Bank Dengan Penyedia Barang Dan Jasa Bank Ethics with the Providers of Goods and Services	<p>Bank mengutamakan evaluasi yang objektif dalam pengadaan barang dan jasa yang dibutuhkan oleh Bank. Oleh karena itu Pemilihan penyedia barang dan jasa harus didasari atas penilaian kemampuan, prestasi, dan berdasarkan kepatuhan serta obyektifitas di bidang standar harga, kualitas, ketersediaan persyaratan serta pelayanan yang diberikan oleh rekanan atau pemasok.</p> <p>The Bank prioritizes objective evaluation in the procurement of goods and services needed by The Bank. Therefore the selection of providers of goods and services must be based on the assessment of capabilities, achievement, and based on compliance and objectivity in price standard, quality, availability of requirements and services provided by partners or suppliers.</p>
Etika Bank Dengan Pesaing Bank Ethics with the Competitors	<p>Bank menempatkan pesaing sebagai pendorong peningkatan kinerja secara berkesinambungan. Oleh karena itu, Bank senantiasa melakukan beberapa hal, antara lain Bank patuh erhadap ketentuan Undang-Undang Anti Monopoli serta melakukan persaingan yang sehat dan kompetitif dengan meningkatkan keunggulan produk dan layanan yang bermutu.</p> <p>The Bank places competitors as a driver to continuously improve its performance. Therefore, the Bank always conducts a number of measures, including the Bank adhering to the provisions of the Anti-Monopoly Law as well as conducting fair and competitive competition by improving the excellence of quality products and services.</p>

of the Bank's culture in order to achieve the Bank's Vision and Mission. The implementation of Code of Conduct as behavioral guidelines on a professional, responsible, reasonable, proper, and trustworthy manner in building business relationships with customers, partners, and co-workers becomes the responsibility of all Bank Victoria employees.

PRINCIPLES OF CODE OF CONDUCT

Code of Ethics contains the Bank's commitment to various parties concerned and as a manifestation of business and work ethics for all Bank Victoria employees. The main point of the Bank Victoria Code of Ethics consists of standards of business ethics and employee behavior described as follows:

Standar Etika Bisnis Business Ethics Standards	Keterangan Description
Etika Bank Dengan Pemerintah Bank Ethics with the Government	Bank berkomitmen memetuhui peraturan perundang-undangan yang berlaku. The Bank is committed to comply with applicable laws and regulations.
Etika Bank Dengan Masyarakat Bank Ethics with the Public	Bank berkomitmen untuk memberikan kontribusi positif dalam pengembangan ekonomi yang berkelanjutan dengan memperhatikan tanggung jawab sosial dengan menitik beratkan pada keseimbangan terhadap aspek ekonomi, sosial dan lingkungan. The Bank is committed to make a positive contribution to sustainable economic development by paying attention to social responsibility while emphasizing on the balance of economic, social and environmental aspects.
Etika Bank Dengan Media Masa Bank Ethics with Mass Media	Bank menjadikan media massa sebagai mitra kerja dan media dalam melakukan promosi dalam rangka membangun citra yang baik, dengan cara Bank memberikan informasi yang relevan dan berimbang kepada media massa, baik informasi yang bersifat umum, khusus, strategis maupun sensitif serta Bank menerima dan menindaklanjuti kitik-kitik membangun yang disampaikan melalui media massa dengan tetap memperhatikan aspek risiko dan biaya. The Bank intends to make the mass media as their work partner and promotion means to build a good image, where the Bank providing relevant and balanced information to the mass media, general, special, strategic and sensitive information. The Bank also accepts and follows up on constructive issues that are conveyed through mass media while taking into account the risk aspects.
Etika Bank dengan Organisasi Profesi Bank Ethics with Profession Organizations	Bank membina hubungan kerjasama yang baik dengan organisasi profesi dalam rangka <i>sharing</i> informasi, pengalaman dan berdiskusi tentang perkembangan bisnis, serta mencari solusi tebaik dalam menyelesaikan permasalahan yang menjadi kepentingan bersama. The Bank fosters good cooperative relations with profession organizations in sharing information, experience and discuss business developments, as well as looking for the best solution in solving common problems.

Tabel Pokok-Pokok Kode Etik Terkait Standar Perilaku Karyawan
The Table of Code of Ethics Principal Regarding the Standards of Employee Behavior

Standar Etika Bisnis Employee Behavior Standards	Keterangan Description
Tuntutan Perilaku Karyawan Demands of Employee Behavior	Adalah penting bagi Bank untuk mendapatkan citra yang baik dan terhormat dalam masyarakat. Citra yang baik itu dapat dibentuk dari cara Bank melayani pihak luar seperti nasabah, calon nasabah, relasi, rekanan dan sama pentingnya adalah cara pelayanan Bank ke dalam diantara sesama karyawan sendiri. Sikap dan perilaku dalam pelayanan keluar dan kedalam sangatlah menentukan dan berdampak luas. Untuk itu semua karyawan harus memperhatikan hal-hal tersebut dengan menerapkan norma kesopanan dan etika moral, menerapkan disiplin kerja, serta mendukung tercapainya tujuan Bank. It is important for the Bank to get a good and respectful image in public. A good image can be formed from the way the Bank serves outside parties such as customers, prospective customers, relations, and partners. Equally important are how the Bank treated its employees. The attitude and behavior internally and externally are very decisive and have a broad impact. Thus, all employees must pay attention to these matters by always behave courteously with moral ethics, applying work discipline, and supporting the achievement of the Bank's goals.
Penanganan Benturan Kepentingan Handling Conflict of Interest	Bank mengutamakan kepuasan dan kepercayaan nasabah. Oleh karena itu, Bank Karyawan yang memiliki hubungan kekerabatan dengan karyawan lain di Bank, harus melaporkan hubungan kekerabatan tersebut kepada Divisi Human Capital Management. Hal ini dilakukan agar Divisi Human Capital Management rapat mengatur posisi masing-masing karyawan agar tidak saling menimbulkan benturan kepentingan. The Bank's employees who have family relationship with other employees must report this family relationship to the Human Capital Division Management. This is done so that the Human Capital Division Management can regulate the position of each employee to avoid any conflict of interests.

Standar Etika Bisnis Employee Behavior Standards	Keterangan Description
Pedoman Pemberian dan Penerimaan Hadiah dan Donasi Guidelines for Giving and Receiving Gifts and Donations	<p>Setiap karyawan Bank harus selalu menjaga agar keputusan dalam pemberian, penambahan fasilitas Bank kepada nasabah hanya didasarkan atas pertimbangan kriteria kelayakan yang telah digarisbawahi. Pemberian dan penambahan fasilitas yang didasarkan hanya pada hubungan baik atau pribadi atau pemberian-pemberian nasabah kepada karyawan (sebagai ungkapan terimakasih, simpati, atau keinginan mendapatkan perhatian). Karyawan, tidak diperkenankan untuk menggunakan fasilitas atau jasa yang ditawarkan oleh nasabah atau calon nasabah karena hubungan baik yang telah dibina, untuk kepentingan pribadi atau keluarga yang dapat menimbulkan benturan kepentingan pada tugas karyawan.</p> <p>Every Bank's employees must always ensure that the decisions in giving and adding Bank facilities to the customers is solely based on predetermined eligibility criteria. Giving and adding facilities must not be taken based solely on good or personal relationships as well as gifts from the customer to the employee (as an expression of gratitude, sympathy, or desire to get attention). Employees are not allowed to use the facilities or services offered by the customers or prospective customers because of good relationship have been fostered, whether for personal or family interests that can cause conflict of interests in performing their duties.</p>
Pedoman Kepatuhan Terhadap Peraturan Guidelines for Compliance with the Regulations	<p>Bank dan karyawan Bank harus melaksanakan peraturan perundang-undangan dan peraturan Bank. Dewan Komisaris harus memastikan bahwa Direksi dan karyawan Bank melaksanakan peraturan perundang-undangan dan peraturan Bank.</p> <p>The Bank and Bank's employees must implement laws and the Bank's regulations. The Board of Commissioners must ensure that the Board of Directors and employees implement the laws and regulations as well as the Bank's regulations.</p>
Pedoman Menjaga Kerahasiaan Data dan Informasi Perusahaan Guidelines for Maintaining the Confidentiality of Company's Data and Information	<p>Dalam melaksanakan kegiatannya, Bank akan meminta atau mewajibkan nasabahnya untuk memberikan informasi dan data keuangan, manajemen ataupun pribadi. Bank mempunyai tanggung jawab untuk tetap menjaga kerahasiaan data dan informasi yang diberikan nasabah kepada Bank, walaupun selain informasi data nasabah, Bank juga memiliki informasi internal yang bersifat rahasia. Bank berkepentingan agar semua informasi internal demikian terjaga kerahasiannya dan tidak dimanfaatkan oleh pihak lain yang berakibat merugikan kepentingan perusahaan. Untuk itu semua karyawan harus memperhatikan hal-hal tersebut.</p> <p>In carrying out its activities, the Bank will request or require its customers to provide financial, management and personal information and data. The Bank have the responsibility to keep the confidentiality of the data and information given by the customer to the Bank, even though aside from the customer data information, the Bank also have confidential internal information. The Bank also has an interest so that all internal information is kept confidential and is not utilized by other parties which results in harming the Company's interests. Therefore, all employees must pay attention to these things.</p>
Pedoman Aktivitas Politik Guidelines for Political Activities	<p>Karyawan Bank tidak dilarang dan memiliki kebebasan untuk berpartisipasi dalam kegiatan politik di Indonesia. Namun demikian karyawan tidak diperkenankan meninggalkan tugas dan kewajibannya sebagai karyawan Bank untuk melakukan aktivitas politiknya.</p> <p>The Bank's employees are not prohibited and have the freedom to participate in Political activities in Indonesia. However, employees are not allowed to leave their duties and obligations as Bank's employees to carry out their political activities.</p>
Pedoman Pelaporan Atas Pelanggaran dan Perlindungan Pelapor Guidelines and Protection for the Whistleblower	<p>Dewan Komisaris berkewajiban untuk menerima dan memastikan bahwa pengaduan tentang pelanggaran terhadap etika bisnis, pedoman perilaku, peraturan perusahaan dan peraturan perundang-undangan, diproses secara wajar dan tepat waktu. Bank menjamin perlindungan terhadap individu yang melaporkan terjadinya pelanggaran terhadap etika bisnis, pedoman perilaku peraturan perusahaan dan peraturan perundang-undangan. Dalam pelaksanannya, Dewan Komisaris memberikan tugas kepada Komite Nominasi dan Remunerasi.</p> <p>The Board of Commissioners have an obligation to accept and ensure complaints about violations of business ethics, code of conduct, Company regulations as well as law and legislation, will be processed fairly and on time. The Bank guarantees protection for individuals who report the violations of business ethics, Company's code of conduct and regulations as well as laws and regulations. In its implementation, the Board of Commissioners give this assignment to the Nomination and Remuneration Committee.</p>

Uraian lebih jelas mengenai Pedoman Kode Etik Karyawan telah dimuat pada situs web Bank pada bagian Tata Kelola (http://www.victoriabank.co.id/pdf/Pedoman_Kode_Etik_Perilaku_Karyawan.pdf).

KEPATUHAN TERHADAP KODE ETIK

Bank Victoria senantiasa berkomitmen dalam mematuhi Kode Etik sebagai standar etika tertinggi dalam menjalankan setiap kegiatan bisnis maupun operasionalnya, selain peraturan perundang-undangan yang berlaku. Dalam rangka meningkatkan dan memperkuat penerapan Kode Etik dan reputasi Bank, maka seluruh insan Bank, tanpa terkecuali, diwajibkan untuk menandatangani Surat Pernyataan yang dimuat pada halaman akhir Kode Etik.

PENYEBARLUASAN KODE ETIK

Penyebarluasan dan sosialisasi Kode Etik Bank Victoria diungkapkan dan/atau disebarluaskan kepada seluruh karyawan melalui media internal Bank yang dapat diakses dan dibuka setiap saat oleh semua karyawan. Bank secara berkala juga menyampaikan tentang etika bisnis untuk dapat dilaksanakan secara tertib melalui media memo dan/atau surat dari Direksi ataupun Divisi yang bertanggung jawab dalam mengelola etika bisnis. Kode Etik juga diungkapkan dan disampaikan melalui pembagian buku saku yang wajib dipelajari dan dilaksanakan oleh setiap karyawan Bank.

Selain itu, Bank Victoria senantiasa mengingatkan kepada segenap karyawannya mengenai penerapan Kode Etik melalui berbagai pelatihan, pelaksanaan induksi untuk para karyawan baru, serta melalui forum-forum pelatihan yang melibatkan pihak eksternal.

UPAYA PENERAPAN DAN PENEGAKAN KODE ETIK

Penerapan dan penegakan Kode Etik Bank Victoria berlaku bagi seluruh jajaran Bank, tanpa terkecuali, mulai dari Dewan Komisaris, Direksi, karyawan dan individu lain yang terkait dengan bisnis Bank. Tanggung jawab dari keberhasilan penerapan Kode Etik diemban oleh seluruh pimpinan di lingkungan Unit Kerja masing-masing. Terkait hal ini, seluruh pimpinan Unit Kerja melaksanakan tanggung jawabnya dengan memberikan pemahaman penerapan tentang Kode Etik kepada karyawan di lingkungan Unit Kerja masing-masing.

Selain itu, keberhasilan penerapan Kode Etik juga membutuhkan kesadaran pribadi dari seluruh pihak jajaran Bank Victoria dalam menerapkannya pada aktivitas sehari-hari. Bentuk tanggung jawab ini tercermin dari kesediaan setiap jajaran Bank untuk melaporkan apabila terdapat rekan kerja atau karyawan lain yang diyakini melakukan tindakan melanggar Kode Etik. Penyampaian fakta penyimpangan tersebut dapat dilakukan melalui mekanisme *whistleblowing system*.

JENIS SANKSI PELANGGARAN KODE ETIK

Tindakan penyimpangan yang dilakukan baik secara sengaja atau tidak sengaja dengan mempertimbangkan motif dari tindakan baik secara finansial maupun non finansial, termasuk apakah sebelumnya karyawan telah diingatkan atas tindakan terkait, maka bentuk sanksi atas penyimpangan tersebut antara lain:

Further description on the Employee's Code of Conduct has been posted on the Bank's website in the Governance section (http://www.victoriabank.co.id/pdf/Pedoman_Kode_Etik_Perilaku_Karyawan.pdf).

COMPLIANCE WITH CODE OF CONDUCT

Bank Victoria is committed to comply with the Code of Conduct as the highest ethical standard in conducting its business and operational activities, in addition to the prevailing laws and regulations. In order to improve and strengthen the application of the Code of Conduct and the Bank's reputation, all Bank's employees are, without exception, required to sign a Statement included on the end page of the Code of Conduct.

DISSEMINATION OF CODE OF CONDUCT

The distribution and dissemination of Bank Victoria's Code of Conduct are disclosed and/or distributed to all employees through the Bank's internal media that can be accessed and open at any time by all employees. The Bank also periodically disseminates about business ethics to be implemented in an orderly manner through memos and/or letters from the Board of Directors or Divisions in charge of managing business ethics. The Code of Conduct is also disclosed and submitted through the distribution of compulsory pocket book that must be studied and implemented by every Bank employee.

In addition, Bank Victoria constantly reminds all its employees about the implementation of the Code of Conduct through various trainings, induction training for new employees, and through training forums involving external parties.

IMPLEMENTATION AND ENFORCEMENT EFFORTS OF CODE OF CONDUCT

The application and enforcement of Bank Victoria's Code of Conduct apply to all levels of the Bank, without exception, from Boards of Commissioners, Directors, employees, and other individuals engaged in the Bank's business. The responsibility of successful implementation of the Code of Conduct is carried out by all leaders in their respective Work Units. In this regard, all managers of the Work Unit carry out their responsibilities by providing an understanding of implementing the Code of Conduct to employees in their respective Work Units.

In addition, the successful implementation of the Code of Conduct also requires personal awareness from all parties of Bank Victoria in applying it to daily activities. This form of responsibility is reflected in the willingness of each Bank employee to report in the event of any colleague or other employee is believed to have committed any violation of the Code of Conduct. The submission of such irregularity fact can be done through *whistleblowing system* mechanism.

TYPES OF SANCTIONS FOR VIOLATION OF THE CODE OF CONDUCT

Any violation that done intentionally or unintentionally by considering the motives both financially and non financially, including whether previously the employee has been warned of the related actions, then the sanctions for such violation include:

1. Teguran Lisan.
2. Surat Peringatan Pertama, Kedua, sampai dengan ketiga.
3. Tidak memperoleh Bonus umum Tahunan dan atau Bonus prestasi.
4. Tidak memperoleh kenaikan gaji dan/atau kenaikan pangkat untuk periode waktu tertentu.
5. Skorsing (dirumahkan sementara).
6. Demosi (penuruan pangkat atau posisi)
7. Pemutusan Hubungan Kerja (PHK).

1. Verbal Warning.
2. First Warning Letter, Second, up to Third.
3. Do not received Annual Bonus and or Merit Bonus.
4. Do not get salary increases and/or promotions for a certain period of time.
5. Suspension (temporarily laid off).
6. Demotion
7. Termination of employment (PHK).

Tabel Bobot Penyimpangan dan Jenis Sanksi Terkait
Tabel of Violation Level and Types of Related Sanctions

Bobot Penyimpangan Violation Level	Jenis Sanksi Sanctions Types
Penyimpangan Ringan Light Violations	<p>Kejadian pertama, minimal teguran lisan dan maksimal surat peringatan pertama. First incident, verbal warning at minimum and first warning letter at maximum.</p> <p>Kejadian kedua, minimal surat peringatan maksimal surat peringatan ketiga. Second incident, warning letter at minimum and third warning letter at maximum.</p> <p>Untuk kejadian ketiga dan seterusnya minimal surat peringatan kedua dan maksimal pengunduran diri. For the third and subsequent events, second warning letter at minimum and resignation at maximum.</p>
Penyimpangan Sedang Medium Violations	<p>Kejadian pertama minimal surat peringatan pertama dan maksimal surat peringatan kedua. First incident, first warning letter at minimum and third warning letter at maximum.</p> <p>Kejadian kedua, minimal surat peringatan kedua dan maksimal pengunduran diri. Second event, second warning letter at minimum and resignation at maximum.</p>
Penyimpangan Berat Heavy Violations	<p>Kejadian pertama, minimal tidak diberikan kenaikan gaji dan maksimal pengunduran diri. First incident, no salary increase at minimum and resignation at maximum.</p>

JUMLAH PELANGGARAN KODE ETIK

Selama tahun 2018 tidak terdapat pelanggaran kode etik.

KEBIJAKAN GRATIFIKASI

Dalam mengendalikan gratifikasi di Bank Victoria, prinsip-prinsip GCG serta nilai-nilai dari Kode Etik Bank senantiasa dijungung tinggi. Terkait hal ini, Dewan Komisaris, Direksi, Pejabat Eksekutif, Pimpinan Kantor, seluruh karyawan Bank, serta anggota keluarganya tidak diperbolehkan menerima pemberian dalam bentuk apapun, baik secara langsung maupun tidak langsung dari nasabah, sebagaimana telah diatur dalam Kode Etik Bank Victoria.

PENGELOLAAN PENGENDALIAN GRATIFIKASI

Pengelolaan pengendalian gratifikasi Bank Victoria dilakukan melalui penerapan kewajiban pelaporan gratifikasi/parcel dalam bentuk apapun. Apabila Dewan Komisaris, Direksi, Pejabat Eksekutif, Pimpinan Kantor, karyawan Bank Victoria, serta anggota keluarganya mendapatkan gratifikasi/parcel dalam bentuk apapun, maka pihak tersebut wajib mengisi formulir penerimaan gratifikasi/parcel dan diserahkan kepada Divisi Audit Internal/Integrated and Anti Fraud untuk ditindaklanjuti.

AMOUNT OF CODE OF CONDUCT VIOLATIONS

During 2018 there was no violation of the code of ethics.

GRATIFICATION POLICY

In controlling the gratification at Bank Victoria, the GCG principles and values of the Bank's Code of Conduct are constantly upheld. In this regard, Boards of Commissioners, Directors, Executive Officers, Office Managers, all of the Bank's employees, and members of their families are not allowed to receive any offerings, directly or indirectly, from customers, as prescribed at Bank Victoria's Code of Conduct.

GRATIFICATION CONTROL MANAGEMENT

The gratification control management of Bank Victoria is conducted through implementing mandatory reporting of gratification/parcel in any form. In case of Boards of Commissioners, Directors, Executive Officers, Office Managers, all Bank Victoria's employees, and members of their families receive any gratification/parcel, then such party must fill the gratification/package acceptance form and submit it to the Internal Audit/Integrated and Anti-Fraud Division for follow-up.

SOSIALISASI KEBIJAKAN GRATIFIKASI

Bank Victoria melakukan sosialisasi terkait kebijakan gratifikasi yang dimuat dalam Kode Etik dengan cara disebarluaskan kepada seluruh karyawan Bank melalui media internal sehingga dapat diakses dengan mudah setiap saat oleh semua karyawan Bank.

LAPORAN GRATIFIKASI TAHUN 2018

Selama tahun 2018 tidak terdapat laporan atas gratifikasi.

WHISTLEBLOWING SYSTEM

Sistem pelaporan pelanggaran (*whistleblowing system*/WBS) menjadi salah satu kesungguhan dan wujud nyata dari Bank Victoria dalam mengimplementasikan GCG. WBS merupakan sistem yang diterapkan oleh Bank dalam mengelola pengaduan atau pengungkapan mengenai perilaku melanggar hukum dan/atau perbuatan tidak etis dengan mengoptimalkan peran pengurus, pegawai Bank, dan mitra kerja dalam mengungkapkan pelanggaran yang terjadi di lingkungan Bank.

PENGELOLAAN WHISTLEBLOWING SYSTEM

PENYAMPAIAN LAPORAN PELANGGARAN

Bank Victoria menerapkan mekanisme *Whistleblowing System* dimana pelapor dapat menyampaikan laporan suatu pelanggaran secara lisan, dengan surat, melalui *email* atau *sms* (*short message services*), kepada Unit Anti *Fraud* pada alamat sebagai berikut:

1. Melalui surat:
Ditujukan kepada Direktur Utama dan ditembusukan kepada Unit Anti Fraud Graha BIP Lt.10, Jl. Jend. Gatot Subroto Kav.23, Jakarta 12930.
2. Melalui email ke:
 1. Unit Anti *Fraud* bila terlapor adalah karyawan dengan alamat *email*: unitantifraud@victoriabank.co.id.
 2. Direktur Utama bila terlapor adalah anggota Dewan Komisaris dengan alamat *email*: unitantifrauddireksi@victoriabank.co.id.
 3. Dewan Komisaris bila terlapor adalah Direksi dengan alamat *email*: unitantifraudkomisaris@victoriabank.co.id.
3. Melalui telepon atau SMS dengan nomor: 08118707649.

PERLINDUNGAN BAGI WHISTLEBLOWER

Untuk memudahkan Tim Anti *Fraud* dalam menindaklanjuti dan mendapatkan klarifikasi terkait pelaporan pelanggaran yang terjadi, Manajemen Bank Victoria sangat menyarankan agar identitas pelapor dicantumkan. Hal tersebut dilakukan guna memudahkan kelancaran investigasi. Meskipun demikian, kerahasiaan identitas pelapor akan tetap dijaga oleh Tim Anti *Fraud* serta dijamin oleh Direksi dan Dewan Komisaris.

Identitas pelapor juga diperlukan dalam menyampaikan hasil tindak lanjut penanganan dugaan laporan pelanggaran

DISSEMINATION OF GRATIFICATION POLICY

Bank Victoria conducts dissemination related to the gratification policy contained in the Code of Conduct to all of the Bank's employees through internal media so that it can be easily accessed at any time by all of the Bank's employees.

GRATIFICATION REPORT IN 2018

Throughout 2018, there are no gratification reports.

WHISTLEBLOWING SYSTEM

The whistleblowing system (WBS) becomes one of the seriousness and concrete manifestation of Bank Victoria in implementing GCG. WBS is a system implemented by the Bank to manage complaints or disclosures regarding unlawful and/or unethical conduct by optimizing the role of the Bank's management, employees, and partners in disclosing any violations occur within the Bank.

