



2023
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Integrated Governance Implementation

As an effort to ensure transparency in the implementation of Integrated Governance in the BNI Financial Conglomerate, as well as as a follow-up to the provisions contained in Financial Services Authority Regulation No. 18/POJK.03/2014 dated November 18, 2014 concerning the Implementation of Integrated Governance for Financial Conglomerates and Financial Services Authority Circular Letter No. 15/SEOJK.03/2015 dated May 25, 2015 concerning the Implementation of Integrated Governance for Financial Conglomerates, the implementation of Integrated Governance for the BNI Financial Conglomerate in 2023 consists of:

1. Self-Assessment Report on the Implementation of Integrated Governance during 2023;
2. BNI Financial Conglomerate Structure;
3. Share ownership structure in the BNI Financial Conglomerate until December 2023;
4. BNI Financial Conglomerate Management Structure;
5. Basic Principles of Integrated Governance of the BNI Financial Conglomerate;
6. Intra-Group Transaction Policy in the BNI Financial Conglomerate.

The following is the implementation of BNI's Good Corporate Governance as the Main Entity in the BNI Financial Conglomerate.

SELF-ASSESSMENT REPORT ON IMPLEMENTATION OF INTEGRATED GOVERNANCE DURING 2023

Financial Services Authority Regulation No.18/POJK.03/2014 dated November 18, 2014 concerning the Implementation of Integrated Governance for Financial Conglomerates and Financial Services Authority Circular Letter No. 15/SEOJK.03/2015 dated May 25, 2015 concerning the Implementation of Integrated Governance for Financial Conglomerates, among other things, requires Financial Conglomerates to prepare Integrated Governance Self Assessment reports periodically (June and December) to the Financial Services Authority and submitted no later than the 15th of the second month after the end of the reporting month in question (August 15 and February 15).

Self Assessment of the implementation of Integrated Governance principles in the BNI Financial Conglomerate is carried out on 3 (three) aspects of Governance, namely Structure, Process and Results (Outcome) Self Assessment, at least must be realized and focused on 7 (seven) factors for assessing the implementation of Governance Integrated Management consisting of:

Assessment Factors

No.	Assessment Factors
1.	Implementation of Duties and Responsibilities of Main Entity Board of Directors
2.	Implementation of Duties and Responsibilities of Main Entity Board of Commissioners
3.	Duties and Responsibilities of the Integrated Governance Committee
4.	Duties and Responsibilities of Integrated Compliance Work Unit
5.	Duties and Responsibilities of Integrated Internal Audit Work Unit
6.	Implementation of Integrated Risk Management
7.	Preparation and Implementation of Integrated Governance Guidelines

In 2023 period, BNI has prepared its own assessment regarding the implementation of Integrated Governance of the BNI Financial Conglomerate as follows:

Results of Self-Assessment of Integrated Governance Implementation

June 2023	December 2023	Rating Definition
2	2	The Financial Conglomerate is considered to have implemented Integrated Governance which is generally good. This is reflected in adequate fulfillment of the implementation of Integrated Governance principles. If there are weaknesses in the implementation of Integrated Governance, in general they can be resolved using normal actions by the Main Entity and/or Financial Services Institution.

Based on the results of the Self Assessment of 7 (seven) Integrated Governance Implementation Assessment factors for 2023, we can conclude as follows:

1. Board of Directors of Main Entity

- a. All BNI Board of Directors have met the qualifications stipulated by applicable legislation. The number of Directors is 12 (twelve) people and all of them have fulfilled the requirements for integrity, competence and financial reputation as required by the Financial Services Authority (FSA);
- b. All members of the Board of Directors have adequate and relevant competencies for their position to carry out their duties and responsibilities and are able to implement their competencies in carrying out their duties and responsibilities;
- c. In the Integrated Governance process, the duties and responsibilities of the BNI Board of Directors related to the Integrated Governance process have been carried out and followed up in accordance with the direction of the BNI Board of Commissioners;
- d. The BNI Board of Directors has followed up on input from the BNI Board of Commissioners regarding the evaluation of the Integrated Governance Guidelines, as well as ensuring that audit findings from both internal and external sources have been followed up properly.