WHISTLEBLOWING SYSTEM MANAGEMENT

SUBMISSION OF THE VIOLATION REPORT

Bank Victoria applies a Whistleblowing System mechanism whereby a reporter can submit a report of a violation verbally, by letter, via e-mail or sms (short message services), to the Anti-Fraud Unit at the following address:

1. By mail:
Addressed to the President Director with a copy sent to the Anti-Fraud Unit, Graha BIP Lt.10, Jl. Jend. Gatot Subroto Kav.23, Jakarta 12930.
2. By email to:
 1. Anti-Fraud Unit if the reported person is an employee with an email address: unitantifraud@victoriabank.co.id.
 2. The President Director if the reported person is a member of the Board of Commissioners with an email address: unitantifrauddireksi@victoriabank.co.id.
 3. The Board of Commissioners if the reported person is the Board of Directors with an email address: unitantifraudkomisaris@victoriabank.co.id.
3. By telephone or SMS number: 08118707649.

PROTECTION FOR WHISTLEBLOWER

To facilitate the Anti-Fraud Team in following-up and obtaining clarification related to the reported violation, Bank Victoria Management strongly recommends that the identity of the whistleblower is mentioned. It aims to facilitate the seamless investigation. However, the confidentiality of the whistleblower's identity will be kept secure by the Anti-Fraud Team under the guarantee of Boards of Directors and Commissioners.

The whistleblower's identity is also required in delivering the result of follow-up actions in handling the alleged violation

sehingga pelapor dapat mengetahui sejauh mana investigasi telah dilakukan dan hasil pelaporannya tidak sia-sia. Informasi minimum tentang pelapor yang diperlukan untuk keperluan komunikasi lebih lanjut meliputi alamat surat atau email atau nomor telepon atau nomor telepon genggam.

Adapun laporan anonim akan tetap diterima oleh Tim Anti *Fraud*. Meskipun demikian, laporan anonim tidak disarankan karena akan mempersulit komunikasi dengan pelapor dalam tindak lanjut dugaan pelanggaran tersebut. Laporan anonim yang diterima akan diseleksi dan ditindaklanjuti berdasarkan pertimbangan:

1. Tingkat potensi risiko dugaan pelanggaran yang dilaporkan.
2. Kredibilitas dan integritas dari substansi laporan dugaan pelanggaran, dan
3. Kemungkinan untuk memperoleh klarifikasi atau melaksanakan tindak lanjut dari terjadinya dugaan pelanggaran dari sumber-sumber lain.

Bank Victoria menerima dan menampung setiap laporan yang masuk, serta melakukan penyaringan terhadapnya. Laporan yang diyakini keakuratannya akan ditindaklanjuti oleh penerima pelaporan. Sedangkan, laporan yang tidak diyakini keakuratannya akan diabaikan dan disisihkan sebagai laporan yang tidak perlu ditindaklanjuti.

Apabila pelanggaran yang dilaporkan tidak terbukti melalui penyelidikan yang dilakukan oleh Tim Anti *Fraud*, maka pelapor tidak dikenakan sanksi. Selain itu, Bank Victoria menjamin pihak pelapor yang beritikad baik untuk melaporkan pelanggaran yang terjadi dengan memberikan jaminan perlindungan sebagai berikut:

1. Penyediaan saluran komunikasi pelaporan (lisan, telepon, email) yang bersifat rahasia yang dapat dipilih dengan bebas oleh pelapor ataupun penyediaan Ombudsman yang independen dan rahasia. Melalui saluran komunikasi ini, pelapor akan mendapatkan informasi tindak lanjut atas penanganan laporan dugaan pelanggaran yang disampaikan.
2. Jaminan atas kerahasiaan identitas pelapor, terkecuali bila terdapat tuntutan hukum yang mengharuskan identitas pelapor dibuka di hadapan Hakim.
3. Apabila pelapor merasa terancam setelah melaporkan adanya tindakan pelanggaran, maka dalam hal ini, Bank berkewajiban untuk melakukan perlindungan yang meliputi:
 - a. Perlindungan fisik, baik terhadap dirinya sendiri maupun keluarganya.

report so that the whistleblower can find out the extent to which the investigation has been taken and that the report is not useless. The minimum information about the whistleblower required for further communication needs includes the mailing address or email or phone number or mobile phone number.

The anonymous report will still be accepted by the Anti-Fraud Team. However, an anonymous report is not suggested as it would complicate the communication with the whistleblower in following-up the alleged violation. Anonymous reports received will be selected and acted upon based on the following consideration:

1. The potential risk level of reported alleged violations.
2. Credibility and integrity from the substance of the alleged violation report, and
3. Possibility to get clarification or carry out follow-up actions of the alleged violation from other sources.

Bank Victoria accepts and accommodates any incoming reports, as well as screens them. Reports believed to be accurate will be acted upon by the recipient of the report. However, reports believed to be inaccurate will be ignored and set aside and considered as unnecessary to follow-up.

In the event that a reported violation is not proven through an investigation conducted by the Anti-Fraud Team, the whistleblower will not be subject to any sanction. In addition, Bank Victoria guarantees the whistleblower with good faith to report violations by providing the following protection:

1. The provision of a confidential reporting communication channel (verbal, telephone, email) which can be freely chosen by the whistleblower or the provision of an independent, confidential Ombudsman. Through these communication channels, the whistleblower will receive follow-up information on how his/her alleged violation reports is handled.
2. Guarantee on the confidentiality of the whistleblower's identity, unless there is a lawsuit requiring the whistleblower's identity to be disclosed before the Judge.
3. In the case that the whistleblower feels threatened after reporting the violation, then in this regard, the Bank is obliged to provide protection including:
 - a. Physical protection to both the whistleblower and his/her family.

- b. Perlindungan terhadap harta benda miliknya dan milik keluarganya atas teror ataupun pembalasan yang harus dialaminya.
- c. Perlindungan administratif yang berupa penundaan kenaikan pangkat, pemecatan, pengucilan di tempat kerja, mutasi yang tidak layak, termasuk kepastian kerja dan lainnya.
- d. Perlindungan hukum dalam proses litigasi di Pengadilan Negeri, termasuk biayanya, dan bila perlu termasuk perlindungan melalui Lembaga Perlindungan Saksi dan Korban (LPSK).

Jaminan perlindungan ini dilaksanakan oleh Tim Anti *Fraud* sesuai dengan mekanisme yang berlaku.

JENIS PELANGGARAN YANG DAPAT DILAPORKAN

Beberapa jenis pelanggaran dan penyimpangan yang dapat dilaporkan berdasarkan kebijakan WBS Bank, namun tidak terbatas pada:

- a. Seluruh tindakan melanggar hukum pidana (misalnya: pencurian, penipuan, penggunaan narkoba, dan lain sebagainya).
- b. Penyalahgunaan wewenang dalam melayani nasabah, debitur, *vendor* atau pemasok lainnya (misalnya: penundaan pembayaran tidak beralasan, pemerasan, dan lain sebagainya).
- c. Pelanggaran peraturan perbankan yang diatur dalam Undang-undang tentang Perbankan (misalnya: tidak melaksanakan prinsip kehati-hatian, membuka rahasia nasabah kepada yang tidak berhak, melakukan pencatatan yang tidak benar, meminta uang atas jasa pelayanan perbankan yang dilakukan).
- d. Pelanggaran peraturan perpajakan atau aturan pelaporan keuangan perusahaan yang tidak sesuai dengan PSAK.
- e. Perbuatan yang dapat merugikan Bank, baik finansial maupun non finansial, termasuk menciderai citra Bank.
- f. Pelanggaran aturan internal (SOP) yang dapat menciderai integritas pelaporan perusahaan, baik di bidang keuangan ataupun bidang lainnya.
- g. Perbuatan yang membahayakan keselamatan dan kesehatan kerja.

- b. Protection of the whistleblower's and his/her family's property against terror or retaliation.
- c. Administrative protection in the form of postponement of promotion, dismissal, exclusion at work, improper transfer, including work certainty, etc.
- d. Legal protection in the litigation process at the District Court, including expenses, and as necessary including protection through the Witness and Victim Protection Agency (LPSK).

This protection is conducted by the Anti-Fraud Team in accordance with the applicable mechanism.

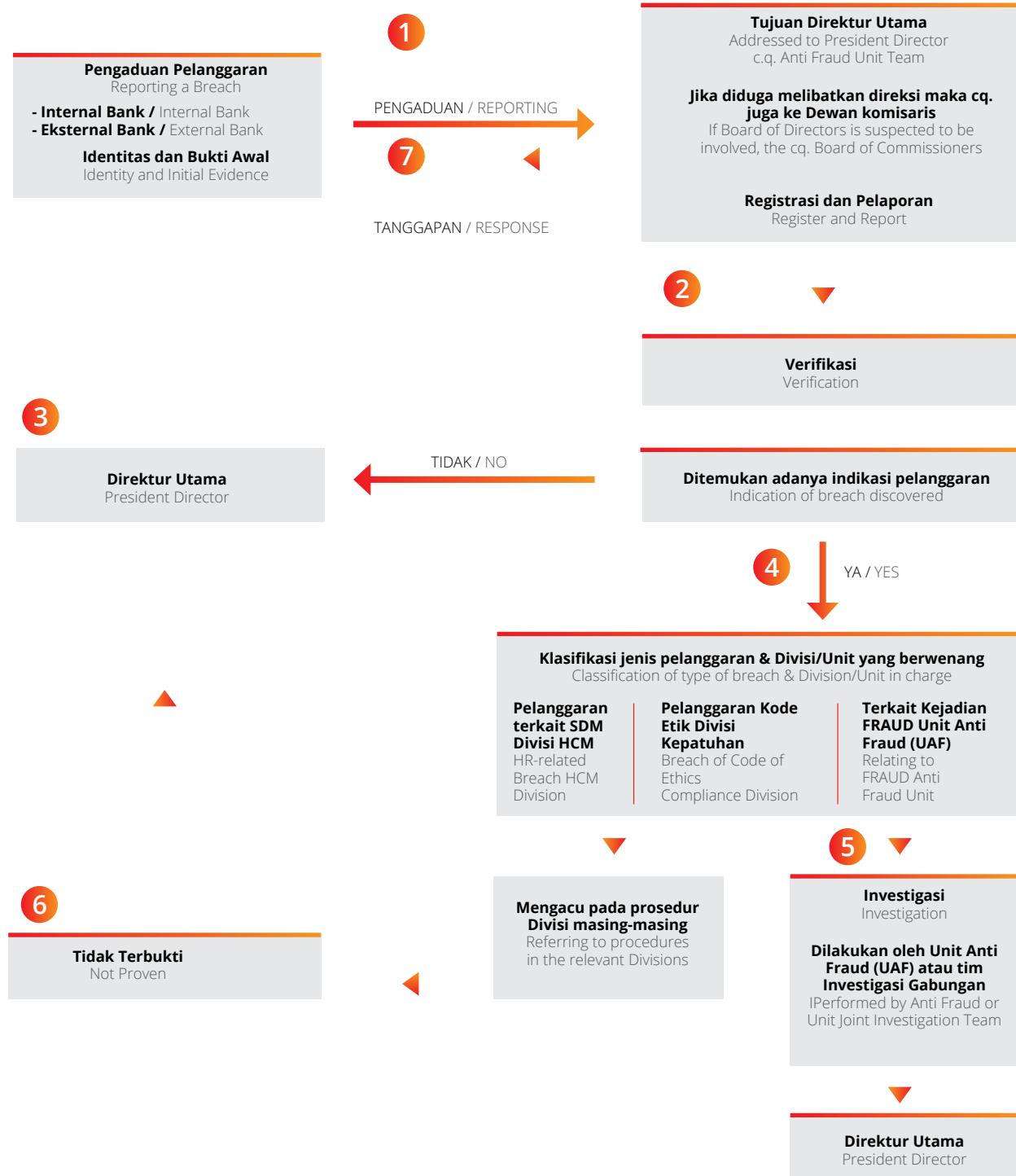
TYPES OF VIOLATIONS TO BE REPORTED

Several types of violations and misconduct that may be reported under Bank's WBS policies, including but not limited to:

- a. Any deed violating the criminal law (e.g. theft, fraud, drug use, etc.).
- b. Abuse of authority in serving the customers, debtors, vendors, or other suppliers (e.g. unwarranted payment delays, extortion, etc.).
- c. Violation of banking regulations as stipulated in the Banking Law (for example: not practicing prudent principles, disclosing customers' confidential information to unauthorized customers, making incorrect records, asking for money for banking services performed).
- d. Violation of tax regulations or corporate financial reporting regulations, or inconsistent with PSAK.
- e. Any deed which may harm the Bank, both financially and non-financially, including harm the Bank's image.
- f. Violation of internal rules (SOPs) that may jeopardize the integrity of the corporate reporting, either in finance or other aspect.
- g. Any deed endangering the occupational safety and health.

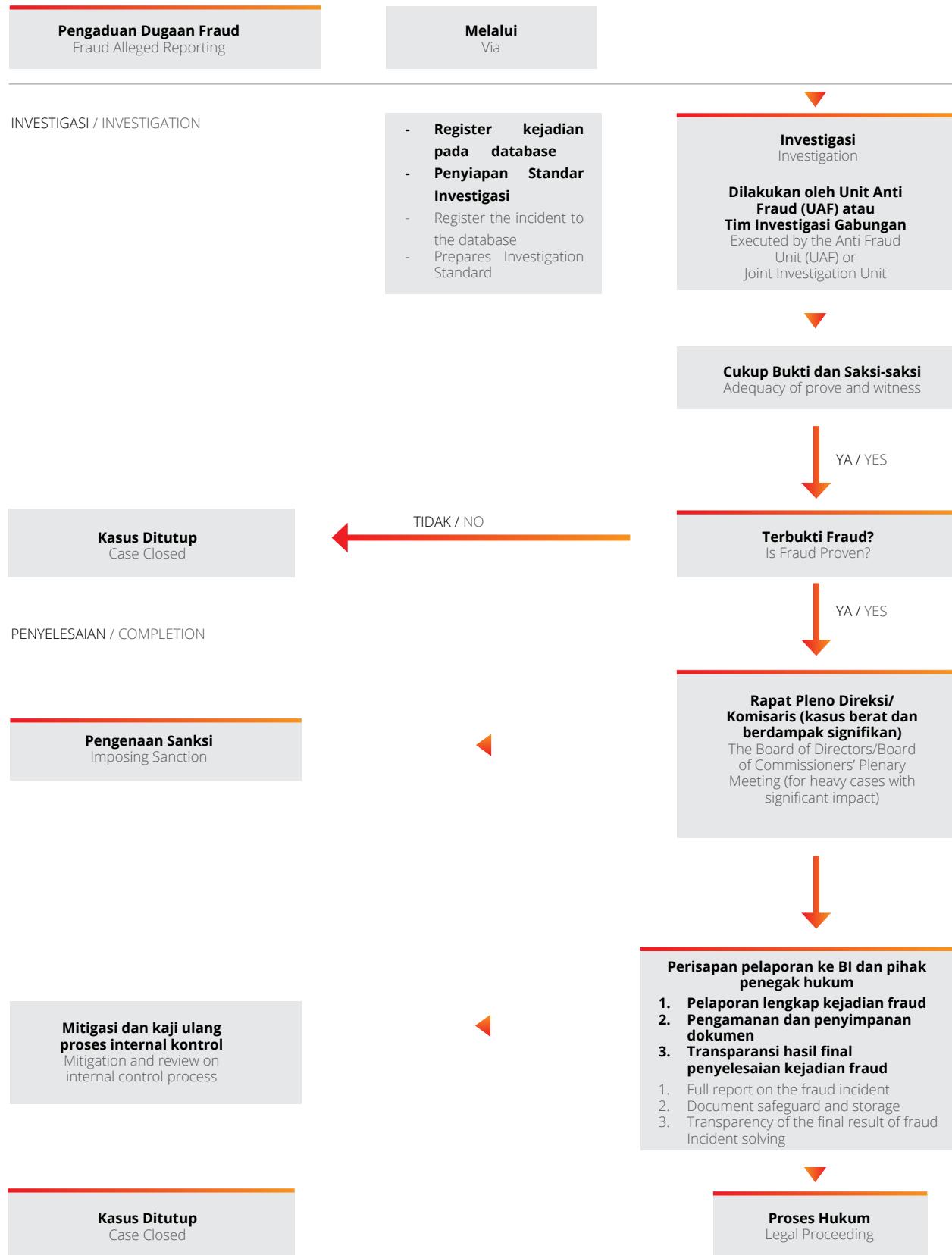
BAGAN ALUR PENYAMPAIAN PELAPORAN PELANGGARAN

Mekanisme pengelolaan pelaporan pelanggaran yang diterima Bank Victoria ditunjukkan dalam skema berikut:



Skema Mekanisme Penyelesaian Kejadian **Fraud**

Mechanism Scheme for Handling Fraud



SOSIALISASI WHISTLEBLOWING SYSTEM

Sosialisasi kebijakan WBS Bank Victoria dilakukan oleh tim pengelola WBS di kalangan internal Bank. Kegiatan sosialisasi tersebut disampaikan kepada seluruh karyawan pada forum *training*, serta melalui *email* yang setiap bulan dikirimkan kepada seluruh karyawan. Selain itu, kebijakan WBS juga disosialisasikan melalui situs laman Bank dan berbagai media, seperti buletin internal, poster, sosialisasi etika, maupun presentasi langsung kepada pihak terkait. Sosialisasi ini ditujukan agar pihak internal maupun eksternal Bank mengetahui, memahami dan melaksanakan WBS secara konsisten.

JUMLAH PENGADUAN

Tidak terdapat laporan atas *whistleblowing system* selama tahun 2018.

PENERAPAN TATA KELOLA TERINTEGRASI

Penerapan praktik *Good Corporate Governance* (GCG) atau Tata Kelola yang baik pada Lembaga Jasa Keuangan (LJK), bukan hanya sekedar bentuk kepatuhan terhadap peraturan, namun merupakan suatu upaya dalam melakukan perbaikan dan peningkatan kualitas pengelolaan secara berkelanjutan. *Corporate Governance* berperan sebagai landasan dalam peningkatan kinerja serta pengembangan usaha jangka panjang yang dapat memberikan manfaat seoptimal mungkin kepada seluruh pemangku kepentingan.

Untuk mendapatkan kepercayaan dari pemerintah dan masyarakat, LJK harus memiliki kinerja keuangan dan tingkat kesehatan yang baik, memiliki kecukupan modal di atas ketentuan minimum dan memiliki profil risiko secara komposit berada di level rendah. Sebagai lembaga kepercayaan, juga harus menjaga kerahasiaan nasabah penyimpan dan simpanannya serta rahasia perusahaan. Bank juga harus mengedepankan azaz keterbukaan dalam penyampaian informasi kepada publik berkaitan dengan produk dan aktivitas baru Bank serta menjaga kepentingan pemegang saham dan pemangku kepentingan.

Terkait dengan persaingan usaha, maka LJK harus selalu bersaing secara sehat dalam menetapkan harga atau suku bunga dana dan kredit/pembiayaan dan mampu melaksanakan etika bisnis industri perbankan dengan baik, juga harus mampu mengendalikan risiko reputasi yang dihadapi, agar dapat mencegah persepsi negatif sekaligus menjaga pencitraan bagi LJK.

Tata kelola terintergrasi adalah suatu tata kelola yang menerapkan prinsip-prinsip keterbukaan (*transparency*), akuntabilitas (*accountability*), pertanggungjawaban (*responsibility*), independensi (*independency*) atau profesional (*professional*) dan kewajaran (*fairness*) secara terintegrasi dalam Konglomerasi Keuangan. Adapun yang dimaksud dengan Konglomerasi Keuangan adalah Lembaga Jasa Keuangan yang berada dalam satu grup atau kelompok karena keterkaitan kepemilikan dan/atau pengendalian.

Konglomerasi Keuangan wajib menerapkan Tata Kelola Terintegrasi secara komprehensif dan efektif serta memiliki

WHISTLEBLOWING SYSTEM DISSEMINATION

The dissemination of Bank Victoria's WBS policy is conducted by WBS management team across the Bank's organization. The policy is disseminated to all employees participating in training sessions, and via emails sent monthly to all employees. In addition, WBS policy is also disseminated through the Bank's website and various media, such as internal bulletins, posters, during dissemination of code of conduct, and direct presentations to related parties. This dissemination is intended for internal and external parties of the Bank to know, understand, and implement the WBS consistently.

AMOUNT OF COMPLAINTS

There are no reports of complaints throughout 2018.

IMPLEMENTATION OF INTEGRATED GOVERNANCE

The implementation of Good Corporate Governance (GCG) practices in the Financial Services Institution (LJK), is not just a form of compliance with regulations, but is an effort to make improvements and improve the quality of management in a sustainable manner. Corporate Governance serves as the basis for improving performance and developing long-term business that can provide optimal benefits to all stakeholders.

To gain trust from the government and the community, LJK must have a good financial performance and a good level of health, capital adequacy above the minimum provisions and low level composite risk profile. As a trust institution, the Company also must also maintain the confidentiality of the customers and their deposits as well as the Company secrets. The Bank must also prioritize the principle of transparency in the dissemination of information to the public relating to the Bank's new products and activities and safeguarding the shareholders and stakeholders' interests.

Regarding business competition, LJK must always compete in a healthy manner in determining the price or interest rates and credit/financing and be able to carry out the banking industry business ethics, also must be able to control the reputational risks faced, in to prevent negative perceptions while maintaining a good image for LJK.

Integrated governance is a governance that applies the principles of transparency, accountability, responsibility, independency or professional and fairness in an integrated manner in the Financial Conglomerate. Financial Conglomerates itself is Financial Services Institutions that within a group because of the relationship between ownership and/or control.

A Financial Conglomerate is required to implement Integrated Governance in a comprehensive and effective manner and

struktur yang terdiri dari Entitas Utama dan Perusahaan Anak dan/atau Perusahaan Terelasi beserta perusahaan anaknya. Konglomerasi Keuangan yang dimaksud meliputi jenis Lembaga Jasa Keuangan seperti Bank, Perusahaan Asuransi dan Reasuransi, Perusahaan Efek dan/atau Perusahaan Pembiayaan.

Dalam mewujudkan penerapan tata kelola terintegrasi, Grup Victoria berkoordinasi dengan Otoritas Jasa keuangan (OJK), telah menunjuk **Bank Victoria International** sebagai **Entitas utama** dan **5 (lima) Lembaga Jasa Keuangan (LJK)** sebagai Anggota Konglomerasi Keuangan Grup Victoria yaitu:

1. PT Victoria Manajemen Investasi (VMI);
2. PT Victoria Sekuritas Indonesia (VSI);
3. PT Victoria Insurance (VINS);
4. PT Bank Victoria Syariah (BVIS);
5. PT Victoria Alife Indonesia (VAI).

LAPORAN SELF ASSESSMENT PELAKSANAAN TATA KELOLA TERINTEGRASI 2018

Peringkat Ranking	Definisi Peringkat Ranking Definition
2	<p>Secara Terintegrasi yaitu Bank Victoria dan anggota LJK konglomerasi Keuangan, telah melakukan penerapan Tata Kelola Terintegrasi yang secara umum baik, tercermin dari masing-masing LJK telah menerapkan 7 (tujuh) aspek yang telah ditugangkan dalam analisis.</p> <p>Integratedly, Bank Victoria and members of the Financial Conglomerate LJK have implemented the Integrated Governance that in general have a good rating, reflected in each of the LJKs that have implemented the 7 (seven) aspects described in the following analysis.</p>

NO	ASPEK ASPECT	NILAI RANK	ANALISIS ANALYSIS
1	Direksi Entitas Utama Board of Directors of the Main Entity	2	<p><i>Governance Structure</i></p> <ul style="list-style-type: none"> • Anggota Direksi Entitas Utama (EU) telah memenuhi jumlah, komposisi, kriteria dan independensi serta kompetensi sesuai ketentuan Otoritas Jasa Keuangan. • Direksi Entitas Utama (EU) dan LJK memiliki integritas, kompetensi dan reputasi keuangan, yang telah memperoleh persetujuan dari OJK. • Direksi tidak memiliki hubungan keluarga sampai dengan derajat kedua maupun keuangan dengan anggota Direksi lainnya dan/atau anggota Komisaris. • Direksi tidak memiliki jabatan rangkap sebagai Komisaris, Direksi atau Pejabat Eksekutif pada Bank, perusahaan dan/atau lembaga keuangan lain, kecuali untuk jabatan lain sebagaimana diperkenankan oleh ketentuan BI dan OJK. • Direksi EU dan LJK dalam menjalankan tugasnya dibantu oleh beberapa Komite di bawah Direksi serta Unit-Unit terkait. • Pada PT. VINS fungsi Direktur Kepatuhan dirangkap oleh Direktur Utama yang membidangi bisnis. • Pada PT Victoria Alife Indonesia: <ul style="list-style-type: none"> - Belum memiliki Direktur Utama pengganti Direktur Utama yang non aktif dari Juli 2018 (karena meninggal dunia) - Direktur Kepatuhan, sedang proses <i>recruitment</i> (berdasarkan POJK Tata Kelola Perusahaan Perasuransian pemenuhannya paling lambat Desember 2019) <p><i>Governance Structure</i></p> <ul style="list-style-type: none"> • Members of the Board of Directors of the Main Entity (EU) have fulfilled the number, composition, criteria and independence and competence in accordance with the Financial Services Authority provisions. • The Board of Directors of the Main Entity (EU) and LJK have integrity, competence and financial reputation and already obtained approval from the OJK. • The Board of Directors have no family relationship to the second degree or financial relationship with other members of the Board of Directors and/or members of the Board of Commissioners. • The Board of Directors do not have concurrent positions as Commissioners, Directors or Executive Officers in other Banks, companies and/or financial institutions, except for other positions as permitted by the BI and OJK regulation. • EU and LJK Directors in carrying out their duties are assisted by several Committees under the Board of Directors and related Units. • At PT. VINS the Director of Compliance function is held by the President Director in charge of business. • PT Victoria Alife Indonesia: <ul style="list-style-type: none"> - Does not have a President Director to replace the previous President Director who is inactive from July 2018 (deceased) - Director of Compliance is in the process of recruitment (based on POJK concerning Insurance Company Governance, this position must be filled by December 2019)

NO	ASPEK ASPECT	NILAI RANK	ANALISIS ANALYSIS
			<p><i>Governance Process</i></p> <ul style="list-style-type: none"> • Direksi EU dan LJK Konglomerasi Keuangan Grup Victoria telah membuat Pedoman Tata Kelola untuk masing-masing LJK sesuai dengan ketentuan yang berlaku. • Direksi Entitas Utama telah mengarahkan, memantau dan mengevaluasi Pelaksanaan Pedoman Tata Kelola Terintegrasi. • Direksi Entitas Utama telah menindaklanjuti arahan atau nasihat Dewan Komisaris dalam rangka penyempurnaan Pedoman Tata Kelola Terintegrasi. • Direksi Entitas Utama telah memantau temuan SKAI Terintegrasi. <p><i>Governance Process</i></p> <ul style="list-style-type: none"> • The Board of Directors at EU and LJK at the Victoria Group Financial Conglomerate have prepared Governance Guidelines for each LJK in accordance with applicable regulations. • The Board of Directors at the Main Entity has directed, monitored and evaluated the Implementation of the Integrated Governance Guidelines. • The Board of Directors of the Main Entity has followed up on the direction or advice of the Board of Commissioners to improve the Integrated Governance Guidelines. • The Board of Directors of the Main Entity has monitored the findings of the Integrated Internal Audit Work Unit. <p><i>Governance Outcome</i></p> <ul style="list-style-type: none"> • Pedoman Tata Kelola Terintegrasi telah dibuat dan disempurnakan sesuai arahan dari Dewan Komisaris. • Direksi Entitas Utama telah memastikan bahwa temuan audit dan rekomendasi dari: <ul style="list-style-type: none"> a. SKAI Terintegrasi. b. Auditor Eksternal. c. Hasil Pengawasan OJK. <p><i>Governance Outcome</i></p> <ul style="list-style-type: none"> • The Integrated Governance Guidelines have been made and refined according to the directions of the Board of Commissioners. • The Board of Directors of the Main Entity has ensured that the audit findings and recommendations from: <ul style="list-style-type: none"> a. Integrated SKAI. b. External Auditor. c. OJK Supervision Results. <p>Telah ditindaklanjuti oleh seluruh LJK dalam Konglomerasi Keuangan. has been followed up by all LJK in the Financial Conglomerate.</p> <p>Direksi anggota LJK telah memastikan bahwa temuan dan rekomendasi hasil pemeriksaan telah ditindaklanjuti sesuai dengan ketentuan yang berlaku. The Board of Directors of LJK member have ensured that the findings and recommendations of the audit results have been followed up in accordance with applicable regulations.</p>
	Dewan Komisaris Entitas Utama The Board of Commissioners of the Main Entity	2	<p><i>Governance Structure</i></p> <ul style="list-style-type: none"> • Anggota Dewan Komisaris EU telah memenuhi jumlah, komposisi, kriteria dan independensi serta kompetensi sesuai ketentuan Bank Indonesia dan OJK. • Dewan Komisaris Entitas Utama dan anggota LJK Konglomerasi Keuangan Grup Victoria memiliki pengetahuan mengenai Entitas Utama, pemahaman kegiatan bisnis utama dan risiko utama dari anggota LJK dalam Konglomerasi Keuangan. • PT Victoria Alife Indonesia belum memiliki Komisaris Utama pengganti Komisaris Utama sebelumnya yang sudah non-aktif sejak bulan Juni 2018. • Victoria Manajemen Investasi belum memiliki Komisaris Independen <p><i>Governance Structure</i></p> <ul style="list-style-type: none"> • Members of the Board of Commissioners of the Main Entity have fulfilled the number, composition, criteria and independence as well as competencies in accordance with Bank Indonesia and OJK regulations. • The Board of Commissioners of the Main Entity and members of the LJK at the Victoria Group Financial Conglomerate have sufficient knowledge about the Main Entity, understanding the main business activities and main risks of LJK members in the Financial Conglomerate. • PT Victoria Alife Indonesia does not have a President Commissioner to replace the previous President Commissioner who has been inactive since June 2018. • Victoria Manajemen Investasi does not have an Independent Commissioner yet <p><i>Governance Process</i></p> <ul style="list-style-type: none"> • Dewan Komisaris Entitas Utama telah melakukan pengawasan terhadap kinerja Direksi, dengan mekanisme melalui evaluasi pelaporan dan rapat-rapat. • Dewan Komisaris anggota LJK Konglomerasi Keuangan Grup Victoria telah melakukan pengawasan terhadap kinerja Direksi dengan mekanisme melalui evaluasi pelaporan dan rapat. • Dalam melaksanakan tugasnya Dewan Komisaris Entitas Utama berdasarkan pada Pedoman yang telah ditetapkan serta memperhatikan prinsip-prinsip Tata Kelola yang baik dan ketentuan yang berlaku. • Dewan Komisaris telah memberikan arahan dan nasehat kepada Direksi dalam proses pembuatan Pedoman Tata Kelola Terintegrasi.

NO	ASPEK ASPECT	NILAI RANK	ANALISIS ANALYSIS
Komite Tata Kelola Terintegrasi Integrated Governance Committee			<p>Governance Process</p> <ul style="list-style-type: none"> The Board of Commissioners of the Main Entity has supervised the performance of the Board of Directors, with mechanisms through evaluation of reports and meetings. The Board of Commissioners of members of LJK at the Victoria Group Financial Conglomerate has perform supervision on the Board of Directors performance with mechanisms through evaluation of reporting and meetings. In carrying out its duties, the Board of Commissioners of Main Entity refer to established Guidelines and takes into account the principles of good Governance and applicable provisions. The Board of Commissioners has provided direction and advice to the Board of Directors in the process of preparing Integrated Governance Guidelines. <p>Governance Outcome</p> <ul style="list-style-type: none"> Hasil rapat Dewan Komisaris Entitas Utama telah dituangkan dalam risalah rapat dan didokumentasikan dengan baik dan tidak terdapat Dissenting Opinions dalam peserta rapat. Rekomendasi yang disampaikan atau dituangkan dalam risalah rapat telah ditindaklanjuti dan dimonitor secara berkesinambungan oleh Direksi Entitas Utama. Dewan Komisaris Entitas Utama telah membentuk Komite Tata Kelola Terintegrasi sesuai SK Direksi No. 003/SK-DIR/08/17 tanggal 08 Agustus 2017. Dewan Komisaris anggota LJK Konglomerasi Keuangan Grup Victoria telah bergabung menjadi anggota Komite Tata Kelola Terintegrasi Entitas Utama. <p>Governance Outcome</p> <ul style="list-style-type: none"> The results of the Board of Commissioners' meeting of the Main Entity have been stated in the minutes of the meeting and well documented. There were no Dissenting Opinions among the meeting participants. Recommendations submitted or contained in minutes of meetings have been followed up and monitored continuously by the Board of Directors of the Main Entity. The Board of Commissioners of the Main Entity has estalished an Integrated Governance Committee in accordance with the Decree of the Board of Directors No. 003/SK-DIR/08/17 August 8, 2017. The Board of Commissioners members of the LJK at the Victoria Group Conglomerate has joined as a member of the Main Entity's Integrated Governance Committee.
	2		<p>Governance Structure</p> <ul style="list-style-type: none"> Komposisi dan kompetensi anggota komite masing-masing LJK telah sesuai dengan ukuran dan kompleksitas usaha; Jumlah dan Komposisi Komisaris Independen yang menjadi anggota Komite Tata Kelola Terintegrasi telah sesuai dengan kebutuhan Konglomerasi Keuangan serta efisiensi dan efektifitas pelaksanaan tugas Komite Tata Kelola Terintegrasi dengan memperhatikan keterwakilan masing-masing sektor jasa keuangan. <p>Governance Structure</p> <ul style="list-style-type: none"> The composition and competency of the members of each LJK committee are in accordance with the size and complexity of the business; The number and composition of Independent Commissioners who are members of the Integrated Governance Committee are in accordance with the requirement of the Financial Conglomerate as well as the efficiency and effectiveness of the Integrated Governance Committee duties by taking into account the representation of each financial services sector. <p>Governance Process</p> <ul style="list-style-type: none"> Komite Tata Kelola Terintegrasi mengevaluasi dan memberikan pendapat kepada Dewan Komisaris terhadap laporan atau hal-hal yang disampaikan oleh Direksi kepada Dewan Komisaris; Komite Tata Kelola Terintegrasi telah menyelenggarakan rapat Komite Tata Kelola Terintegrasi yang dihadiri oleh seluruh komisaris dan wakil dari anggota LJK Konglomerasi Keuangan. <p>Governance Process</p> <ul style="list-style-type: none"> The Integrated Governance Committee evaluates and provides opinions to the Board of Commissioners on reports or matters submitted by the Board of Directors to the Board of Commissioners; The Integrated Governance Committee held an Integrated Governance Committee meeting attended by all Commissioners and representatives of members of the LJK Financial Conglomerate.

NO	ASPEK ASPECT	NILAI RANK	ANALISIS ANALYSIS
			<p>Governance Outcome</p> <ul style="list-style-type: none"> • Komite Tata Kelola Terintegrasi telah mengevaluasi pelaksanaan Tata Kelola Terintegrasi, melalui rapat dan informasi dari rapat Satuan Kerja Kepatuhan, Satuan Kerja Audit Terintegrasi, Komite Manajemen Risiko Terintegrasi dan rapat Komite Tata Kelola Terintegrasi. • Komite Tata Kelola Terintegrasi telah memberikan rekomendasi kepada Dewan Komisaris Entitas Utama untuk penyempurnaan Pedoman Tata Kelola Terintegrasi. • Hasil risalah rapat telah didokumentasi dengan baik, dimana pada tahun 2018 telah dilakukan 3 (tiga) kali rapat yaitu <ul style="list-style-type: none"> (a) Tanggal 13 Januari 2018 dengan agenda meningkatkan kualitas pengelolaan risiko kepatuhan dan GCG Terintegrasi. (b) Tanggal 7 Februari 2018 dengan agenda, mendengarkan presentasi SKAI Terintegrasi, Kepatuhan Terintegrasi dan SKMR Terintegrasi, termasuk dalam hal ini pembahasan proses mapping Grup Victoria semester II 2017. (c) tanggal 10 Agustus 2018 dengan agenda membahas Laporan Konglomerasi Keuangan Group Victoria dengan mendengarkan penjelasan SKMRT, SKKT dan SKAIT semester I 2018. <p>Governance Outcome</p> <ul style="list-style-type: none"> • The Integrated Governance Committee has evaluated the implementation of Integrated Governance, through meetings and information gathered from meetings with the Compliance Work Unit, Integrated Audit Work Unit, the Integrated Risk Management Committee and Integrated Governance Committee. • The Integrated Governance Committee has provided recommendations to the Board of Commissioners of the Main Entity for the improvement of the Integrated Governance Guidelines. • The minutes of the meeting have been well documented, where in 2018 there have been 3 (three) meetings as follows: <ul style="list-style-type: none"> (a) Meeting on January 13, 2018 with an agenda to improve the quality of compliance risk management and Integrated GCG. (b) Meeting on February 7, 2018 with an agenda listening the presentation from the Integrated SKAI, Integrated Compliance and Integrated SKMR, in this case including the discussion of the Victoria Group mapping process in the second semester 2017. (c) Meeting on August 10, 2018 with an agenda to discuss the Victoria Group Financial Conglomerate Report by listening to the explanations of SKMRT, SKKT and SKAIT in the first semester 2018.
	Satuan Kerja Kepatuhan Terintegrasi Integrated Compliance Work Unit	2	<p>Governance Structure</p> <ul style="list-style-type: none"> • Struktur organisasi SKKT terakhir SK-DIR No. No. 008/SK-DIR/07/18 tanggal 18 Desember 2018 tentang Struktur Organisasi PT. Bank Victoria International, Tbk adalah independen terhadap Satuan Kerja Operasional. • Direksi Entitas Utama telah menetapkan SDM/personel yang memenuhi syarat dan kriteria dalam mengemban tugas dan tanggung jawab pada Satuan Kerja Kepatuhan Terintegrasi. <p>Governance Structure</p> <ul style="list-style-type: none"> • The organizational structure of the last SKKT is based on the SK-DIR No. 008/SK-DIR/07/18 dated December 18, 2018 concerning the Organizational Structure of PT. Bank Victoria International, Tbk. SKKT organizational structure is independent from the Operational Work Unit. • The Board of Directors of the Main Entity has appointed HR/personnel who meet the requirements and criteria in carrying out the duties and responsibilities of the Integrated Compliance Work Unit. <p>Governance Process</p> <p>Satuan Kerja Kepatuhan Terintegrasi telah memantau dan mengevaluasi fungsi kepatuhan di Entitas Utama dan pada anggota LJK dalam Konglomerasi Keuangan melalui rapat-rapat dan melalui permintaan laporan/data atau informasi.</p> <p>Governance Process</p> <p>The Integrated Compliance Work Unit has monitored and evaluated the compliance function in the Main Entity and the LJK members in the Financial Conglomerate through meetings and requests for reports/data or information.</p>

NO	ASPEK ASPECT	NILAI RANK	ANALISIS ANALYSIS
			<p>Governance Outcome</p> <ul style="list-style-type: none"> Satuan Kerja Kepatuhan Terintegrasi telah menyampaikan Laporan Kepatuhan Terintegrasi kepada Direktur Kepatuhan & Manajemen Risiko Terintegrasi secara periodik. Satuan Kerja Kepatuhan Terintegrasi melalui rapat-rapat telah menyampaikan informasi pelaksanaan tugas dan tanggung jawab kepada Direktur Kepatuhan & Manajemen Risiko Terintegrasi secara periodik. Hasil rapat telah diadministrasikan dan tindak lanjut telah dilakukan berdasarkan notulen rapat-rapat dimaksud. Satuan Kerja Kepatuhan Terintegrasi EU telah memantau Satuan Kerja Kepatuhan LJK melalui <i>Self Assessment</i> Kepatuhan Terintegrasi secara Triwulan terhadap LJK dan hasilnya didokumentasikan dengan baik. <p>Governance Outcome</p> <ul style="list-style-type: none"> The Integrated Compliance Work Unit periodically submits the Integrated Compliance Report to the Director of Compliance & Integrated Risk Management. The Integrated Compliance Work Unit through its meetings has conveyed information on the implementation of duties and responsibilities to the Director of Compliance & Integrated Risk Management periodically. The results of the meeting have been documented and follow-up has been carried out based on the minutes of the meetings. The EU Integrated Compliance Work Unit has monitored the LJK Compliance Work Unit through Quarterly Integrated Compliance Self Assessment of LJK and the results has been well documented.
	SKAI Terintegrasi Integrated IAWU	2	<p>Governance Structure</p> <ul style="list-style-type: none"> <i>SKAI Terintegrasi dalam menjalankan fungsinya adalah Independen dari Satuan Kerja Operasional atau Satuan Kerja Lainnya.</i> Direksi Entitas Utama telah menetapkan SDM/personil yang memenuhi syarat dan kriteria dalam mengemban tugas dan tanggung jawab pada SKAI Terintegrasi Audit Internal Integrated telah memiliki Kebijakan melalui Surat Keputusan Direksi No.013/SK-DIR/03/18 tanggal 28 Maret 2018 dan Surat Edaran Direksi No.003/SE-DIR/03/18 tanggal 28 Maret 2018 mengenai Juklak Penyusunan Laporan <i>Audit Internal Integrated</i> LJK Grup Victoria; <p>Governance Structure</p> <ul style="list-style-type: none"> In carrying out its function, Integrated SKAI is Independent from the Operational Work Unit or Other Work Units. The Board of Directors of the Main Entity has appointed HR/personnel who meet the requirements and criteria in carrying out the duties and responsibilities of the Integrated SKAI Integrated Internal Audit has a policy through the Board of Directors Decree No.013/SK-DIR/03/18 dated March 28, 2018 and Board of Directors' Circular Letter No.003/SE-DIR/03/18 dated March 28, 2018 concerning the Operational Guidelines for the Preparation of Integrated Internal Audit reports for LJK Victoria Group; <p>Governance Process</p> <ul style="list-style-type: none"> <i>Audit Internal Integrated</i> telah memantau Laporan Hasil Audit pada masing-masing anggota LJK dan mengkomunikasikan hasilnya pada rapat. <i>Audit Internal Integrated</i> memantau pelaksanaan audit intern pada masing-masing LJK melalui laporan pokok-pokok pelaksanaan audit yang disampaikan oleh masing-masing LJK setiap triwulan dan memberikan rekomendasi atau saran yang diperlukan yang akan dilaksanakan dengan metode baru, yaitu dengan menggunakan Tabel <i>Risk Control Rating</i>. <p>Governance Process</p> <ul style="list-style-type: none"> Integrated Internal Audit has monitored the Audit Report on each LJK member and communicated the results at the meeting. Internal Integrated Audit monitored the implementation of internal audits in each LJK through a report consisting audit execution main points submitted by each LJK quarterly and provided needed recommendations or suggestions to be implemented with the new method by using the Risk Control Rating Table.

NO	ASPEK ASPECT	NILAI RANK	ANALISIS ANALYSIS
			<p>Governance Outcome</p> <ul style="list-style-type: none"> • Laporan Audit Internal Integrated telah disampaikan kepada pihak terkait secara berkala. • SKAI Terintegrasi menyampaikan laporan pelaksanaan tugas dan tanggung jawabnya kepada: <ul style="list-style-type: none"> (1)Direktur Entitas Utama; (2)Dewan Komisaris Entitas Utama; (3)Direktur yang membawakan fungsi Kepatuhan Entitas Utama; <p>Governance Outcome</p> <ul style="list-style-type: none"> • The Integrated Internal Audit Report has been submitted to related parties regularly. • The Integrated SKAI submit a report on the implementation of duties and responsibilities to: <ul style="list-style-type: none"> (1) Board of Director of the Main Entity; (2) Board of Commissioners of the Main Entity; (3) The Director in charge of the Main Entity's Compliance function; <p>Selain itu Audit Internal Integrated telah melakukan sosialisasi mengenai Petunjuk Pelaksanaan (Juklak) Penyusunan Laporan Audit Internal Integrated Lembaga Jasa Keuangan (LJK) Grup Victoria, yaitu pada:</p> <ol style="list-style-type: none"> 1) Meeting Audit Internal Integrated tanggal 5 September 2018 dengan Victoria Sekuritas Indonesia (VSI). 2) Meeting Audit Internal Integrated tanggal 12 September 2018 dengan Victoria Manajemen Investasi (VMI). 3) Meeting Audit Internal Integrated tanggal 13 September 2018 dengan Bank Victoria Syariah (BVIS). 4) Meeting Audit Internal Integrated tanggal 20 September 2018 dengan Victoria Insurance (VINS). <ul style="list-style-type: none"> • Audit Internal Integrated telah bertindak obyektif dalam melakukan pemantauan pelaksanaan audit. • Rekomendasi hasil audit telah sesuai dengan permasalahan dan dapat digunakan sebagai acuan perbaikan. <p>In addition, the Integrated Internal Audit has perform dissemination regarding the Implementation Guidelines (Juklak) for the preparation of the Victoria Group Financial Services Institution's Integrated Internal Audit Report on the following occasions:</p> <ol style="list-style-type: none"> 1) Integrated Internal Audit Meeting on September 5, 2018 with Victoria Sekuritas Indonesia (VSI). 2) Integrated Internal Audit Meeting on September 12, 2018 with Victoria Manajemen Investasi (VMI). 3) Integrated Internal Audit Meeting on September 13, 2018 with Bank Victoria Syariah (BVIS). 4) Integrated Internal Audit Meeting on September 20, 2018 with Victoria Insurance (VINS). <ul style="list-style-type: none"> • Integrated Internal Audit has acted objectively in monitoring the implementation of the audit. • Recommendations on audit results are in accordance with the issues and can be used as a reference for improvement.
	Penerapan Manajemen Risiko Terintegrasi	2	<p>Governance Structure</p> <ul style="list-style-type: none"> • Entitas Utama telah memiliki organisasi dalam mendukung penerapan Manajemen Risiko Terintegrasi yang tertuang dalam Keputusan Direksi No. 006/SK-DIR/10/15 tanggal 28 Oktober 2015 tentang Kebijakan dan Pedoman Umum Manajemen Risiko Terintegrasi. • Entitas Utama telah memiliki Surat Keputusan Direksi No. 004/SK-DIR/09/15 tentang Pedoman dan Tata Tertib Kerja Komite Manajemen Risiko Terintegrasi Grup Victoria tanggal 4 September 2015. • Entitas Utama telah memiliki Kebijakan dan Pedoman Umum Manajemen Risiko Terintegrasi melalui Surat Keputusan Direksi No. 006/SK-DIR/10/15 tanggal 28 Oktober 2015 dan Prosedur Penilaian Profil Risiko Terintegrasi melalui Surat Keputusan Direksi No. 001/SK-DIR/02/18 tanggal 8 Februari 2018. • Entitas Utama telah memiliki Surat Keputusan Direksi No. 007/SK-DIR/06/17 tentang Susunan Keanggotaan Komite Manajemen Risiko Terintegrasi Group Victoria tanggal 22 Juni 2017. • Entitas Utama telah memiliki sistem infomasi Manajemen Risiko Terintegrasi melalui Surat Keputusan Direksi No. 010/SK-DIR/07/18 tentang Pedoman Aplikasi VISI (Victoria Integrated Sistem) tanggal 30 Juli 2018.
			<p>Governance Structure</p> <ul style="list-style-type: none"> • The Main Entity has an organization in supporting the implementation of Integrated Risk Management as stated in the Board of Directors Decree Letter No. 006/SK-DIR/10/15 dated October 28, 2015 concerning the Integrated Risk Management Policy and General Guidelines. • The Main Entity has a Board of Directors Decree Letter No. 004/SK-DIR/09/15 concerning the Guidelines and Work Rule of the Victoria Group Integrated Risk Management Committee on September 4, 2015. • The Main Entity has General Policy and Guidelines for Integrated Risk Management through a Board of Directors Decree Letter No. 006/SK-DIR/10/15 dated October 28, 2015 and Procedures for Integrated Risk Profile Evaluation through the Board of Directors Decree Letter No. 001/SK-DIR/02/18 dated February 8, 2018. • The Main Entity has tahe Board of Directors Decree Letter No. 007/SK-DIR/06/17 concerning Membership Composition of the Victoria Group Integrated Risk Management Committee on June 22, 2017. • The Main Entity has an Integrated Risk Management information system through a Board of Directors Decree Letter No. 010/SK-DIR/07/18 concerning the VISI (Victoria Integrated System) Application Guidelines dated July 30, 2018.