2. Board of Commissioners of Main Entity

- a. In the Integrated Governance structure, the entire BNI Board of Commissioners has met the qualifications stipulated by applicable legislation. The Board of Commissioners consists of 11 (eleven) people, 7 (seven) of whom are Independent Commissioners. 9 (Nine) Commissioners have obtained fit and proper test approval from the Financial Services Authority (FSA) and 2 (two) Commissioners are awaiting FSA approval.
- b. In the Integrated Governance process, the BNI Board of Commissioners has carried out its duties and responsibilities, including: holding regular meetings; supervising the implementation of the duties and responsibilities of the Main Entity Board of Directors as well as supervising the implementation of TKT; and provide input and direction as well as evaluation of audit findings, both internal and external, for follow-up by the Board of Directors; as well as providing input to the BNI Board of Directors in order to improve the Integrated Governance Guidelines;
- c. Minutes of Main Entity Board of Commissioners Meetings as well as recommendations from the supervision of the Main Entity Board of Commissioners related to the implementation of the duties and responsibilities of the BNI Board of Directors have been well documented.

3. Integrated Governance Committee

- a. The Integrated Governance Committee has been formed in accordance with applicable regulations;
- b. The TKT Committee has evaluated the implementation of TKT, at least through assessing the adequacy of internal control, implementation of integrated risk management and compliance functions;

- c. During 2023, the TKT Committee has held 9 (nine) TKT Committee Meetings to provide input regarding the implementation of Governance in the BNI Financial Conglomerate.

4. Integrated Compliance Work Unit

- a. The Compliance Division as an Integrated Compliance Work Unit (SKKT) is independent in accordance with applicable regulations;
- b. SKKT has carried out monitoring and evaluation through LJK Compliance Reports, meetings between SKKT and each Subsidiary which is an LJK in the BNI Financial Conglomerate which are held quarterly through one on one meetings and monitoring LJK business conduct every month.
- c. SKKT has submitted the results of monitoring, evaluation and suggestions for improving the implementation of the compliance function in each LJK periodically, namely quarterly, to the Director in charge of the Compliance function and semi-annually to the President Director and the Board of Commissioners.

5. Integrated Internal Audit Work Unit

- a. The Internal Audit Unit as the Integrated Internal Audit Work Unit (SKAIT) is independent in accordance with applicable regulations;
- b. SKAIT monitors the implementation of internal audits including:
 - i) Implementation of integrated audits for each LJK with audit mechanisms carried out individually, joint audits and SKAI LJK submitting implementation reports and the main points of audit results to SAI have been carried out by SKAI LJK.
 - ii) Evaluation of the implementation of the internal audit function in each LJK.
 - iii) Coordination with the LJK Internal Audit Work Unit (SKAI) LJK on a quarterly basis, with material discussing the Audit Work Plan, Principal Audit Results, and Follow-up to the Internal and External Audit Results of each LJK.
- c. SKAIT acts objectively in carrying out its duties and responsibilities, and submits reports on the implementation of its duties and responsibilities to the President Director and Board of Commissioners of the Main Entity with a copy to the Director in charge of the Compliance Function of the Main Entity.