NO	ASPEK ASPECT	NILAI RANK	ANALISIS ANALYSIS
			<p>Governance Process</p> <ul style="list-style-type: none"> Entitas Utama melalui Satuan Kerja Manajemen Risiko Terintegrasi dan Komite Manajemen Risiko Terintegrasi telah menerapkan Manajemen Risiko Terintegrasi sesuai peraturan yang berlaku. Entitas Utama melalui Satuan Kerja Manajemen Risiko Terintegrasi telah memantau penerapan Manajemen Risiko Terintegrasi di Entitas Utama dan pada anggota LJK dalam Konglomerasi Keuangan melalui rapat-rapat dan melalui sistem informasi Manajemen Risiko Terintegrasi VISI (<i>Victoria Integrated</i> Sistem). <p>Governance Process</p> <ul style="list-style-type: none"> The Main Entity through the Integrated Risk Management Work Unit and the Integrated Risk Management Committee has implemented Integrated Risk Management in accordance with applicable regulations. The Main Entity through the Integrated Risk Management Work Unit has monitored the implementation of Integrated Risk Management in the Main Entity and LJK members at the Financial Conglomerate through meetings and Integrated VISI (Victoria Integrated System) Risk Management information system. <p>Governance Outcome</p> <ul style="list-style-type: none"> Penerapan fungsi manajemen risiko telah sesuai dengan tujuan, ukuran dan kompleksitas usaha Bank, serta risiko yang dihadapi Entitas Utama dan anggota LJK lainnya. Direksi dan Komisaris EU telah melaksanakan tugas dan tanggung jawabnya sesuai dengan Pedoman yang telah ditetapkan dan tetap mengedepankan prinsip kehati-hatian. <p>Governance Outcome</p> <ul style="list-style-type: none"> The implementation of the risk management function is in accordance with the objectives, size and complexity of the Bank's business, as well as the risks faced by the Main Entity and other LJK members. Board of Commissioner and Directors at the Main Entity have carried out their duties and responsibilities in accordance with established Guidelines and continue to prioritize the principle of prudence.
	Pedoman Tata Kelola Terintegrasi Integrated Governance Guideline	1	<p>Governance Structure</p> <ul style="list-style-type: none"> Entitas Utama telah memiliki kebijakan dan prosedur mengenai tata cara pelaksanaan Tata Kelola Terintegrasi sesuai dengan kebijakan yang berlaku; Pelaksanaan Tata Kelola Terintegrasi Bank Victoria pada Entitas Utama dan Pelaksanaan Tata Kelola Terintegrasi bagi LJK telah sesuai dengan peraturan yang berlaku. <p>Governance Structure</p> <ul style="list-style-type: none"> The Main Entity has policies and procedures regarding the procedures for implementing Integrated Governance in accordance with applicable policies; Bank Victoria's Integrated Governance Implementation in the Main Entity and Integrated Governance Implementation for LJK is in accordance with applicable regulations. <p>Governance Process</p> <p>Pelaksanaan proses Tata Kelola Terintegrasi oleh Entitas Utama dan LJK telah mengacu pada Pedoman Tata Kelola Terintegrasi.</p> <p>Governance Process</p> <p>The implementation of the Integrated Governance process by the Main Entity and LJK has referred to the Integrated Governance Guidelines.</p> <p>Governance Outcome</p> <ul style="list-style-type: none"> Entitas Utama dan LJK Konglomerasi telah menjalankan prinsip-prinsip Tata Kelola yang ditetapkan regulator, tercermin tidak adanya pelanggaran yang dapat mempengaruhi <i>performance</i> dan kerugian bagi Grup Victoria. Pencapaian dan kondisi yang terjadi telah dikomunikasikan pencapaianya dalam rapat-rapat serta fokus kepada penerapan strategi yang telah diambil Direksi dengan arahan/nasehat Dewan Komisaris. <p>Governance Outcome</p> <ul style="list-style-type: none"> The Main Entity and LJK Conglomerate have implemented the principles of Governance established by the regulator, reflected in the absence of violations that could affect performance and losses for the Victoria Group. The achievements and all conditions have been communicated in meetings and focused on the implementation of strategies that have been taken by the Board of Directors with direction/advice from the Board of Commissioners.

KEPENGURUSAN ENTITAS UTAMA DAN LJK DALAM KONGLOMERASI GRUP VICTORIA

ENTITAS UTAMA

Susunan Direksi dan Komisaris Entitas Utama per akhir tahun 2018 adalah sebagai berikut:

Direksi Entitas Utama

Direksi Entitas Utama		The Board of Directors of the Main Entity	
No	Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
1.	Ahmad Fajar	Direktur Utama President Director	Lulus Passed
2.	Rusli	Wakil Direktur Utama Deputy President Director	Lulus Passed
3.	Ramon Marlon Runtu	Direktur Director	Lulus Passed
4.	Tamunan	Direktur Kepatuhan & Manajemen Risiko Director of Compliance & Risk Management	Lulus Passed
5.	Debora Wahjutirto Tanoyo	Direktur Director	Lulus Passed
6.	Lembing	Direktur Director	Lulus Passed

Komisaris Entitas Utama

Komisaris Entitas Utama		The Board of Commissioner of The Main Entity	
No	Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
1	Oliver Simorangkir	Komisaris Utama President Commissioner	Lulus Passed
2	Gunawan Tenggarahardja	Komisaris Independen Independent Commissioner	Lulus Passed
3	Zaenal Abidin, PhD	Komisaris Independen Independent Commissioner	Lulus Passed

LJK – ANGGOTA GRUP VICTORIA

Susunan Direksi dan Komisaris anggota Grup Victoria per akhir tahun 2018 adalah sebagai berikut:

DIREKSI ANGGOTA LJK

BOARD OF DIRECTORS OF LJK MEMBER			
Bank Victoria Syariah (BVIS)			
No	Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
1.	Firman A Moeis	Direktur Utama President Director	Lulus Passed
2.	Andy Sundoro	Direktur Director	Lulus Passed
3.	Deddy Effendy Ridwan	Direktur Director	Lulus Passed
4.	Nurani Raswindriati	Direktur Kepatuhan Director of Compliance	Lulus Passed

Victoria Manajemen Investasi (VMI)

No	Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
1.	Juntrihary M. Fairly	Direktur Utama President Director	Lulus Passed
2.	Linda Merliana	Direktur Director	Lulus Passed
3.	Andrew Arya Saputra	Direktur Director	Lulus Passed

THE MANAGEMENT OF THE MAIN ENTITY AND LJK IN VICTORIA GROUP CONGLOMERATION

MAIN ENTITY

The composition of the Board Of Commissioners and Directors at the Main Entity as of the end of 2018 are as follows:

The Board of Directors of the Main Entity

No	Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
1.	Ahmad Fajar	Direktur Utama President Director	Lulus Passed
2.	Rusli	Wakil Direktur Utama Deputy President Director	Lulus Passed
3.	Ramon Marlon Runtu	Direktur Director	Lulus Passed
4.	Tamunan	Direktur Kepatuhan & Manajemen Risiko Director of Compliance & Risk Management	Lulus Passed
5.	Debora Wahjutirto Tanoyo	Direktur Director	Lulus Passed
6.	Lembing	Direktur Director	Lulus Passed

The Board of Commissioner of The Main Entity

No	Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
1	Oliver Simorangkir	Komisaris Utama President Commissioner	Lulus Passed
2	Gunawan Tenggarahardja	Komisaris Independen Independent Commissioner	Lulus Passed
3	Zaenal Abidin, PhD	Komisaris Independen Independent Commissioner	Lulus Passed

LJK – VICTORIA GROUP MEMBER

The composition of the Board Of Commissioners and Directors at the Victoria Group as of the end of 2018 are as follows:

BOARD OF DIRECTORS OF LJK MEMBER

BOARD OF DIRECTORS OF LJK MEMBER			
Bank Victoria Syariah (BVIS)			
No	Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
1.	Firman A Moeis	Direktur Utama President Director	Lulus Passed
2.	Andy Sundoro	Direktur Director	Lulus Passed
3.	Deddy Effendy Ridwan	Direktur Director	Lulus Passed
4.	Nurani Raswindriati	Direktur Kepatuhan Director of Compliance	Lulus Passed

Victoria Manajemen Investasi (VMI)

No	Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
1.	Juntrihary M. Fairly	Direktur Utama President Director	Lulus Passed
2.	Linda Merliana	Direktur Director	Lulus Passed
3.	Andrew Arya Saputra	Direktur Director	Lulus Passed

Victoria Insurance (VINS)			
No	Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
1.	Suwandi Suharto	Direktur Utama President Director	Lulus Passed
2.	Suryadi	Direktur Director	Lulus Passed
3.	Fatchurhuda	Direktur Director	Lulus Passed

Victoria Sekuritas Indonesia (VSI)			
No	Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
1.	Yangky Halim	Direktur Utama President Director	Lulus Passed
2.	R. Agustinus Wisnu Widodo	Direktur Director	Lulus Passed
3.	Wira Kusuma	Direktur Director	Lulus Passed

Victoria Alife Indonesia (VAI)			
No	Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
1.	Deddy Maryadi Yoeshar	Direktur Bisnis Director of Business	Lulus Passed
2.	Dedi Kusdani	Direktur Teknik Director of Technique	Lulus Passed

DEWAN KOMISARIS ANGGOTA LJK**DEWAN KOMISARIS ANGGOTA LJK****Bank Victoria Syariah (BVIS)**

No	Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
1.	Soegiharto	Komisaris Utama President Commissioner	Lulus Passed
2.	Djoko Nugroho	Komisaris Independen Independent Commissioner	Lulus Passed
3.	Sari Idayanti	Komisaris Commissioner	Lulus Passed

Victoria Manajemen Investasi (VMI)

No	Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
1.	Marcia Maria Tri Martini	Komisaris Utama President Commissioner	Lulus Passed
2.	Jejei Kurnia	Komisaris Commissioner	Lulus Passed

Victoria Insurance (VINS)

No	Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
1.	Sulistijowati	Komisaris Utama President Commissioner	Lulus Passed
2.	Vivekanand Atmaran Tolani	Komisaris Independen Independent Commissioner	Lulus Passed
3.	Jimmy Paulus Watulingas	Komisaris Independen Independent Commissioner	Lulus Passed

Victoria Sekuritas Indonesia (VSI)			
No	Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
1.	Antonius Tjipto Prastowo	Komisaris Utama dan Komisaris Independen President Commissioner and Independent Commissioner	Lulus Passed
2.	Aldo Jusuf Tjahaja	Komisaris Independen Independent Commissioner	Lulus Passed

Victoria Alife Indonesia (VAI)			
No	Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
1.	Hertanto Tjahyasurya	Komisaris Commissioner	Lulus Passed
2.	Andreas Freddy Pieloor	Komisaris Independen Independent Commissioner	Lulus Passed
3.	Hasan Basri Sagala	Komisaris Independen Independent Commissioner	Lulus Passed

Informasi Pemegang Saham Utama dan Pengendali

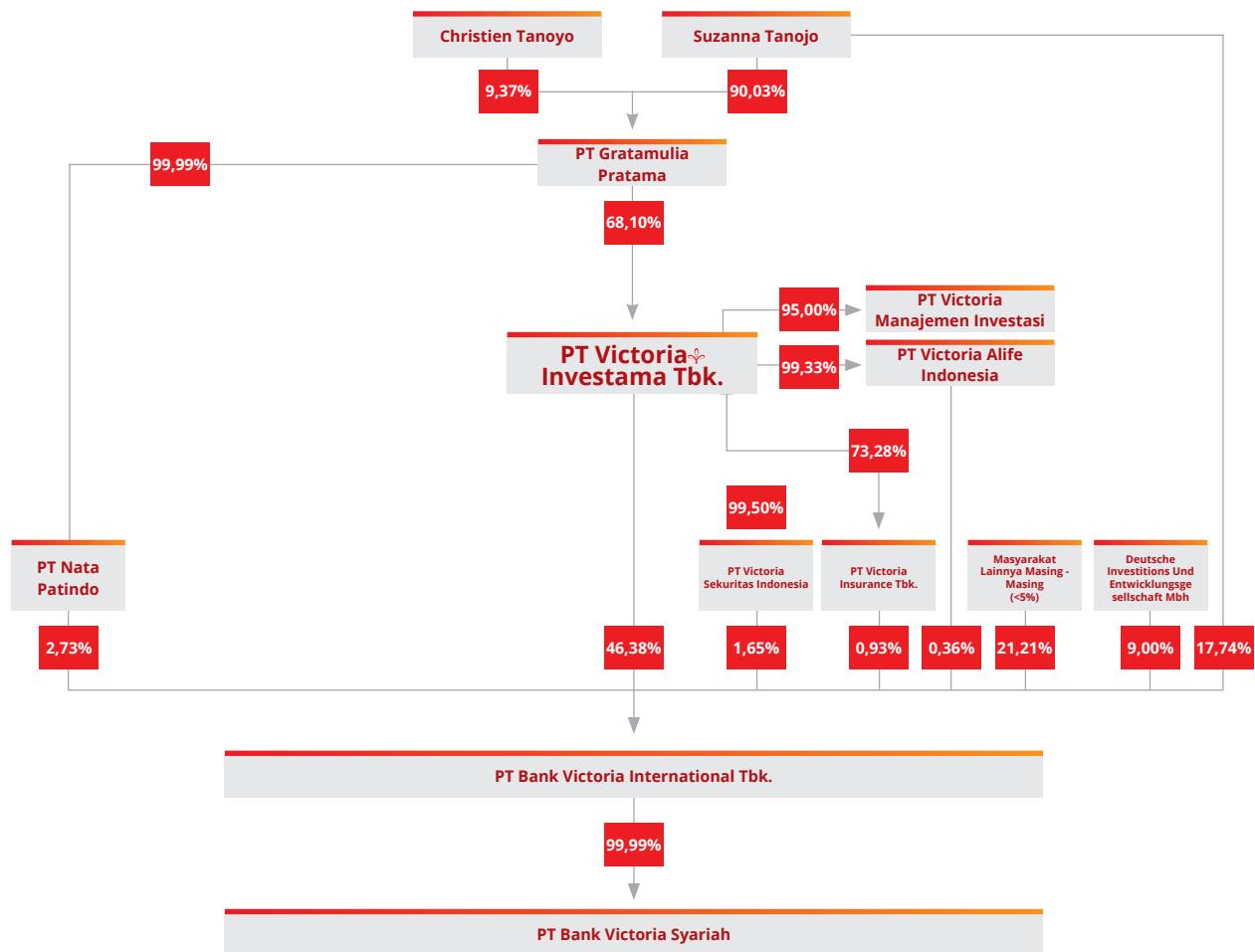
Information on Major and Controlling Shareholders

Dalam pengambilan keputusan dalam RUPS, Pemegang Saham harus menyadari tanggung jawabnya sebagai pemilik modal, dengan memperhatikan Anggaran Dasar Bank dan peraturan perundang-undangan. Terkait hal tersebut, Pemegang Saham Utama dan Pengendali harus dapat memperhatikan kepentingan Pemegang Saham Minoritas dan pemangku kepentingan lainnya. Sedangkan, Pemegang Saham Minoritas bertanggung jawab untuk menggunakan haknya dengan baik.

Adapun struktur Pemegang Saham Bank Victoria, termasuk Pemegang Saham Utama dan Pengendali, berdasarkan surat Biro Administrasi Efek (PT Adimitra Jasa Korpora No. LB-01/BVIC/012019 tanggal 4 Januari 2019 perihal Laporan Bulanan tentang Komposisi Pemegang Saham Perseroan ditunjukkan dalam skema berikut:

In the resolution-taking at the GMS, Shareholders must be aware of their responsibilities as the equity holders, by taking the Bank's Articles of Association and the laws and regulations into account. In relation thereto, Major and Controlling Shareholders must regard interests of Minority Shareholders and other stakeholders. Meanwhile, Minority Shareholders are responsible for exercising their rights properly.

The structure of Bank Victoria Shareholders, including Major and Controlling Shareholders, based on the letter of Securities Registrar (PT Adimitra Jasa Korpora No. LB-01/BVIC/012019 dated 4 January 2019 on Monthly Report on the Composition of Shareholders of the Company is shown in the following chart.



Berdasarkan struktur tersebut, Pemegang Saham Utama Bank Victoria yaitu:

1. Suzanna Tanojo, melalui kepemilikan saham secara langsung di PT Gratamulia Pratama dan PT Victoria Investama Tbk;
2. Christien Tanoyo melalui kepemilikan saham secara langsung di PT Gratamulia Pratama.

Sedangkan, Pemegang Saham Pengendali Bank Victoria yaitu:

1. Pengendali langsung, yaitu Suzanna Tanojo dan PT Victoria Investama Tbk;
2. Pengendali tidak langsung, yaitu Christien Tanoyo dan PT Gratamulia Pratama.

PERLAKUAN YANG SAMA TERHADAP SELURUH PEMEGANG SAHAM

Bank Victoria menerapkan prinsip perlakuan yang sama terhadap seluruh Pemegang Saham dalam melaksanakan keterbukaan informasi, baik terhadap Pemegang Saham Majoritas maupun Minoritas. Hal ini dimaksudkan agar tidak terdapat informasi pihak dalam (*inside information*) yang hanya diketahui oleh Pemegang Saham Majoritas. Pelaksanaan fungsi keterbukaan informasi tersebut dilakukan oleh *Corporate Secretary*.

Based on the structure, Major Shareholders of Bank Victoria are:

1. Suzanna Tanojo, through direct share ownership at PT Gratamulia Pratama and PT Victoria Investama Tbk.
2. Christien Tanoyo through direct share ownership at PT Gratamulia Pratama.

Meanwhile, Controlling Shareholders of Bank Victoria are:

1. Direct controllers, which are Suzanna Tanojo and PT Victoria Investama Tbk;
2. Indirect controllers, which are Christien Tanoyo and PT Gratamulia Pratama.

EQUAL TREATMENT TO ALL SHAREHOLDERS

Bank Victoria applies the equal principle of treatment to all Shareholders in exercising the disclosure of information, either to Majority or Minority Shareholders. This aims to avoid inside information which is only known by the Majority Shareholders. The implementation of the information disclosure function is conducted by the Corporate Secretary.

Assessment Good Corporate Governance

Assessment of Good Corporate Governance

Asesmen GCG merupakan mekanisme *check and balance* bagi manajemen untuk mengukur kekuatan dan kelemahan implementasi GCG yang sedang berjalan di Bank. Hal ini diperlukan dalam upaya memperbaiki dan meningkatkan kualitas implementasi GCG pada berbagai aspek yang diukur.

Pelaksanaan asesmen GCG dilakukan berdasarkan Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 dan Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tentang Penerapan Tata Kelola bagi Bank Umum dan Peraturan Otoritas Jasa Keuangan No. 4/POJK.03/2016 tentang Penilaian Tingkat Kesehatan Bank Umum. Berdasarkan peraturan tersebut, Bank wajib melaksanakan penilaian atas pelaksanaan prinsip-prinsip dasar GCG secara mandiri (*self assessment*) setiap tahun buku. Penilaian dikelompokan dalam suatu *governance system* yang terdiri dari 3 (tiga) aspek, yaitu *governance structure*, *governance process*, dan *governance outcome*.

KRITERIA PENILAIAN

Faktor-faktor yang dinilai dalam *self assessment* GCG meliputi:

1. Pelaksanaan Tugas dan Tanggung Jawab Dewan Komisaris
Bank memastikan terselenggaranya pelaksanaan GCG melalui peran pengawasan yang aktif dan efektif, serta memberi masukan/rekomendasi kepada Direksi untuk kepentingan Bank, sesuai dengan ukuran dan kompleksitas usaha Bank.
2. Pelaksanaan Tugas dan Tanggung Jawab Direksi
Bank memastikan bahwa operasional dan usaha Bank telah diwujudkan dalam pelaksanaan tugas dan tanggung jawab yang berjalan sangat efektif.
3. Kelengkapan dan Pelaksanaan Tugas Komite
Bank memastikan telah memiliki semua Komite yang dipersyaratkan sesuai ketentuan regulator, serta telah melaksanakan fungsi dan tugasnya secara optimal dan efektif dalam memberikan rekomendasi yang digunakan sebagai acuan Dewan Komisaris.
4. Penanganan Benturan Kepentingan
Bank memastikan telah memiliki kebijakan dan prosedur penanganan benturan kepentingan dengan tujuan agar setiap tindakan insan Bank tidak merugikan dan tidak mengurangi keuntungan Bank, serta agar setiap keputusan terdokumentasikan dengan baik, dilengkapi dengan risalah rapat.

GCG Assessment is a check and balance mechanism for the management to measure the strengths and weaknesses of the Bank's ongoing GCG implementation. This is necessary in order to improve and enhance the quality of GCG implementation on various aspects measured.

The implementation of GCG assessment is conducted under the Financial Services Authority Regulation No. 55/POJK.03/2016 and Circular of the Financial Services Authority No. 13/SEOJK.03/2017 on the Implementation of Governance for Commercial Banks and the Financial Services Authority Regulation No. 4/POJK.03/2016 on Sound Level Assessment of Commercial Bank. Under these regulations, the Bank must conduct a self-assessment on the implementation of GCG basic principles in each fiscal year. The assessment is classified into a governance system consisting of 3 (three) aspects, which are governance structure, governance process, and governance outcome.

ASSESSMENT CRITERIA

Factors assessed in GCG self-assessment include:

1. Implementation of Duties and Responsibilities of the Board of Commissioners
The Bank ensures the implementation of GCG through its active and effective supervisory role, and provides input/recommendation to the Board of Directors for the Bank's interest, pursuant to the Bank's business size and complexity.
2. Implementation of Duties and Responsibilities of the Board of Directors
The Bank ensures that Bank's operations and business are realized in the execution of highly effective duties and responsibilities.
3. Completeness and Implementation of Committees' Duties
The Bank ensures that it has all the required Committees in accordance with the regulatory requirements, and that they have performed their functions and duties optimally and effectively in providing recommendations used as reference of the Board of Commissioners.
4. Management of Conflict of Interest
The Bank ensures that it has policies and procedures to manage conflict of interest in order to ensure that any action taken by the Bank's employees is not detrimental and does not harm the Bank's profits, and that any decision is properly documented and complemented by minutes of meetings.

5. Penerapan Fungsi Kepatuhan
Bank memastikan terus dilakukannya penerapan fungsi kepatuhan terhadap aktivitas operasional maupun terhadap pengembangan usaha Bank agar senantiasa sesuai dengan ketentuan yang berlaku, serta meminimalisasi pelanggaran.
6. Penerapan Fungsi Audit Internal
Bank memastikan pelaksanaan fungsi audit internal telah berjalan lebih efektif, independen dan objektif, serta senantiasa berpedoman pada standar yang ditetapkan dalam Standar Pelaksanaan Fungsi Audit Intern Bank (SPFAIB).
7. Penerapan Fungsi Audit Eksternal
Bank memastikan pelaksanaan fungsi audit eksternal berjalan secara independen dan telah sangat efektif, sesuai dengan persyaratan yang ditetapkan dalam ketentuan, dengan menghasilkan kualitas dan cakupan hasil audit yang sangat baik.
8. Penerapan Manajemen Risiko, termasuk Sistem Pengendalian Intern
Bank memastikan pelaksanaan fungsi manajemen risiko telah lebih efektif serta melakukan peran dan fungsinya dalam sistem pengendalian intern yang lebih komprehensif, seperti melakukan pemutakhiran kebijakan, prosedur dan penetapan limit sesuai dengan regulasi, tujuan, ukuran dan kompleksitas usaha Bank.
9. Penyediaan Dana Kepada Pihak Terkait dan Penyediaan Dana Besar
Bank memastikan telah dimilikinya kebijakan tertulis mengenai penyediaan dana kepada pihak terkait dan penyediaan dana besar, tidak terdapat pelanggaran maupun pelampauan BMPK, diversifikasi penyediaan dana yang cukup merata, serta pengambilan keputusan dalam penyediaan dana dilakukan secara independen.
10. Transparansi Kondisi Keuangan dan Non Keuangan Bank, Laporan Pelaksanaan GCG dan Pelaporan Internal
Bank memastikan telah transparan dalam menyampaikan informasi keuangan maupun non keuangan kepada publik secara tepat waktu, lengkap, akurat, mutakhir dan utuh, termasuk penyampaian laporan pelaksanaan GCG kepada Pemegang Saham dan pemangku kepentingan lainnya, dengan didukung Sistem Informasi Manajemen Bank yang mampu menyediakan data dan informasi untuk pengambilan keputusan manajemen.
5. Implementation of a Compliance Function
The Bank ensures continual implementation of a compliance function to operational activities and to the Bank's business development in order to constantly comply with applicable provisions and to minimize violations.
6. Implementation of Internal Audit Function
The Bank ensures that the implementation of an internal audit function has been performed more effectively, independently, and objectively, and always complies with standards set forth in the Implementation Standards of the Bank's Internal Audit Function (SPFAIB).
7. Implementation of External Audit Function
The Bank ensures the implementation of an external audit function runs independently and highly effectively, in accordance with the requirements prescribed in the provisions, by producing excellent quality and coverage of audit results.
8. Implementation of Risk Management, including Internal Control System
The Bank ensures that the implementation of risk management functions has been more effective and performs its roles and functions in a more comprehensive internal control system, such as updating policies and procedures, specifying limits in accordance with Bank's regulations, objectives, size, and complexity.
9. Provision of Funds to Related Party and Provision of Large Exposure
The Bank ensures that it has written policies on the provision of funds to related parties and provision of large exposure, no violations nor exceeding BMPK, diversification of equitable provision of funds, and that decision-making in the provision of funds is conducted independently.
10. Transparency of the Bank's Financial and Non-Financial Condition, GCG Implementation Report, and Internal Reporting
The Bank ensures that it has been transparent in delivering the financial and non-financial information to the public on a timely, complete, accurate, updated, and complete manner, including the submission of GCG implementation report to Shareholders and other stakeholders, supported by the Bank's Management Information System that is capable of providing data and information for management's decision-making.

11. Rencana Strategis Bank

Bank memastikan penyusunan RBB telah dilakukan dengan realistik dan telah memperhatikan faktor eksternal dan internal, prinsip *prudent*, serta azas perbankan yang sehat dan sesuai dengan visi, misi, dan rencana korporasi Bank.

HASIL PENILAIAN

Adapun hasil *self assessment* GCG Bank Victoria ditunjukkan sebagai berikut:

Tabel Hasil Self Assessment GCG
List of GCG Self-Assessment Results

ASPEK ASPECT	NILAI / SCORE					
	2018	2017	2016	2015	2014	2013
Pelaksanaan Tugas dan Tanggung Jawab Dewan Komisaris Implementation of Duties and Responsibilities of the Board of Commissioners	1	1	1	1	1	1
Pelaksanaan Tugas dan Tanggung Jawab Direksi Implementation of Duties and Responsibilities of the Board of Directors	2	2	2	2	1	1
Kelengkapan dan Pelaksanaan Tugas Komite Completeness and Implementation of Committees' Duties	2	2	2	2	2	2
Penanganan Benturan Kepentingan Management of Conflict of Interest	1	1	1	1	1	1
Penerapan Fungsi Kepatuhan Implementation of a Compliance Function	2	2	2	1	1	1
Penerapan Fungsi Audit Intern Implementation of Internal Audit Function	2	2	2	2	1	2
Penerapan Fungsi Audit Ekstern Implementation of External Audit Function	2	2	2	1	1	2
Penerapan Manajemen Risiko termasuk Sistem Pengendalian Intern Implementation of Risk Management, including Internal Control System	2	2	2	2	1	1
Penyediaan Dana Kepada Pihak Terkait (<i>Related Party</i>) dan Penyediaan Dana Besar (<i>Large Exposure</i>) Provision of Fund to Related Party and Provision of Large Exposure	2	2	2	2	1	2
Transparansi Kondisi Keuangan dan Non keuangan Bank, Laporan pelaksanaan GCG dan Pelaporan Internal Transparency of the Bank's Financial and Non-Financial Condition, GCG Implementation Report, and Internal Reporting	1	1	1	1	1	1
Rencana Strategis Bank Bank Strategic Plan	2	2	2	2	2	1
Skor Self Assessment GCG Bank Victoria Bank Victoria Syariah's GCG Self-Assessment Score	2	2	2	2	2	2
KATEGORI CATEGORY	Baik Good	Baik Good	Baik Good	Baik Good	Baik Good	Baik Good
Skor Self Assessment GCG Bank Victoria Syariah GCG Self-Assessment of Bank Victoria Syariah	1,56	1,62	2,00	2,28	1,93	1,66
KATEGORI CATEGORY	Baik Good	Baik Good	Baik Good	Baik Good	Baik Good	Baik Good

11. Bank Strategic Plan

The Bank ensures that the Bank's Business Plan (RBB) has been prepared realistically and has taken external and internal factors, prudent principles, and sound banking principles into consideration, and in line with the Bank's vision, mission, and corporate plan.

RATING RESULT

The self-assessment results of Bank Victoria's GCG are shown as follows.

Laporan Hasil Self Assessment Pelaksanaan GCG Bank Victoria Periode Desember 2018

Bank Victoria's Self-Assessment Report On GCG Implementation
as of December 2018

	Peringkat Ranking	Definisi Peringkat Ranking Definition
INDIVIDUAL	2	<p>Bank telah melakukan penerapan <i>Good Corporate Governance</i> (GCG) yang secara umum baik, tercermin dari penerapan terhadap 11 (sebelas) aspek yang telah dituangkan dalam analisis.</p> <p>The Bank has implemented GCG, which in general is good. This is reflected in the implementation of the 11 aspects outlined in the analysis.</p>

No.	Aspek Aspect	Nilai Value	Analisis Analysis
1.	<p>Pelaksanaan Tugas dan Tanggung Jawab Direksi</p> <p>Implementation of Duties and Responsibilities of the Board of Directors</p>	2	<p><i>Governance Structure</i></p> <ul style="list-style-type: none"> Jumlah anggota Direksi berdasarkan Akta Berita Acara Rapat Umum Pemegang Saham Luar Biasa Nomor 11 tanggal 5 Desember 2018 terdiri dari 6 (enam) orang terdiri dari Direksi Utama, Wakil Direktur Utama, 3 (tiga) Direktur Bidang, serta Direktur Kepatuhan dan Manajemen Risiko. Setiap Direksi tidak memiliki hubungan keluarga sampai dengan derajat kedua maupun keuangan dengan anggota Direksi lainnya dan/atau anggota Komisaris. Direksi tidak memiliki jabatan rangkap sebagai Komisaris, Direksi atau Pejabat Eksekutif pada Bank, Perusahaan dan/atau Lembaga Keuangan lainnya, kecuali untuk jabatan lain sebagaimana diperkenankan oleh ketentuan OJK. Seluruh anggota Direksi telah lulus penilaian kemampuan dan kepatuhan dan telah memperoleh surat persetujuan dari Otoritas Jasa Keuangan. <p><i>Governance Process</i></p> <ul style="list-style-type: none"> Dalam melaksanakan tugasnya Direksi berdasarkan pada Pedoman yang telah ditetapkan dan senantiasa memperhatikan dan menerapkan prinsip-prinsip GCG dan ketentuan yang berlaku. Dalam menjalankan tugasnya Direksi senantiasa memperhatikan arahan/nasehat Dewan Komisaris melalui mekanisme rapat-rapat. Pembahasan fokus kepada rencana bisnis Bank dan pencapaiannya serta aspek-aspek yang mempengaruhi pencapaian target dimaksud. Dalam menjalankan tugas-tugasnya Direksi dibantu oleh beberapa Komite di bawah Direksi serta Unit-unit terkait. Direksi telah mengambil kebijakan dan keputusan strategis melalui mekanisme Rapat Direksi, tercermin selama Januari-Desember 2018 telah melakukan rapat sebanyak 44 (empat puluh empat) kali dan 13 (tiga belas) kali rapat gabungan dengan Dewan Komisaris. <p><i>Governance Outcome</i></p> <ul style="list-style-type: none"> Pencapaian kinerja tahun 2018 baik, hal ini tercermin dari peningkatan total aset, peningkatan laba, peningkatan diberikan, dan modal. Sedangkan untuk aspek keuangan dan rasio lainnya masih lebih baik tahun sebelumnya. Pencapaian dan kondisi yang terjadi telah dikomunikasikan pencapaianya dalam rapat-rapat serta fokus kepada penerapan strategi yang telah diambil Direksi dengan arahan/nasehat Dewan Komisaris. Bank dapat menjaga dalam pemenuhan kewajiban yang ditetapkan Regulator. <p><i>Governance Structure</i></p> <ul style="list-style-type: none"> The number of members of the Board of Directors pursuant to a Deed of Minutes of Extraordinary General Meeting of Shareholders Number 11 dated 5 December 2018 is 6 (six) people comprising the President Director, Deputy President Director, 3 (three) Division Directors, and Director of Compliance and Risk Management. Each member of the Board of Directors has no family relationship up to the second degree or financial relationship with other members of the Board of Directors and/or members of the Board of Commissioners. The Board of Directors has no concurrent positions as a Commissioner, Director, or Executive Officer of the bank, Company, and/or other Financial Institution, except for other positions as permitted by the provisions of OJK. All members of the Board of Directors have passed capability and compliance assessments and have obtained approval letters from the Financial Services Authority. <p><i>Governance Process</i></p> <ul style="list-style-type: none"> The Board of Directors in performing its duties refers to the established Guidelines and always observe and apply the GCG principles and applicable provisions. In performing duties, the Board Directors always observes the direction/advice from the Board of Commissioners through meetings mechanism. The discussion is focused on the Bank's Business Plan (RBB) and its achievements, as well as aspects affecting the achievement of the target. In performing its duties, the Board of Directors is assisted by several Committees under the Board of Directors, as well as related Units. The Board of Directors has taken strategic policies and decisions through the mechanism of the Board of Directors' Meeting, as reflected in the January-December 2018 meetings of 44 (forty-four) times and 13 (thirteen) joint meetings with the Board of Commissioners. <p><i>Governance Outcomes</i></p> <ul style="list-style-type: none"> The 2018 performance achievement is good, this is reflected in the increase in the total asset, increase in profit, loans provided, and capital. While for financial aspects and other ratios are still better in the previous year. The achievement and conditions have been communicated at the meetings and focused on the implementation of strategies taken by the Board of Directors with direction/advice from the Board of Commissioners. Bank can keep compliance with obligations set by the Regulator.

No.	Aspek Aspect	Nilai Value	Analisis Analysis
2.	Pelaksanaan Tugas dan Tanggung Jawab Dewan Komisaris Implementation of Duties and Responsibilities of the Board of Commissioners	1	<p><i>Governance Structure</i></p> <ul style="list-style-type: none"> Berdasarkan Akta Berita Acara Rapat Umum Pemegang Saham Luar Biasa Nomor 11 tanggal 5 Desember 2018 jumlah anggota Dewan Komisaris telah memenuhi ketentuan, yaitu terdiri dari 3 (tiga) orang dan tidak melampaui jumlah Direksi yaitu 6 (enam) orang. Anggota Dewan Komisaris telah memenuhi jumlah komposisi, kriteria dan independensi serta kompetensi sesuai ketentuan Otoritas Jasa Keuangan (OJK). Anggota Dewan Komisaris adalah independen, telah memenuhi kriteria independensi dari Peraturan Otoritas Jasa Keuangan (OJK) dan Seluruh anggota Dewan Komisaris telah lulus penilaian kemampuan dan kepatuhan dan telah memperoleh surat persetujuan dari Otoritas Jasa Keuangan. 2 (dua) Komisaris Independen tidak memiliki hubungan keuangan, hubungan kepengurusan, hubungan kepemilikan dan hubungan keluarga dengan anggota Dewan Komisaris lainnya, anggota Direksi dan/atau Pemegang Saham Pengendali atau hubungan dengan Bank, yang dapat mempengaruhi kemampuan untuk bertindak independen. Dewan Komisaris tidak ada yang merangkap sebagai anggota Dewan Komisaris, Direksi atau Pejabat Eksekutif pada lembaga keuangan lain kecuali terhadap hal-hal yang telah ditetapkan dalam POJK. <p><i>Governance Process</i></p> <ul style="list-style-type: none"> Dewan Komisaris telah melakukan pengawasan terhadap kinerja Direksi, dengan mekanisme melalui rapat-rapat. Selama periode Januari-Desember 2018, telah dilakukan Rapat Dewan Komisars sebanyak 4 (empat) kali. Dalam melaksanakan tugasnya Dewan Komisaris berdasarkan pada Pedoman yang telah ditetapkan serta sangat mempengaruhi prinsip-prinsip GCG dan ketentuan yang berlaku. Dewan Komisaris telah memberikan arahan dan nasehat kepada Direksi dalam proses pencapaian target yang telah ditetapkan dalam Rencana Bisnis Bank. Dalam melakukan tugasnya Dewan Komisaris dibantu oleh Komite-komite tang berada di bawah Dewan Komisaris. <p><i>Governance Outcome</i></p> <ul style="list-style-type: none"> Pengarahan atau nasehat dari Dewan Komisaris telah dibahas dalam rapat dan dituangkan dalam risalah rapat. Selama semester ini telah dilakukan rapat Dewan Komisaris sebanyak 8 (delapan) kali dan 13 (tiga belas) kali rapat gabungan dengan Direksi dan rapat per Direktorat dengan Dewan Komisaris sebanyak 3 (tiga) kali, seluruhnya telah dituangkan dalam risalah rapat dan didokumentasikan dengan baik. Hasil rapat menjadi salah satu acuan Direksi dalam melaksanakan tugas dan tanggung jawabnya, dengan tetap berpedoman pada GCG dan target dan pencapaian yang telah ditetapkan dalam Rencana Bisnis Bank. Menindaklanjuti rekomendasi yang disampaikan atau dituangkan dalam risalah rapat dan dimonitor secara berkesinambungan. <p><i>Governance Structure</i></p> <ul style="list-style-type: none"> Based on the Deed of Minutes of Extraordinary General Meeting of Shareholders Number 11 dated 5 December 2018 the number of members of the Board of Commissioners has met the requirement, i.e. 3 (three) persons and not exceeding the number of Board of Directors. i.e. 6 (six) persons. Members of Board of Commissioners have met the composition number, criteria and independence, as well as competences in accordance with provisions of the Financial Services Authority (OJK). Independent members of the Board of Commissioners have met the independence criteria of the Financial Services Authority Regulation and all members of the Board of Commissioners have passed capability and compliance assessments and have obtained approval letters from the Financial Services Authority. 2 (two) Independent Commissioners have no family relationship, management relationship, ownership and family relationships with other members of the Board of Commissioners, members of the Board of Directors and/or Controlling Shareholders or relationships with the Bank, which can influence the ability to act independently. There is no member of the Board of Commissioners serving concurrently as a member of the Boards of Commissioners, Directors or Executive Officers in other financial institutions except for matters prescribed in POJK. <p><i>Governance Process</i></p> <ul style="list-style-type: none"> The Board of Commissioners has supervised the performance of the Board of Directors through meetings. Throughout January-December 2018, 4 (four) meetings of Board of Commissioners have been held. The Board of Commissioners in performing its duties refers to the established Guidelines and always observe and apply the GCG principles and applicable provisions. The Board of Commissioners has provided any direction and advice to the Board of Directors in the process of achieving targets set out in the Bank's Business Plan In performing its duties, the Board of Commissioners is assisted by Committees under the Board of Commissioners.

No.	Aspek Aspect	Nilai Value	Analisis Analysis
			<p>Governance Outcomes</p> <ul style="list-style-type: none"> The direction or advice of the Board of Commissioners has been discussed at the meeting and set forth in minutes of meeting; Throughout this semester 8 (eight) Board of Commissioners meetings and 13 (thirteen) joint meetings with the Board of Directors and meetings between the Directorates and the Board of Commissioners have been held 3 (three) times, all of which have been recorded in minutes of meeting and well documented. Results of the meeting become one of the Directors' references in carrying out their duties and responsibilities, while still adhering to GCG and targets and achievements as prescribed in the Bank's Business Plan. Follow-up on recommendations submitted or included in minutes of meeting and monitored continuously.
3.	Kelengkapan dan Pelaksanaan Tugas Komite Completeness and Implementation of Committees' Duties	2	<p>Governance Structure</p> <ul style="list-style-type: none"> Komposisi dan kompetensi anggota komite telah sesuai dengan ukuran dan kompleksitas usaha Bank. Anggota Komite Bank yang berasal dari pihak independen, tidak memiliki hubungan keuangan, kepengurusan, kepemilikan saham, dan/atau keluarga dengan anggota Dewan Komisaris lainnya, Direksi dan/atau Pemegang Saham Pengendali atau hubungan dengan Bank, yang dapat mempengaruhi independensi anggota Komite. <p>Governance Process</p> <ul style="list-style-type: none"> Komite bertugas dan bertanggung jawab untuk memberikan pendapat yang profesional dan independen kepada Dewan Komisaris terhadap laporan atau hal-hal yang disampaikan oleh Direksi kepada Dewan Komisaris. Melaksanakan tugas-tugas lain yang berkaitan dengan tugas Komisaris. Melakukan mekanisme rapat-rapat Komite serta Unit-unit terkait lainnya telah membahas berbagai hal, hasilnya dituangkan dalam risalah rapat yang akan ditindaklanjuti oleh masing-masing Unit terkait. <p>Governance Outcome</p> <ul style="list-style-type: none"> Masing-masing Komite, senantiasa meningkatkan peran aktifnya dalam menindaklanjuti hal-hal yang dibahas dalam rapat Komite. Setiap hasil rapat dituangkan dalam risalah rapat oleh pengurus Komite, termasuk pengungkapan apabila ada perbedaan pendapat (<i>dissenting opinions</i>) dan didokumentasikan dengan baik. Komite-komite telah menjalankan fungsinya sesuai dengan koridor dan mekanisme yang telah ditetapkan dalam pedoman tugas dan tanggungjawabnya. <p>Governance Structure</p> <ul style="list-style-type: none"> The composition and competency of committee members are in accordance with the size and complexity of the Bank's business. Bank Committee members from independent parties do not have financial, management, share ownership, and/or family relationships with other members of Boards of Commissioners, Directors and/or Controlling Shareholders or relations with the Bank, which may affect the independence of Committee members. <p>Governance Process</p> <ul style="list-style-type: none"> The Committee holds duties and responsibilities to provide professional and independent opinions to the Board of Commissioners regarding reports or matters submitted by the Board of Directors to the Board of Commissioners. Conducts other duties related to duties of the Commissioner. Applies the mechanism of Committee meetings and other related Units have discussed various matters, results thereof are contained in minutes of meetings which will be followed-up by each of the relevant Units. <p>Governance Outcomes</p> <ul style="list-style-type: none"> Each Committee, always increases its active role in following-up on matters discussed at the Committee meetings. Each result of meeting is included in minutes of meeting by the Committee's management, including disclosure if any dissenting opinions and well documented. Committees have performed their functions in accordance with the corridor and mechanism as prescribed in the guideline of their duties and responsibilities.

No.	Aspek Aspect	Nilai Value	Analisis Analysis
4.	Penanganan Benturan Kepentingan Management of Conflict of Interest	1	<p><i>Governance Structure</i></p> <ul style="list-style-type: none"> • Bank telah memiliki kebijakan dan prosedur dalam penyelesaian benturan kepentingan. • Kebijakan telah mengatur secara rinci masing-masing elemen yang mengatur proses, mekanisme serta personil yang berhak bertindak dalam penyelesaiannya. <p><i>Governance Process</i></p> <p>Mengutamakan tindakan pencegahan dan selalu meningkatkan budaya pembelajaran dan budaya kepatuhan dalam pelaksanaan tugas dan tanggung jawab, dengan tetap menjunjung tinggi profesionalisme.</p> <p><i>Governance Outcome</i></p> <p>Tidak terdapat benturan kepentingan yang dapat merugikan atau mengurangi keuntungan bagi Bank.</p> <p><i>Governance Structure</i></p> <ul style="list-style-type: none"> • The Bank has policies and procedures in accomplishing conflicts of interest. • The policy has regulated in detail each element governing the processes, mechanisms, and entitled personnel to act in the accomplishment. <p><i>Governance Process</i></p> <p>Prioritizing preventive measures and always improving the learning and compliance culture in the performance of its duties and responsibilities, while upholding the professionalism.</p> <p><i>Governance Outcomes</i></p> <p>There are no conflicts of interest that may harm or diminish the Bank's profits.</p>
5.	Penerapan Fungsi Kepatuhan Implementation of a Compliance Function	2	<p><i>Governance Structure</i></p> <ul style="list-style-type: none"> • Satuan Kerja Kepatuhan independen terhadap Satuan Kerja Operasional. • Proses pengangkatan, pemberhentian dan/atau pengunduran diri Direktur yang membawahi kepatuhan telah sesuai dengan ketentuan BI/OJK dan/atau Regulator lainnya. <p><i>Governance Process</i></p> <ul style="list-style-type: none"> • Dalam pelaksanaan tugasnya Direksutr yang membawahi Kepatuhan telah memastikan kepatuhan Bank terhadap ketentuan yang berlaku. • Memantau dan menjaga agar kegiatan usaha Bank tidak menyimpang. • Menetapkan langkah-langkah konstruktif dalam mencegah atau memitigasi terhadap beberapa risiko yang timbul. <p><i>Governance Outcome</i></p> <ul style="list-style-type: none"> • Telah melaporkan terkait tugas dan tanggung jawab Direktur yang membawahi kepatuhan sesuai dengan kebijakan OJK dan waktu yang telah ditetapkan. • Bank senantiasa sangat fokus dan peduli terkait dampak atas pelanggaran yang mungkin terjadi, sehingga terbentuk budaya patuh pada masing-masing Unit Kerja. <p><i>Governance Structure</i></p> <ul style="list-style-type: none"> • Independent Compliance Work Unit to the Operational Work Unit. • The process of appointment, dismissal and/or resignation of the Director in charge of compliance is in accordance with provisions of BI/OJK and/or other Regulators. <p><i>Governance Process</i></p> <ul style="list-style-type: none"> • In performing its duties, the Director in charge of the Compliance unit has ensured the Bank's compliance with applicable regulations. • Monitoring and preventing the Bank's business operations from deviation. • Establishing constructive measures to prevent or mitigate certain risks arising out. <p><i>Governance Outcomes</i></p> <ul style="list-style-type: none"> • Has reported duties and responsibilities of the Director in charge of the compliance unit in accordance with the policy of the Financial Services Authority and within the specified time. • The Bank is always highly focused and concerned on the impact of the violations that may occur, so as to form a complying culture in each work unit.

No.	Aspek Aspect	Nilai Value	Analisis Analysis
6.	Penerapan Fungsi Audit Intern Implementation of Internal Audit Function	2	<p><i>Governance Structure</i></p> <ul style="list-style-type: none"> • Struktur yang dibentuk berdasarkan kebijakan berlaku dan independen terhadap Unit Kerja lain. • Telah memiliki Pedoman Audit Intern dan Piagam Internal Audit Intern yang mengacu pada Standar Fungsi Pelaksanaan Audit Intern Bank (SPFAIB). <p><i>Governance Process</i></p> <ul style="list-style-type: none"> • Pelaksanaan fungsi Audit Intern Bank telah berjalan sesuai dan memenuhi pedoman intern sesuai dengan standar minimum yang telah ditetapkan dalam SPFAIB dan SKAI telah menjalankan fungsinya secara independen dan objektif. • Melaporkan hasil Audit dan memonitor tindak lanjut penyelesaiannya. • Pelaksanaan <i>control</i> atas transaksi harian secara <i>day to day</i> dilakukan oleh <i>Internal Control</i> dan memonitor tindak lanjut penyelesaiannya dengan segera. <p><i>Governance Outcome</i></p> <ul style="list-style-type: none"> • Laporan telah disampaikan kepada pihak terkait dan dimonitor secara berkala tindaklanjutnya. • Hasil pemeriksaan dilakukan berdasarkan <i>Risk Based Audit</i>. <p><i>Governance Structure</i></p> <ul style="list-style-type: none"> • Structures established under the policy are applicable and independent to other Work Units. • Having Internal Audit Guideline and Internal Audit Charter referring to the Implementation Function Standard of the Bank's Internal Audit (SPFAIB). <p><i>Governance Process</i></p> <ul style="list-style-type: none"> • The implementation of the Bank's Internal Audit function has been in place and meets the internal guideline in accordance with the minimum standard specified in the SPFAIB, and the SKAI has performed its functions independently and objectively. • Reporting audit results and monitoring the follow-up of the accomplishment. • The implementation of day-to-day control of transactions is conducted by the Internal Control unit and monitoring the follow-up of the accomplishment instantly. <p><i>Governance Outcomes</i></p> <ul style="list-style-type: none"> • Reports have been submitted to related parties and their follow-up is monitored periodically. • Examination results are made under the Risk-Based Audit.
7.	Penerapan Fungsi Audit Ekstern Implementation of External Audit Function		<p><i>Governance Structure</i></p> <p>Penugasan audit kepada Akuntan Publik telah memenuhi persyaratan yang telah ditetapkan.</p> <p><i>Governance Process</i></p> <ul style="list-style-type: none"> • Penunjukan Akuntan Publik telah melalui mekanisme yang diatur dalam kebijakan. • Penunjukan Akuntan Publik dan KAP telah sesuai dengan rekomendasi dari Komite Audit melalui Dewan Komisaris yang telah mendapat wewenang dari RUPS. • Akuntan Publik telah melakukan audit secara independen dan profesional. • Akuntan Publik telah melaporkan hasil auditnya sesuai dengan waktu dan menyampaikannya kepada pihak-pihak penerima laporan hasil audit. <p><i>Governance Outcome</i></p> <ul style="list-style-type: none"> • Pelaksanaan audit oleh Akuntan Publik senantiasa bertindak objektif dan independen serta sesuai dan telah memenuhi persyaratan terhadap ketentuan yang berlaku. • Hasil audit dan <i>management letter</i> telah disampaikan secara tepat waktu kepada Otoritas Jasa Keuangan oleh KAP yang ditunjuk. <p><i>Governance Structure</i></p> <p>The assignment of an audit to public accountants has met the specified requirements.</p> <p><i>Governance Process</i></p> <ul style="list-style-type: none"> • The designation of a public accountant has followed the mechanism set forth in the policy. • The designation of a Public Accountant and KAP has been in accordance with the recommendation of the Audit Committee through the Board of Commissioners who has been authorized by the GMS. • The public accountant has conducted the audit independently and professionally. • The public accountant has reported audit results within the specified time and submits it to recipients of the audit report. <p><i>Governance Outcomes</i></p> <ul style="list-style-type: none"> • The implementation of audit by the Public Accountant is always objective and independent, and is in accordance with and has met the requirements of applicable provisions. • Results of audit and management letter have been delivered on a timely manner to the Financial Services Authority by the designated KAP.