6. Implementation of Integrated Risk Management

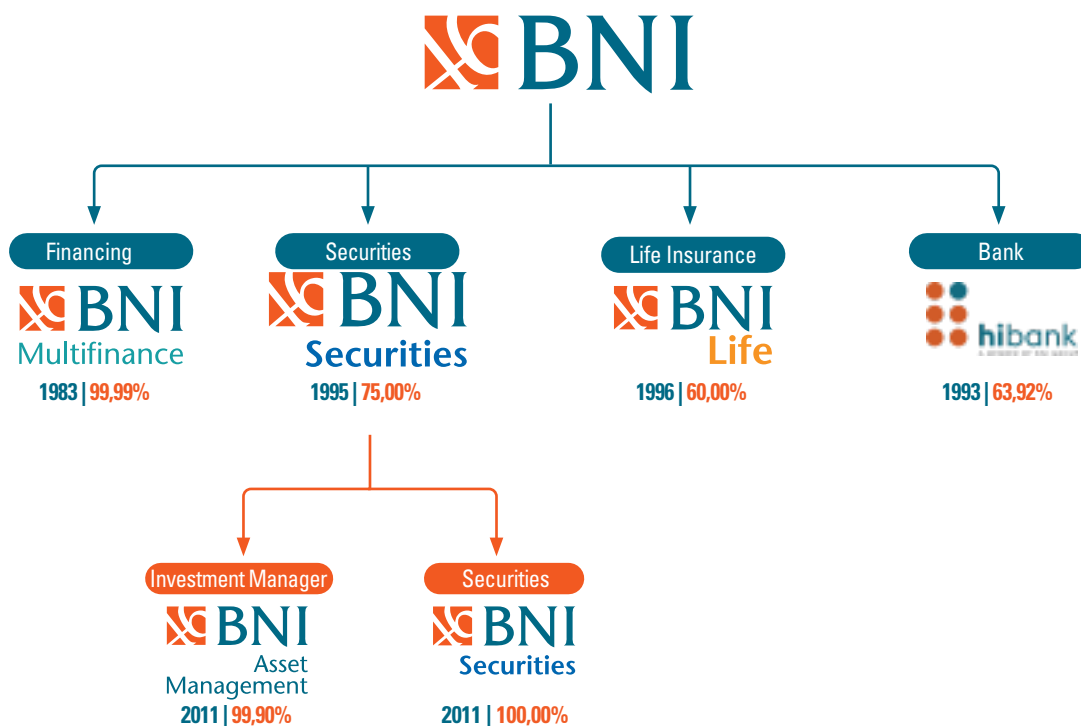
- a. Enterprise Risk Management Division as an independent Integrated Risk Management Work Unit (SKMRT) in accordance with applicable regulations;
- b. SKMRT has established and updated policies and determined risk limits that apply to all LJKs;
- c. The implementation of Integrated Risk Management has accommodated 4 (four) pillars of Risk Management implementation in accordance with Financial Services Authority Regulations.

7. Integrated Governance Guidelines

- The BNI Financial Conglomerate Integrated Governance Guidelines have been prepared, reviewed and implemented in accordance with Financial Services Authority Regulation No. 18/POJK/POJK.03/2014 as regulated in the respective letters of the Board of Directors and The respective Board of Commissioners No. DIR/1106 dated 15 December 2023 and No. DK/193 dated December 28, 2023;
- The Integrated Governance Guidelines for the BNI Financial Conglomerate have been communicated to all LJKs in the BNI Financial Conglomerate and will continue to be evaluated in accordance with applicable regulations.

BNI FINANCIAL CONGLOMERATE STRUCTURE

Through Directors' Letter No. DIR/401 dated 02 June 2022 BNI Financial Conglomerate has reported changes to the structure of the BNI Financial Conglomerate to be as follows:



The BNI Financial Conglomerate has fulfilled the administrative requirements and has been recorded in the supervisory administration of the Financial Services Authority based on FSA Letter No. S-88/PB.31/2022 dated June 9 2022 with the joining of PT Bank Hibank Indonesia (hibank) to become a member of the BNI Financial Conglomerate, becoming a member of the BNI Financial Conglomerate, apart from that the BNI Financial Conglomerate also has an Integrated Governance Committee (TKT) as following

Position	Name
Chairman	Pradjoto (BNI)*
Member	Askolani (BNI) Susyanto (BNI) Robertus Bilitea (BNI) Parikesit Suprpto (BNI Life) Siti Haniatunnisa (BNI Life/Dewan Pengawas Syariah/Sharia Supervisory Board) Riswinandi (BNI Sekuritas) Eko Priyo Pratomo (BNI Asset Management) Rufina Tinawati Mariantio (hibank) Nurani Raswindriati (Independent Party)

Description:

*) Waiting for the results of the fit and proper test from FSA

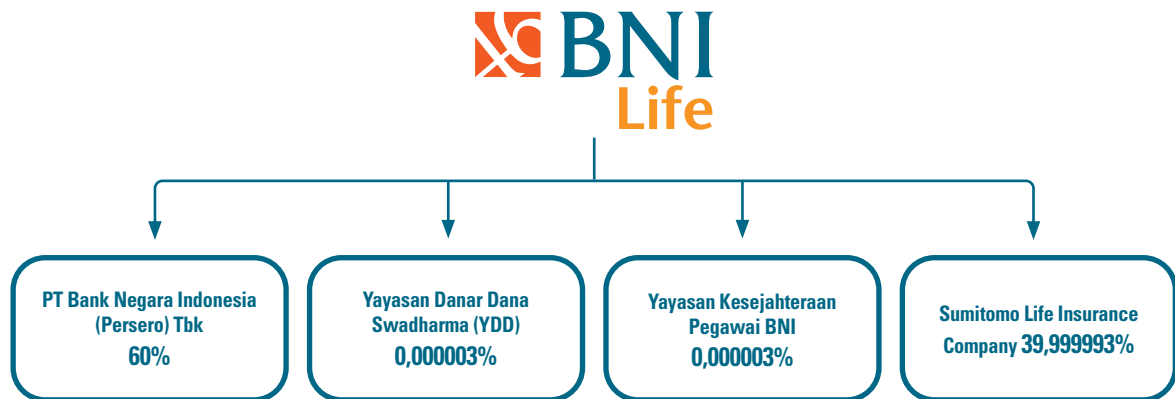
SHARE OWNERSHIP STRUCTURE IN THE BNI FINANCIAL CONGLOMERATE

PT Bank Negara Indonesia (Persero) Tbk as the Main Entity of the BNI Financial Conglomerate.

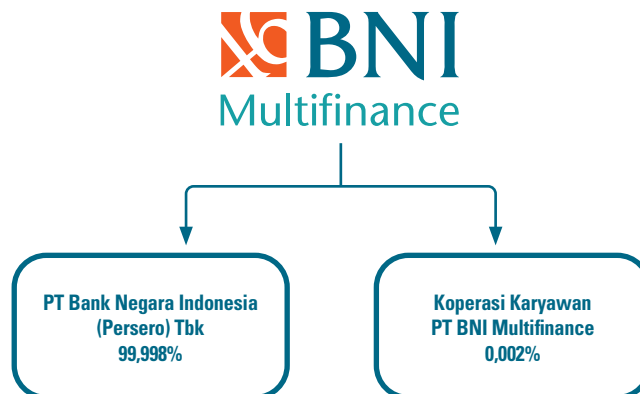


Share Ownership Structure of Financial Services Institutions within the BNI Financial Conglomerate, namely:

PT BNI Life Insurance



PT BNI Multifinance





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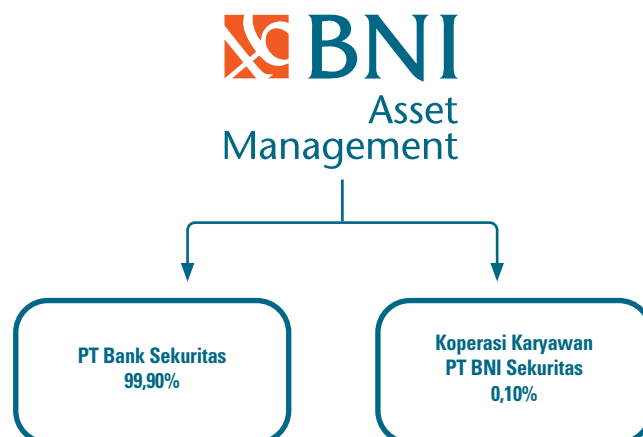


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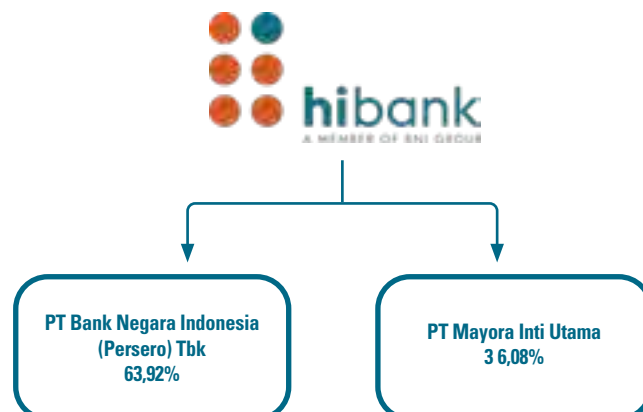
PT BNI Sekuritas