No.	Aspek Aspect	Nilai Value	Analisis Analysis
8.	Penerapan Manajemen Risiko termasuk Sistem Pengendalian Intern Implementation of Risk Management, including Internal Control System		<p><i>Governance Structure</i></p> <ul style="list-style-type: none"> • Bank telah memiliki struktur yang memadai dalam mendukung penerapan manajemen risiko dan pengendalian internal. • Bank telah memiliki kebijakan sebagai pedoman dalam pelaksanaan tugas-tugas komite. <p><i>Governance Process</i></p> <ul style="list-style-type: none"> • Dewan Komisaris telah mengevaluasi dan menyetujui kebijakan yang akan digunakan sebagai pedoman dalam penerapan manajemen risiko maupun pengendalian internal. • Mengembangkan dan membangun budaya Manajemen Risiko termasuk kesadaran risiko pada seluruh jenjang organisasi. <p><i>Governance Outcome</i></p> <ul style="list-style-type: none"> • Penerapan fungsi manajemen risiko dan pengendalian intern Bank telah sesuai dengan tujuan, kebijakan, ukuran dan kompleksitas usaha Bank, serta risiko yang dihadapi Bank. • Bank tidak melakukan aktivitas bisnis yang melampaui kemampuan permodalannya. <p><i>Governance Structure</i></p> <ul style="list-style-type: none"> • The bank already has an adequate structure in supporting the implementation of the risk management and internal control. • The Bank already has a policy as a guideline in conducting duties of the Committee. <p><i>Governance Process</i></p> <ul style="list-style-type: none"> • The Board of Commissioners has evaluated and approved the policy to be used as a guideline to implement the risk management and internal control. • Developing and building the risk management culture that includes risk awareness at all organizational levels. <p><i>Governance Outcomes</i></p> <ul style="list-style-type: none"> • The implementation of the Bank's risk management and internal control functions are in accordance with objectives, size, and complexity of the Bank's business, as well as risks the Bank assumes. • The Bank does not conduct business operations exceeding its capital capability.
9.	Penyediaan Dana Kepada Pihak Terkait (<i>Related Party</i>) dan penyediaan Dana Besar (<i>Large Exposure</i>), Provision of Funds To Related Parties and Provision of Large Exposure		<p><i>Governance Structure</i></p> <p>Bank telah memiliki kebijakan, sistem dan prosedur tertulis yang memadai untuk penyediaan dana kepada pihak terkait dan penyediaan dana besar.</p> <p><i>Governance Process</i></p> <ul style="list-style-type: none"> • Bank telah secara berkala mengevaluasi dan mengkinikan kebijakan, sistem dan prosedur. • Proses penyediaan dan kepada pihak terkait dan <i>large exposure</i> dipantau dan dikaji oleh beberapa Unit Kerja, termasuk unit yang membawahi kepatuhan. • Kajian yang dilakukan termasuk prinsip kehati-hatian dalam Penyediaan Dana Kelompok Pinjaman dan Kelompok Pihak Terkait dengan Bank. <p><i>Governance Outcome</i></p> <p>Tidak terdapat pelanggaran dan pelampaunan BMPK yang menjadi acuan Bank dalam pelaksanaan kegiatan bisnisnya.</p> <p><i>Governance Structure</i></p> <p>The Bank already has adequate written policies, systems, and procedures for the provision of funds to related parties and the provision of large exposures.</p> <p><i>Governance Process</i></p> <ul style="list-style-type: none"> • The Bank has periodically evaluated and updated its policies, systems, and procedures. • The process of providing funds to related parties and large exposure are monitored and reviewed by several Work Units, including the unit in charge of the compliance. • The study including the principle of prudence in Providing Loan Group Funds and Related Party Groups to the Bank. <p><i>Governance Outcomes</i></p> <p>There are no violations and exceeding BMPK as the Bank's reference in conducting its business operations.</p>

No.	Aspek Aspect	Nilai Value	Analisis Analysis
10.	Transparansi Kondisi Keuangan dan Non Keuangan Bank, Laporan Pelaksanaan GCG dan Pelaporan Intern Transparency of the Bank's Financial and Non-Financial Condition, GCG Implementation Report, and Internal Reporting		<p><i>Governance Structure</i></p> <ul style="list-style-type: none"> • Bank memiliki kebijakan dan prosedur mengenai tata cara pelaksanaan transparansi kondisi keuangan dan non keuangan. • Bank telah menyusun Laporan Pelaksanaan GCG pada setiap semester dan akhir tahun buku dengan cakupan sesuai ketentuan yang berlaku. <p><i>Governance Process</i></p> <ul style="list-style-type: none"> • Bank mempersiapkan dan menyajikan laporan dengan tata cara, jenis dan cakupan sebagaimana diatur dalam ketentuan Bank Indonesia dan/atau Otoritas Jasa Keuangan tentang Transparansi Kondisi Keuangan. • Bank telah menyusun Laporan Pelaksanaan GCG dengan isi dan cakupan sesuai dengan ketentuan yang berlaku. <p><i>Governance Outcome</i></p> <p>Bank telah menyampaikan informasi keuangan dan non keuangan secara transparan kepada <i>public</i> melalui <i>homepage</i> Bank. Cakupan informasi keuangan dan non keuangan tersebut sangat tepat waktu, lengkap dan akurat.</p> <p><i>Governance Structure</i></p> <ul style="list-style-type: none"> • The Bank has policies and procedures on the rules of transparency of financial and nonfinancial conditions. • The Bank has compiled the GCG Implementation Report for each semester and end of the fiscal year in which the coverage is in accordance with the applicable regulations. <p><i>Governance Process</i></p> <ul style="list-style-type: none"> • The Bank compiles and presents the reports in the manner, type, and scope as stipulated in provisions of Bank Indonesia and/or the Financial Services Authority on Financial Condition Transparency. • The Bank has composed the GCG Implementation Report in which its content and coverage is in accordance with the applicable regulations. <p><i>Governance Outcomes</i></p> <p>The Bank has published the financial and non-financial information transparently to the public through the Bank's homepage. This scope of financial and non-financial information is on a very timely, complete, and accurate manner.</p>
11.	Rencana Strategis Bank Bank Strategic Plan		<p><i>Governance Structure</i></p> <p>Rencana strategis Bank telah disusun dalam Rencana Bisnis (<i>business plan</i>) sesuai dengan visi dan misi Bank.</p> <p><i>Governance Process</i></p> <ul style="list-style-type: none"> • Rencana Bisnis Bank (<i>Business Plan</i>) disusun secara realitas dengan memperhatikan faktor eksternal maupun internal, prinsip kehati-hatian serta disesuaikan dengan visi dan misi Bank. • Direksi telah mengkomunikasikan Rencana bisnis Bank dengan elemen-elemen terkait. • Direksi telah melaksanakan Rencana Bisnis Bank (RBB) secara cukup baik. • Rencana strategik Bank sudah dikomunikasikan di dalam rapat-rapat Direksi dan Komisaris. <p><i>Governance Outcome</i></p> <ul style="list-style-type: none"> • Rencana Bisnis telah disusun oleh Direksi dan disetujui oleh Komisaris. • Rencana strategis Bank menjadi acuan dalam melaksanakan tindakan-tindakan strategis Bank, misal pembukaan Kantor Cabang dan penerbitan Surat Berharga. • Pencapaian kinerja tahun 2018 cukup baik, hal ini tercermin dari peningkatan total aset, peningkatan laba, pinjaman diberikan dan modal. Sedangkan untuk aspek keuangan dan rasio lainnya masih lebih baik tahun sebelumnya. Pencapaian dan kondisi yang terjadi telah dikomunikasikan pencapaiannya dalam rapat-rapat serta fokus kepada penerapan strategi yang telah diambil Direksi dengan arahan/nasehat Dewan Komisaris. • Kondisi realisasi bisnis telah dikomunikasikan Direksi kepada Pemegang Saham, sehingga terjalin komunikasi yang kondusif dan telah merumuskan beberapa langkah untuk perbaikan secara berkesinambungan.

No.	Aspek Aspect	Nilai Value	Analisis Analysis
			<p>Governance Structure The Bank's strategic plan has been composed in the form of the Business Plan in accordance with the Bank's vision and mission.</p> <p>Governance Process</p> <ul style="list-style-type: none"> • The Bank's Business Plan is composed realistically by taking either external or internal factors, prudential principles into account, and adjustments to the Bank's vision and mission. • The Board of Directors has communicated the Bank Business Plan with related elements. • The Board of Directors has conducted RBB effectively. • The Bank's strategic plan has been communicated at Boards of Directors and Commissioners meetings. <p>Governance Outcomes</p> <ul style="list-style-type: none"> • The Business Plan has been composed by the Board of Directors and approved by the Board of Commissioners. • The Bank's strategic plan becomes a reference in implementing the Bank's strategic actions, for example the establishment of Branch Offices and the issuance of Securities. • The 2018 performance achievement is quite good, this is reflected in the increase in the total asset, increase in profit, loans provided, and capital. While for financial aspects and other ratios are still better in the previous year. The achievement and conditions have been communicated at the meetings and focused on the implementation of strategies taken by the Board of Directors with direction/advice from the Board of Commissioners. • The condition of business realization has been communicated by the Board of Directors to Shareholders, resulting in conducive communication and several steps for continual improvement have been formulated.

REKOMENDASI DAN TINDAKLANJUT

RECOMMENDATIONS AND FOLLOW-UP

Rekomendasi Recommendation	Tindaklanjut Follow up
<p>Komite Nominasi dan Remunerasi belum sepenuhnya menjalankan fungsinya sesuai Pasal 49 ayat (2) Peraturan OJK No.55/POJK.03/2016 tanggal 7 Desember 2016 tentang Penerapan Tata Kelola Bagi Bank Umum yaitu tidak disampaikannya hasil evaluasi dan rekomendasi kepada Dewan Komisaris mengenai kebijakan remunerasi bagi karyawan terkait tidak adanya kenaikan gaji karyawan di Tahun 2017 dalam mengimbangi inflasi sebesar 3,6%. Hal ini tercermin dari tidak adanya dokumentasi pembahasan penting dan relevan dalam merumuskan suatu kebijakan yang terkait dengan tidak adanya kenaikan gaji karyawan di tahun 2017. Berdasarkan Notulen Rapat yang diadakan selama tahun 2017 sebanyak 6 (enam) kali Rekomendasi Komite Remunerasi yang diberikan adalah sebagai berikut:</p> <ol style="list-style-type: none"> Evaluasi Pedoman Penilaian Konduite dan Kinerja sebagai Dasar Remunerasi. Kebijakan Pedoman Gratifikasi tahun 2017. Perampingan Divisi dan Jabatan untuk direkomendasikan perubahan struktur Organisasi. <p>Sementara itu, berdasarkan penjelasan Komite Remunerasi dalam diskusi dengan pemeriksa OJK dijelaskan bahwa selain membahas ketiga hal tersebut di atas, dibahas pula masalah tidak adanya kenaikan gaji karyawan yang disebabkan Bank fokus pada perbaikan NPL yang masih tinggi $> 4\%$, namun hal ini tidak dituangkan dalam Notulen Rapat dengan alasan takut terjadi kebocoran rahasia. Ke depan, Bank perlu meningkatkan efektifitas dari Komite Remunerasi dan Nominasi terkait kurang tertibnya dokumentasi penting dan relevan dalam merumuskan suatu kebijakan.</p> <p>The Nomination and Remuneration Committee has not fully performed its functions in accordance with Article 49 paragraph (2) of the FSA Regulation No.55/POJK.03/2016 dated December 7, 2016 on the Implementation of Governance for Commercial Banks. There was no evaluation results and recommendations submitted to the Board of Commissioners regarding remuneration policies for employees in relation to no increase in employees' salaries in 2017 to offset the inflation of 3.6%. This has reflected in the absence of documentation of important and relevant discussions in formulating a policy related to the no employee salary increases in 2017. Based on the Minutes of Meeting held 6 (six) times during 2017, the Recommendation of the Remuneration Committee are as follows:</p> <ol style="list-style-type: none"> Evaluation of Conduite Assessment Guidelines and Performance as a Remuneration Basis. Gratification Guidelines Policy for 2017. Streamline of Division and Position resulting in a recommendation of changes in Organizational structure. <p>Meanwhile, based on the Remuneration Committee's explanation in a discussion with the OJK examiner, it was explained that besides discussing the three things mentioned above, the absence of employee salaries increase was due to the Bank still focused on improving high NPL $> 4\%$, but this discussion was not stated in Minutes of Meeting with fear of confidentiality leaks. In the future, Bank needs to improve the effectiveness of Nomination and Remuneration Committee regarding the completion of important and relevant documentation in formulating a policy.</p>	<p>Bank telah menindaklanjuti terkait usulan kenaikan gaji karyawan di tahun 2018 dengan memperhatikan tingkat inflasi.</p> <p>The Bank has followed up on the proposed salary increase for employees in 2018 by considering inflation rate.</p>

Implementasi Tata Kelola Perusahaan Terbuka

Implementation of Public Company Governance

Sebagai perusahaan publik, Bank menerapkan Peraturan Otoritas Jasa Keuangan No. 21/POJK.04/2015 tentang Penerapan Pedoman Tata Kelola Perusahaan Terbuka, serta peraturan turunannya dalam Surat Edaran Otoritas Jasa Keuangan No. 32/SEOJK.04/2015 tentang Pedoman Tata Kelola Perusahaan Terbuka. Implementasi Pedoman Tata Kelola Perusahaan Terbuka di Bank Victoria dijelaskan sebagai berikut:

As a public company, the Bank comply with Regulation of the Financial Services Authority No. 21/POJK.04/2015 on the Implementation of Guidelines for Governance of Public Companies and its derivative regulation in Circular of the Financial Services Authority No. 32/SEOJK.04/2015 on Guidelines for Governance of Public Companies. The actual implementation of Guidelines for Governance of Public Companies in Bank Victoria is described as follows:

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Keterangan Description	Realisasi Realization
I.	Hubungan Perusahaan Terbuka dengan Pemegang Saham Dalam Menjamin Hak-Hak Pemegang Saham Relationship between the Public Company and Shareholders in Guaranteeing the Shareholders' Rights.		
1.	Meningkatkan Nilai Penyelenggaraan Rapat Umum Pemegang Saham (RUPS). Increasing the Value of Convening General Meeting of Shareholders (GMS).	<p>a. Perusahaan terbuka memiliki cara atau prosedur teknis pengumpulan suara (<i>voting</i>), baik secara terbuka maupun tertutup yang mengedepankan independensi, dan kepentingan Pemegang Saham.</p> <p>Public Company has technical voting methods or procedures, either open or close, prioritizing independence and interest of Shareholders.</p> <ul style="list-style-type: none"> - Setiap saham dengan hak suara yang dikeluarkan mempunyai satu hak suara (<i>one share one vote</i>). Pemegang Saham dapat menggunakan hak suaranya pada saat pengambilan keputusan, terutama dalam pengambilan keputusan dengan cara <i>voting</i>. Namun demikian, mekanisme pengambilan keputusan dengan cara <i>voting</i>, baik secara terbuka maupun tertutup belum diatur secara rinci. - Perusahaan terbuka direkomendasikan mempunyai prosedur pengambilan suara dalam pengambilan keputusan atas suatu mata acara RUPS. Adapun prosedur <i>voting</i> tersebut harus menjaga independensi ataupun kebebasan Pemegang Saham. Sebagai contoh, dalam <i>voting</i> secara terbuka dilakukan dengan cara mengangkat tangan sesuai dengan instruksi pilihan yang ditawarkan oleh pimpinan RUPS. Sedangkan, dalam <i>voting</i> secara tertutup dilakukan pada keputusan yang membutuhkan kerahasiaan ataupun atas permintaan Pemegang Saham, dengan cara menggunakan kartu suara ataupun dengan penggunaan <i>electronic voting</i>. - Every issued share with voting rights has one vote (<i>one share one vote</i>). Shareholders can use their votes during decision making, especially in decision making by voting. However, decision making mechanism by voting, either open or close, has not been regulated in details. - Public Companies are recommended to have procedure of voting in decision making of one GMS agenda. The voting procedure must maintain the independence or freedom of the Shareholders. As an example, in open voting, it is done by raising hands following the instruction of selection offered by GMS Chair. Whereas in closed voting, it is done for decision that needs confidentiality or upon request by the Shareholders by using voting card or electronic voting. 	<p>Sudah dilaksanakan sepenuhnya. Bank Victoria telah memiliki cara atau prosedur teknis pengambilan keputusan RUPS, yang diatur dalam Anggaran Dasar Bank pasal 14 tentang Keputusan, Kuorum, Kehadiran, Kuorum Keputusan dalam Rapat Umum pemegang Saham dan Risalah Rapat Umum Pemegang Saham. Informasi tentang tata tertib RUPS telah dimuat dalam situs web Bank dan dibacakan pada awal pelaksanaan RUPS. Demikian juga, informasi tentang pelaksanaan voting pada saat RUPS telah dimuat dalam setiap risalah RUPS Bank, termasuk risalah RUPS Tahunan dan RUPS Luar Biasa yang dilaksanakan pada tanggal 18 Mei 2018 dan tanggal 26 Oktober 2018.</p> <p>It has been fully implemented. Bank Victoria has a technical method or procedure for making GMS decisions, which are stipulated in Article 14 of the Bank's Articles of Association concerning Decisions, Quorums, Attendance, Quorum of Decisions in the General Meeting of Shareholders and Minutes of General Meeting of Shareholders. Information about the rules of the GMS has been posted on the Bank's website and read out at the beginning of the GMS. Likewise, information about voting at the GMS has been included in each minutes of the Bank's GMS, including the minutes of the Annual GMS and the Extraordinary GMS held on 18 May 2018 and 26 October 2018.</p> <p>Keterangan : Comply Conclusion: Comply</p>

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Keterangan Description	Realisasi Realization
b.	<p>Seluruh anggota Direksi dan anggota Dewan Komisaris perusahaan terbuka hadir dalam RUPS Tahunan.</p> <p>All members of Directors and members of Board of Commissioners of Public Company attend the Annual GMS.</p>	<p>Kehadiran seluruh anggota Direksi dan anggota Dewan Komisaris perusahaan terbuka bertujuan agar setiap anggota Direksi dan anggota Dewan Komisaris dapat memperhatikan, menjelaskan dan menjawab secara langsung permasalahan yang terjadi atau pertanyaan yang diajukan oleh Pemegang Saham terkait mata acara dalam RUPS.</p> <p>Attendance of all members of Directors and members of Board of Commissioners of Public Company is intended so that each member of Directors and member of Board of Commissioners can notice, explain, and answer directly on every problem occurred or questioned asked by the Shareholders in regard of the items in GMS agenda.</p>	<p>Sudah dilaksanakan. Seluruh Dewan Komisaris dan Direksi Bank Victoria menghadiri RUPS Tahunan yang dilaksanakan pada tanggal 18 Mei 2018 namun salah satu Direksi Bank yang telah mengajukan pengunduran diri tidak hadir pada RUPS Luar Biasa yang dilaksanakan pada tanggal 26 Oktober 2018. Informasi terkait pelaksanaan RUPS Tahunan tersebut disampaikan dalam pembahasan terkait Rapat Umum Pemegang Saham dalam bab Tata Kelola Perusahaan di dalam Laporan Tahunan ini.</p> <p>Fully Implemented. All of the Board of Commissioners and Directors of Bank Victoria attended the Annual GMS held on 18 May 2018 but one of the Directors of the Bank who had submitted his resignation was not present at the Extraordinary General Meeting of Shareholders held on 26 October 2018. The General Meeting of Shareholders in the Good Corporate Governance chapter of this Annual Report.</p> <p>Keterangan : <i>Comply</i> Conclusion: <i>Comply</i></p>
c.	<p>Ringkasan risalah RUPS tersedia dalam situs web perusahaan terbuka paling sedikit selama 1 tahun.</p> <p>Summary of GMS Minutes is available on the Company's Website for at least 1 (one) year.</p>	<p>Perusahaan terbuka wajib membuat ringkasan risalah RUPS dalam bahasa Indonesia dan bahasa asing (minimal dalam bahasa Inggris), serta diumumkan 2 (dua) hari kerja setelah RUPS diselenggarakan kepada masyarakat, yang salah satunya melalui situs web perusahaan terbuka. Ketersediaan ringkasan risalah RUPS pada situs web perusahaan terbuka memberikan kesempatan bagi Pemegang Saham yang tidak hadir untuk mendapatkan informasi penting dalam penyelenggaraan RUPS secara mudah dan cepat. Oleh karena itu, ketentuan tentang jangka waktu minimal ketersediaan ringkasan risalah RUPS di situs web dimaksudkan untuk menyediakan kecukupan waktu bagi Pemegang Saham untuk memperoleh informasi tersebut.</p> <p>Public Company must make the summary of GMS resolution in Indonesian and foreign language (at least in English) and announce it in 2 (two) business days after GMS is convened to public, in which one way is through the Company's Website. The availability of the summary of GMS resolution on the company's website gives opportunity to Shareholders who cannot attend to obtain important information in GMS easily and fast. Therefore, provision on the minimum period of availability of the summary of GMS resolution on the Website is intended to give adequate time for Shareholders to obtain the information.</p>	<p>Sudah dilaksanakan sepenuhnya. Ringkasan risalah RUPS telah dimuat dalam situs laman Bank dalam Bahasa Indonesia dan Bahasa Inggris, serta telah dimuat dalam Harian Surat Kabar Kontan tanggal 22 Mei 2018 dan 30 Oktober 2018.</p> <p>Fully implemented. A summary of the minutes of the GMS has been posted on the Bank's website in Indonesian and English, and has been published in the Daily Newspaper, 22 May 2018 and 30 October 2018.</p> <p>Keterangan : <i>Comply</i> Conclusion: <i>Comply</i></p>

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Keterangan Description	Realisasi Realization
2.	Meningkatkan Kualitas Komunikasi Perusahaan Terbuka dengan Pemegang Saham atau Investor. Increasing the Communication Quality of the Public Company and Shareholders or Investors.		
a.	Perusahaan terbuka memiliki suatu kebijakan komunikasi dengan Pemegang Saham atau investor. Public Company has communication policy with the Shareholders or Investors.	<ul style="list-style-type: none"> - Adanya komunikasi antara perusahaan terbuka dengan Pemegang Saham atau investor dimaksudkan agar para Pemegang Saham atau investor mendapatkan pemahaman lebih jelas atas informasi yang telah dipublikasikan kepada masyarakat, seperti laporan berkala, keterbukaan informasi, kondisi atau prospek bisnis dan kinerja, serta pelaksanaan tata kelola perusahaan terbuka. Di samping itu, Pemegang Saham atau investor juga dapat menyampaikan masukan dan opini kepada manajemen perusahaan terbuka. - Kebijakan komunikasi dengan para Pemegang Saham atau investor menunjukkan komitmen perusahaan terbuka dalam melaksanakan komunikasi dengan para Pemegang Saham atau investor. Dalam kebijakan tersebut dapat mencakup strategi, program, dan waktu pelaksanaan komunikasi, serta panduan yang mendukung Pemegang Saham atau investor untuk berpartisipasi dalam komunikasi tersebut. - The communication between public company and Shareholders or investors is intended to enable the Shareholders or investors to gain clearer understanding of publicly available information, such as periodic reports, information disclosure, business or performance conditions and prospects, and the implementation of corporate governance. In addition, Shareholders or investors may also submit feedback and opinions to public company's management. - Communication policy with the Shareholders or investors indicates the commitment of public company in communicating with the shareholders or investors. Such policies may include strategies, programs, and timelines of communication, as well as guidelines that support the Shareholders or investors to participate in such communications. 	<p>Sudah dilaksanakan sepenuhnya. Bank Victoria memiliki kebijakan komunikasi dengan Pemegang Saham yang antara lain diatur dalam Anggaran Dasar Bank terkait Rapat Umum Pemegang Saham (RUPS). Berdasarkan kebijakan tersebut, Bank mengungkapkan informasi-informasi yang relevan kepada Pemegang Saham dan menyediakan sarana komunikasi bagi Pemegang Saham untuk mengetahui secara langsung informasi tentang Bank, yaitu melalui Sekretaris Perusahaan.</p> <p>It has been fully implemented. Bank Victoria has a communication policy with Shareholders which, among other things, is regulated in the Bank's Articles of Association related to the General Meeting of Shareholders (GMS). Based on this policy, the Bank discloses relevant information to Shareholders and provides a means of communication for Shareholders to know directly information about the Bank, namely through the Corporate Secretary.</p> <p>Keterangan : Comply Conclusion : Comply.</p> <p>Bank Victoria telah mengungkapkan informasi dengan Investor pada Situs Laman Bank. Informasi yang diungkap meliputi Kinerja, Saham, Obligasi, Laporan Tahunan, Anggaran Dasar, Prospektus, Keterbukaan Informasi, Profil Perusahaan, Kontak Hubungan Investor, Peringkat dan Aset yang dijual. Pengungkapan dimaksudkan untuk meningkatkan partisipasi dan peran Pemegang Saham atau investor dalam pelaksanaan program komunikasi perusahaan terbuka.</p> <p>Bank Victoria has disclosed information with Investors on the Bank's website. The information disclosed includes Performance, Shares, Bonds, Annual Reports, Articles of Association, Prospectus, Information Disclosure, Company Profile, Investor Relations Contacts, Ranking and Assets sold. Disclosures are intended to increase the participation and role of Shareholders or investors in the implementation of public company communication programs.</p> <p>Keterangan : Comply Conclusion: Comply</p>
II.	Fungsi dan Peran Dewan Komisaris Functions and Roles of the Board of Commissioners		

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Keterangan Description	Realisasi Realization
3.	Memperkuat Keanggotaan dan Komposisi Dewan Komisaris. Strengthening Membership and Composition of the Board of Commissioners.		
a.	Penentuan jumlah anggota Dewan Komisaris mempertimbangkan kondisi perusahaan terbuka. The determination of number of Board of Commissioners considers the condition of the Public Company.	Jumlah anggota Dewan Komisaris dapat mempengaruhi efektivitas pelaksanaan tugas dari Dewan Komisaris. Penentuan jumlah anggota Dewan Komisaris perusahaan terbuka wajib mengacu kepada ketentuan peraturan perundang-undangan yang berlaku, yang paling kurang terdiri dari 2 orang berdasarkan ketentuan Peraturan OJK tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik. Selain itu, perlu juga mempertimbangkan kondisi perusahaan terbuka yang antara lain yang meliputi karakteristik, kapasitas, dan ukuran, serta pencapaian tujuan dan pemenuhan kebutuhan bisnis yang berbeda diantara perusahaan terbuka. Namun demikian, jumlah anggota Dewan Komisaris yang terlalu besar berpotensi mengganggu efektivitas pelaksanaan fungsi Dewan Komisaris. The number of members of the Board of Commissioners may affect the effectiveness of the execution of duties of the Board of Commissioners. The determination of the number of members of the Board of Commissioners of a public company must refer to the applicable laws and regulations, which is at least 2 (two) persons based on the provisions of the FSA Regulation on the Directors and the Board of Commissioners of the Issuers or Public Companies. In addition, it is also necessary to consider the conditions of public company including, among other things, the characteristics, capacities, and measures, and the achievement of objectives and the fulfillment of different business needs among the public companies. However, the large number of members of the Board of Commissioners will potentially disrupt the effectiveness of the implementation of the Board of Commissioners' functions.	Sudah dilaksanakan sepenuhnya. Penentuan jumlah anggota Dewan Komisaris Bank Victoria telah sesuai dengan Anggaran Dasar Bank, <i>Board of Commissioners Charter</i> (BOC Charter) yang telah disahkan melalui Surat Keputusan Dewan Komisaris No. 002/SK-KOM/09/18 tanggal 20 September 2018, dan Peraturan OJK tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik. Fully implemented. The determination of the number of members of the Board of Commissioners of Bank Victoria is in accordance with the Bank's Articles of Association, the Board of Commissioners Charter (BOC Charter) which has been ratified through a Board of Commissioners Decree No. 002/SK-KOM/09/18 September 20, 2018, and OJK Regulations concerning Board of Commissioners and Directors of Issuers or Public Companies. Keterangan : Comply Conclusion: Comply
b.	Penentuan komposisi anggota Dewan Komisaris memperhatikan keberagaman keahlian, pengetahuan, dan pengalaman yang dibutuhkan. The determination of composition of the Board of Commissioners considers the range of expertise, knowledge, and experience required.	Komposisi Dewan Komisaris merupakan kombinasi karakteristik, baik dari segi organ Dewan Komisaris maupun anggota Dewan Komisaris secara individu, sesuai dengan kebutuhan perusahaan terbuka. Karakteristik tersebut dapat tercermin dalam penentuan keahlian, pengetahuan, dan pengalaman yang dibutuhkan dalam pelaksanaan tugas pengawasan dan pemberian nasihat oleh Dewan Komisaris perusahaan terbuka. Komposisi yang telah memperhatikan kebutuhan perusahaan terbuka merupakan suatu hal yang positif, khususnya terkait pengambilan keputusan dalam rangka pelaksanaan fungsi pengawasan yang dilakukan dengan mempertimbangkan berbagai aspek yang lebih luas. The composition of Board of Commissioners is a combination of characteristics either as organ of the Board of Commissioners or as members of the Board of Commissioners individually, according to the needs of the Public Company. These characteristics are reflected in determining expertise, knowledge, and experience required in implementing supervisory and advisory duties by the Board of Commissioners of a Public Company. The composition that has been attentive to the needs of a Public Company is a positive matter, particularly related to decision making in regard of implementing supervisory function conducted by considering various wider aspects.	Sudah dilaksanakan sepenuhnya. Pengangkatan Dewan Komisaris Bank Victoria telah mempertimbangkan keberagaman keahlian, pengetahuan, dan pengalaman yang dimiliki oleh masing-masing anggota. Keberagaman komposisi Dewan Komisaris telah disampaikan dalam pembahasan terkait Dewan Komisaris dalam bab Tata Kelola Perusahaan di dalam Laporan Tahunan ini. Fully implemented. The appointment of the Board of Commissioners of Bank Victoria has considered the range of expertise, knowledge and experience possessed by each member. The diversity of the composition of the Board of Commissioners has been conveyed in the discussion regarding the Board of Commissioners in the Corporate Governance chapter of this Annual Report. Keterangan : Comply Conclusion: Comply

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Keterangan Description	Realisasi Realization
4.	Meningkatkan Kualitas Pelaksanaan Tugas dan Tanggung Jawab Dewan Komisaris. Increasing the Quality of Implementation of Duties and Responsibilities of the Board of Commissioners		
a.	Dewan Komisaris mempunyai kebijakan penilaian sendiri (<i>self assessment</i>) untuk menilai kinerja Dewan Komisaris. The Board of Commissioners has self assessment policy to assess the performance of the Board of Commissioners.	<ul style="list-style-type: none"> - Kebijakan <i>self assessment</i> Dewan Komisaris merupakan suatu pedoman yang digunakan sebagai bentuk akuntabilitas atas penilaian kinerja Dewan Komisaris secara kolegial. <i>Self assessment</i> atau penilaian sendiri dilakukan oleh masing-masing anggota untuk menilai pelaksanaan kinerja Dewan Komisaris secara kolegial, dan bukan menilai kinerja individual masing-masing anggota Dewan Komisaris. Dengan adanya <i>self assessment</i> ini diharapkan masing-masing anggota Dewan Komisaris dapat berkontribusi untuk memperbaiki kinerja Dewan Komisaris secara berkesinambungan. - Dalam kebijakan tersebut dapat mencakup kegiatan penilaian yang dilakukan bersama tujuannya, waktu pelaksanaannya secara berkala, dan tolok ukur atau kriteria penilaian yang digunakan sesuai dengan rekomendasi yang diberikan oleh fungsi nominasi dan remunerasi perusahaan terbuka, dimana adanya fungsi tersebut telah diwajibkan dalam Peraturan OJK tentang Komite Nominasi dan Remunerasi Emiten atau Perusahaan Publik. - The Board of Commissioners' self-assessment policy is a guideline used as a form of accountability for the performance of the Board of Commissioners in a collegial manner. Self assessment is conducted by each member to assess the performance of the Board of Commissioners in a collegial manner, rather than assessing the individual performance of each member of the Board of Commissioners. With this self assessment, it is expected that each member of the Board of Commissioners can contribute to improve the performance of the Board of Commissioners on an ongoing basis. - The policy may include the assessment activities undertaken along with their purposes and objectives, time of execution periodically, and benchmarks or assessment criteria used in accordance with the recommendations given by the nomination and remuneration function of public company, in which the functions are required in the FSA Regulation on the Nomination and Remuneration Committee of Issuers or Public Companies. 	<p>Sudah dilaksanakan sepenuhnya. Dewan Komisaris Bank Victoria telah memiliki kebijakan terkait <i>self assessment</i> sebagaimana ditetapkan dalam BOC Charter terkait Evaluasi Kinerja Dewan Komisaris.</p> <p>Fully implemented. Bank Victoria's Board of Commissioners has a policy related to self assessment as stipulated in the BOC Charter related to the Performance Evaluation of the Board of Commissioners.</p> <p>Keterangan : Comply Conclusion: Comply</p>
b.	Kebijakan penilaian sendiri (<i>self assessment</i>) untuk menilai kinerja Dewan Komisaris diungkapkan melalui Laporan Tahunan perusahaan terbuka. Self assessment policy to assess the performance of the Board of Commissioners is disclosed through the Public Company Annual Report.	<p>Pengungkapan kebijakan <i>self assessment</i> atas kinerja Dewan Komisaris dilakukan tidak hanya untuk memenuhi aspek transparansi sebagai bentuk pertanggungjawaban atas pelaksanaan tugasnya, namun juga, untuk memberikan keyakinan, khususnya kepada para Pemegang Saham atau investor atas upaya-upaya yang perlu dilakukan dalam meningkatkan kinerja Dewan Komisaris. Dengan adanya pengungkapan tersebut, Pemegang Saham atau investor mengetahui mekanisme <i>check and balance</i> terhadap kinerja Dewan Komisaris.</p> <p>The disclosure of self assessment policy on the performance of the Board of Commissioners is conducted not only to fulfill the transparency aspect as a form of responsibility for the performance of its duties, but also to provide confidence, especially to the Shareholders or investors on the efforts that need to be made to improve the performance of the Board of Commissioners. With such disclosure, the Shareholders or investors know the mechanism of check and balance on the performance of the Board of Commissioners.</p>	<p>Sudah dilaksanakan sepenuhnya. Berdasarkan BOC Charter, Dewan Komisaris melaksanakan <i>self assessment</i> secara konsisten setiap tahun. Uraian terkait pelaksanaan <i>self assessment</i> Dewan Komisaris telah disampaikan dalam pembahasan terkait Dewan Komisaris dalam bab Tata Kelola Perusahaan di dalam Laporan Tahunan ini.</p> <p>Fully implemented. Based on BOC Charter, the Board of Commissioners carries out self assessment consistently every year. The description regarding the Board of Commissioners' self assessment has been submitted in the discussion regarding the Board of Commissioners in the Corporate Governance chapter of this Annual Report.</p> <p>Keterangan : Comply Conclusion: Comply</p>

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Keterangan Description	Realisasi Realization
c.	Dewan Komisaris mempunyai kebijakan terkait pengunduran diri anggota Dewan Komisaris apabila terlibat dalam kejadian keuangan. The Board of Commissioners has policies related to resignation of members of Board of Commissioners if involved in financial crime.	<ul style="list-style-type: none"> - Kebijakan pengunduran diri anggota Dewan Komisaris yang terlibat dalam kejadian keuangan merupakan kebijakan yang dapat meningkatkan kepercayaan para pemangku kepentingan terhadap perusahaan terbuka sehingga integritas perusahaan akan tetap terjaga. Kebijakan ini diperlukan untuk membantu kelancaran proses hukum dan agar proses hukum tersebut tidak mengganggu jalannya kegiatan usaha. Selain itu, dari sisi moralitas, kebijakan ini membangun budaya beretika di lingkungan perusahaan terbuka. Kebijakan tersebut dapat tercakup dalam pedoman ataupun kode etik yang berlaku bagi Dewan Komisaris. - Selanjutnya, yang dimaksud dengan terlibat dalam kejadian keuangan merupakan adanya status terpidana terhadap anggota Dewan Komisaris dari pihak yang berwenang. Kejadian keuangan dimaksud seperti manipulasi dan berbagai bentuk penggelapan dalam kegiatan jasa keuangan serta tindakan pidana pencucian uang sebagaimana dimaksud dalam Undang-Undang No. 8 Tahun 2010 tentang Pencegahan dan Pemberantasan Tindak Pidana Pencucian Uang. - The resignation policy of the members of the Board of Commissioners involved in financial crime is a policy that can improve stakeholders' trust on public companies to maintain corporate integrity. This policy is required to assist in smooth legal process and to ensure that the legal process does not interfere with the business activities. In addition, in terms of morality, this policy establishes an ethical culture in public company environment. Such policies may be covered by guidelines or code of conduct applicable to the Board of Commissioners. - Furthermore, what is meant by engaging in financial crime is the status of the convicted against the member of the Board of Commissioners from the authorized party. The financial crimes in question include manipulation and various forms of embezzlement in financial services' activities and the money laundering as referred to in Law no. 8 of 2010 on the Prevention and Eradication of the Criminal Act of Money Laundering 	<p>Sudah dilaksanakan sepenuhnya. Dewan Komisaris Bank Victoria telah memiliki kebijakan terkait pengunduran diri apabila terlibat dalam benturan kepentingan sebagaimana ditetapkan dalam BOC Charter terkait Keanggotaan Dewan Komisaris.</p> <p>Fully implemented. Bank Victoria's Board of Commissioners has a policy related to resignation if involved in a conflict of interest as stipulated in the BOC Charter regarding the Membership of the Board of Commissioners.</p> <p>Keterangan : <i>Comply</i> Conclusion: Comply</p>
d.	Dewan Komisaris atau Komite yang menjalankan fungsi Nominasi dan Remunerasi menyusun kebijakan suksesi dalam proses nominasi anggota Direksi. The Board of Commissioners or Committees performing the Nomination and Remuneration functions make a succession policy in the nomination process of Directors.	<p>Berdasarkan ketentuan Peraturan OJK tentang Komite Nominasi dan Remunerasi Emiten atau Perusahaan Publik, komite yang menjalankan fungsi nominasi mempunyai tugas untuk menyusun kebijakan dan kriteria yang dibutuhkan dalam proses nominasi calon anggota Direksi. Salah satu kebijakan yang dapat mendukung proses nominasi sebagaimana dimaksud adalah kebijakan suksesi anggota Direksi. Kebijakan mengenai suksesi bertujuan untuk menjaga kesinambungan proses regenerasi atau kaderisasi kepemimpinan di perusahaan dalam rangka mempertahankan keberlanjutan bisnis dan tujuan jangka panjang perusahaan.</p> <p>Under the provisions of the FSA Regulations on the Nomination and Remuneration Committee of Issuers or Public Companies, the committees in charge of nomination function have the duty to formulate the policies and criteria required in the nomination process of candidates for the Directors. One of the policies that can support the nomination process as referred to is the succession policy of the members of the Directors. The policy on succession is aimed to maintain the continuity of the regeneration process or leadership cadre in the company to maintain business sustainability and long-term goals of the company.</p>	<p>Sudah dilaksanakan sepenuhnya. Komite Nominasi dan Remunerasi Bank Victoria telah memiliki kebijakan terkait suksesi Direksi sebagaimana dimuat dalam Kebijakan terkait Sistem Nominasi dan Remunerasi berdasarkan Surat Keputusan Dewan Komisaris No. 003/SK-KOM/09/18. Uraian terkait kebijakan suksesi Direksi telah disampaikan dalam pembahasan terkait Komite Nominasi dan Remunerasi dalam bab Tata Kelola Perusahaan di dalam Laporan Tahunan ini.</p> <p>Fully implemented. Bank Victoria's Nomination and Remuneration Committee has a policy related to the succession of the Board of Directors as contained in the Policy related to the Nomination and Remuneration System based on the Board of Commissioners Decree No. 003/SK-KOM/09/18. The description regarding the succession policy of the Board of Directors has been presented in the discussion regarding the Nomination and Remuneration Committee in the Corporate Governance chapter of this Annual Report.</p> <p>Keterangan : <i>Comply</i> Conclusion: Comply</p>

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Keterangan Description	Realisasi Realization
III.	Fungsi dan Peran Direksi Functions and Roles of the Directors		
5.	Memperkuat Keanggotaan dan Komposisi Direksi. Strengthening Membership and Composition of the Directors		
a.	<p>Penentuan jumlah anggota Direksi mempertimbangkan kondisi perusahaan terbuka, serta efektifitas dalam pengambilan keputusan.</p> <p>The determination of number of Directors considers the condition of the Public Company, and the effectiveness of decision making.</p>	<p>Sebagai organ perusahaan yang berwenang dalam pengurusan perusahaan, penentuan jumlah Direksi sangat mempengaruhi jalannya kinerja Perusahaan Terbuka. Dengan demikian, penentuan jumlah anggota Direksi harus dilakukan melalui pertimbangan yang matang dan wajib mengacu pada ketentuan peraturan perundang-undangan yang berlaku, dimana berdasarkan Peraturan OJK tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik paling sedikit terdiri dari 2 (dua) orang. Di samping itu, dalam penentuan jumlah Direksi harus didasarkan pada kebutuhan untuk mencapai maksud dan tujuan perusahaan terbuka dan disesuaikan dengan kondisi perusahaan terbuka, meliputi karakteristik, kapasitas dan ukuran perusahaan terbuka serta bagaimana tercapainya efektivitas pengambilan keputusan Direksi.</p> <p>As the organ of the company authorized in company's management, the determination of the number of Directors greatly affects the performance of Public Company. Thus, the determination of the number of members of the Board of Directors must be made through careful consideration and must be subject to the provisions of applicable laws and regulations, which according to the FSA Regulation on the Directors and Board of Commissioners of Issuers or Public Companies, the number of the members must be composed of at least 2 (two) persons. In addition, the determination of the number of Directors should be based on the need to achieve public company's goals and objectives and adjusted to the conditions of the public company, including the characteristics, capacity, and size of the public company and how to make effective Directors' decision.</p>	<p>Sudah dilaksanakan sepenuhnya. Penentuan jumlah anggota Direksi Bank Victoria telah sesuai dengan Anggaran Dasar Bank, <i>Board of Directors Charter</i> (BOD Charter) yang telah disahkan melalui Surat Keputusan Direksi No. 007/SKDIR/02/16 tanggal 24 Februari 2016, dan Peraturan OJK tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik. Jumlah Direksi telah sesuai dengan kompleksitas usaha Bank saat ini. Fully implemented. The determination of the number of members of the Board of Directors of Bank Victoria is in accordance with the Bank's Articles of Association, the <i>Board of Directors Charter</i> (BOD Charter) which has been ratified by the Board of Directors Decree No. 007/SKDIR / 02/16 dated February 24, 2016, and OJK Regulations concerning Board of Commissioners and Directors of Issuers or Public Companies. The number of Directors has been in accordance with the complexity of the Bank's current business</p> <p>Keterangan : Comply Conclusion: Comply</p>
b.	<p>Penentuan komposisi anggota Direksi memperhatikan, keberagaman keahlian, pengetahuan, dan pengalaman yang dibutuhkan.</p> <p>The determination of composition of the Directors considers range of expertise, knowledge, and experience required.</p>	<p>Seperti halnya Dewan Komisaris, keberagaman komposisi anggota Direksi merupakan kombinasi karakteristik yang diinginkan, baik dari segi organ Direksi maupun anggota Direksi secara individu, sesuai dengan kebutuhan perusahaan terbuka. Kombinasi tersebut ditentukan dengan cara memperhatikan keahlian, pengetahuan dan pengalaman yang sesuai pada pembagian tugas dan fungsi jabatan Direksi dalam mencapai tujuan perusahaan terbuka. Dengan demikian, pertimbangan kombinasi karakteristik dimaksud akan berdampak dalam ketepatan proses pencalonan dan penunjukan individual anggota Direksi ataupun Direksi secara kolegial.</p> <p>Similar to the Board of Commissioners, the diversity of composition of Directors is a combination of characteristics required in terms of the Directors as organ and as members of Directors individually, according to the needs of the Public Company. Such combination is determined by considering the expertise, knowledge, and experience in accordance with the division of duties and functions of Directors in achieving the Public Company's objectives. Therefore, the consideration of the combination of such characteristics will have an impact in the accuracy of the nomination process and the individual appointment of members of the Directors or the Directors in a collegial manner.</p>	<p>Sudah dilaksanakan sepenuhnya. Pengangkatan Direksi Bank Victoria telah mempertimbangkan keberagaman keahlian, pengetahuan, dan pengalaman yang dimiliki oleh masing-masing anggota. Keberagaman komposisi Direksi telah disampaikan dalam pembahasan terkait Direksi dalam bab Tata Kelola Perusahaan di dalam Laporan Tahunan ini. Fully implemented. The appointment of the Board of Directors of Bank Victoria has considered the range of expertise, knowledge and experience possessed by each member. The diversity of the composition of the Board of Directors has been presented in the discussion regarding the Board of Directors in the Corporate Governance chapter of this Annual Report.</p> <p>Keterangan : Comply Conclusion: Comply</p>

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Keterangan Description	Realisasi Realization
c.	<p>Anggota Direksi yang membawahi bidang akuntansi atau keuangan memiliki keahlian dan/ atau pengetahuan di bidang akuntansi.</p> <p>Members of Directors in charge of accounting or finance have the skills and/or knowledge in accounting.</p>	<ul style="list-style-type: none"> - Laporan Keuangan merupakan laporan pertanggungjawaban manajemen atas pengelolaan sumber daya yang dimiliki oleh perusahaan terbuka, yang wajib disusun dan disajikan sesuai dengan Standar Akuntansi Keuangan yang berlaku umum di Indonesia dan juga Peraturan OJK terkait, antara lain peraturan perundang-undangan di sektor pasar modal yang mengatur mengenai penyajian dan pengungkapan Laporan Keuangan perusahaan terbuka. Berdasarkan peraturan perundang-undangan di sektor pasar modal yang mengatur mengenai tanggung jawab Direksi atas Laporan Keuangan, Direksi secara tanggung renteng bertanggung jawab atas Laporan Keuangan, yang ditandatangani Direktur Utama dan anggota Direksi yang membawahi bidang akuntansi atau keuangan. - Dengan demikian, pengungkapan dan penyusunan informasi keuangan yang disajikan dalam laporan keuangan akan sangat tergantung pada keahlian, dan/atau pengetahuan Direksi, khususnya anggota Direksi yang membawahi bidang akuntansi atau keuangan. Adanya kualifikasi keahlian dan/atau pengetahuan di bidang akuntansi yang setidaknya dimiliki anggota Direksi dimaksud dapat memberikan keyakinan atas penyusunan Laporan Keuangan, sehingga Laporan Keuangan tersebut dapat diandalkan oleh para pemangku kepentingan sebagai dasar pengambilan keputusan ekonomi terkait perusahaan terbuka dimaksud. Keahlian dan/atau pengetahuan tersebut dapat dibuktikan dengan latar belakang pendidikan, sertifikasi pelatihan dan/atau pengalaman kerja terkait. - The Financial Statement is management accountability report on the management of resources owned by a public company, which must be prepared and presented in accordance with the generally accepted Financial Accounting Standards in Indonesia as well as the related FSA Regulation, such as the regulation on the capital market sector governing the presentation and disclosure of Company's Financial Statement. Under the laws and regulations of the capital market sector governing the Directors' responsibilities in the Financial Statement, the Directors are jointly and severally liable for the Financial Statement, signed by the President Director and member of the Directors in charge of accounting or finance sector. - Thus, the disclosure and preparation of financial information presented in the financial statement will largely depend on Directors' expertise and/or knowledge, especially the members of the Directors who are in charge of accounting or finance sector. The qualification of expertise and/or knowledge in accounting sector which at least possessed by the members of the Directors concerned can provide confidence in the preparation of Financial Statement, so that the Financial Statement can be relied upon by the stakeholders as the basis of economic decision making related to the public company. Such expertise and/or knowledge may be proven by educational background, training certification, and/or related work experience. 	<p>Sudah dilaksanakan sepenuhnya. Direktur Bank Victoria yang membawahi bidang akuntansi/ keuangan memiliki pengetahuan dan keahlian di bidang akuntansi.</p> <p>Fully implemented. Bank Victoria's Director in charge of accounting/ finance has knowledge and expertise in accounting.</p> <p>Keterangan : <i>Comply</i> Conclusion: Comply</p>