PT BNI Asset Management



PT Bank Hibank Indonesia



BNI Securities Pte, Ltd



BNI FINANCIAL CONGLOMERATE MANAGEMENT STRUCTURE

BOARD OF COMMISSIONERS' STRUCTURE

Name	Position
Agus Dermawan Wintarto Martowardojo*)	President Commissioner / Independent Commissioner
Pradjoto**)	President Commissioner / Independent Commissioner
Pahala Nugraha Mansury***)	Vice President Commissioner / Independent Commissioner
Sigit Widyawan	Independent Commissioner
Askolani	Commissioner
Asmawi Syam	Independent Commissioner
Susyanto	Commissioner
Iman Sugema	Independent Commissioner
Septian Hario Seto	Independent Commissioner
Erwin Rijanto Slamet	Independent Commissioner
Fadlansyah Lubis	Commissioner
Robertus Billitea	Commissioner

*) Ceased serving as President Commissioner/Independent Commissioner of BNI as of September 19 2023

**) Transfer of assignment from Vice President Commissioner/Independent Commissioner to President Commissioner/Independent Commissioner as of September 19 2023 and was currently still awaiting FSA approval for the fit and proper test

***) Served as Vice President Commissioner since September 19 2023 and currently still awaiting FSA approval for the fit and proper test

BOARD OF DIRECTORS' STRUCTURE

Name	Position
Royke Tumilaar	President Director
Adi Sulistyowati	Vice President Director
Novita Widya Anggraini	Finance Director
Corina Leyla Karnalies	Digital and Integrated Transaction Banking Director
Sis Apik Wijayanto	Enterprise & Commercial Banking Director
David Pirzada	Risk Management Director
Silvano Winston Rumantir	Wholesale and International Banking Director
Ronny Venir	Network & Services Director
Muhammad Iqbal	Institutional Banking Director
Putratama Wahyu Setyawan	Retail Banking Director
Mucharom	Human Capital & Compliance Director
Toto Prasetio	Technology & Operations Director



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PT BNI LIFE INSURANCE

BOARD OF COMMISSIONERS' STRUCTURE

Name	Position
Parikesit Suprpto	President Commissioner/Independent Commissioner
Alwi Abdurrahman Shihab	Independent Commissioner
Henry Cratein Suryanaga	Independent Commissioner
Muneo Sasagawa	Commissioner
Sri Indira	Commissioner

BOARD OF DIRECTORS STRUCTURE

Name	Position
Shadiq Akasya*	President Director
Eben Eser Nainggolan	Acting President Director/Director
Neny Asriany	Director
Masaaki Fuse	Director
Motohari Nijima	Director

*) Ceased serving as President Director of PT BNI Life Insurance as of June 5, 2023

SHARIA SUPERVISORY BOARD' STRUCTURE

Name	Position
Agus Haryadi	Chairman
Utang Ranuwijaya	Member
Siti Haniatunnisa	Member

PT BNI MULTIFINANCE

BOARD OF COMMISSIONERS' STRUCTURE

Name	Position
Suhartono	President Commissioner/Independent Commissioner
Agung Turanto Sutarno	Commissioner
Hari Satriyono	Commissioner

BOARD OF DIRECTORS' STRUCTURE

Name	Position
Yenanto Siem	President Director
Albertus Henditrianto	Director
Legendariah	Director

PT BNI SEKURITAS

BOARD OF COMMISSIONERS' STRUCTURE

Name	Jabatan
Riswinandi	President Commissioner/Independent Commissioner
Yoshihiro Ishiwata	Commissioner
I Made Sukajaya	Commissioner

BOARD OF DIRECTORS' STRUCTURE

Nama	Jabatan
Agung Prabowo	President Director
Nieko Kusuma	Director
Vera Ongyono	Director

Nama	Jabatan
Yoga Mulia	Director
Teddy Wishadi*)	Director

*) Still waiting for the Fit & Proper Test by FSA

PT BNI ASSET MANAGEMENT

BOARD OF COMMISSIONERS' STRUCTURE

Name	Position
Eko Priyo Pratomo	President Commissioner/Independent Commissioner
Efrizal	Commissioner

BOARD OF DIRECTORS' STRUCTURE

Name	Position
Putut Endro Andanawarih*)	President Director
Putut Endro Andanawarih*)	Director
Donny Susantio Adjie	Director (Acting President Director)
AdeYusriansyah	Director

*Ceased serving as President Director and was reappointed as Director of the Company as of July 3 2023.