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Keterangan Description	Realisasi Realization
6.	Meningkatkan Kualitas Pelaksanaan Tugas dan Tanggung Jawab Direksi. Increasing the Quality of Implementation of Duties and Responsibilities of the Directors.		
a.	Direksi mempunyai kebijakan penilaian sendiri (<i>self assessment</i>) untuk menilai kinerja Direksi. The Directors have self assessment policy to assess the Directors' performance.	<ul style="list-style-type: none"> - Seperti halnya pada Dewan Komisaris, kebijakan <i>self assessment</i> Direksi merupakan suatu pedoman yang digunakan sebagai bentuk akuntabilitas atas penilaian kinerja Direksi secara kolegial. <i>Self assessment</i> atau penilaian sendiri dilakukan oleh masing-masing anggota Direksi untuk menilai pelaksanaan kinerja Direksi secara kolegial, dan bukan menilai kinerja individual masing-masing anggota Direksi. Dengan adanya <i>self assessment</i> ini diharapkan masing-masing anggota Direksi dapat berkontribusi untuk memperbaiki kinerja Direksi secara berkesinambungan. - Dalam kebijakan tersebut dapat mencakup kegiatan penilaian yang dilakukan bersama maksud dan tujuannya, waktu pelaksanaannya secara berkala, dan tolok ukur atau kriteria penilaian yang digunakan sesuai dengan dengan rekomendasi yang diberikan oleh fungsi nominasi dan remunerasi perusahaan terbuka, dimana pembentukan fungsi tersebut telah diwajibkan dalam Peraturan OJK tentang Komite Nominasi dan Remunerasi Emiten atau Perusahaan Publik. - Similar to the Board of Commissioners, the Directors' self-assessment policy is a guideline used as a form of accountability for Directors' performance collectively. Self assessment is performed by each member of the Directors to assess the Directors' performance collectively rather than assessing the individual performance of each member of the Directors. This self assessment is expected to improve the performance of the Directors on an ongoing basis. - Such policy may include the assessment activities taken along with their purposes and objectives, periodically execution time, and benchmarks or assessment criteria used in accordance with the recommendations given by the nomination and remuneration function of the public company, in which the formation of such functions is required in the FSA Regulation on the Nomination and Remuneration Committee of Issuers or Public Companies. 	<p>Sudah dilaksanakan sepenuhnya. Direksi Bank Victoria telah memiliki kebijakan terkait <i>self assessment</i> sebagaimana ditetapkan dalam BOD Charter terkait Evaluasi Kinerja Direksi.</p> <p>Fully implemented. Bank Victoria's Board of Directors have policies related to self assessment as stipulated in the BOD Charter related to Performance Evaluation of the Board of Directors.</p> <p>Keterangan : Comply Conclusion: Comply</p>
b.	Kebijakan penilaian sendiri (<i>self assessment</i>) untuk menilai kinerja Direksi diungkapkan melalui laporan tahunan perusahaan terbuka. Self assessment policy to assess the Directors' performance is disclosed through the public company's annual report.	<p>Pengungkapan kebijakan <i>self assessment</i> atas kinerja Direksi dilakukan tidak hanya untuk memenuhi aspek transparansi sebagai bentuk pertanggungjawaban atas pelaksanaan tugasnya, namun juga untuk memberikan informasi penting atas upaya-upaya perbaikan dalam pengelolaan perusahaan terbuka. Informasi tersebut sangat bermanfaat untuk memberikan keyakinan kepada Pemegang Saham atau investor bahwa terdapat kepastian bahwa pengelolaan perusahaan terus dilakukan ke arah yang lebih baik. Dengan adanya pengungkapan tersebut, Pemegang Saham atau investor mengetahui mekanisme <i>check and balance</i> terhadap kinerja Direksi.</p> <p>The disclosure of the self assessment policy on Directors' performance is conducted not only to meet the transparency aspect as a form of accountability for the performance of their duties, but also to provide important information on the improvement of public company's management. Such information is very useful to give confidence to the Shareholders or investors that there company's management continues in better direction. With such disclosure, the Shareholders or investors may know the check and balance mechanism on the Directors' performance.</p>	<p>Sudah dilaksanakan sepenuhnya. Berdasarkan BOD Charter, Direksi melaksanakan <i>self assessment</i> secara konsisten setiap tahun. Uraian terkait pelaksanaan <i>self assessment</i> Direksi telah disampaikan dalam pembahasan terkait Direksi dalam bab Tata Kelola Perusahaan di dalam Laporan Tahunan ini.</p> <p>Fully implemented. Based on BOD Charter, the Board of Directors carry out self assessment consistently every year. The description related to the implementation of the Board of Directors' self assessment has been presented in the discussion regarding the Board of Directors in the Corporate Governance chapter of this Annual Report.</p> <p>Keterangan : Comply Conclusion: Comply</p>

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Keterangan Description	Realisasi Realization
c.	<p>Direksi mempunyai kebijakan terkait pengunduran diri anggota Direksi apabila terlibat dalam kejadian keuangan.</p> <p>Directors have policies related to resignation of members of Directors if involved in financial crime.</p>	<ul style="list-style-type: none"> - Kebijakan pengunduran diri anggota Direksi yang terlibat dalam kejadian keuangan merupakan kebijakan yang dapat meningkatkan kepercayaan para pemangku kepentingan terhadap perusahaan terbuka, sehingga integritas perusahaan akan tetap terjaga. Kebijakan ini diperlukan untuk membantu kelancaran proses hukum dan agar proses hukum tersebut tidak mengganggu jalannya kegiatan usaha. Selain itu, dari sisi moralitas, kebijakan ini akan membangun budaya beretika di lingkungan perusahaan terbuka. Kebijakan tersebut dapat tercakup dalam pedoman ataupun kode etik yang berlaku bagi Direksi. - Selanjutnya, yang dimaksud dengan terlibat dalam kejadian keuangan merupakan adanya status terpidana terhadap anggota Direksi dari pihak yang berwenang. Kejadian keuangan dimaksud seperti manipulasi dan berbagai bentuk penggelapan dalam kegiatan jasa keuangan serta tindakan pidana pencucian uang sebagaimana dimaksud dalam Undang-Undang No. 8 Tahun 2010 tentang Pencegahan dan Pemberantasan Tindak Pidana Pencucian Uang. - The policy of resignation of members of the Directors involved in financial crime is a policy that may increase stakeholders' trust in public companies, to maintain company's integrity. This policy is required to assist in smooth legal process and to ensure that the legal process does not interfere with the business activities. In addition, in terms of morality, this policy will build an ethical culture within public company. Such policy may be covered in the guidelines or codes of conduct applicable to the Directors. - Furthermore, what is meant by engaged in financial crime constitutes the convicted status of the member of the Directors from the competent authority. The financial crimes in question include manipulation and various forms of embezzlement in financial services' activities and the money laundering as referred to in Law no. 8 of 2010 on the Prevention and Eradication of the Criminal Act of Money Laundering. 	<p>Sudah dilaksanakan sepenuhnya. Direksi Bank Victoria telah memiliki kebijakan terkait pengunduran diri apabila terlibat dalam benturan kepentingan sebagaimana ditetapkan dalam BOD Charter terkait Keanggotaan Direksi.</p> <p>Fully implemented. Bank Victoria's Board of Directors have policies related to resignation involved in a conflict of interest as stipulated in the BOD Charter regarding the Membership of the Board of Directors.</p> <p>Keterangan : Comply Conclusion: Comply</p>
IV.	Partisipasi Pemangku Kepentingan Participation of Stakeholders		
7.	Meningkatkan Aspek Tata Kelola Perusahaan melalui Partisipasi Pemangku Kepentingan. Increasing the Corporate Governance Aspect through Stakeholders Participation		
a.	<p>Perusahaan terbuka memiliki kebijakan untuk mencegah terjadinya <i>insider trading</i>.</p> <p>The Public Company has a policy to prevent the occurrence of insider trading.</p>	<p>Seseorang yang mempunyai informasi orang dalam dilarang melakukan suatu transaksi efek dengan menggunakan informasi orang dalam sebagaimana dimaksud dalam Undang-Undang mengenai Pasar Modal. Perusahaan terbuka dapat meminimalisir terjadinya <i>insider trading</i> tersebut melalui kebijakan pencegahan, misalnya dengan memisahkan secara tegas data dan/atau informasi yang bersifat rahasia dengan yang bersifat publik, serta membagi tugas dan tanggung jawab atas pengelolaan informasi dimaksud secara proporsional dan efisien.</p> <p>A person having inside information is prohibited from engaging in a securities transaction by using inside information as referred to in the Capital Market Law. Public company can minimize this insider trading through prevention policies, for example by strictly separating the confidential data and/or information from public ones, and dividing the duties and responsibilities for the management of such information in a proportionate and efficient manner.</p>	<p>Sudah dilaksanakan sepenuhnya. Bank Victoria telah memiliki kebijakan untuk mencegah terjadinya <i>insider trading</i> sebagaimana dimuat dalam <i>Code of Conduct</i> yang telah disahkan melalui Surat Keputusan Direksi No. 002/SK-DIR/02/16 tanggal 15 Februari 2016.</p> <p>Fully implemented. Bank Victoria has a policy to prevent the occurrence of insider trading as contained in the <i>Code of Conduct</i> which has been ratified through the Board of Directors Decree No. 002/SK-DIR/02/16 dated February 15, 2016.</p> <p>Keterangan : Comply Conclusion: Comply</p>

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Keterangan Description	Realisasi Realization
b.	Perusahaan terbuka memiliki kebijakan anti korupsi dan anti <i>fraud</i> . Public Company has anti-corruption and anti-fraud policies.	<p>Kebijakan anti korupsi bermanfaat untuk memastikan agar kegiatan usaha perusahaan terbuka dilakukan secara legal, <i>prudent</i>, dan sesuai dengan prinsip-prinsip tata kelola yang baik. Kebijakan tersebut dapat merupakan bagian dalam kode etik, ataupun dalam bentuk tersendiri. Kebijakan tersebut antara lain dapat meliputi program dan prosedur yang dilakukan dalam mengatasi praktik korupsi, balas jasa (<i>kickbacks</i>), <i>fraud</i>, suap dan/atau gratifikasi dalam perusahaan terbuka. Lingkup dari kebijakan tersebut harus menggambarkan pencegahan perusahaan terhadap segala praktik korupsi, baik memberi atau menerima dari pihak lain.</p> <p>Anti-corruption policy is useful for ensuring that public company's business activities are conducted legally, prudently, and in accordance with the principles of good governance. This policy may be part of the code of ethics, or on a separated form. This policy may include programs and procedures taken in handling corrupt practices, kickbacks, fraud, bribery, and/or gratification in public company. The scope of the policy must illustrate the prevention of public company against all corrupt practices, either giving to or receiving from other parties.</p>	<p>Sudah dilaksanakan sepenuhnya. Bank Victoria telah memiliki kebijakan anti korupsi dan anti <i>fraud</i> sebagaimana diumum dalam <i>Code of Conduct</i>.</p> <p>Fully implemented. Bank Victoria has an anti-corruption and anti-fraud policies as contained in the Code of Conduct.</p> <p>Keterangan : <i>Comply</i> Conclusion: Comply</p>
c.	Perusahaan terbuka memiliki kebijakan tentang seleksi dan peningkatan kemampuan pemasok atau <i>vendor</i> . Public Company has a policy on selection and improvement of supplier or vendor capabilities.	<ul style="list-style-type: none"> - Kebijakan tentang seleksi pemasok atau <i>vendor</i> bermanfaat untuk memastikan agar perusahaan terbuka memperoleh barang atau jasa yang diperlukan dengan harga yang kompetitif dan kualitas yang baik. Sedangkan, kebijakan peningkatan kemampuan pemasok atau <i>vendor</i> bermanfaat untuk memastikan bahwa rantai pasokan (<i>supply chain</i>) berjalan dengan efisien dan efektif. Kemampuan pemasok atau <i>vendor</i> dalam memasok/memenuhi barang atau jasa yang dibutuhkan perusahaan akan mempengaruhi kualitas output perusahaan. - Pelaksanaan kebijakan-kebijakan tersebut dapat menjamin kontinuitas pasokan, baik dari segi kuantitas maupun kualitas yang dibutuhkan perusahaan terbuka. Adapun cakupan kebijakan ini meliputi kriteria dalam pemilihan pemasok atau <i>vendor</i>, mekanisme pengadaan yang transparan, upaya peningkatan kemampuan pemasok atau <i>vendor</i>, dan pemenuhan hak-hak yang berkaitan dengan pemasok atau <i>vendor</i>. - The policies on selection of suppliers or vendors are useful to ensure that the public company acquire the necessary goods or services at competitive prices and good quality. While the policy on increasing the ability of suppliers or vendors is useful to ensure that the supply chain runs efficiently and effectively. The ability of suppliers or vendors to supply/meet the goods or services required by the company will affect the quality of company's output. - The implementation of these policies can ensure continuity of supplies, both in terms of quantity and quality required by public company. The scope of this policy includes criteria in the selection of suppliers or vendors, transparent procurement mechanisms, efforts to improve the ability of suppliers or vendors, and the fulfillment of rights related to suppliers or vendors. 	<p>Sudah dilaksanakan sepenuhnya. Bank Victoria telah memiliki kebijakan tentang seleksi dan peningkatan kemampuan pemasok atau <i>vendor</i> sebagaimana diatur dalam Surat Keputusan Direksi No. 024/SK-DIR/04/13 tentang Kebijakan dan Prosedur <i>General Affair</i> PT Bank Victoria International Tbk dan Surat Keputusan Direksi No. 050/SK-DIR/XII/14 tentang Penambahan dan Perubahan Kebijakan dan Prosedur <i>General Affair</i> PT Bank Victoria International Tbk.</p> <p>Fully implemented. Bank Victoria has a policy regarding the selection and improvement of the suppliers or vendors ability as stipulated in the Board of Directors Decree No. 024/SK-DIR/04/13 concerning General Affair Policies and Procedures of PT Bank Victoria International Tbk and Board of Directors Decree No. 050/SK-DIR/XII/14 concerning Additions and Amendments to General Affair Policies and Procedures of PT Bank Victoria International Tbk.</p> <p>Keterangan : <i>Comply</i> Conclusion: Comply</p>
d.	Perusahaan terbuka memiliki kebijakan tentang pemenuhan hak-hak kreditur. Public Company has a policy on the fulfillment of creditors' rights.	<p>Kebijakan tentang pemenuhan hak-hak kreditur digunakan sebagai pedoman dalam melakukan pinjaman kepada kreditur. Tujuan dari kebijakan dimaksud adalah untuk menjaga terpenuhinya hak-hak dan menjaga kepercayaan kreditur terhadap perusahaan terbuka. Dalam kebijakan tersebut mencakup pertimbangan dalam melakukan perjanjian, serta tindak lanjut dalam pemenuhan kewajiban perusahaan terbuka kepada kreditur.</p> <p>Policies on fulfillment of creditor rights are used as a guideline to provide lending to creditors. The purpose of the policy is to maintain the fulfillment of rights and maintain the creditor trust in the Public Company. The policy includes consideration in entering agreements, as well as follow-ups in fulfilling the Public Company's obligations to creditors.</p>	<p>Sudah dilaksanakan sepenuhnya. Bank Victoria telah memiliki kebijakan tentang pemenuhan hak-hak kreditur sebagaimana diatur dalam <i>Code of Conduct</i>.</p> <p>Fully implemented. Bank Victoria has a policy on the fulfilment of the creditors' rights as stipulated in the Code of Conduct.</p> <p>Keterangan : <i>Comply</i> Conclusion: Comply</p>

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Keterangan Description	Realisasi Realization
e.	Perusahaan terbuka memiliki kebijakan sistem <i>whistleblowing</i> . Public Company has policies of whistleblowing system.	Kebijakan sistem <i>whistleblowing</i> yang telah disusun dengan baik akan memberikan kepastian perlindungan kepada saksi atau pelapor atas suatu indikasi pelanggaran yang dilakukan karyawan atau manajemen perusahaan terbuka. Penerapan kebijakan sistem tersebut akan berdampak pada pembentukan budaya tata kelola perusahaan yang baik. Kebijakan sistem <i>whistleblowing</i> mencakup antara lain jenis pelanggaran yang dapat dilaporkan melalui sistem <i>whistleblowing</i> , cara pengaduan, perlindungan dan jaminan kerahasiaan pelapor, penanganan pengaduan, pihak yang mengelola aduan, dan hasil penanganan dan tindak lanjut pengaduan. A well-structured whistleblowing system policy will provide assurance of protection to the witnesses or reporters for an indication of breach by an employee or public company's management. The implementation of such system policy will impact the establishment of good corporate governance culture. The whistleblowing system policy includes among others types of violations that can be reported through whistleblowing system, methods to file a complaint, safeguards and confidentiality of the complainant, complaint handling, party managing complaints, and the results of the handling and complaints follow-up.	Sudah dilaksanakan sepenuhnya. Bank Victoria telah memiliki kebijakan sistem <i>whistleblowing</i> sebagaimana diatur dalam Surat Keputusan Direksi No. 006/SK-DIR/02/16 tentang Standar Operasional Prosedur <i>Whistleblowing System</i> PT Bank Victoria International Tbk. Fully implemented. Bank Victoria has a whistleblowing system policy as stipulated in the Board of Directors Decree No. 006/SK-DIR/02/16 concerning Standard Operating Procedure for Whistleblowing System at PT Bank Victoria International Tbk. Keterangan : Comply Conclusion: Comply
f.	Perusahaan terbuka memiliki kebijakan pemberian insentif jangka panjang kepada Direksi dan karyawan. The Public Company has a long term incentive policy to Directors and employees.	- Insentif jangka panjang merupakan insentif yang didasarkan atas pencapaian kinerja jangka panjang. Rencana insentif jangka panjang mempunyai dasar pemikiran bahwa kinerja jangka panjang perusahaan tercermin oleh pertumbuhan nilai dari saham atau target-target jangka panjang perusahaan lainnya. Insentif jangka panjang bermanfaat dalam rangka menjaga loyalitas dan memberikan motivasi kepada Direksi dan karyawan untuk meningkatkan kinerja atau produktivitasnya yang akan berdampak pada peningkatan kinerja perusahaan dalam jangka panjang. - Adanya suatu kebijakan insentif jangka panjang merupakan komitmen nyata perusahaan terbuka untuk mendorong pelaksanaan pemberian insentif jangka panjang kepada Direksi dan karyawan dengan syarat, prosedur dan bentuk yang disesuaikan dengan tujuan jangka panjang perusahaan terbuka. Kebijakan dimaksud dapat mencakup, antara lain: maksud dan tujuan pemberian insentif jangka panjang, syarat dan prosedur dalam pemberian insentif, serta kondisi dan risiko yang harus diperhatikan oleh perusahaan terbuka dalam pemberian insentif. Kebijakan tersebut juga dapat tercakup dalam kebijakan remunerasi perusahaan terbuka yang ada. - Long-term incentives are incentives based on the achievement of long-term performance. Long-term incentive plans have a rationale that the long-term performance of the company is reflected by the growth in the share value or other long-term targets of the company. Long-term incentives are useful in order to maintain loyalty and motivate the Directors and employees to boost performance or productivity that will impact on improving the company's performance over the long term. - This long-term incentive policy is a commitment of the public company to encourage the implementation of long-term incentives to the Directors and the employees on terms, procedures, and forms tailored to the long-term objectives of public company. Such policies may include, among others: the intent and objectives of providing long-term incentives, terms and procedures for incentives, and the conditions and risks that the public company should pay attention to in providing incentives. Such policies may also be included in the existing public company remuneration policy.	Sudah dilaksanakan sepenuhnya. Berdasarkan Surat Keputusan Direksi No. 002/SK-DIR/11/18 tanggal 19 November 2018 tentang Standar Operasional Prosedur <i>Human Capital Management</i> . Fully implemented. Based on Board of Directors Decree No. 002/SK-DIR/11/18 dated November 19, 2018 concerning Standard Operating Procedures for Human Capital Management. Keterangan : Comply Conclusion: Comply

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Keterangan Description	Realisasi Realization	
V.	Keterbukaan Informasi Disclosure of Information			
8.	Meningkatkan Pelaksanaan Keterbukaan Informasi. Increasing Implementation of Information Disclosure	<p>a. Perusahaan terbuka memanfaatkan penggunaan teknologi informasi secara lebih luas, selain situs web, sebagai media keterbukaan informasi.</p> <p>The Public Company has utilized the use of information technology more broadly, in addition to the website, as a media of information disclosure.</p>	<p>Penggunaan teknologi informasi dapat bermanfaat sebagai media keterbukaan informasi. Adapun keterbukaan informasi yang dilakukan tidak hanya keterbukaan informasi yang telah diatur dalam peraturan perundang-undangan, namun juga informasi lain terkait perusahaan terbuka yang dirasakan bermanfaat untuk diketahui Pemegang Saham atau investor. Dengan pemanfaatan teknologi informasi secara lebih luas, selain situs web, diharapkan perusahaan dapat meningkatkan efektivitas penyebaran informasi perusahaan. Meskipun demikian, pemanfaatan teknologi informasi yang dilakukan tetap memperhatikan manfaat dan biaya perusahaan.</p> <p>The use of information technology can be useful as a medium to disclose information. The information disclosure is done not only to the information regulated in legislation, but also other information related to public company for the Shareholder or investors on need-to-know basis. With the utilization of information technology widely, in addition to the website, it is expected that the company can improve the effectiveness of the dissemination of corporate information. Nevertheless, the utilization of information technology taken still pay attention to company's benefits and costs.</p>	<p>Sudah dilaksanakan sepenuhnya. Bank Victoria telah memanfaatkan teknologi informasi, baik situs laman Bank, media internal, dan media komunikasi massa, untuk melaksanakan keterbukaan informasi kepada <i>stakeholders</i>. Melalui situs laman Bank dan media internal, Bank juga menyampaikan informasi lainnya yang dianggap perlu diketahui oleh <i>stakeholders</i>.</p> <p>Fully implemented. Bank Victoria has utilized information technology on the Bank's website, internal media, and mass communication media to implement information disclosure to the stakeholders. Through the Bank's website and internal media, the Bank also conveys other information may needed by the stakeholders.</p> <p>Keterangan : Comply Conclusion: Comply</p>
b.	Laporan Tahunan perusahaan terbuka mengungkapkan pemilik manfaat akhir dalam kepemilikan saham perusahaan terbuka paling sedikit 5%, selain pengungkapan pemilik manfaat akhir dalam kepemilikan saham perusahaan terbuka melalui Pemegang Saham Utama dan Pengendali.	<p>Peraturan perundang-undangan di sektor pasar modal yang mengatur mengenai penyampaian laporan tahunan perusahaan terbuka telah mengatur kewajiban pengungkapan informasi mengenai Pemegang Saham yang memiliki 5% (lima persen) atau lebih saham perusahaan terbuka, serta kewajiban pengungkapan informasi mengenai pemegang saham utama dan pengendali perusahaan terbuka, baik langsung maupun tidak langsung, sampai dengan pemilik manfaat terakhir dalam kepemilikan saham tersebut. Dalam pedoman tata kelola ini, direkomendasikan untuk mengungkapkan pemilik manfaat akhir atas kepemilikan saham perusahaan terbuka paling sedikit 5%, (lima persen) selain mengungkapkan pemilik manfaat akhir dari kepemilikan saham oleh Pemegang Saham Utama dan Pengendali.</p> <p>The laws and regulations in capital market sector governing the submission of company's annual report has specified the disclosure obligation of Shareholders having 5% (five percent) of shares or more of public company, as well as the obligation to disclose information about the major shareholders and controllers of public company, whether directly or indirectly, to the last beneficial owner in the ownership of such shares. In the governance guidelines it is recommended to disclose the ultimate beneficial owner of the Public Company's share ownership of at least 5% (five percent), in addition to the disclosure of the ultimate beneficial owner of the share ownership by Main and Controlling Shareholders.</p>	<p>Sudah dilaksanakan sepenuhnya. Bank telah mengungkapkan pemilik manfaat akhir dalam kepemilikan saham perusahaan paling sedikit 5% (lima persen), selain pengungkapan pemilik manfaat akhir dalam kepemilikan saham perusahaan terbuka melalui Pemegang Saham Utama dan Pengendali. Pengungkapan tersebut telah disampaikan dalam pembahasan terkait Komposisi Kepemilikan Saham dalam bab Profil Perusahaan di dalam Laporan Tahunan ini.</p> <p>Fully implemented. The Bank has disclosed the ultimate benefit owner in the Company's share ownership of at least 5% (five percent), in addition to the disclosure of the ultimate benefit owner in the public company's shares ownership through the Main and Controlling Shareholder. These disclosures have been presented in the discussion regarding the Composition of Share Ownership in the chapter of the Company Profile in this Annual Report.</p> <p>Keterangan : Comply Conclusion: Comply</p>	