PT BANK HIBANK INDONESIA

BOARD OF COMMISSIONERS' STRUCTURE

Name	Position
Hussein Paolo Kartadjoemena	President Commissioner
Rufina Tinawati Marianto	Independent Commissioner
Joys Djajanto	Independent Commissioner

BOARD OF DIRECTORS' STRUCTURE

Name	Position
Ricky Budiono	President Director
Tjahjo Bengawan	Director
Tiolina Indira Aryani Tumanggor Siahaan	Director
Prihadiyanto	Director
Andi M. Andries	Director

BNI SECURITIES PTE. LTD

Name	Position
Chew Wen Yu, Edwin	Executive Director
Ujuan Marihot H.P	Non Executive Director

BASIC PRINCIPLES OF INTEGRATED GOVERNANCE OF THE BNI FINANCIAL CONGLOMERATE

In order to support the business and operations of the BNI Financial Conglomerate, basic principles of Integrated Governance are needed which refer to the GCG Roadmap published by the Financial Services Authority and the ASEAN Corporate Governance Scorecard which is a reference for the implementation of GCG.

In accordance with this, the basic principles of Integrated Governance of the BNI Financial Conglomerate are as follows:

1. Implementation of Integrated Governance of the BNI Financial Conglomerate aims to create superior performance and add economic value for shareholders and other stakeholders, as well as ensuring that the operations of the BNI Financial Conglomerate comply with applicable laws and regulations, business ethics and Governance principles. Manage a Good Company;
2. Referring to the applicable statutory provisions, Financial Services Institutions (LJK) members of the Financial Conglomerate (KK) are separate legal entities from BNI and therefore have their own duties and responsibilities in managing the company;



3. KK Member of LJK is a legal entity in accordance with applicable statutory provisions, where in its management BNI is the Controlling Shareholder in the BNI financial Conglomerate;
4. Integrated Governance principles apply to KK Member LJKs as long as they are not regulated differently according to applicable laws and regulations. Articles of Association of KK Member LJKs that are not yet in compliance must be adjusted while taking into account the provisions that apply to KK Member LJKs.

INTRA-GROUP TRANSACTION POLICY IN THE BNI FINANCIAL CONGLOMERATE UNDERSTANDING INTRA-GROUP TRANSACTION RISK

UNDERSTANDING INTRA-GROUP TRANSACTION RISK

Ownership and/or control relationships in various financial services sectors will affect the business continuity of Financial Services Institutions (LJK) due to risk exposures that arise either directly or indirectly from the business activities of entities that are members of a Financial Conglomerate. Therefore, the Financial Services Authority (FSA) has issued a number of regulations regarding the implementation of integrated Risk Management in conglomerates in the financial services industry, one of which is the obligation of Financial Conglomerates to manage intra-group transaction risks.

Intra-group transaction risk is the risk that arises as a result of an entity's dependence, either directly or indirectly, on other entities within a Financial Conglomerate in order to fulfill written and unwritten agreement obligations which are followed by the transfer of funds and/or are not followed by the transfer of funds.

PURPOSE OF INTRA-GROUP TRANSACTION RISK MANAGEMENT

The implementation of intra-group transaction risk management in the BNI Financial Conglomerate aims to:

1. Regulate and supervise the risks of intra-group transactions of the Financial Conglomerate based on the principle of prudence;
2. Ensure that the integrated risk management process can minimize the possibility of negative impacts resulting from the dependence of an LJK either directly or indirectly on other LJKs within a Financial Conglomerate, as well as negative impacts on the business conditions of the BNI Financial Conglomerate as a whole.

INTRA-GROUP TRANSACTION RISK MANAGEMENT PRINCIPLES

There are several things that need to be done by BNI as the

main entity in implementing intra-group transaction Risk Management in the BNI Financial Conglomerate, including:

1. Have an adequate intra-group transaction risk management process for the Financial Conglomerate as a whole;
2. Monitor intra-group transactions within the Financial Conglomerate and prepare regular reports;
3. Encourage public disclosure regarding intra-group transactions;
4. Consider the impact of intra-group transactions on the performance of LJK members of the Financial Conglomerate directly and on the BNI Financial Conglomerate as a whole.

TYPES OF TRANSACTION THAT MIGHT POSE INTRA- GROUP TRANSACTION RISKS

Types of transactions that might pose risk to intra-group transaction in the BNI Financial Conglomerate include the following, but are not limited to:

1. Cross ownership between LJKs in Financial Conglomerates;
2. Centralization of short-term liquidity management in Financial Conglomerates;
3. Guarantees, loans and commitments given or obtained by an LJK from other LJKs in the Financial Conglomerate;
4. Exposure to controlling shareholders, including loan and off-balance sheet exposure such as guarantees and commitments;
5. Purchase or sale of assets from one LJK to another LJK in a Financial Conglomerate;
6. Risk transfer through reinsurance; And
7. Transactions to divert third party risk exposure between FSI in the Financial Conglomerate.

ADEQUACY OF RISK IDENTIFICATION, MEASUREMENT, MONITORING AND CONTROL PROCESSES AND INTRA-GROUP TRANSACTION RISK MANAGEMENT INFORMATION SYSTEMS

Implementing intra-group transaction risk management, BNI as the Main Entity carries out the process of identifying, measuring, monitoring and controlling risks for all material risk factors in an integrated manner, and supported by an adequate intra-group transaction risk management information system.

1. Identify Intra-Group Transaction Risks
Identification of intra-group transaction risks is carried out by analyzing the types of products and/or transactions between LJKs in the BNI Financial Conglomerate which could give rise to intra-group transaction risks in the BNI Financial Conglomerate.
2. Measurement of Intra-Group Transaction Risk
The aim of measuring intra-group transaction risk is to obtain a ranking of the level of risk of the Financial Conglomerate's intra-group transactions. Things that need to be done by BNI as the main entity in measuring intra-group transaction risk is to develop a methodology for

measuring intra-group transaction risk and evaluate the suitability of assumptions, data sources and procedures used to measure intra-group transaction risk.

3. Intra-Group Transaction Risk Monitoring

Intra-group transaction risk monitoring is carried out by evaluating the exposure to Intra-group Transaction Risk which is material or which has an impact on the capital condition of the Financial Conglomerate; as well as improving the reporting process and coverage, among other things, if there are material changes in business activities, products, transactions and risk factors.

To assess material intra-group financial relationships between LJKs in the BNI Financial Conglomerate, it is measured based on the value of BNI's financial transactions with LJK members of the BNI Financial Conglomerate, as well as between fellow LJKs in the BNI Financial Conglomerate.

4. Intra-Group Transaction Risk Control

order to implement risk control, BNI as the Main Entity ensures that the BNI Financial Conglomerate has control methods for intra-group transaction risks that could endanger the continuity of the Financial Conglomerate's business.

Intra-group transaction risk control in the BNI Financial Conglomerate is carried out by paying attention to:

- a. Composition of inherent risk parameters of intra-group transactions in the integrated risk profile assessment;
- b. Fulfillment of the arm's length principle (transaction fairness) regarding intra-group transactions;
- c. Availability and completeness of intra-group transaction documentation; And
- d. Fulfillment of applicable legal/regulatory provisions for each intra-group transaction.

5. The intra-group transaction risk management information system includes:

- a. Intra-group transaction risk profile report which is part of the integrated risk profile report;
- b. Intra-group transaction report, containing:
 - i) Recapitulation of transactions with related parties;
 - ii) Important agreements with related parties.

BNI as the Main Entity prepares and submits intra-group transaction risk profile reports as part of the integrated risk profile report and intra-group transaction reports to the Financial Services Authority on a semi-annual basis for June and December reporting positions.

As of December 31, 2023, all intra-group transactions have been carried out fairly (meeting the arm's length principle).